

ASX RELEASE

23 November 2021

Pre-quotation disclosure

Radiopharm Theranostics Limited's (**Radiopharm or Company**) initial public offer made under the prospectus dated 14 October 2021 (**Prospectus**) and supplementary prospectus dated 28 October 2021 (Supplementary **Prospectus**) closed successfully on 5 November 2021, with the offer being fully subscribed. Radiopharm has 253,333,557 shares on issue following the Offer.

Quotation of 116,666,984 of Radiopharm's shares (being those shares not subject to ASX mandatory escrow) is expected to occur at 11.00am (Sydney time) on 25 November 2021 (ASX code: RAD).

Shareholdings

The following information has been separately released as a pre-quotation disclosure:

- (a) Distribution schedule; and
- (b) Top 20 shareholders list.

Appendix 1A and Information Form and Checklist

The following documents have been separately released as pre-quotation disclosures:

- (a) Appendix 1A; and
- (b) Information Form and Checklist.

Prospectus

Radiopharm's Prospectus and Supplementary Prospectus have been separately released as a pre-quotation disclosure.

Constitution

Radiopharm's constitution has been separately released as a pre-quotation disclosure.

Securities trading policy

Radiopharm's securities trading policy has been separately released as a pre-quotation disclosure.

Financial information

Radiopharm's audited accounts for the full period of 11 February 2021 to 30 June 2021 has been separately released as a pre-quotation disclosure.

Omnibus Incentive Plan

The full terms and conditions of the omnibus incentive plan has been separately released as pre-quotation disclosure.

Bookbuild

In respect of the funds raised pursuant to the institutional bookbuild (**Bookbuild**):

- (a) 34,750,001 shares were allocated under the Bookbuild at \$0.60 per share;
- (b) no securities have been taken up by a person or persons who are promoters or related parties of the Company;
- (c) no concessionary fee or other arrangements have been entered into which have had the result that the effective transfer price paid by some allottees differs materially from the Bookbuild price announced by the Company;
- (d) no arrangements have been entered into which have had the result that some allottees receive a material benefit for agreeing to participate in the Bookbuild at the Bookbuild price announced by the Company and which is not received by other allottees; and
- (e) no arrangements entered into with associates of the Company or the bookrunner to avoid a shortfall, or the appearance of a shortfall, in the Bookbuild."

Share issuance

As described in the Prospectus, Radiopharm confirms the issuance of:

- (a) 44,444,669 ordinary fully paid shares on conversion of all Convertible Notes (as defined in the Prospectus) on issue;
- (b) 25,555,555 ordinary fully paid shares to certain Licensors (as defined in the Prospectus);
- (c) 1,900,002 unquoted options exercisable at \$0.60, on or before 4 years from the date of issue to Dr Michael Baker;
- (d) 1,900,002 unquoted options exercisable at \$0.60, on or before 4 years from the date of issue to Dr Mr Ian Turner;
- (e) 1,900,002 unquoted options exercisable at \$0.60, on or before 4 years from the date of issue to Mr Phillip Hains;
- (f) 2,533,336 unquoted options exercisable at \$0.60, on or before 5 years from the date of issue to Dr Thomas Tulip;
- (g) 2,533,336 unquoted options exercisable at \$0.60, on or before 5 years from the date of issue to Professor David Mozley;
- (h) 8,666,678 unquoted options exercisable at \$0.60, on or before 5 years from the date of issue to Mr Riccarco Canvevari;
- (i) 5,066,671 unquoted options exercisable at \$0.90, on or before 3 years from the date of issue to Bell Potter Securities Limited under Offer Management Agreement (as defined in the Prospectus);
- (j) 5,066,671 unquoted options exercisable at \$0.90, on or before 3 years from the date of issue to Baker Young Limited under Offer Management Agreement (as defined in the Prospectus); and

- (k) 3,546,670 unquoted options exercisable at \$0.90, on or before 3 years from the date of issue to The CFO Solution under Offer Management Agreement (as defined in the Prospectus).

Restricted securities

As stated in the Prospectus at section 9.7, the existing shareholders have entered into mandatory restriction deeds with the Company or have been issued Restriction Notices by the Company.

The total number of restricted shares held by existing shareholders is 136,666,573. Radiopharm confirms that the following shares are subject to escrow for the following periods:

Type of escrow	Number of securities	Holder	Escrow period
ASX mandatory	100,000,000 shares	Existing Shareholders	24 months from the date of official quotation of Radiopharm's securities
ASX mandatory	25,555,555 shares	Licensors	12 months from the date of issuance of those shares
ASX mandatory	11,111,018 shares	Convertible Note Holders	12 months from the date of issuance of the Convertible Notes until 1 September 2022

The total number of restricted options is 28,046,696. Radiopharm confirms that the following options are subject to escrow for the following periods:

Type of escrow	Number of securities	Escrow period
ASX mandatory	28,046,696	24 months from the date of official quotation of Radiopharm's securities

Capital structure

The Company's capital structure at the date of admission is:

Type of security	Number of securities
Fully paid ordinary shares	253,333,557
Unquoted options	33,113,368

Yours sincerely



Mr Paul Hopper
Executive Chairman