

ASX Announcement

17 July 2017

REWARDLE HOLDINGS LIMITED UNDERWRITTEN NON-RENOUNCEABLE ENTITLEMENT OFFER TO RAISE APPROXIMATELY \$2 MILLION

Highlights

- 1 for 1.4 pro-rata non-renounceable entitlement offer to raise approximately \$2 million
- Underwritten by Executive Chairman and Founder, Ruwan Weerasooriya
- Funds raised from the Entitlement Offer will be used for growth of the Merchant and Member Network and associated administration, general working capital, loan repayment and the costs of the Entitlement Offer
- Offer price of 1.5 cents per new share, being a 13% discount to the 30 day VWAP to 13 July 2017

Entitlement Offer

Rewardle Holdings Limited ACN 168 751 746 (**Rewardle** or **Company**) announces that it intends to undertake a 1 for 1.4 pro rata non-renounceable entitlement offer of fully paid ordinary shares in Rewardle (**New Shares**) to raise approximately \$2 million (**Entitlement Offer**).

The offer price for the Entitlement Offer will be 1.5 cents per New Share (**Offer Price**). The Entitlement Offer Price represents a 13% discount to the 30 day VWAP to 13 July 2017 of Rewardle shares (the last trading day before this announcement).

Under the Entitlement Offer, eligible shareholders will be able to subscribe for 1 New Share for every 1.4 existing shares held at 7.00pm (AEST time) on 25 July 2017 (**Record Date**) at the Offer Price (**Entitlements**).

The Entitlement Offer is fully underwritten by Executive Chairman and Founder, Ruwan Weerasooriya (Underwriter). The terms of the Underwriting Agreement will be set out in the Entitlement Offer document.

The funds raised from this Entitlement Offer will be used to fund:

- growth of the Merchant and Member Network and associated administration;
- general working capital;
- loan repayment; and
- the costs of the Entitlement Offer.

The Entitlements are non-renounceable and will not be tradable on ASX or otherwise transferable. Shareholders who do not take up their Entitlements will not receive any value for those Entitlements that they do not take up. Shareholders who are not eligible to receive Entitlements will not receive any value for the Entitlements they would have received had they been eligible.

Existing option holders need to exercise their options and be registered retail holders of fully paid ordinary shares on the Record Date if they wish to participate in the Entitlement Offer.

It is expected that approximately 134,597,106 New Shares will be issued as part of the Entitlement Offer. New Shares issued under the Entitlement Offer will rank equally with existing shares.

Eligible shareholders may apply for some or all of their Entitlement under the Rights Issue, and may also apply for Additional New Shares in excess of their Entitlement. There is no maximum cap on the number of Additional New Shares for which an Eligible Shareholder may apply for, subject to there being a sufficient Shortfall under the Shortfall Offer.

Rewardle will notify shareholders as to whether they are eligible to participate in the Entitlement Offer. Eligible shareholders will be sent, on Wednesday, 26 July 2017, an information booklet including a personalised entitlement and acceptance form which will provide further details of how to participate in the Entitlement Offer. A copy of the Information Booklet will also be lodged with the ASX on Monday, 17 July 2017.

Rewardle confirms that no dividend or distribution has been, or is planning to be, announced.

Proposed timetable (2017)*

Rewardle expects that the Entitlement Offer will be conducted according to the following timetable:

| Event | Date |
|--|--------------------|
| Announcement of Rights Issue, Appendix 3B, Cleansing Notice and Offer Document | Monday 17 July |
| Notice Sent to Security Holders | Monday 17 July |
| Ex Date (date from which securities commence trading without the entitlement to participate in the Offer) | Monday 24 July |
| Record Date (date for determining entitlements of eligible shareholders to participate in the Offer as at 5:00pm (WST)) | Tuesday 25 July |
| Offer Document Dispatched to Shareholders (expected date of dispatch of offer document, entitlement and acceptance forms) | Wednesday 26 July |
| Rights Issue Opens | Wednesday 26 July |
| Closing Date* 5pm (WST) | Friday 4 August |
| New Shares quoted on a deferred settlement basis | Monday 7 August |
| ASX Notified of Shortfall and Underwriting | Wednesday 9 August |
| Issue Date** | Friday 11 August |
| Dispatch Holding Statements** | Friday 11 August |

** This timetable is indicative only. The directors may vary these dates subject to the ASX Listing Rules. An extension of the closing date will delay the anticipated date for issue of the New Shares. The directors of Rewardle also reserve the right not to proceed with the whole or part of the Entitlement Offer any time prior to the issue of the New Shares under the Entitlement Offer. In that event, the relevant application monies (without interest) will be returned in full to applicants.*

For more information, please contact the Company Secretary on +61 8 9388 8290.

Signed for and on behalf of Rewardle Holdings Limited



Ian Hobson
Company Secretary
Rewardle Holdings Limited