

**Zoono Group Limited (ASX: ZNO)
ASX ANNOUNCEMENT**

12 December 2023

Share Placement and Non-Renounceable Rights Issue to Raise up to \$2.1M

Zoono Group Limited (**Company**) advises it has today completed a small placement of 10,432,887 fully paid ordinary shares (**Shares**) at 2.7c per Share to raise \$281,687 utilising the Company's 15% placement capacity under ASX Listing Rule 7.1. (**Placement**). The Placement was taken up by several private, sophisticated investors and is for purpose of providing the Company with additional working capital in advance of a non-renounceable rights issue planned for Q1 2024.

Zoono intends to offer all Eligible Shareholders the opportunity to subscribe for further Shares in the Company at the same price as offered in the Placement through a pro-rata, non-renounceable rights issue of one (1) new Share for every three (3) existing Shares held by Eligible Shareholder on the Record Date at an issue price of \$0.027 per Share, to raise up to \$1.8M (before costs) (**Offer**). While the use of the funds raised from the Offer will be described in more detail in the Offer Document, the primary use of the funds will be to retire existing related party debt and to fund several company initiatives planned for 2024, including the supermarket shelf-life extension project (which is nearing completion), expansion into India and China, and further penetration into the USA market after gaining the List N registration (in line with previous announcements made by the Company).

Shareholders with a registered address in Australia or New Zealand (**Eligible Shareholders**) who hold ordinary shares in the Company at 7.00pm (AEDT) on 5 February 2024 (**Record Date**), will be able to participate in the Offer. It is the intention of the Managing Director (and major shareholder), Mr Paul Hyslop, and the other Directors to take up their full entitlements. Shareholders will also have the opportunity to apply for any unplaced shares (**Shortfall**) before the Offer is closed.

Key Terms of the Offer

Offer Price per Share	\$0.027
Entitlement Ratio	1 for 3
Shares currently on issue	189,927,675
Placement Shares	10,432,887
Shares to be issued under the Offer	66,786,854
Gross proceeds of the Offer (before costs)	A\$1,803,245
Shares on issue post-Offer (and Placement)	267,147,416

Indicative Timetable

Announcement of Offer and Appendix 3B	12 December 2023
Lodgement of Cleansing Statement and Offer Document with ASX	31 January 2024
Ex date	2 February 2024
Record Date for determining Entitlements	5 February 2024
Offer Document despatched to Eligible Shareholders	8 February 2024
Last day to extend the Closing Date	26 February 2024
Closing Date* as at 5:00pm (AEDT)	29 February 2024
Shares quoted on a deferred settlement basis	1 March 2024
ASX notified of under subscriptions	7 March 2024
Issue date / Shares entered into Shareholders' security holdings	7 March 2024
Quotation of Securities issued under the Offer	8 March 2024

*Dates are indicative and subject to change. The Company reserves the right to amend any or all dates and times subject to the Corporations Act, the ASX Listing Rules and other applicable laws. The Directors may extend the Closing Date by giving at least three (3) Business Days' notice to ASX prior to the Closing Date. Accordingly, the date the Securities are expected to commence trading on ASX may vary.

Shareholders and the market can expect further details concerning the proposed rights issue early in 2024.

This announcement has been authorised and approved for release to ASX by the Board of Zoono Group Limited.

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About Zoono

Zoono Group Limited is a global biotech company that develops, manufactures and distributes a suite of scientifically validated, long-lasting and environmentally friendly antimicrobial solutions. Zoono's mission is to improve health and well-being through innovative, safe, non-toxic and durable germ protection.

Zoono produces sprays, wipes and foams suited for skin care, surface sanitisers, and mould remediation treatments. The products are based on the 'ZOONO molecule', a unique antimicrobial

molecule that bonds to any surface and kills pathogens including bacteria, viruses, algae, fungi and mould.

Zoono's products have received numerous regulatory approvals and the Company's technology claims are supported by independent testing conducted in laboratories worldwide. Zoono is headquartered in New Zealand and its products are available globally.

To learn more, please visit: www.zoono.com