



(acn 108 958 274)

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31<sup>st</sup> July 2009

### **ALLIED BRANDS LIMITED (ASX: ABQ)**

#### **ALLIED BRANDS ANNOUNCES MANAGEMENT CHANGES, DIRECTOR RESIGNATION, AND COMPLETION OF SHARE PLACEMENT**

Leading owner, operator and developer of franchises, Allied Brands Limited (ASX:ABQ) today announced that Tony Cavanagh, formerly Brand Manager of the group's Baskin-Robbins business, had been promoted to CEO Retail with overarching responsibility for the group's retail brands of Baskin-Robbins, Cookie Man, and Kenny's Cardiology. He will be supported by new appointee, Jack Sakalis, as Brand Manager of the Baskin-Robbins and Cookie Man businesses.

Peter Elligett, formerly Cookie Man Brand Manager, moves to take responsibility for the group's international expansion, which had slowed as a result of the global economic slowdown. He also assumes control of the group's manufacturing processes which will enable a greater focus on building manufacturing synergies across the group's retail brands.

Group CEO Shane Radbone retains control of the newly acquired Villa & Hut business during that brand's integration process.

Mr Radbone said that the promotion of Mr Cavanagh and the appointment of Mr Sakalis will continue the group's move towards strengthening the service delivery to franchisees and will accelerate the drive for organic growth in the group's retail brands. Both Mr Cavanagh and Mr Sakalis have extensive retail franchise industry experience with Mr Cavanagh, prior to joining Allied Brands in 2007, holding the position of COO for the Wendy's Ice Cream chain and Mr Sakalis holding the position of General Manager Operations for Southern/Western Australia for the same company. Mr Radbone commented that he expected the changes to the group's operational management structure to deliver cost savings of over \$450,000 in the 2009/10 financial year.

The company also announces the resignation of director Mr Tony Underwood who has resigned for health reasons. The company expects to announce additional board appointments during August.

Also attached to this release is the latest form 3B which reflects, amongst other share issues, the completion of the recently announced share placement to raise additional capital for the Villa & Hut acquisition and to strengthen the company's balance sheet. The company successfully raised \$3,293,640 through a private placement to sophisticated investors – this was substantially more than the originally planned \$2.0m. The company agreed to accept the

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oversubscriptions for the purposes of reducing some of the debt assumed with the Villa & Hut business, to improve the company's balance sheet, and to give the company the ability to make a further appropriate acquisition during the 2009/10 financial year.

The issue of these shares is either within the company's 15% cap or as approved at the recent EGM.

The board is of the view that there has been no material change to previous guidance and anticipates the release of the company's full year results for the 2008/09 financial year by 25<sup>th</sup> August 2009.

ENDS

For further information please contact:  
Peter Graham - Managing Director  
Allied Brands Limited  
PH: (07) 55 880 800

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## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

**ALLIED BRANDS LIMITED**

ABN

**20 108 958 274**

We (the entity) give ASX the following information.

#### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |                            |
|---|--|----------------------------|
| 1 | +Class of +securities issued or to be issued   | Ordinary Shares            |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 24,930,101                 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Fully Paid Ordinary Shares |

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**Appendix 3B**  
**New issue announcement**

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Yes, shares rank equally with all other issued shares, including for dividends.</p>
<p>5 Issue price or consideration</p>	<p>24,930,101 issued at \$0.15 per share (total \$3,739,515)</p>
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>16,564,268 issued to sophisticated investors as part of share placement announced on 27/05/2009.          275,000 issued re capital raising fee.          5,000,000 issued to executive per EGM approval 30/06/2009.          3,090,833 issued to executives as part of their remuneration packages.</p>
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>27th July 2009</p>

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**Appendix 3B**  
**New issue announcement**

	Number	+Class
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	Fully Paid Ordinary Shares
	163,944,084  *Includes:  1,666,666 escrowed until 2 <sup>nd</sup> February 2010 250,000 escrowed until 5 <sup>th</sup> March 2010 1,299,529 escrowed until 5 <sup>th</sup> May 2010 2,546,282 escrowed until 5 <sup>th</sup> May 2010 983,557 escrowed until 5 <sup>th</sup> May 2010 555,179 escrowed until 5 <sup>th</sup> May 2010 1,923,248 escrowed until 5 <sup>th</sup> May 2010 384,513 escrowed until 5 <sup>th</sup> May 2010 1,333,333 escrowed until 27 <sup>th</sup> July 2010 333,333 escrowed until 27 <sup>th</sup> July 2010 1,666,666 escrowed until 2 <sup>nd</sup> February 2011 230,769 escrowed until 6 February 2011 333,333 escrowed until 27 <sup>th</sup> July 2011 1,666,668 escrowed until 2 <sup>nd</sup> February 2012 333,334 escrowed until 27 <sup>th</sup> July 2012 300,000 escrowed until 27 <sup>th</sup> July 2009   625,000 shares cancelled 28/07/09   29,372,394	Options expiring 28 <sup>th</sup> December 2010 exercisable at \$0.60

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**Appendix 3B**  
**New issue announcement**

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	
	800,000	Options expiring 14 <sup>th</sup> October 2009, exercisable at \$0.45
	200,000	Options expiring 14 <sup>th</sup> October 2009, exercisable at \$0.50
	200,000	Options expiring 14 <sup>th</sup> October 2009, exercisable at \$0.55
	400,000	Options expiring 22 <sup>nd</sup> May 2011 exercisable at \$0.35
	15,280,000	Convertible Notes
	1,200,000	Partly paid \$0.60 shares
	900,000	Partly paid \$0.65 shares

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Unchanged
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**Part 2 - Bonus issue or pro rata issue**

11	Is security holder approval required?	NOT APPLICABLE
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12	Is the issue renounceable or non-renounceable?	
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13	Ratio in which the +securities will be offered	
----	--	--

14	+Class of +securities to which the offer relates	
----	--	--

15	+Record date to determine entitlements	
----	--	--

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**Appendix 3B**  
**New issue announcement**

16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?

