



Announcement Summary

Entity name

NIGHTINGALE INTELLIGENT SYSTEMS INC

Date of this announcement

Friday April 28, 2023

The +securities the subject of this notification are:

☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	10yr options over shares of common stock expiring 27 March 2033 with an exercise price of US\$0.057	369,765	28/04/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

NIGHTINGALE INTELLIGENT SYSTEMS INC

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

1.2 Registered number type

ARBN

Registration number

659369221

1.3 ASX issuer code

NGL

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

28/4/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

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

☒ does not have an existing ASX security code ("new class")



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

ASX +security code**+Security description****+Security type****ISIN code****Date the +securities the subject of this notification were issued****Will all the +securities issued in this class rank equally in all respects from their issue date?**☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
<input type="text" value="John Hsu"/>	<input type="text" value="John HSU"/>	137,500
<input type="text" value="Mike Tschiderer"/>	<input type="text" value="Mike Tschiderer"/>	68,750

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?☒ No**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

Options Details

+Security currency	Exercise price	Expiry date
USD - US Dollar	USD 0.05700000	27/3/2033

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

**Description**

Fully paid shares of common stock

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://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02599064-2A1414154?access_token=83ff96335c2d45a094df02a206a39ff4

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

As disclosed in the Company's Q1 2023 Quarterly Activities Report, the Company's executives and all employees have agreed to a plan to receive stock options in lieu of a portion of their salary cash compensation.

Under the plan, 5,500 options over shares of common stock will be issued for each \$1,000 of salary cash compensation not taken. The exercise price of the options will be the closing price of the Company's CDIs on the date of the monthly payroll. The stock options are fully vested on the date of issue and have a term of 10 years after the date of issue. At this stage, the Company expects the plan to continue for three months.

The options the subject of this Appendix 3G relate to the March payroll.

Options proposed to be issued to Jack Wu, Nightingale's executive director and CEO in lieu of salary under the plan are subject to shareholder approval under ASX Listing Rule 10.14, which approval the Company will seek at its forthcoming AGM.

Issue details**Number of +securities**

369,765





Part 4 - +Securities on issue

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)

ASX +security code and description	Total number of +securities on issue
NGL : CDI 1:1 US PERSON PROHIBITED EXCLUDING QIB	99,166,893
NGLO : OPTION EXPIRING 16-SEP-2025 US PROHIBITED	11,363,610

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
NGLAL : ORDINARY FULLY PAID RESTRICTED	1,804,036
NGLAH : WARRANTS EXPIRING 04-APR-2028 EX USD \$0.47	20,464
NGLAI : OPTION EXPIRING 12-SEP-2031 EX USD \$0.07	490,000
NGLAK : OPTION EXPIRING 18-OCT-2032 EX USD \$0.15	400,000
NGLAJ : OPTION EXPIRING 03-OCT-2031 EX USD \$0.03	345,000
NGLAA : ORDINARY FULLY PAID RESTRICTED	1,158,089
NGLAB : ORDINARY FULLY PAID RESTRICTED	5,304,808
NGLAC : ORDINARY FULLY PAID RESTRICTED	25,789,028
NGLAD : OPTION EXPIRING 12-SEP-2031 RESTRICTED	255,927
NGLAE : OPTION EXPIRING 03-OCT-2031 RESTRICTED	4,400,000
NGLAF : SHARE UNITS RESTRICTED	7,000,000
NGLAG : OPTION EXPIRING 02-FEB-2028 EX USD \$0.47	122,000



New class - code to be confirmed : 10yr options over shares of common stock expiring 27
March 2033 with an exercise price of US\$0.057

369,765



Part 5 - Other Listing Rule requirements

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

13