

## ASX Announcement

4 May 2018

### IncentiaPay Limited, signs Share and Business Purchase Agreement

IncentiaPay Limited (ASX:INP) (**IncentiaPay**) is pleased to confirm it has signed a binding Share and Business Purchase Agreement (**Acquisition Agreement**) with the Gruden Group Limited (ASX:GGL) (**Gruden**) relating to IncentiaPay's acquisition of the business assets of Gruden including its shares in Blackglass Pty Ltd, Gruden Pty Ltd and Mobile Den Pty Ltd and excluding shares in Longreach Natural Resources Pty Ltd, First People Digital Pty Ltd and any business or liabilities relating to its former mining activities (**Acquisition**). The terms of the Acquisition Agreement are consistent with the terms previously disclosed.

Since the Acquisition was announced a number of the proposed conditions precedent to completion of the Acquisition were completed, such as obtaining Gruden Shareholder approval. However, a number of market standard conditions precedent remain. Although there is no guarantee that the conditions precedent will be satisfied and completion of the Acquisition will occur, the parties expect that the remaining conditions precedent will be satisfied next week.

For further information, please contact

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