17 Policy for deciding entitlements in relation to fractions

18 Names of countries in which the entity has +security holders who will not be sent new issue documents

Note: Security holders must be told how their entitlements are to be dealt with.

Cross reference: rule 7.7.

19 Closing date for receipt of acceptances or renunciations

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**Appendix 3B**  
**New issue announcement**

- 20 Names of any underwriters
- 21 Amount of any underwriting fee or commission
- 22 Names of any brokers to the issue
- 23 Fee or commission payable to the broker to the issue
- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- 25 If the issue is contingent on +security holders' approval, the date of the meeting
- 26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
- 27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?

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32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)?

33 <sup>+</sup>Despatch date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

**Additional securities forming a new class of securities  
APPLICABLE**

**NOT**

*Tick to indicate you are providing the information or documents*

35  If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders

36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over

37  A copy of any trust deed for the additional <sup>+</sup>securities

<sup>+</sup> See chapter 19 for defined terms.

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**Appendix 3B**  
**New issue announcement**

Entities that have ticked box 34(b)

38	Number of securities for which +quotation is sought	NOT APPLICABLE	
39	Class of +securities for which quotation is sought		
40	<p>Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>		
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>		
42	Number and +class of all +securities quoted on ASX (including the securities in clause 38)	Number	+Class

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**Quotation agreement**

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here: .....Date: 31<sup>st</sup> July 2009.....  
Company Secretary

Print name: JAMES FAY

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# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	<b>ALLIED BRANDS LIMITED</b>
<b>ACN</b>	<b>20 108 958 274</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	ANTHONY ROBERT UNDERWOOD
<b>Date of last notice</b>	5 <sup>th</sup> March 2008

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect interests acquired by:- Marlena Holdings Pty Ltd as Trustee for the Nowak Family Trust (Director of Trustee & beneficiary of trust) Marlena Holdings Pty. Ltd. as Trustee for the Underwood Superannuation Fund (Director and beneficiary of Superannuation fund)
<b>Date of change</b>	28 <sup>th</sup> July 2009
<b>No. of securities held prior to change</b>	
<b>Name of Holder &amp; nature of interest</b>	<b>Number &amp; Class of Securities</b>
<b>Class</b>	a) Convertible Notes (\$0.50 notes) b) Options (\$0.60 exercise price) c) Ordinary Fully Paid Shares d) Partly Paid Ordinary Shares

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**Appendix 3Y**  
**Change of Director's Interest Notice**

Anthony Robert Underwood	a) nil b) 62,500 c) 625,000 d) nil
Marlena Holdings Pty Ltd as trustee for the Nowak Family Trust	a) nil b) 200,000 c) 2,000,000 d) 300,000
Marlena Holdings Pty Ltd as trustee for the Underwood Superannuation Fund	a) nil b) nil c) 10,000 d) nil
<b>Number acquired</b>	a) nil b) nil c) nil d) nil
<b>Number disposed</b>	c) 625,000
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	b) nil (shares cancelled pursuant to employment contract)
<b>No. of securities held after change</b>	
Name of holder & Nature of interest Note: provide details of the circumstances giving rise to the relevant interest	Number & class of Securities
Anthony Robert Underwood	a) nil b) 62,500 c) nil d) nil
Marlena Holdings Pty Ltd as trustee for the Nowak Family Trust	a) nil b) 200,000 c) 2,000,000 d) 300,000
Marlena Holdings Pty Ltd as trustee for the Underwood Superannuation Fund	a) nil b) nil c) 10,000 d) nil
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Cancellation of shares pursuant to employment contract

**Part 2 – Change of director's interests in contracts**

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**Appendix 3Y**  
**Change of Director's Interest Notice**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	Nil
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

James Fay  
Company Secretary  
31<sup>st</sup> July 2009

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# Appendix 3Z

## Final Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	<b>ALLIED BRANDS LIMITED</b>
<b>ABN</b>	<b>20 108 958 274</b>

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of director</b>	ANTHONY ROBERT UNDERWOOD
<b>Date of last notice</b>	5 <sup>TH</sup> MARCH 2008
<b>Date that director ceased to be director</b>	30 <sup>TH</sup> JULY 2009

### Part 1 – Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Number &amp; class of securities</b>
62,500 \$0.60 options expiring 31/12/2010

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**Appendix 3Z**  
**Final Director's Interest Notice**

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of securities</b>
<small>Note: Provide details of the circumstances giving rise to the relevant interest</small>	
<b>Marlena Holdings Pty Ltd as trustee for the Nowak Family Trust</b>	200,000 \$0.60 options expiring 31/12/2010 2,000,000 fully paid ordinary shares 300,000 partly paid shares (\$0.60 shares paid to 0.05)
<b>Marlena Holdings Pty Ltd as trustee for the Underwood Superannuation Fund</b>	10,000 fully paid ordinary shares

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	N/A

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