



ASX RELEASE

Pre-Reinstatement Disclosure Statements

Robo 3D Limited (previously Falcon Minerals Limited) (ACN 009 256 535) (the **Company**) provides the following disclosures in connection with the re-instatement of its securities in accordance with the ASX Listing Rules.

The Company confirms:

- 1) it has completed its name change to Robo 3D Limited;
- 2) all conditions to the Public Offer of up to 60 million shares at an issue price of \$0.10 under the Company's Prospectus dated 18 November 2016 (**Prospectus**) have been satisfied;
- 3) each of the Offers in the Prospectus has closed and the Company has completed a \$6 million capital raising under the Prospectus;
- 4) it has issued the following:
 - a) 60 million Shares pursuant to the Public Offer;
 - b) 98,488,030 Shares pursuant to the Albion 3D Vendor Offer;
 - c) 43,629,264 Shares pursuant to the ROBO 3D Vendor Offer;
 - d) 4,899,902 Executive Performance Rights to Mr Ryan Legudi and Mr Tim Grice pursuant to the Executive Offer;
 - e) 5,599,888 Founder Performance Rights to Mr Braydon Moreno and Mr Jacob Kabili pursuant to the Founder Offer;
 - f) 3,499,930 Employee Performance Rights to Employees of the Company; and
 - g) 13,999,720 Advisor Options exercisable at \$0.15 on or before 14 December 2019 to nominees of Forrest Capital Pty Ltd;
- 5) the Company's convertible loans have been converted into 44,939,101 ordinary shares in the Company, on the terms of conversion set out in section 8.18 of the Prospectus;
- 6) all conditions precedent to the Revised Term Sheet dated 5 September 2016 between the Company (as Falcon Minerals Limited), Robo 3D, Albion 3D, the Robo 3D Vendors and the shareholders of Albion 3D (**Albion 3D Vendors**) have been satisfied (**Term Sheet**);
- 7) all conditions precedent to the Stock Purchase Agreement dated 24 November 2015 between the Company (as Falcon Minerals Limited), Robo 3D, Inc (**Robo 3D**), Albion 3D Investments Pty Ltd (**Albion 3D**) and the shareholders of Robo 3D (**Robo 3D Vendors**) have been satisfied (**Stock Purchase Agreement**);
- 8) the Secured Loan Assignment and Assumption Deed between Albion Capital Partners Pty Ltd and Robo 3D, Inc, as amended by the Secured Loan Variation Letters, has been successfully completed, and accordingly the Loan and Security Agreement was assigned to Albion 3D and extended to 31 December 2016;

- 9) all conditions precedent to the Short Form Share Sale Agreements (**SFSSA**) dated 1 September 2016 between the Company (as Falcon Minerals Limited), Robo 3D, Albion 3D and each of the Penrose Corporation and Christopher Lamb have been satisfied;
- 10) the Stock Purchase Agreement, both the SFSSAs and the Term Sheet have all been successfully completed via the issue of all consideration shares to the Albion 3D Vendors and the Robo 3D Vendors as set out in sections 4.1(b) and (c) of the Prospectus;
- 11) as a result of completion of the Stock Purchase Agreement and the Term Sheet, the Company has acquired 100% of the voting shares and issued capital of Albion 3D and has completed the Acquisition of Robo 3D;
- 12) the capital structure following the Company's recent consolidation of capital and the above matters is as follows:

ORDINARY SHARES	NUMBER
Ordinary Shares on issue following Consolidation	36,285,839
Ordinary Shares issued under the Albion 3D Vendor Offer	98,488,030
Ordinary Shares issued under the Robo 3D Vendor Offer	43,629,264
Ordinary Shares issued under the Public Offer	60,000,000
Total Ordinary Shares on issue	238,403,133
PERFORMANCE RIGHTS	NUMBER
Executive Performance Rights issued under the Executive Offer	4,899,902
Founder Performance Rights issued under the Founder Offer	5,599,888
Employee Performance Rights issued under the Employee Offer	3,499,930
Total Performance Rights on issue	13,999,720
OPTIONS	NUMBER
Advisor Options issued under the Advisor Offer	13,999,720
Total Options on issue	13,999,720

- 13) the number of securities subject to escrow agreements is as follows:

Security	Number	Escrow Period
Shares	90,582,999	24 months from the date of reinstatement to Official Quotation
Shares	7,568,340	12 months from the date of their issue (being 14 December 2016)
Advisor Options (exercisable at \$0.15 each and expiring 14 December 2019)	13,999,720	24 months from the date of reinstatement to Official Quotation
Performance Rights (nil exercise price, subject to performance conditions)	10,499,790	24 months from the date of reinstatement to Official Quotation

