

COMPANY ANNOUNCEMENT

4 September 2017

Reverse Corp Limited (ASX:REF) – Small Shareholding Company Buy Back

Reverse Corp Limited (ASX:REF) (**Company**) announces it has established a small shareholding buy back facility (**Buy Back Facility**) for the Company's shareholders (**Shareholders**) with holdings valued at less than \$500, in accordance with Schedule 3 of the Company's constitution and the ASX Listing Rules.

The Buy Back Facility is open to Shareholders who hold less than \$500 worth of Company shares (**Shares**). Unless eligible Shareholders opt-out of participation in the Buy Back Facility, these Shareholders will have their Shares bought back by the Company with proceeds remitted to them.

Based upon the Company's closing share price of \$0.0925 on 1 September 2017 (Record Date) and the pricing structure set out in the Company's constitution, a small shareholding is therefore 5,405 Shares or fewer (**Small Shareholdings**). Small Shareholdings represent 750,300 Shares held by 441 Shareholders.

The Buy Back Facility will be available to Shareholders holding a Small Shareholding on the Record Date. The buy back of these Small Shareholdings will assist the Company to lower its administrative and share registry costs.

All Shares bought back under the Buy Back Facility will be bought at a fixed price of \$0.0925 per share, being the 5 day Volume Weighted Average Price (**VWAP**) of the Company's shares to 1 September 2017.

A letter and form will be distributed to eligible Shareholders on 5 September 2017, a copy which is attached to this announcement.

Key dates relevant to the Buy Back Facility are as follows:

Record Date 1 September 2017
Shareholder Mailing Date 5 September 2017
Closing Date 17 October 2017
Expected Payment Date 24 October 2017

By Order of the Board

Dion Soich Company Secretary

All enquiries to be directed to the REF Company Secretary on 07 3295 0300.



5 September 2017

Dear Shareholder

Buy Back of your Small Shareholding in Reverse Corp Limited

I am writing to advise you that Reverse Corp Limited (**REF** or **Company**) has established a small share buy back facility (Buy Back Facility) for holders of parcels of Company shares (**Shares**) with a market value of less than \$500 as at 7.00pm (AEST) on 1 September 2017 (**Small Shareholdings**). The Directors have resolved that based upon the Company's closing share price of \$0.0925 on 1 September 2017 and the pricing structure set out in the Company's constitution, holdings of 5,405 Shares or fewer shall be subject to the Buy Back Facility. The Buy Back Facility is established in accordance with the ASX Listing Rules and the Company's constitution.

An ASX announcement notifying the market of this transaction was made on 4 September 2017.

The Company is offering the Buy Back Facility to assist holders of Small Shareholdings to realise some value from their Shares without the need to pay brokerage fees if the Shares were sold on market through a broker. Whilst tax consequences from the buy back of your shares are your responsibility, the Company will organise payment of the other costs associated with the buy back of your Shares.

All Shares bought back under the Buy Back Facility will be bought at a fixed price of \$0.0925 per share, being the 5 day Volume Weighted Average Price (**VWAP**) of the Company's shares to 1 September 2017.

By facilitating the buy back of the Small Shareholdings the Company expects to reduce the administrative costs associated with maintaining a large number of Small Shareholdings.

The Company records show that you held 5,405 or fewer shares (being a Small Shareholding) as at 7.00pm (AEST) on 1 September 2017 (**Record Date**).

Unless you advise the Company that you do NOT wish to have your shares bought back through the Buy Back Facility within six (6) weeks from the date of this letter, the Company will buy back your Shares through the Buy Back Facility. Payment from the buy back of these Shares will be sent out to you on 24 October 2017.

In the case of a third party announcing a takeover offer for the Company, the Company will not sell your Shares. Consistent with its continuous disclosure obligations, the Company may release to the ASX information that may be material to a shareholder's decision as to whether they wish to retain their Shares. This information will, if released, be available on both the ASX and Company websites.



What do I need to do?

If you wish to have your Shares bought back in the Buy Back Facility, you do not need to take any action. By refraining from taking any action, after the expiration of the time prescribed in the ASX Listing Rules, you will be deemed to have approved the Company to purchase all of your shares at a fixed price of \$0.0925 per share. The Company will bear any costs associated with this buy back.

If you wish to retain your Shares, you must do one of the following:

- Complete the enclosed "Share Retention Form" and return it so that it is received by the Company's share registry, Link Market Services Limited by 5.00pm AEST on 17 October 2017; or
- 2. If you hold shares in multiple holdings, arrange to have these holdings merged into one holding 5,406 or more shares so that this is reflected on the Company's share register at 5.00pm 17 October 2017; or
- 3. Make your own arrangements to purchase additional shares so that you are the registered holder of 5,406 or more shares at 5.00pm on 17 October 2017.

