



## Announcement Summary

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**Entity name**

IMRICOR MEDICAL SYSTEMS, INC.

**Announcement Type**

New announcement

**Date of this announcement**

Friday February 21, 2020

**The Proposed issue is:**

- ☒ An offer of securities under a securities purchase plan
- ☒ A placement or other type of issue

**Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan**

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
IMR	CDI 1:1 US PERSON PROHIBITED EXCLUDING QIB	892,857

**+Record date**

Thursday February 20, 2020

**Offer closing date**

Tuesday March 17, 2020

**+Issue date**

Wednesday March 25, 2020

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
IMR	CDI 1:1 US PERSON PROHIBITED EXCLUDING QIB	12,380,952

**Proposed +issue date**

Thursday February 27, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

IMRICOR MEDICAL SYSTEMS, INC.

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

**1.2 Registered Number Type**

ARBN

**Registration Number**

633106019

**1.3 ASX issuer code**

IMR

**1.4 The announcement is**

☒ New announcement

**1.5 Date of this announcement**

Friday February 21, 2020

**1.6 The Proposed issue is:**

☒ An offer of +securities under a +securities purchase plan

☒ A placement or other type of issue



## Part 4 - Details of proposed offer under securities purchase plan

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### Part 4A - Conditions

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**4A.1 - Are any of the following approvals required for the offer of +securities under the +securities purchase plan issue to be unconditional?**

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

### Part 4B - Offer details

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**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

**ASX +Security Code and Description**

IMR : CDI 1:1 US PERSON PROHIBITED EXCLUDING QIB

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ No

### Details of +securities proposed to be issued

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**ASX +Security Code and Description**

IMR : CDI 1:1 US PERSON PROHIBITED EXCLUDING QIB

**Maximum Number of +securities proposed to be issued**

892,857

**Minimum Number of +securities proposed to be offered to each individual +security holder**

**Maximum Number of +securities proposed to be offered to each individual +security holder**



Minimum subscription \$ amount proposed to be offered to each individual security holder	Maximum subscription \$ amount proposed to be offered to each individual security holder
AUD	AUD

**Purpose of the issue**

The funds raised will be applied towards sales and marketing efforts, development, clinical and regulatory matters and general working capital requirements. For more details, refer to the ASX Announcement.

**Offer price details for retail security holders**

Issue Currency	Offer Price per +security	Estimated or Actual?
AUD - Australian Dollar	AUD 1.68000	<input checked="" type="checkbox"/> Actual

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

☒ Yes

**Oversubscription & Scale back details****May a scale back be applied to this event?**

☒ Yes

**Provide the scale back details**

Imricor is seeking to raise A\$1.5 million under the SPP. Imricor may (in its absolute discretion) scale back applications if this amount is exceeded or may raise a higher amount under the SPP to reduce or eliminate the need for scale back.

**Part 4C - Timetable****4C.1 Date of announcement of +security purchase plan**

Friday February 21, 2020

**4C.2 +Record date**

Thursday February 20, 2020

**4C.3 Date on which offer documents will be made available to investors**

Friday February 28, 2020

**4C.4 Offer open date**

Friday February 28, 2020

**4C.5 Offer closing date**

Tuesday March 17, 2020



#### 4C.6 Announcement of results

Friday March 20, 2020

#### 4C.7 +Issue date

Wednesday March 25, 2020

### Part 4D - Listing Rule requirements

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**4D.1 Does the offer under the +securities purchase plan meet the requirements of listing rule 7.2 exception 5 that:**

- the number of +securities to be issued is not greater than 30% of the number of fully paid +ordinary securities already on issue; and
- the issue price of the +securities is at least 80% of the +volume weighted average market price for +securities in that +class, calculated over the last 5 days on which sales in the +securities were recorded, either before the day on which the issue was announced or before the day on which the issue was made?

☒ Yes

### Part 4E - Fees and expenses

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**4E.1 Will there be a lead manager or broker to the proposed offer?**

☒ Yes

**4E.1a Who is the lead manager/broker?**

Moelis Australia Advisory Pty Ltd

**4E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

Imricor may pay the lead manager a discretionary incentive fee of up to A\$150,000.

**4E.2 Is the proposed offer to be underwritten?**

☒ No

**4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

☒ No

**4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

### Part 4F - Further Information

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**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

☒ No

**4F.2 Countries in which the entity has security holders who will not be eligible to accept the proposed offer**

**4F.3 URL on the entity's website where investors can download information about the proposed offer**

<https://imricor.com/>

**4F.4 Any other information the entity wishes to provide about the proposed offer**



## Part 7 - Details of proposed placement or other issue

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### Part 7A - Conditions

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#### 7A.1 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

### Part 7B - Issue details

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Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

#### Details of +securities proposed to be issued

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##### ASX +Security Code and Description

IMR : CDI 1:1 US PERSON PROHIBITED EXCLUDING QIB

##### Maximum Number of +securities proposed to be issued

12,083,333

##### Purpose of the issue

The funds raised will be applied towards sales and marketing efforts, development, clinical and regulatory matters and general working capital requirements. For more details, refer to the ASX Announcement.

##### Offer price details for retail security holders

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 1.68000



**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

☒ Yes

**Oversubscription & Scale back details**

**May a scale back be applied to this event?**

☒ No

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

☒ Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ Yes

Details of +securities proposed to be issued

**ASX +Security Code and Description**

IMR : CDI 1:1 US PERSON PROHIBITED EXCLUDING QIB

**Maximum Number of +securities proposed to be issued**

297,619

**Purpose of the issue**

The funds raised will be applied towards sales and marketing efforts, development, clinical and regulatory matters and general working capital requirements. For more details, refer to the ASX Announcement.

**Offer price details for retail security holders**

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 1.68000

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

☒ Yes

**Oversubscription & Scale back details**

**May a scale back be applied to this event?**

☒ Yes

**Provide the scale back details**

The US Placement aims to raise A\$0.5 million, but similar to the SPP, the Company may (in its absolute discretion) scale back the offer or raise a higher amount if demand exceeds A\$0.5 million and the Company has sufficient capacity under ASX Listing Rule 7.1.





## Attaching +Security

**Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?**

## Part 7C - Timetable

### 7C.1 Proposed +issue date

Thursday February 27, 2020

## Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?**

☒ No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

☒ Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

12,083,333 for the Australian Placement.  
Up to 297,619 for the US Placement

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

☒ No

**7D.2 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?**

☒ No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

☒ No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

☒ No

## Part 7E - Fees and expenses

**7E.1 Will there be a lead manager or broker to the proposed issue?**

☒ Yes

**7E.1a Who is the lead manager/broker?**

Moelis Australia Advisory Pty Ltd



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**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

Lead manager fee of 4.0% of the Placement proceeds, a placement incentive fee of 1.0% of the Placement proceeds and a discretionary incentive fee of up to A\$150,000.

**7E.2 Is the proposed issue to be underwritten?**

☒ No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

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Part 7F - Further Information

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

☒ No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

Moelis is settlement underwriting the Placement. The significant termination events associated with the settlement underwrite, include (i) a statement in Imricor's ASX announcement or the cleansing notice being or becoming misleading or deceptive, (ii) market fall, (iii) an insolvency event, (iv) withdrawal of the offer by Imricor.

The proposed issue date for the US Placement of up to \$0.5 million is Wednesday 25 March 2020.