



Announcement Summary

**Entity name**

MEMPHASYS LIMITED.

**Date of this announcement**

Friday July 30, 2021

**The +securities the subject of this notification are:**

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

**Total number of +securities to be issued/transferred**

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Tr 1+2 ex 34% prem on 30 day VWAP ex 30 July 2023; Tr 3 ex 43% prem on 30 day VWAP ex 30 July 2024	11,540,000	30/07/2021

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**

MEMPHASYS LIMITED.

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

**1.2 Registered number type**

ABN

**Registration number**

33120047556

**1.3 ASX issuer code**

MEM

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

30/7/2021

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Part 2 - Issue details

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**2.1 The +securities the subject of this notification are:**

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

**2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:**

does not have an existing ASX security code ("new class")

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Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

**ASX +security code**

New class - code to be confirmed

**+Security description**Tr 1+2 ex 34% prem on 30 day VWAP ex 30 July 2023;  
Tr 3 ex 43% prem on 30 day VWAP ex 30 July 2024**+Security type**

Options

**ISIN code****Date the +securities the subject of this notification were issued**

30/7/2021

**Will all the +securities issued in this class rank equally in all respects from their issue date?** Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?** Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
John Aitken	John Aitken	4,000,000
Nick Gorring	Nick Gorring	2,000,000
Pablo Neyertz	Pablo Neyertz	370,000

**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?** Yes**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**<https://www.asx.com.au/asxpdf/20210723/pdf/44ykr5sf7c1637.pdf>

## Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.09050000	30/7/2023

**Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option**

Other

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**Description**

Tr 1 + 2 option ex price 34% premium above 30 day VWAP, ex date on or before 2 years after issue date  
Tr 3 option ex price 43% premium above 30 day VWAP, ex date on or before 3 years after issue date.

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**

<https://www.asx.com.au/asxpdf/20181011/pdf/43z50cv2p7ymj3.pdf>

**Any other information the entity wishes to provide about the +securities the subject of this notification**

Issue details

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**Number of +securities**

4,962,200

**Number of +securities**

3,462,000

**Number of +securities**

3,115,800

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Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:  
 (A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

**4.1 Quoted +Securities (Total number of each +class of +securities quoted)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
MEM : ORDINARY FULLY PAID	759,773,880

**4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
MEMAA : OPTION EXPIRING 28-SEP-2021 EX 3.32C	32,404,457
MEMAB : OPTION EXPIRING 22-OCT-2021 EX 11.42C	19,255,875
New class - code to be confirmed : Tr 1+2 ex 34% prem on 30 day VWAP ex 30 July 2023; Tr 3 ex 43% prem on 30 day VWAP ex 30 July 2024	11,540,000

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Part 5 - Other Listing Rule requirements

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**5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?**

Yes

**5.1a Select the number of the applicable exception in Listing Rule 7.2**

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