Announcement Summary

Entity name

REGAL PARTNERS LIMITED

Announcement Type

New announcement

Date of this announcement

21/6/2023

The Proposed issue is:
☑ A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
RPL	ORDINARY FULLY PAID	187,108

Proposed +issue date

21/6/2023

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

REGAL PARTNERS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.
If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type	**Registration Number**
ACN	129188450

1.3 ASX issuer code

RPL

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

21/6/2023

1.6 The Proposed issue is:

☑ A placement or other type of issue

Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?
Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	21/6/2023	Estimated	No

Comments

The shares will be issued in up to four tranches (subject to the relevant milestone and conditions for each tranche being satisfied).
It is not currently possible to determine the date on which each tranche of shares will be issued, if at all.
The earliest date on which shares can be issued is 21 June 2023.

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?
Existing class

Will the proposed issue of this +security include an offer of attaching +securities?
No

Details of +securities proposed to be issued

ASX +security code and description

RPL : ORDINARY FULLY PAID

Number of +securities proposed to be issued

187,108

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

The provision of certain consulting services by Chris Champion to Regal Partners Limited and its subsidiaries in relation to Regal Partners Limited's funds management business.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

1.000000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

21/6/2023

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

187,108 ordinary shares (assuming that the maximum number of shares issuable is issued).

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which

they will cease to be subject to +voluntary escrow

187,108 ordinary shares (assuming that the maximum number of shares issuable is issued). Each tranche of shares will cease to be subject to voluntary escrow no earlier than the second anniversary of their issuance, provided that certain conditions are met.

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?
☑ No

7E.2 Is the proposed issue to be underwritten?
☑ No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

N/A

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

To pay for services rendered - details provided below

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?
☑ No

7F.2 Any other information the entity wishes to provide about the proposed issue

The number of shares proposed to be issued under 7B reflects the maximum number of shares that may be issued under the terms of the services deed with Chris Champion. The shares will be issued in up to four tranches, subject to the satisfaction of certain conditions that apply to each tranche. In respect of each tranche, the actual number of shares issued may be zero if the conditions are not met by their deadlines, or 50% of the maximum if certain of the conditions are only met on a delayed basis. Additionally, on satisfaction (which may be delayed in accordance with the above paragraph) of the conditions relating to a tranche of shares, Regal Partners Limited may elect to cash settle the tranche in lieu of issuing the relevant shares. The proposed issue dates indicated for the purposes of questions 7A.1 and 7C.1 represent the earliest possible issue date of the shares, being the date on which the services deed was executed. Regal Partners Limited is required to issue the relevant tranche of shares as soon as reasonably practicable after the relevant conditions have been satisfied (unless otherwise cash-settled).

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:
☑ Not applicable - the entity has arrangements in place with the holder that ensure the securities cannot be on-sold within 12 months in a manner that would breach section 707(3) or 1012C(6)