Announcement Summary

Entity name

GI DYNAMICS, INC

Announcement Type

New announcement

Date of this announcement

Wednesday July 15, 2020

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
GID	CHESS DEPOSITARY INTERESTS US PROHIBITED 50:1	1,920,085,200

Proposed +issue date

Thursday July 16, 2020

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

GI DYNAMICS, INC

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

ARBN

Registration Number

151239388

1.3 ASX issuer code

GID

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

Wednesday July 15, 2020

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	Thursday May 24, 2018	☑ Actual	Yes

Comments

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

GID : CHESS DEPOSITARY INTERESTS US PROHIBITED 50:1

Maximum Number of +securities proposed to be issued

1,920,085,200

Purpose of the issue

Conversion of the 2017 Senior Secured Convertible Note issued to Crystal Amber Fund Limited (a Related Party)

Offer price details for retail security holders

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.00300

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

Oversubscription & Scale back details

May a scale back be applied to this event?
 No

Part 7C - Timetable

7C.1 Proposed +issue date

Thursday July 16, 2020

Part 7D - Listing Rule requirements

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

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

Thursday May 24, 2018

7D.2 Is a party referred to in listing rule 10.11.1 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

1,920,085,200 CDIs restricted for sale until 15/7/2021

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

Part 7F - Further Information

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