

23 October 2015

ASX Announcement
Australian Securities Exchange

AQUAINT TO REPOSITION AS A GLOBAL PROPERTY FIN-TECH COMPANY

Key highlights

- Aquaint acquires diversified property development group Finia Holdings.
- New experienced board and management to join Acquaint Board
- Aquaint to raise more than \$10 million and completion Transaction in early 2016.

Introduction

Aquaint Capital Holdings Limited (ASX:AQU) (Aquaint) is pleased to announce that it has signed a conditional binding term sheet to acquire Finia Holdings Pty Limited (Finia), a diversified property development group (Acquisition).

Tan Yang Po, Aquaint's executive chairman said "We are excited about the deal as there are a lot of synergy in the 2 companies".

Finia's assets

Finia's assets will, upon completion of the Acquisition, consist of:

- Australian Township Investments Pty Limited, a company that has the rights to acquire development sites in the growth corridors north and west of Melbourne, Victoria, with a minimum net value of \$15 million.
- Strata PNA Pty Limited; an architect and project management firm which was established in 1994. It has a number of long-term clients, including developers, the Victorian Departments of Justice and Education and Training, University of Melbourne, Victoria Police, the Metropolitan Fire Brigade, the Country Fire Authority and many private individuals and companies. Examples of its work are at www.stratapna.com.
- Finia.com.au Pty Limited, a newly established company with a vision to enable fractional ownership of property via a technology portal and also currently has to acquire an established 15 year Australia property fund.

Finia's shareholders have interests in other greenfield development sites in Victoria which, depending upon due diligence, negotiation of acceptable terms and other circumstances, may be acquired by Aquaint.



An example of Strata PNA's work - Diamond Creek Police Station

Board and Management

It is proposed that Jitto Arulampalam, Patrick Ng and Aynkaran Sivaratnam, will join the Acquaint board following completion of the Transaction.

Aquaint's existing directors other than Ms Tan will each resign on completion of the Transaction.

Jitto is a Melbourne based businessman with over 20 years of extensive experience in corporate restructuring, capital raising, listing and running of public companies on the ASX. In 2010 Jitto co-founded ASX listed postash mining and exploration company Fortis Mining Ltd (ASX: FMJ). As the Executive Chairman, Jitto was instrumental in the company's acquisition of world class potash assets in Kazakhstan, a monumental deal which ultimately led to the company being awarded "IPO of the Year 2011". Jitto is currently the Executive Chairman of ASX Listed companies Lanka Graphite Limited and Progen Pharmaceuticals Limited.

Patrick in 2006 was a Dual Commercial Winner in the National Grand Master Awards for Delfin Caroline Springs. He has been involved in developing large greenfield residential project since 2002. His strength is in his close working relation with the government, assisting them in the feasibility studies and development projects.

Aynkaran has more than 20 years' experience as CFO of multi nationals. He was the head of Finance for American Express Travel Related Services and Finance Director of Carlson Wagonlit for Australia and New Zealand (then partly owned by J&P Morgan). During his term with Carlson Waginlit he was involved in Asset Managements and Corporate Finance, and oversaw revenue grow to over \$1 billion in annual revenue. Aynkaran was heavily involved in M&A both at American Express and Carlson Wagonlit.

Key Acquisition Terms

Aquaint and FH's shareholder have signed a binding term sheet for the Acquisition, the material terms of which are as follows:

- Purchase price of 500,000,000 fully paid ordinary shares.
- Completion subject to conditions, including:
 - Mutual satisfactory due diligence and, if required, agreeing further definitive documentation.
 - AQU raising:
 - A minimum of \$1.2 million through convertible loans, which have a term of 18 months, carry 8% interest and (subject to shareholder approval) convert to fully paid ordinary shares in Aquaint (**Shares**) at \$0.03 per Share;
 - \$10 million through the issue of Shares at \$0.05 per Share (**Placement Offer**).
 - AQU's liabilities at completion being no more than \$1.45 million.
 - AQU converting liabilities of approximately \$1.35 million into Shares at \$0.05 per Share (**Debt-Equity Shares**).
 - Finia completing an internal restructure which will result in ownership of the assets described in this announcement.
 - Obtaining all regulatory approvals under the Corporations Act and Listing Rules (including shareholder approval and re-complying with Chapters 1 and 2 of the Listing Rules)
- Existing eligible shareholders will receive a priority offer under the Placement.

Listing Rule Re-Compliance and Capital Raising

The Transaction will result in a significant change to the nature and scale of Aquaint's activities, and will require Shareholder approval under ASX Listing Rule 11.1.2 and will also require Aquaint to re-comply with Chapters 1 and 2 of the ASX Listing Rules.

Subject to the receipt of shareholder approval, Aquaint will also undertake the Capital Raising to raise at least \$10 million to be completed under a prospectus.

Indicative Timetable*

The indicative timetable for completion of the transaction and Aquaint's re-compliance with the ASX listing rules is outlined below:

Event	Date
Announce Acquisition	23 October 2015
Complete due diligence Completion convertible note issue Sign definitive Acquisition documentation Lodge Prospectus with ASIC and Placement Offer Opens	16 November 2015
Dispatch Notice of Meeting and Prospectus and priority offer application form sent to eligible AQU shareholders	18 November 2015
Completion Accounts Date	30 November 2015
Closing date of priority offer to eligible AQU shareholders	16 December 2015
General Meeting held	18 December 2015
Placement Offer Closes	23 December 2015
Completion of Acquisition, issue of Shares and Debt Equity Shares, etc	31 January 2015
Anticipated date of relisting of AQU shares on ASX	5 February 2016

** Please note this timetable is indicative only and the directors of Aquaint reserve the right to amend the timetable as required.*

Indicative Capital Structure

The following table shows Aquaint's capital structure following the Acquisition, Debt Conversion and Capital Raising:

	Shares
Currently on issue	106,956,863
Placement (raising \$10 million at \$0.05)	200,000,000
Debt-Equity Shares	27,012,100
Consideration Shares	500,000,000
TOTAL	833,968,963

Note, this does not include any shares that may be issued pursuant to the convertible loans for a minimum of \$1.2 million.

For further information, please contact the Company Secretary on [.]

On behalf of the Board

Raman Bhalla

Company Secretary