

ASX ANNOUNCEMENT

ASX: RBO | 27 August 2018

Robo Completes Acquisition of MyStemKits

As announced on 15 June 2018, Robo 3D Limited (“**Robo**” or the “**Company**”), the emerging company delivering award-winning 3D printers, entered into an agreement (“**Acquisition Agreement**”) to acquire the MyStemKits business (“**MSK**”) from MyStemKits, LLC (“**Acquisition**”). Completion of the Acquisition was subject to shareholder approval which was received on 13 August 2018, and a \$3.50 million capital raising that has now been completed.

KEY HIGHLIGHTS

- Robo completes acquisition of USA education software and content business, MyStemKits, owner of the world’s largest library of Science, Technology, Engineering and Maths (“**STEM**”) curriculums incorporating 3D printable kits for K-12 schools.
- Over five years invested into MSK content by the Florida Center for Research in STEM (“**FCR-STEM**”) within the Learning Systems Institute at Florida State University (“**FSU**”).
- Compelling strategic rationale that substantially strengthens Robo’s position in education, delivering end-to-end solution for incorporation of 3D printing into STEM education.
- Agreement with FSU for ongoing curriculum development with new curriculum underway.
- Completion of a A\$3.25 million institutional placement with 130,000,000 shares issued at a price of A\$0.025 per share.
- To accelerate path to profitability, an additional US\$1.0 million of cost-cutting measures have been identified, with a total of US\$2.0 million in annual costs to be removed from the business, expected to be fully implemented by September 2018.
- The Company confirms the appointment of experienced ASX executive and technology investor, Tony Grist as Chairman of the Company.

Robo completes acquisition of leading USA education software and content business, MyStemKits

The Company is pleased to advise that all conditions precedent to the transaction have been satisfied, and that the acquisition has been completed.

Under the Acquisition Agreement, Robo via its newly-created wholly-owned subsidiary MyStemKits, Inc., has acquired the business of MSK on a cash-free and debt-free basis for a total consideration of US\$2.0 million (A\$2.76 million). Consideration for the Acquisition was agreed as a cash payment of US\$1.2 million (A\$1.65 million), with the balance (US\$0.8 million) to be paid through the issue of Ordinary Shares that are subject to a voluntary 12-month escrow period from the date of completion. Robo has issued 41.6 million fully paid ordinary shares in accordance with shareholder approval received on 13 August 2018.

The acquisition has bought together two leaders in the provision of 3D design and 3D printing in the STEM education space, and significantly strengthens Robo’s strategic positioning and operational platform.

Commenting on the transaction, Laron Walker, President of Sciberus Inc, the vendor of MyStemKits, commented:

“MyStemKits was started with the intention of revolutionising how 3D printers are used in the K-12 classroom. We have worked hard to make 3D printing plug-n-play, through an easy-to-use technical experience, backed by exceptional content and curriculum. I’m excited that MyStemKits is poised to reach its full potential as a part of the Robo family. Having an end-to-end solution for K-12 has always been a dream. Combining the world’s best 3D printing content library, along with best-in-breed 3D printers, will open the flood gates of opportunity for educators and students around the world.”

A\$3.50 million institutional placement completed

Robo has completed a A\$3.25 million placement through the issue of 130,000,000 ordinary shares at a price of A\$0.025 per share ("**Placement**"), a 13.6% premium to the last closing price prior to the announcement of the Acquisition. The Placement was approved by shareholders at the Company’s General Meeting held on 13 August 2018.

Astrion Capital Pty Ltd and Velocity Trade Pty Ltd acted as Joint Lead Managers to the Placement. The Placement was not underwritten, and the Joint Lead Managers will receive a fee of 6.0% of funds raised.

In addition, the Company received a A\$250,000 drawdown pursuant the existing secured term loan with Denlin Nominees Pty Ltd (an entity related to Mr Tony Grist). Following shareholder approval at the General Meeting, this \$250,000 loan has been converted into 5,555,556 Ordinary Shares at an issue price of A\$0.045 per Share.

Tony Grist appointed Chairman

The Company is pleased to confirm the appointment of experienced ASX executive and existing cornerstone shareholder Tony Grist as Chairman of the Company to lead the implementation of the Company's growth strategy. As previously announced, Mr Grist's appointment was subject to him completing due diligence on the Company before completion of the Acquisition and Placement.

Tony Grist commented: *“The distribution platform throughout the US and internationally that Robo has established for its award winning desktop 3D printing series makes it uniquely placed to expand on the existing sales profile of the proposed acquisition of the STEM curriculum and 3D printing software business, MyStemKits.”*

“Sales for the core printer business in FY2018 were substantially more than FY2017 so there is momentum there. But what really attracts me to this transaction are the high margins and recurring SaaS model of the complementary MSK business, along with Federal and State funding initiatives driving STEM curriculum sales. I’m looking forward to seeing where we can take it as a bundle, and I wouldn't rule out more accretive acquisitions in the education content software sector” he added.

The Company advises that it has accepted the resignation of Non-Executive Director Patrick Glovac, and thanks him for his service since the company’s listing. The Company is continuing to review the composition of its Board and will make further announcements in due course.

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Further information

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About Robo 3D Limited

Robo 3D Limited (**ASX.RBO**) is a company based in California, USA, focused on the design and distribution of 3D printers and associated products for the desktop segment of the 3D printing industry (**Robo**).

The company was founded in 2012 by a group of students from San Diego State University and delivered its first model to customers in 2013. Since then, Robo has grown into a leading brand in the desktop segment of the 3D printing industry, gaining significant traction online and through retail partners including Amazon and Best Buy. Robo commenced trading on the ASX on 22 December 2016.

To learn more about Robo 3D, visit: www.robo3d.com

About MyStemKits

MSK was established in 2013 and has grown into a leading USA “EdTech” business that develops and markets the world’s largest library of Science, Technology, Engineering and Math (“**STEM**”) curriculums incorporating 3D printed project kits for K-12 schools, all aligned to USA national science and mathematics standards. It was recently recognized as a finalist for the best STEM Solution by EdTech Digest at the 2018 EdTech Awards.

MSK’s lesson plans were developed over five years in conjunction with The Florida Center for Research in Science, Technology, Engineering and Mathematics at the Florida State University (“**FCR-STEM**”). An estimated \$20 million was invested into the development and extensive testing in the classroom.

To learn more about MyStemKits, visit: www.mystemkits.com

FORWARD LOOKING STATEMENTS

All statements other than statements of historical fact included on this announcement including, without limitation, statements regarding future plans and objectives of Robo, are forward-looking statements. Forward-looking statements can be identified by words such as ‘anticipate’, ‘believe’, ‘could’, ‘estimate’, ‘expect’, ‘future’, ‘intend’, ‘may’, ‘opportunity’, ‘plan’, ‘potential’, ‘project’, ‘seek’, ‘will’ and other similar words that involve risks and uncertainties.

These statements are based on an assessment of present economic and operating conditions, and on a number of assumptions regarding future events and actions that are expected to take place.

Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company, its directors and management of Robo that could cause actual results to differ from the results expressed or anticipated in these statements.

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