

# ASX Announcement

Medibio Limited – 31 January 2022



## Despatch of Offer Letter to Eligible Shareholders

**Melbourne, Australia and Minneapolis, MN – 31 January 2022: Medibio Limited (“MEB” or “Medibio”)** (ASX: MEB)(OTCPINK: MDBIF) is pleased to announce the despatch of the letters to eligible shareholders attached as an annexed to this announcement in relation to the Non-Renounceable Entitlement Offer (“**Entitlement Offer**”) as previously announced.

The Company also advises that the offer and its offer website <https://meb2022entoffer.thereachagency.com/> are both open.

The Entitlement Offer is partially underwritten up to an amount of \$1 million and allows eligible shareholders to subscribe to 1 Offer Share for every 3 Shares held by Eligible Shareholders registered at the Record Date at an issue price of \$0.005 (0.5 cents) per Offer Share with one (1) free Attaching Option for every two (2) Offer Shares at no additional consideration. The Entitlement Offer will raise up to approximately \$3.4 million before costs.

The closing date of the Entitlement Offer is 5:00pm AEDT on 18 February 2022.

If Shareholders have any questions in relation to applying for the Entitlement Offer, they can contact the Company’s Share Registry, Computershare on 1300 855 080 (within Australia) or +61 3 9415 4000 (outside Australia) Monday to Friday 8:30am – 5:00pm AEDT.

### **For Further information:**

Mathew Watkins  
Company Secretary  
T: +61 3 9692 7222

– ENDS –

This announcement is authorised for release to the market by the Board of Directors of Medibio Limited.

About Medibio Limited Medibio (ASX: MEB) (OTCPINK: MDBIF) is a health technology company pioneering the use of objective measures to aid in the early detection and screening of mental health conditions. Through their Corporate Health product, the Company offers mental well-being solutions for businesses and are also developing products to serve the healthcare provider market. The company was founded in Australia, with offices located in Melbourne (Vic) and U.S. offices in Minneapolis, MN. Medibio is listed on the Australian Securities Exchange Ltd and trades on the OTC Pink Open Market. Investors can find additional information on [www.otcm Markets.com](http://www.otcm Markets.com) and [www.asx.com.au](http://www.asx.com.au)

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MEB  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

31 January 2022

Dear Shareholder,

### Notification to eligible shareholders of Entitlement Offer

Medibio Limited (**Company**) is pleased to announce a pro-rata non-renounceable entitlement offer (**Entitlement Offer**) to acquire one (1) fully paid ordinary share (**New Shares**) at \$0.005 (0.5 cents) per share for every three (3) existing shares (**Entitlement**) held by the Company's shareholders in Australia and New Zealand as at 7.00pm (AEDT) on Tuesday, 25 January 2022 (**Record Date**).

The Entitlement Offer seeks to raise approximately \$3.4 million (before costs) and is partially underwritten for an amount up to \$1 million by CPS Capital Group Pty Ltd ACN 088 055 636.

The Entitlement Offer is being made without a prospectus in accordance with section 708AA of the *Corporations Act 2001* (Cth).

The Entitlement Offer is being made to Eligible Shareholders who will be able to take up their Entitlement as well as apply for additional New Shares. Shareholders who are eligible to participate in the Entitlement Offer (**Eligible Shareholders**) are those who:

- (a) are registered as the holder of shares in the Company as at 7.00 pm (AEST) on the Record Date;
- (b) have a registered address on the share register of the Company in Australia and New Zealand;
- (c) are not in the United States and are not acting for the account or benefit of a person in the United States; and

are eligible under all applicable securities laws to receive an offer under the Entitlement Offer without any requirement for a prospectus or offer document to be lodged or registered.

Full details of the Entitlement Offer are contained in the Offer Document lodged with the ASX on 20 January 2022 and is available to view on the ASX website under the Company's ASX code "MEB" and MEB's website at <https://medibio.com.au>. The Entitlement Offer is available electronically only to Australian or New Zealand residents accessing and downloading or printing the electronic version of the Offer Document within Australia or New Zealand. Australian and New Zealand residents may view the Offer Document online at the Offer Website: <https://meb2022entoffer.thereachagency.com>.

The Offer Document and your Entitlement and Acceptance Form are also available online via the Offer Website (detailed above). You should read the Offer Document in its entirety before deciding whether to participate in the Entitlement Offer.

To accept the Entitlement Offer, you will need to follow these steps:

**Step 1:** Access the Offer Website <https://meb2022entoffer.thereachagency.com>

**Step 2:** View or download the Offer Document by clicking on 'View Offer Document & Apply Now'.

**Step 3:** Click 'Apply Now' and enter your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) and your postcode to access the Entitlement and Acceptance Form.

**Step 4:** Complete the Entitlement and Acceptance Form online and make payment using Bpay® and the unique payment reference numbers provided.

The Entitlement Offer is currently scheduled to close at 5:00 pm (AEDT) on Friday, 18 February 2022.

**Indicative Timetable for Eligible Shareholders**

Event	Date
Announcement of Placement and NREO	Prior to market open Wednesday, 15 December 2021
Lodge ASX Appendix 3B for Placement and NREO	Prior to market open Wednesday, 15 December 2021
Lodge s 708AA(2)(f) NREO offer document	Prior to market open Thursday, 20 January 2022
"Ex" date	Monday, 24 January 2022
Record date	Tuesday, 25 January 2022
Despatch offer documents	Monday, 31 January 2022
NREO Opening Date	Monday, 31 January 2022
Last day to extend NREO Closing Date	Tuesday, 15 February 2022
NREO Closing Date	5.00pm Friday, 18 February 2022
Shares quoted on deferred settlement basis	Monday, 21 February 2022
Announcement of results of NREO	Friday, 25 February 2022
Issue shares and lodge ASX Appendix 2A for NREO	Prior to 12.00pm Friday, 25 February 2022
Shares commence trading on a regular basis	Monday, 28 February 2022

*\*This timetable is indicative only and subject to change. The Company reserves the right to vary the above dates, in consultation with CPS Capital Group Pty Limited, subject to the Listing Rules and the Corporations Act.*

**Further information**

If you have any questions about the Entitlement Offer, please contact the Company's Share Registry, Computershare on 1300 855 080 (within Australia) or +61 3 9415 4000 (outside Australia) Monday to Friday 8:30am – 5:00pm AEDT.

Yours faithfully,



Claude Solitario  
Managing Director and CEO

**NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES**

This letter is issued by Medibio Limited. This letter is not a prospectus or offer document under Australian law or under any other law. It is for information purposes only and does not constitute an offer, invitation or recommendation to subscribe for, retain or purchase any securities in Medibio Limited in any jurisdiction. This letter does not constitute financial product advice and does not and will not form any part of any contract for the acquisition of Medibio Limited shares. No action has been, or will be, taken to register any offer or otherwise permit a public offering of securities outside Australia, New Zealand and Hong Kong. This letter may not be released or distributed in the United States.

This letter does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. The entitlements and the New Shares offered in the Entitlement Offer have not been, and will not be, registered under the U.S. Securities Act of 1933 ("U.S. Securities Act") or the securities laws of any state or other jurisdiction of the United States. Accordingly, the entitlements may not be taken up by persons in the United States and the New Shares may not be offered or sold in the United States, unless they have been registered under the U.S. Securities Act or are offered or sold in a transaction exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The New Shares to be offered and sold in the Entitlement Offer may only be offered and sold outside the United States in "offshore transactions" (as defined in Rule 902(h) under the U.S. Securities Act) in reliance on Regulation S under the U.S. Securities Act.