



## ASX ANNOUNCEMENT

5 September 2024

Company Announcements Office  
Australian Securities Exchange

### H&G SUCCESSFULLY RAISES A\$18.5 MILLION VIA PLACEMENT

#### Highlights:

- Hancock & Gore has received firm commitments to raise A\$18.5 million (before costs) via a Placement at A\$0.30 per share
- Placement strongly supported by H&G Directors and management in addition to new and existing eligible shareholders
- Placement proceeds will be applied to satisfy the upfront cash consideration for the acquisition of the United Kingdom-based Schoolblazer Limited, and to strengthen the balance sheet with increased financial flexibility for growth
- Strong alignment with Schoolblazer vendors receiving 45% of consideration in H&G scrip and will own an estimated 19.0% of H&G post-merger

Hancock & Gore Limited (ASX:HNG) ("**H&G**") is pleased to announce it has received binding commitments to raise A\$18.5 million (before costs) in a Placement ("**Placement**") of new fully paid ordinary shares at A\$0.30 per share ("**New Shares**").

Approximately 48.0 million New Shares at A\$0.30 will be issued to raise A\$14.4 million in accordance with H&G's placement capacity under ASX Listing Rule 7.1 ("**Tranche 1**"). Additionally, a further 13.7 million New Shares, raising A\$4.1 million at A\$0.30 per share, will be issued subject to H&G shareholder approval at the Extraordinary General Meeting ("**EGM**") scheduled for mid-October 2024 ("**Tranche 2**"). Tranche 2 of the Placement includes commitments from H&G Directors of A\$1.77 million which will also be subject to shareholder approval at the EGM. Collectively the H&G Board & senior management have demonstrated strong leadership and alignment, subscribing for 7.8 million shares or A\$2.33 million, representing c.13% of the total Placement proceeds.

The vendors of Schoolblazer have demonstrated their confidence in the combined group by electing to receive 45% of the Schoolblazer consideration in H&G scrip, resulting in an estimated 19.0% ownership of H&G shares post-transaction.

The funds raised through the Placement will be utilised to satisfy the upfront cash consideration for the acquisition of UK-based Schoolblazer Limited, transaction and Placement costs, and to enhance the company's balance sheet, providing increased financial flexibility for growth.

The Placement received strong support from both existing and new eligible institutional and sophisticated investors. The New Shares issued under the Placement will rank equally with H&G's existing shares on issue.

Morgans Corporate Limited and Blue Ocean Equities Pty Ltd acted as Joint Lead Managers to the Placement.

## Indicative Timetable<sup>1</sup>

Event	Date
Trading halt	Tuesday, 3 September 2024
Trading halt lifted & return to normal trading on ASX	Thursday, 5 September 2024
Notice of EGM released and mailed to shareholders	Friday, 6 September 2024
Allotment of New Shares issued under unconditional placement ( <b>Tranche 1</b> )	Thursday, 12 September 2024
EGM to approve scrip issuance to Schoolblazer vendors and conditional placement ( <b>Tranche 2</b> )	Monday, 7 October 2024
Expected completion of the Schoolblazer transaction	Friday, 11 October 2024

The scrip component of the Schoolblazer acquisition is expected to settle with the completion of the Schoolblazer transaction on or around 11 October 2024, which will see the H&G shares on issue increase to 476.7 million.

Additional details regarding the Placement can be read in the investor presentation and Appendix 3B released to the ASX on 5 September 2024.

The trading halt in respect of H&G's shares is expected to be lifted before market open today as a result of the release of this announcement.

This announcement has been authorised for release to the ASX by the H&G Board of Directors. For further information, shareholders are advised to contact Sandy Beard, Executive Chairman Hancock & Gore Limited on 0412 308 263.

### About H&G

*H&G is a diversified investment company with a focus on active management and driving shareholder returns through investing in a broad range of investments across wholly owned operating businesses and strategic investments supported by a treasury and funds management capability. We seek to become a trusted partner of choice that aims to solve our partners' problems, identifying and pursuing opportunities that benefit all parties.*

### About Schoolblazer

*Schoolblazer is a pure online retailer of school wear to independent schools (i.e., private schools) in the UK. Schoolblazer has grown rapidly since its foundation in 2004 to become the dominant retailer to UK large independent schools with an estimated c.30% segment share, servicing c.240 schools and c.140,000 pupils across the UK. With an innovative online offering, a new approach to product and design and "Limitless" sportswear brand, Schoolblazer has transformed the market for independent schools and their parents.*

<sup>1</sup> The timetable above is indicative only and H&G reserves the right to amend any or all of these dates subject to the Corporations Act 2001 (Cth), ASX Listing Rules and other applicable laws.