

# BPH GLOBAL LTD

ACN 009 104 330

Level 5, 126 Phillip Street, Sydney NSW 2000, Australia

28 September 2023

Company Announcements Platform

Australian Securities Exchange

## **BPH Global receives funding commitments of A\$800,000 by way of private placement and convertible notes**

### Highlights

- The Company receives commitments from investors and directors of A\$431,250 for a private placement.
- The Company receives an additional A\$368,750 commitment from investors for a convertible note issue.

### Placement

BPH Global Ltd (ASX: BP8) ("**Company**") is pleased to advise that it has secured firm commitments from institutional, professional and sophisticated investors and directors to raise up to A\$431,250 (before expenses), through the issue of approximately 287,500,000 fully paid ordinary shares ("**Shares**") at an issue price of A\$0.0015 (0.15 cents) per Share ("**Placement**"). The Placement is now closed.

Directors of the Company have agreed to participate in the Placement and provide commitments for A\$60,000. The issue of Shares to the participating directors under the Placement will remain subject to the Company obtaining shareholder approval at the Annual General Meeting of its members which is expected to take place on 21 November 2023 ("**November AGM**").

The Company will issue the Shares to participants in the Placement pursuant to the Company's available placement capacity under Listing Rule 7.1 and 7.1A as follows:

- 200,209,467 Shares pursuant to the Company's capacity to issue new Shares under ASX Listing Rule 7.1; and
- 87,290,533 Shares pursuant to the Company's capacity to issue new Shares under ASX Listing Rule 7.1A.

The Company also proposes to issue one (1) free attaching unlisted option for each Share subscribed for under the Placement ("**Option**"), subject to SCU obtaining shareholder approval at the November AGM. The Options will expire 11 December 2026 and be exercisable at A\$0.004 into one (1) ordinary share in the Company.

The funds raised under the Placement will be used for:

- The Company's China-based operations for the sales and distribution of birds' nest products in the China market;
- The Company's joint venture R&D work with Singapore-based Chemokine Yuesheng for the development of products including birds' nest extract tablets infused with Australian honey;

- Suitability and feasibility studies at the Company's Singapore R&D facility with respect to the development, manufacturing, and distribution of seaweed products in Singapore, China and Australia;
- Working capital; and
- Costs of the Placement.

#### Convertible Note funding from investors

In addition to the Placement, the Company is pleased to advise that it has secured a commitments from institutional, professional and sophisticated investors, in the amount of A\$368,750 via the issue of Convertible Notes that are convertible into new ordinary shares in the Company that will rank in all respects equally and form one class with Shares issued under the Placement together with all ordinary shares on issue as at the Conversion Date ("**Notes**").

Upon conversion of the Notes into Shares, the Noteholder shall receive a free attaching option for each Share received. The options are on the same terms as the options to be issued to the placement investors and to the lead manager of the offers, Sanlam Private Wealth Pty Ltd, and will expire 11 December 2026 and be exercisable at A\$0.004 into one (1) ordinary share in the Company.

The key terms of the Notes are as follows:

- Each Note has a face value of \$1.00.
- A coupon of 12% per annum accruing daily and capitalising on the face value of the Notes.
- The Notes shall have a term of eighteen (18) months from date of issue.
- Notes may be converted by the Noteholder at any time up the maturity date.
- The conversion price is the lower of:
  - 30% discount to the 15 day VWAP of the BP8 shares at the time of conversion; or
  - The lowest traded price of BP8 shares in the 15 days preceding conversion, subject to a maximum conversion price of \$0.002.
- The Company may elect to redeem the Notes during the term by paying to the Noteholder the face value plus the accrued interest (coupon) on the Notes.
- The conversion rights attaching to the Notes are subject to and conditional upon Company obtaining shareholder approval.
- If the Notes have not been converted or redeemed by the maturity date, the Notes shall be automatically converted at the conversion price applicable at the relevant time.

The funds raised from the issue of the Notes will be used by the Company for the same purposes as the funds raised under the placement (refer to above use of funds).

The offer of Notes on the terms set out above will remain open until closed by the Company. The Company will keep the market informed regarding further fundraising activity via issue of Notes.

#### Lead Manager

Sanlam Private Wealth Pty Ltd ("**Sanlam**") acted as lead manager and corporate advisor to the Placement and to the fundraising via the Notes. Sanlam will receive a fee of 6% of the total funds raised under the Placement and the issue of the Notes and a Lead Manager Fee of \$5,000 plus GST. Subject to the Company obtaining shareholder approval at the November AGM, Sanlam will also be issued 60,000,000 options, exercisable at \$0.004 per option and expiring 11 December 2026.

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Authorised for lodgement by the Board of the Company

For further information, please visit our website at [www.bp8global.com](http://www.bp8global.com) or contact:

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