



## Announcement Summary

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**Entity name**

MEDIBIO LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Wednesday February 10, 2021

**The Proposed issue is:**

A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
n/a	Listed Options	83,333,333
MEB	ORDINARY FULLY PAID	333,333,333

**Proposed +issue date**

Monday February 15, 2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

MEDIBIO LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

**1.2 Registered Number Type**

ACN

**Registration Number**

008130336

**1.3 ASX issuer code**

MEB

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Wednesday February 10, 2021

**1.6 The Proposed issue is:**

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

**7A.1 - Are any of the following approvals required for the placement or other type of issue?**

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Wednesday March 24, 2021	<input checked="" type="checkbox"/> Estimated	

**Comments**

Shareholder approval is required for the Tranche two placement of Shares and Options being for up to 111,111,111 Shares and 27,777,778 Options on the same terms as Tranche 1 of the Placement.

Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

Yes

Details of +securities proposed to be issued

**ASX +security code and description**

MEB : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

333,333,333

**Offer price details**



**Are the +securities proposed to be issued being issued for a cash consideration?**

Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 0.00900

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes

Attaching +Security

**Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?**

New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

**Details of attaching +securities proposed to be issued**

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Listed Options

**+Security type**

Options

**Number of +securities proposed to be issued**

83,333,333

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Issue of one (1) free attaching option for every four (4) Tranche One or Two Shares subscribed and issued



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Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

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Options details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.0150

**Expiry date**

Wednesday February 28, 2024

**Details of the type of +security that will be issued if the option is exercised**

MEB : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

83,333,333

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

<https://medibio.com.au/>

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Part 7C - Timetable

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**7C.1 Proposed +issue date**

Monday February 15, 2021

Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes



**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

87,479,545 Fully Paid Ordinary Shares  
55,555,555 Attaching Options

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

Yes

**7D.1c ( i ) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?**

134,742,677 Fully Paid Ordinary Shares

**7D.1c ( ii ) Please explain why the entity has chosen to do a placement rather than a +pro rata issue or an offer under a +security purchase plan in which existing ordinary +security holders would have been eligible to participate**

The Company is launching a Share Purchase Plan as announced on 10 February 2021.

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

Part 7E - Fees and expenses

**7E.1 Will there be a lead manager or broker to the proposed issue?**

Yes

**7E.1a Who is the lead manager/broker?**

CPS Capital Group Pty Ltd (CPS)

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

- a. a management fee of 2% plus GST of the total amount raised by the Company under Placement (Management fee);
- b. a placement fee of 4% plus GST of the total amount raised by the Company under Placement (Placement fee);
- c. CPS (or it's nominee(s)) will receive 94,000,000 unlisted options (Options) at a subscription price of \$0.00001 each (each option being exercisable at \$0.015 (1.5 cents) and expiring on 28 February 2024 (being the same terms as the Placement Options and SPP Options) (Broker Options);
- d. CPS will also receive a monthly fee of A\$4,000 plus GST (where applicable) for providing corporate advisory services for the 12 month period.

**7E.2 Is the proposed issue to be underwritten?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

None



Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

Progress development of :

- software medical device and related platform, MEB-001
- Sleep Analysis of Depressive Burden trial
- commercialisation of ilumenTM
- complete the development of the Company's consumer app
- working capital requirements

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

The Company is undertaking the Share Placement in two Tranches in which Tranche 1 will consist of 222,222,222 Shares and 55,555,555 attaching options which will be issued under the Company's existing placement capacity. Tranche 2 will be subject to Shareholder approval and will consist of 111,111,111 Shares and 27,777,778 attaching options.