The Company makes no recommendation as to whether you should participate in this Buy Back Facility and this letter does not constitute advice and is not a recommendation to buy, sell or hold shares. Further, the Company does not imply that your Small Shareholdings are not capable of being sold on market. If you are in doubt or require further information regarding possible implications from participation in the Buy Back Facility, you should consult your legal, financial or taxation advisor.

The attached information pack sets out further details of the Buy Back Facility, which I recommend you read prior to making your decision.

If you have any questions please contact the REF Company Secretary on 07 3295 0300.

Yours sincerely

Dion Soich

CFO and Company Secretary



INFORMATION PACK

What is a Small Shareholding and whom does this program apply to?

The Buy Back Facility is available to REF shareholders who at 7.00pm AEST on 1 September 2017 (Record Date) were holders of ordinary shares in the Company (Shares) valued at less than \$500 (Small Shareholding). Based upon a price of \$0.0925 per share, being the closing price of Shares on the Australian Stock Exchange (ASX) on the Record Date and the pricing structure set out in the Company's constitution, a Small Shareholding is any holding of fewer than 5,405 shares. Our records show that you are the holder of a Small Shareholding as at Record Date and accordingly your shareholding is eligible for this Buy Back Facility.

What is the buy back process?

If you do not take any action and on the Closing Date and you continue to hold a Small Shareholding, your Shares will be bought back by the Company as soon as practicable after the Closing Date.

What is the buy back price?

All shares bought back under the Buy Back Facility will be bought at a fixed price of \$0.0925 per share, being the 5 day VWAP of the Company's shares to 1 September 2017. The market price of Shares may rise or fall during the period between the date of this letter and the closing date of 17 October 2017; however, this will not affect the price you will receive for your Shares under the Buy Back Facility.

How and when will I receive the proceeds?

The proceeds to which you are entitled to be remitted to you by 24 October 2017 using the payment method recorded for your holding. The proceeds of the buy back will be deposited into your bank account if you have previously provided banking instructions to REF's share registry or alternatively, will be sent to you by cheque at the address last recorded in the Company's register of members.

If I buy more shares, will I retain my holding?

Yes, the Company will treat any purchase of additional Shares to increase the value of your REF shareholding to more than \$500 as an indication that you do not want your Shares to be bought back through the Buy Back Facility. For a purchase to be an effective notification that you wish to retain your Shares, any additional Shares must be registered by 5.00pm AEST on 17 October 2017 under the same name and address and with the same holder number (SRN or HIN) as set out in the accompanying letter.

Important Information

The Company reserves the right to change any of the dates referred to in this shareholder information document or letter to the shareholder by notice to the ASX.



ABN 16 085 949 855

All Registry communications to: Link Market Services Limited Locked Bag A14

Locked Bag A14
Sydney South NSW 1235 Australia

Telephone: 1300 554 474 From outside Australia: +61 1300 554 474

Facsimile: +61 2 9287 0303

ASX Code: REF

Website: www.linkmarketservices.com.au

SRN/HIN:

Number of Shares held as at the Record Date, 7:00pm (AEST) on 1 September 2017:

IMPORTANT NOTICE

Please return this slip if you do <u>not</u> wish your Shares in Reverse Corp Limited to be bought back by the Company. If you do not understand this notice you should immediately consult your financial adviser.

SHARE RETENTION FORM

If you wish to retain your Shareholding in Reverse Corp Limited ("Reverse Corp") you must detach this slip and return it to Reverse Corp's Registry, so that it is received no later than 5.00pm (AEST), on 17 October 2017. Slips may be mailed or delivered to the addresses below.

Mailing Address
Reverse Corp Limited
C/- Link Market Services Limited

Locked Bag A14 SYDNEY SOUTH NSW 1235 **Hand Delivery**

Reverse Corp Limited C/- Link Market Services Limited 1A Homebush Bay Drive RHODES NSW 2138

(Do not use this address for mailing purposes)

THIS FORM MUST BE RECEIVED BY LINK MARKET SERVICES LIMITED BY NO LATER THAN 5.00PM (AEST) ON THE 17 OCTOBER 2017

If you have any questions please contact the REF Company Secretary on 07 3295 0300.

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.



ABN 16 085 949 855

Please detach

SRN/HIN:



RETENTION SLIP

I/We the Shareholder(s) described above by returning this retention slip, hereby give notice that I/we wish to retain my/our Shareholding in Reverse Corp, pursuant to Schedule 3 of the Company's Constitution.

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DO NOT BUY BACK MY SHARES

CONTACT DETAILS – Telephone number	Telephone number – after hours	Contact name
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