ASX ANNOUNCEMENT **17 November 2016**

DESPATCH OF PROSPECTUS – PRIORITY ENTITLEMENT TO PUBLIC OFFER

Regalpoint Resources Limited (ASX: RGU) advises that, in accordance with the timetable in the prospectus announced on 9 November 2016, the ASIC exposure period expired on 16 November 2016. As the exposure period has now expired Regalpoint Resources Limited has despatched the prospectus to all existing shareholders today.

Accompanying the prospectus is a covering letter (a copy of which is attached to this announcement) and a Priority Entitlement Application Form.

To participate in the Priority Entitlement to the public offer please ensure that the application form is returned to Security Transfer Australia by Friday 25 November 2016.

A copy of the prospectus can also be located on the Regalpoint Resources Limited website at www.regalpointresources.com.au .

ENDS

For further information, shareholders and media please contact:

Bruce McCracken
Executive Director
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Fleur Hudson
Company Secretary
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17 November 2016

Dear Shareholder

Regalpoint Resources Limited (ASX Code: RGU) – Priority Entitlement to Public Offer

- As previously announced, RGU is currently progressing the acquisition of AssetOwl, an innovative software technology company, subject to shareholder and regulatory approvals and the completion of a $3.5m capital raising.
- The Company has a General Meeting and AGM scheduled on 5 December 2016 to, amongst other things, approve the acquisition and other necessary resolutions.
- The Public Offer is fully underwritten by Patersons Securities Limited, and includes a Priority Entitlement for eligible shareholders. Priority Entitlement Applications close on **Friday, 25 November**, and the Public Offer closes on **Monday 5 December.**

On behalf of the Board of Directors (**Board**) of Regalpoint Resources Limited (ACN 122 727 342) (**Company**), I am pleased to inform you that the Company is undertaking a public offer of 17,500,000 fully paid ordinary shares (**Shares**) at an issue price of $0.20 each to raise $3,500,000 before costs (**Public Offer**). Each applicant under the Public Offer will also receive one free-attaching option exercisable at $0.40 on or before 30 June 2019 (**Offer Option**) for every two Shares subscribed.

As an existing shareholder, you will be entitled to participate in the Public Offer on a priority basis as outlined below.

All references to securities in this letter are on a post consolidation basis, assuming that the 10:1 capital consolidation to be considered at the Company's annual general meeting on 5 December 2016 is approved.

Prospectus

The Public Offer is made pursuant to a prospectus issued by the Company on 9 November 2016 (**Prospectus**), a copy of which is attached with this letter and is also available on the Company's website – http://www.regalpointresources.com.au/investors/prospectus-2.html.

You should read the Prospectus in full if you wish to participate in the Public Offer. It contains important information in relation to the Company, AssetOwl and risks associated with investing under the Public Offer.

AssetOwl Acquisition

AssetOwl Pty Ltd (**AssetOwl**) is an innovative technology company which has developed an enterprise asset visibility and change platform (**Management Platform**) for retail site management and analysis, with application to other industries. The Management Platform is a cloud-based solution which provides an internal visualisation system that combines geographic information systems and virtual reality technologies to enable retailers to visualise, question, analyse and interpret data at each site and collectively across all properties within a network. The platform can provide material efficiency and cost savings to the utilisation and management of retail sites.

The Board has determined to pursue the acquisition of AssetOwl as it considers that the AssetOwl business presents an exciting opportunity for the Company and its Shareholders.

Further details in relation to AssetOwl, its business and the terms of the acquisition are outlined in the Prospectus and also in the Company's Notice of Annual General Meeting (**Notice of AGM**) which was despatched to shareholders on 3 November 2016 and is available on the Company's website – http://www.regalpointresources.com.au/images/files/ASXreleases/2016/1614123.pdf.

Priority Entitlement

Australian resident Shareholders registered as at 10 November 2016 (**Eligible Shareholders**) are offered, in priority to other general applicants, up to 5,000,000 Shares under the Public Offer, together with one free-attaching Option Offer for every 2 Shares subscribed (**Priority Entitlement**).

Each Eligible Shareholder may apply for Shares under the Priority Entitlement up to the higher of the following (calculated on a post-Consolidation basis):

- the number of Shares that, when added to the Eligible Shareholder's existing holding, would equal 10,000 Shares; or
- the number of Shares that the Eligible Shareholder would be entitled to apply for if the Priority Entitlement was made on a pro rata basis.

Further details of the Priority Entitlement can be found in section 3 of the Prospectus.

Applications

In addition to the Prospectus, please find enclosed your Priority Entitlement Application Form.

If you would like to make an application for Shares under the Priority Entitlement please complete the Priority Entitlement Application Form and send it back to the share registry with payment as directed on the form by 25 November 2016.

You may also apply for Shares under the Public Offer in addition to the Priority Entitlement by using the Priority Entitlement Application Form.

Indicative Timetable

Set out below is an indicative timetable for the Public Offer, including the Priority Entitlement. These dates are subject to change.

Event	Date
Lodgement of Prospectus with ASIC	Wednesday, 9 November 2016
Expiry of Prospectus exposure period/opening date for Public Offer	Wednesday, 16 November 2016
Expiry of Priority Entitlement period	Friday, 25 November 2016
Annual General Meeting/closing date for Public Offer	Monday, 5 December 2016
Consolidation of securities	Friday, 9 December 2015
Satisfaction of ASX re-compliance conditions	Thursday, 15 December 2016
Completion of AssetOwl acquisition and issue of securities under the Prospectus	Thursday, 15 December 2016
Securities re-instated to trading on ASX	Monday, 19 December 2016

Further Information

For further information in relation to the above matters, please contact the Company on (08) 9424 9320 between 9.00am to 5.00pm (Perth time, Monday to Friday).

On behalf of the Board of the Company, thank you for your continued support.

Yours faithfully

Bruce McCracken
Executive Director
Regalpoint Resources Ltd