25 June 2021

DataPOWA acquisition transaction update

IXUP Limited ASX: IXU) ("IXUP" or the "Company") is pleased to provide the following update in relation to its proposed acquisition of UK technology company DataPOWA Limited ("**DataPOWA**").

Amendments to SPA

Minor changes have now been agreed to the deferred consideration provisions in the Share Purchase Agreement ("**SPA**") by which the Company will acquire all of the shares in DataPOWA. The changes, effected by way of a binding letter agreement amending the SPA, have the effect of:

- aligning the SPA deferred consideration milestone dates with the end of IXUP's statutory reporting periods in each of FY2022 and FY2023 (also enabling an assessment of the satisfaction of the associated milestones to be made in the context of IXUP's year-end audit process, with independent audit sign-off); and
- creating a longer period until the Company may be obliged to make deferred consideration payments under the SPA

Further to IXUP's announcement of 19 May 2021 (which summarised the material terms of the SPA), the relevant deferred consideration provisions originally involved an assessment being made as to whether the DataPOWA business had achieved certain revenue milestones within the 12-month period between 1 March 2021 and 28 February 2022 and the 12-month period between 1 March 2022 and 28 February 2023.

Under the letter agreement, those two assessment periods have now been replaced with the 12-month periods ending on 30 June 2022 and 30 June 2023, respectively, enabling alignment with IXUP's financial year-end. The extent to which the DataPOWA business has met or exceeded the prescribed revenue targets (which remain unchanged) will be determined by IXUP's external auditors in conjunction with the preparation of the relevant audited financial statements for the Company and its subsidiaries.

Transaction update

Since signing the SPA, IXUP has continued to work closely with DataPOWA under the terms of the parties' Collaboration Agreement and to progress the suite of conditions precedent to SPA completion. The Company is pleased to announce that the only remaining condition to be satisfied in that regard is IXUP shareholder approval, with the relevant Notice of Meeting and Explanatory Memorandum convening the shareholder meeting in the process of being finalised for printing and despatch to shareholders.

This announcement has been approved for release by the Board of IXUP.

-ENDS-

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About IXUP

IXUP Limited (ASX:IXU) (pronounced ‘eyes up’) is a pioneering technology company that has developed world class software facilitating the secure sharing and analysis of sensitive information using advanced encryption technology. The Company’s Secure Data Engine is the missing ‘key’ to organisations ‘unlocking’ their information assets previously unable to be shared or commercialised due to concerns around privacy, cyber security, and compliance considerations. IXUP’s Secure Data Engine is being commercialised at a crucial junction when the need to share and drive revenue from sensitive data and dormant data assets is becoming more important yet more difficult to achieve.

To learn more, please visit: www.ixup.com. IXUP’s registered address is Level 3, 5-7 Ross Street, Parramatta NSW 2150.