- 14) the Company's updated use of funds over the 12-month period following completion is as follows:

Item	Maximum Subscription
	\$6,000,000
Cash on hand of the Company	\$310,424
Capital raised	\$6,000,000
Total Funds Available	\$6,310,424

Expenses of the Transaction	\$558,591
New product tooling and moulds	\$733,333
R&D for new models	\$480,000
Manufacturing of inventory	\$985,667
Sales & marketing activities	\$1,288,000
IT systems and software upgrades	\$186,667
Feasibility study for 3D products	\$240,000
Corporate & administration	\$1,225,783
Working capital	\$612,383
Total Funds Applied	\$6,310,424

Notes:

- (a) The "Cash on hand of the Company" is as at 30 June 2016.
- (b) Expenses of the Transaction are outlined in Section 10.6 of the Prospectus

15) An updated pro-forma balance sheet based on actual funds raised is below:

Pro Forma historical Statement of Financial Position as at 30 June 2016

<i>Amount in AUD (unless stated otherwise)</i>	Robo 3D	Robo 3D	Albion 3D	Falcon	Maximum subscription	
	Audited (USD)	Audited	Audited	Audited	Pro forma adjustments	Pro forma balance
	30-Jun-16	30-Jun-16	30-Jun-16	30-Jun-16		
Current assets						
Cash and cash equivalents	37,265	50,182	100	310,424	6,704,116	7,064,822
Trade and other receivables	497,983	670,594	47,330	179,074	(47,330)	849,668
Inventories	686,632	924,632	-	-	-	924,632
Other assets - Prepayments	39,598	53,323	-	12,629	-	65,952
	1,261,478	1,698,731	47,430	502,127	6,656,786	8,905,075
Non current assets						
Investments	-	-	2,020,260	-	(2,020,260)	-
Intangible assets	191,154	257,412	3,164	-	5,952,532	6,213,108
Plant and equipment	167,683	225,805	-	5,222	-	231,027
Deferred tax asset	-	-	-	-	192,751	192,751
Other financial assets	-	-	-	502,500	(500,000)	2,500
	358,837	483,217	2,023,424	507,722	3,625,023	6,639,386
Total assets	1,620,315	2,181,949	2,070,854	1,009,849	10,281,809	15,544,461
Current liabilities						
Trade and other payables	(1,279,794)	(1,723,396)	(331,564)	(19,185)	297,330	(1,776,815)
Loans	(1,500,000)	(2,019,930)	(2,122,225)	-	4,142,155	-
Deferred revenue	(20,652)	(27,810)	-	-	-	(27,810)
Provisions	-	-	-	(16,330)	-	(16,330)
	(2,800,446)	(3,771,137)	(2,453,789)	(35,515)	4,439,485	(1,820,956)
Total liabilities	(2,800,446)	(3,771,137)	(2,453,789)	(35,515)	4,439,485	(1,820,956)
Net assets	(1,180,131)	(1,589,188)	(382,935)	974,334	14,721,294	13,723,505
Equity						
Issued capital	394,006	530,576	100	21,201,646	(4,890,719)	16,841,603
Reserves	-	-	-	237,090	(237,090)	-
Accumulated losses	(1,574,137)	(2,119,764)	(383,035)	(20,464,402)	19,849,104	(3,118,098)
Total Equity	(1,180,131)	(1,589,188)	(382,935)	974,334	14,721,294	13,723,505

(1) All amounts disclosed in the tables are rounded to the nearest \$1,000. Rounding in the Financial Information may result in some immaterial rounding differences between totals and sums of components and the total percentage calculations outlined within tables, figures and commentary.

- (2) The cash and cash equivalents balance above does not account for working capital spent during the period from 1 July 2016 to date. From 1 July 2016 to date, the Company, Robo 3D and Albion 3D have spent a total of approximately \$1.21 million towards their working capital requirements. The estimated working capital requirements for the Company, Albion 3D and Robo 3D combined until completion of the Offer is estimated to be approximately \$230,000 per month.
 - (3) Robo 3D US dollar financial information has been translated to Australian dollars at 1.35, being the spot rate as at 30 June 2016.
- 16) there are no legal, regulatory or contractual impediments to the Company undertaking the activities the subject of the commitments disclosed in the Prospectus;
- 17) the Company confirms it is in compliance with the Listing Rules, in particular Listing Rule 3.1; and
- 18) the Company confirms there are no outstanding financial reports.