

16 March 2015

ASX Limited
ASX Market Announcements Office
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

Magellan Flagship Fund Limited (ASX Code: MFF)

Notice under sections 708AA(2)(f) of the *Corporations Act 2001* (Cth) as modified by ASIC Class Order 08/35

This notice is given by Magellan Flagship Fund Limited (ACN 121 977 884) (**MFF**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (the **Act**) as modified by the Australian Securities & Investments Commission Class Order 08/35. MFF has announced a 'low-doc' pro-rata renounceable entitlement offer (the **Offer**) of 1 new MFF share (**New Share**) for every 4 MFF shares held as at 7.00pm (Sydney time) on Monday 13 April 2015 by MFF shareholders with a registered address in Australia or New Zealand.

MFF advises that:

- (a) the New Shares will be offered for issue without disclosure to investors under Part 6D.2 of the Act;
- (b) this notice is being given under section 708AA(2)(f) of the Act as modified by ASIC Class Order 08/35;
- (c) as at the date of this notice, MFF has complied with:
 - (i) the provisions of Chapter 2M of the Act as they apply to MFF; and
 - (ii) section 674 of the Act as it applies to MFF;
- (d) as at the date of this notice, there is no 'excluded information' of the type referred to in sections 708AA(8) and 708AA(9) of the Act as modified by ASIC Class Order 08/35; and

- (e) the potential effect the Offer will have on the control of MFF, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholdings. However, given the structure of the Offer as a pro-rata offer and the current composition of the securityholder register, MFF does not expect the Offer to have any material effect or consequence on the control of MFF.

Yours sincerely

Geoffrey Stirton
Company Secretary