

Announcement Summary

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**Entity name**

BRAINCHIP HOLDINGS LTD

**Date of this announcement**

Tuesday November 16, 2021

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

+Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

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

| <b>ASX +security code</b> | <b>Security description</b> | <b>Total number of +securities to be issued/transferred</b> | <b>Issue date</b> |
|---------------------------|-----------------------------|---|-------------------|
| BRNAJ                     | PERFORMANCE RIGHTS          | 720,000   | 16/11/2021        |
| BRNAM                     | RESTRICTED STOCK UNITS      | 2,860,000   | 16/11/2021        |

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**

BRAINCHIP HOLDINGS LTD

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

**1.2 Registered number type**

ACN

**Registration number**

151159812

**1.3 ASX issuer code**

BRN

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

16/11/2021



Part 2 - Issue details

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

+Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

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

has an existing ASX security code ("existing class")



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

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**Additional +securities in an existing class issued under an +employee incentive scheme**

**ASX +security code and description**

BRNAJ : PERFORMANCE RIGHTS

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

16/11/2021

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

Yes

**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**

No

**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/20210422/pdf/44vrfwk5vm2jg8.pdf>

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

N/A

Issue details

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**Number of +securities**

720,000

**Additional +securities in an existing class issued under an +employee incentive scheme**

**ASX +security code and description**

BRNAM : RESTRICTED STOCK UNITS

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

16/11/2021



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

Yes

**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**

No

**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/20210422/pdf/44vrfwk5vm2jg8.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**

2,860,000

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Part 4 - +Securities on issue

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**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> |
|---|---|
| BRN : ORDINARY FULLY PAID                 | 1,693,237,144                               |

**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> |
|--|---|
| BRNAJ : PERFORMANCE RIGHTS                           | 3,435,000                                   |
| BRNAD : OPTION EXPIRING VARIOUS DATES VARIOUS PRICES | 95,068,333                                  |
| BRNAM : RESTRICTED STOCK UNITS                       | 4,190,000                                   |



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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