



Announcement Summary

Entity name

HEXIMA LIMITED.

Announcement Type

New announcement

Date of this announcement

24/7/2024

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

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Consideration Options	87,215,040
New code to be confirmed	ORDINARY FULLY PAID - NEW	789,743,000
New code to be confirmed	ORDINARY FULLY PAID - NEW	25,000,000
New code to be confirmed	ORDINARY FULLY PAID - NEW	2,500,000

Proposed +issue date

9/10/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

HEXIMA 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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

64079319314

1.3 ASX issuer code

HXL

1.4 The announcement is

New announcement

1.5 Date of this announcement

24/7/2024

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 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	23/9/2024	Estimated	

Comments

Please refer to the accompanying announcement regarding other conditions including completion of a capital raising.

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?
No

Details of +securities proposed to be issued

ASX +security code and description

HXL : ORDINARY FULLY PAID

Number of +securities proposed to be issued

789,743,000

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

As outlined in the accompanying announcements, these shares are being issued to the RealThing Vendors on completion of the Transaction (Consideration Shares).

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

157,948,600.000000



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

No

If some of the issued +securities do not rank equally

Is the actual date from which the +securities will rank equally (non-ranking end date) known?

No

Provide the estimated non-ranking end period

These shares are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction.

Please state the extent to which the +securities do not rank equally:

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

These shares are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction.

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)?

New class

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

No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

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

Yes

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

No

ASX +security code

New class-code to be confirmed

+Security description

Consideration Options

+Security type

Options

Number of +securities proposed to be issued

87,215,040

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

As outlined in the accompanying announcement, these options are being issued to the RealThing Vendors on completion of the Transaction (Consideration Options).



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

305,253.000000

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

No

If some of the issued +securities do not rank equally

Is the actual date from which the +securities will rank equally (non-ranking end date) known?

No

Provide the estimated non-ranking end period

These options are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction.

Please state the extent to which the +securities do not rank equally:

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

These options are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction.

Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0200	5/3/2026

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

HXL : ORDINARY FULLY PAID

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

87,215,040

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.

Exercise price \$0.02 (on a pre-consolidation basis), expiring 05/03/2026, each option being exercisable into one fully paid ordinary share.

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?
No

Details of +securities proposed to be issued

ASX +security code and description

HXL : ORDINARY FULLY PAID



Number of +securities proposed to be issued

25,000,000

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

As outlined in the accompanying announcement, these shares are being issued to the RealThing Vendors on completion of the Transaction (Note Conversion Shares).

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

0.200000

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

No

If some of the issued +securities do not rank equally

Is the actual date from which the +securities will rank equally (non-ranking end date) known?

No

Provide the estimated non-ranking end period

These shares are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction.

Please state the extent to which the +securities do not rank equally:

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

These shares are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction.

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?

No

Details of +securities proposed to be issued

ASX +security code and description

HXL : ORDINARY FULLY PAID

Number of +securities proposed to be issued

2,500,000

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

As outlined in the accompanying announcement, these shares are being issued to an advisor on completion of the Transaction in lieu of cash consideration.

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

500,000.000000

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

No

If some of the issued +securities do not rank equally

Is the actual date from which the +securities will rank equally (non-ranking end date) known?

No

Provide the estimated non-ranking end period

These shares are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction.

Please state the extent to which the +securities do not rank equally:

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

These shares are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction.

Part 7C - Timetable

7C.1 Proposed +issue date

9/10/2024

Part 7D - Listing Rule requirements

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

Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

23/9/2024

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

Yes

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

Yes

7D.3a Please enter, the number and +class of the +restricted securities and the date from which they will cease to be +restricted securities

The following securities are anticipated to be subject to ASX restriction for between 12 months from issue and up to 24 months from re-admission of the Company to the official list of ASX following completion of the Transaction:

- 789,743,000 Consideration Shares



- 87,215,040 Consideration Options
- 25,000,000 Note Conversion Shares
- 2,500,000 Advisor Share

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?

No

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

Share registry costs, ASX fees and legal costs.

Part 7F - Further Information

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

As outlined in the accompanying announcement the issue of all securities to which this Appendix relates are in conjunction with a Transaction between the Company and RealThing Vendors.

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

All securities are shown on a pre-proposed 1 for 10 consolidation basis - see the accompanying announcement and Appendix 3A.3 for further detail.

Estimates of AUD equivalents are on a pre-consolidation basis and based on the anticipated capital raising price.

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a +disclosure document or +PDS for the +securities proposed to be issued