



8 August 2019

ASX Market Announcements

ASX Limited
20 Bridge Street,
Sydney NSW 2000

SHARE PLACEMENT COMPLETION

Reffind Limited (ASX: **RFN**) (“**RFN** or the **Company**”) is pleased to announce subsequent to the announcement on 2 August 2019, the Company has now issued a total of 51,666,667 fully paid ordinary shares (“**Placement Shares**”) at a price of \$0.003 per share to raise \$155,000 before costs (“**Placement**”).

The Placement Shares were issued under the Company’s capacity pursuant to ASX Listing Rule 7.1 (3,991,667 Shares) and 7.1A (47,675,000 Shares). Monies raised under the Share Placement will fund ongoing development, working capital and business generation activities of the Company.

Additional disclosure under ASX Listing Rule 3.10.5A

The Company provides the following additional information as required under ASX Listing Rule 3.10.5A in respect of the Placement Shares issued under the Company’s additional 10% placement capacity pursuant to ASX Listing Rule 7.1A:

1. The dilutive effect of the Placement on existing shareholders is as follows:

RFN Placement	Shares	%
Number of shares on issue prior to Placement	588,833,333	91.93%
Dilution as a result of issue under ASX LR7.1A	47,675,000	7.44%
Dilution as a result of issue under ASX LR7.1	3,991,667	0.63%
Number of shares on issue following Placement	640,500,000	100.00%

The shares issued under ASX Listing Rule 7.1A were issued to both new and existing shareholders of the Company.

2. The shares issued under ASX Listing Rule 7.1A were issued to sophisticated and professional investors under the Placement. The decision to conduct a placement pursuant to ASX Listing Rule 7.1A was considered by the Board of the Company to be the most efficient and effective mechanism to raise capital to fund ongoing development, working capital and business generation activities of the Company.
3. There were no underwriting arrangements entered into as a part of the Placement.

ABN 64 600 717 539

Office: 50 Holt Street Surry Hills, NSW 2010 | Phone: 6489 1600 | Web: <http://www.reffind.com>



4. The Company confirms that Ikigai Capital Pte Ltd (Advisory Entity) was engaged as an advisor to the Share Placement. The Company has agreed to pay the Advisory Entity an advisory fee equal to 6% on the total gross amount of monies raised in the Share Placement. Mr Eugene Loy (an RFN Director) is a director/controller of the Advisory Entity. The Company confirms that the Advisory Entity has been engaged by RFN on arm's length commercial terms.

-ENDS-

For further information please contact:

Mr Sonu Cheema

Reffind Limited

Tel (08) 6489 1600

Email reception@cicerogroup.com.au

--Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

REFFIND LIMITED

ACN

600 717 539

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 | Fully Paid Ordinary Shares (FPO) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 51,666,667 FPO Shares |
| 3 | Principal terms of the +securities (e.g. 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) | FPO Shares |
| 4 | Do the +securities rank equally in all respects from the +issue date | Yes, the Shares issued rank equally in all respects from the date of issue with the existing quoted fully paid ordinary shares of the Company |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

with an existing +class of quoted +securities?	
If the additional +securities do not rank equally, please state:	
<ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	
5 Issue price or consideration	\$0.003 to raise \$155,000
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Monies raised under the Share Placement will fund ongoing development, working capital and business generation activities of the Company.
6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?	Yes
If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i	
6b The date the security holder resolution under rule 7.1A was passed	Yes, at the Company's Annual General Meeting held on 19 November 2018.
6c Number of +securities issued without security holder approval under rule 7.1	3,991,667 FPO Shares
6d Number of +securities issued with security holder approval under rule 7.1A	47,675,000 FPO Shares

6e Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)

Nil

6f Number of +securities issued under an exception in rule 7.2

Nil

6g If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.

Yes. On 8 August 2019, 15 day VWAP: \$0.002383 based on trading days of recorded trades prior to the date the issue price was agreed (2 August 2019) 75% of 15 day VWAP: \$0.002517 Source: Commsec

6h If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements

Nil

6i Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements

<u>Remaining Issue Capacity under Rule 7.1</u> Nil <u>Remaining Issue Capacity under Rule 7.1A</u> 3,875,000 Shares

7 +Issue dates
Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.
Cross reference: item 33 of Appendix 3B.

8 August 2019

8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	Number	+Class
		640,500,000	Fully Paid Ordinary Shares

9	Number and +class of all +securities not quoted on ASX	Number	+Class

+ See chapter 19 for defined terms.

	(including the ⁺ securities in section 2 if applicable)	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

Part 2 - Pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the ⁺ securities will be offered	N/A
14	⁺ Class of ⁺ securities to which the offer relates	N/A
15	⁺ Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A

21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A

+ See chapter 19 for defined terms.

33 +Issue 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

Tick to indicate you are providing the information or documents

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

36 If the +securities are +equity securities, a distribution schedule of the additional +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 +securities

Entities that have ticked box 34(b)

38 Number of +securities for which +quotation is sought

39 +Class of +securities for which quotation is sought

<p>40 Do the +securities rank equally in all respects from the +issue date 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"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>N/A</p>
----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	------------

<p>41 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>	<p>N/A</p>
-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	------------

<p>42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)</p>	<table border="1" style="width: 100%;"> <tr> <th style="text-align: left;">Number</th> <th style="text-align: left;">+Class</th> </tr> <tr> <td style="text-align: center;">N/A</td> <td style="text-align: center;">N/A</td> </tr> </table>	Number	+Class	N/A	N/A
Number	+Class				
N/A	N/A				

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.

+ See chapter 19 for defined terms.

- 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 is not available now, we 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: ...8 August 2019.....
(Company secretary)

Print name:

....Sonu Cheema.....

== == == == ==

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	515,500,000
Add the following: <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	 Nil Nil Nil
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	Nil
“A”	515,500,000

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	77,325,000
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p><i>Insert</i> number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	<p>73,333,333 Fully Paid Ordinary Shares – Placement July 2019</p> <p>3,991,667 Fully Paid Ordinary Shares – Placement August 2019</p>
“C”	-
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	77,325,000
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	77,325,000
Total [“A” x 0.15] – “C”	- <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	515,500,000
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	51,550,000
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained • It may be useful to set out issues of securities on different dates as separate line items 	47,675,000 Fully Paid Ordinary Shares – Placement August 2019
“E”	47,675,000

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	51,550,000

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Subtract “E” <i>Note: number must be same as shown in Step 3</i>	47,675,000
Total [“A” x 0.10] – “E”	3,875,000 <i>Note: this is the remaining placement capacity under rule 7.1A</i>



8 August 2019

ASX Market Announcements

ASX Limited
20 Bridge Street,
Sydney NSW 2000

NOTICE GIVEN UNDER SECTION 708A (5) OF THE CORPORATIONS ACT

This notice is given by REFFIND Limited (“the Company”) (ASX: RFN) under section 708A (5)(e) of the Corporations Act 2001 (Cth) (the “Corporations Act”) in relation to the placement of 51,666,667 fully paid ordinary shares in the Company to investors announced 2 August 2019 and confirmed by an issue of an Appendix 3B on 8 August 2019.

The abovementioned ordinary shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act.

As at the date of the notice the Company has complied with the provisions of Chapter 2M of the Corporations Act as they apply to the Company.

As at the date of this notice, the Company has complied with section 674 of the Act

As at the date of this notice there is no excluded information” (as defined in subsection 708A (7) of the Corporations Act) which is required to be disclosed by the Company.

Yours Faithfully
By order of the board

Sonu Cheema
Company Secretary
Reffind Limited