

Acceleware Ltd. announces closing of non-brokered private placement

CALGARY, Oct. 11, 2016 /CNW/ - **Acceleware Ltd.** (TSXV:AXE) (the "**Corporation**") announces that, on October 7, 2016, the Corporation closed the non-brokered private placement of units (the "**Units**") that it previously announced on September 22, 2016 (the "**Private Placement**"). Each Unit consists of one common share of the Corporation (a "**Common Share**") and one-half of one common share purchase warrant of the Corporation (a "**Warrant**"). Each whole Warrant entitles the holder of the Warrant to acquire one common share of the Corporation, at an exercise price of \$0.22, for a period ending on October 7, 2018. Pursuant to the Private Placement, the Corporation distributed a total of 18,181,818 Units, at a price of \$0.11 per Unit, for total proceeds of \$2,000,000.

The net proceeds of the Private Placement will be used to develop and field test Acceleware's innovative radio frequency RF XL heavy oil and oil sands extraction technology, and for general Corporate purposes. The Common Shares issued in connection with the Private Placement and any common shares of the Corporation issued upon exercise of the Warrants will be subject to a four-month hold period which will expire on February 8, 2017 in accordance with applicable securities legislation.

Insiders of the Corporation purchased a total of 3,018,954 Units under the Private Placement, which is considered a related party transaction within the meaning of Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"). The Corporation relied on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in Sections 5.5(a) and 5.7(a), respectively, of MI 61-101 in respect of such insider participation. No new insiders and no control persons were created in connection with the Private Placement.

About Acceleware

Acceleware (www.acceleware.com) develops high performance seismic imaging and modeling software products and provides innovative technology for radio frequency (RF) heating, an emerging thermal enhanced oil recovery method. As experts in programming for multi-core CPUs and massively parallel GPUs, Acceleware's professional services team specializes in accelerating computationally intense applications for clients to speed up product design, analyze data and help make better business decisions. Acceleware's products and services are used by some of the world's largest energy and engineering companies.

Disclaimers

This press release contains "forward-looking information" within the meaning of Canadian securities legislation. Forward-looking information generally means information about an issuer's business, capital, or operations that is prospective in nature, and includes disclosure about the issuer's prospective financial performance or financial position.

The forward-looking information in this press release includes information about the use of the proceeds of the Private Placement. The Corporation assumes that future macro and micro economic conditions will not require it to use the proceeds of the Private Placement other than for the purposes stated above.

Actual results may vary from the forward-looking information in this press release due to certain material risk factors. These risk factors are described in detail in the Corporation's continuous disclosure documents, which are filed on SEDAR at www.sedar.com.

The Corporation assumes no obligation to update or revise the forward-looking information in this press release, unless it is required to do so under Canadian securities legislation.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This press release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described in this release in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws and may not be offered or sold within the United States or to U.S. persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

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