

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme RMG Limited

ACN/ARSN 065 832 377

1. Details of substantial holder (1)

Name RMG Limited

ACN/ARSN (if applicable) 065 832 377

The holder became a substantial holder on 02 / 07 / 19

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary shares	153,900,000	153,900,000	19.99%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
RMG Limited	Deemed to arise from voluntary escrow under voluntary escrow arrangements between the company and each of the holders set out in Annexure A	153,900,000 fully paid ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
See Annexure A	See Annexure A	See Annexure A	See Annexure A

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
RMG Limited			No consideration	153,900,000 fully paid ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
RMG Limited	Suite 5, Level 3, 12-20 Railway Road, Subiaco WA 6008
See Annexure A	See Annexure A

Signature

print name **KEN POON**

capacity **Director and Secretary of RMG Limited**

sign here



date **10 / 06 / 2020**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

For personal use only

"A"

THIS ANNEXURE A OF 2 PAGES REFERRED TO IN FORM 603 – NOTICE OF INITIAL SUBSTANTIAL HOLDER

Signature: 

Signed by: KEN POON

Date: ..10..../.6.../ 2020

Position: DIRECTOR AND SECRETARY

RMG LIMITED
[ACN 065 832 377]

ITEM NUMBERS USED IN THIS ANNEXURE A CORRESPOND WITH ITEM NUMBERS USED IN THE FORM 603 – NOTICE OF INITIAL SUBSTANTIAL HOLDER TO WHICH THIS ANNEXURE A FORMS AN ANNEXURE.

4. DETAILS OF PRESENT REGISTERED HOLDERS

HOLDER OF RELEVANT INTEREST	REGISTERED HOLDER OF SECURITIES	PERSON ENTITLED TO BE REGISTERED AS HOLDER	CLASS AND NUMBER OF SECURITIES
RMG LIMITED	XINHUA HANG	XINHUA HANG	15,000,000 ORDINARY SHARES
RMG LIMITED	HONGYU ZHOU	HONGYU ZHOU	17,000,000 ORDINARY SHARES
RMG LIMITED	GANG SONG	GANG SONG	13,000,000 ORDINARY SHARES
RMG LIMITED	SHANLIANG LOU	SHANLIANG LOU	8,133,334 ORDINARY SHARES
RMG LIMITED	JIUQIANG WANG	JIUQIANG WANG	13,333,333 ORDINARY SHARES
RMG LIMITED	ZHENG FANG	ZHENG FANG	33,333,333 ORDINARY SHARES
RMG LIMITED	HIN CHEONG HUNG	HIN CHEONG HUNG	54,100,000 ORDINARY SHARES

For personal use only

7. ADDRESSES

NAME	ADDRESS
XINHUA HANG	18 DONALD ROAD, WHEELERS HILL VIC 3150
HONGYU ZHOU	15 MID-HAIDIAN STREET, ZONE C, RM1010, BEIJING, CHINA
GANG SONG	ROOM 1111, BUILDING 1, 160 ZHENGYANG ROAD, CHENGYANG DISTRICT, QINDAO CITY, CHINA
SHANLIANG LOU	ROOM 1601, UNIT 1, BUILDING 2, 39 NANMOFANG ROAD, CHAOYANG DISTRICT, BEIJING, CHINA
JIUQIANG WANG	ROOM 1501, 15#, DONGFANGSHENKELA, GAOXING DISTRICT, DALIAN CITY, CHINA
ZHENG FANG	36#, LIULICHANGXI AVENUE, XICHENG DISTRICT, BEIJING, CHINA
HIN CHEONG HUNG	UNIT 1401 C&D, 14/F TOWER 2, ADMIRALTY CENTRE, ADMIRALTY, HONG KONG

For personal use only