

ASX Market Announcement

16 December 2016

ASSETOWL ACQUISITION

Confirmation of Variation to Share Sale and Purchase Agreement

Regalpoint Resources Limited (ASX Code: RGU) (**Company**) refers to its announcements of 15 December 2016 (**Previous Announcement**) regarding the grant of waivers by ASX in relation to the Company's proposed acquisition of all of the issue shares in AssetOwl Pty Ltd (**AssetOwl**).

The Company is please to advise that it has formalised the variation to the Share Sale and Purchase Agreement (**SSPA**) with AssetOwl and each of its shareholders (**Vendors**), as referred to in the Previous Announcement.

The parties have executed a Deed of Variation to the SSPA, the material terms of which are that (in summary):

1. the Company will only grant 3,149,319 of the Class C Performance Rights to the Vendors at completion of the AssetOwl acquisition; and
2. the Company will seek shareholder approval to grant the remaining 4,350,681 Class C Performance Rights at a time when to do so would not result in more options and Performance Rights being granted than the total number of Shares on issue.

The variation is intended to ensure that the Company remains compliant with its obligations under Listing Rule 7.16.

*****ENDS*****

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