



14 February 2023

Australian Securities Exchange (ASX) Announcement

## **Voluntary de-listing from ASX effective 1 March 2023**

Following approval by shareholders at the Extraordinary General Meeting of Total Brain Limited (**Total Brain**, **TTB** or the **Company**) held on 1 February 2023, ASX has confirmed that Total Brain will be removed from the official list of ASX at close of trade on 1 March 2023 (**Delisting**).

Full details regarding the Delisting are set out in the Notice of Extraordinary General Meeting dated 30 December 2022 (and addendum dated 3 January 2023).

The Payment Date for the Capital Return, which was also approved by shareholders at the Company's recent Extraordinary General Meeting, is 14 February 2023. As advised on 11 January 2023, the Capital Return will be made by direct credit (also known as electronic funds transfer (EFT)) to each shareholder's nominated bank account held by the share registry. No cheques will be issued.

On 9 February 2023, Total Brain issued a Notice of Extraordinary General Meeting (to be held on 10 March 2023) for shareholders to consider and vote on resolutions in respect to the voluntary winding up of the Company, and the appointment and remuneration of the liquidators.

If shareholders wish to sell their shares in Total Brain on ASX, they must do so prior to the Delisting. Following the Delisting, Total Brain's shares will only be capable of being traded by off-market private transactions, which will require shareholders to identify and agree terms with potential purchasers of shares. However, shareholders should also note that if the resolutions at the next Extraordinary General Meeting are passed, a transfer of shares may only occur in accordance with the section 493A of the Corporations Act.

Authorised for release to ASX by:

**Mr Matthew Morgan**  
Non-Executive Director  
Total Brain Limited