

Announcement Summary

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**Entity name**

RESPIRI LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Sunday June 14, 2020

**The Proposed issue is:**☒ A placement or other type of issue**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
n/a	Class 08	65,000,000
n/a	Class 09	30,000,000
n/a	Class 10	12,500,000
n/a	Class 11	12,500,000
n/a	Class 12	12,500,000

**Proposed +issue date**

Tuesday June 16, 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

RESPIRI LIMITED

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

ACN

### Registration Number

009234173

### 1.3 ASX issuer code

RSH

### 1.4 The announcement is

☒ New announcement

### 1.5 Date of this announcement

Sunday June 14, 2020

### 1.6 The Proposed issue is:

☒ A placement or other type of issue



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

### Part 7A - Conditions

#### 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

☒ Yes

#### 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Tuesday May 26, 2020	<input checked="" type="checkbox"/> Actual	Yes

#### Comments

Shareholders approved the issue of 132,500,000 options to directors under listing rule 10.11 as per resolutions 8 and 9 put to the meeting.

### Part 7B - Issue details

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)?

☒ New class

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

☒ No

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

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

☒ No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

☒ No

ASX +Security Code

New class-code to be confirmed

+Security Description

Class 08



### +Security Type

Options

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

65,000,000

### Purpose of the issue

To incentivise and reward directors of the Company.

### Offer price details for retail security holders

In what currency is the cash consideration being paid?

What is the issue price per +security?

Will all the +securities issued in this class rank equally in all respects from their issue date?

☒ Yes

### Oversubscription & Scale back details

May a scale back be applied to this event?

☒ No

### Options details

#### +Security Currency

AUD - Australian Dollar

#### Exercise Price

AUD 0.1000

#### Expiry date

Wednesday June 12, 2024

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

RSH : ORDINARY FULLY PAID

### Please provide any further information relating to the principal terms of the +securities

Vesting conditions have now been satisfied.  
Expiry date 4 years from date of vesting.

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)?

☒ New class

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

☒ No



## Details of +securities proposed to be issued

## ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

☒ No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

☒ No

## ASX +Security Code

New class-code to be confirmed

## +Security Description

Class 09

## +Security Type

Options

## Maximum Number of +securities proposed to be issued

30,000,000

## Purpose of the issue

To incentivise and reward directors of the Company.

## Offer price details for retail security holders

In what currency is the cash consideration being paid?

What is the issue price per +security?

Will all the +securities issued in this class rank equally in all respects from their issue date?

☒ Yes

## Oversubscription &amp; Scale back details

May a scale back be applied to this event?

☒ No

## Options details

## +Security Currency

AUD - Australian Dollar

## Exercise Price

AUD 0.2000

## Expiry date

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

RSH : ORDINARY FULLY PAID



**Please provide any further information relating to the principal terms of the +securities**

Vesting conditions must have been satisfied by 1 June 2021.  
Expiry date 4 years from vesting.

**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)?**

☒ New class

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

☒ No

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

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

☒ No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

☒ No

**ASX +Security Code**

New class-code to be confirmed

**+Security Description**

Class 10

**+Security Type**

Options

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

12,500,000

**Purpose of the issue**

To incentivise and reward directors of the company.

**Offer price details for retail security holders**

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

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

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

☒ Yes

**Oversubscription & Scale back details**

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

☒ No



## Options details

+Security Currency	Exercise Price	Expiry date
AUD - Australian Dollar	AUD 0.3000	

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

RSH : ORDINARY FULLY PAID

**Please provide any further information relating to the principal terms of the +securities**

Vesting conditions must have been satisfied by 1 December 2021.  
Expiry date 4 years from vesting.

**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)?**

☒ New class

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

☒ No

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

☒ No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

☒ No

**ASX +Security Code**

New class-code to be confirmed

**+Security Description**

Class 11

**+Security Type**

Options

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

12,500,000

**Purpose of the issue**

To incentivise and reward directors of the Company.

**Offer price details for retail security holders**



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

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

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

☒ Yes

**Oversubscription & Scale back details**

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

☒ No

#### Options details

**+Security Currency**

AUD - Australian Dollar

**Exercise Price**

AUD 0.4000

**Expiry date**

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

RSH : ORDINARY FULLY PAID

**Please provide any further information relating to the principal terms of the +securities**

Vesting conditions must have been satisfied by 1 June 2022.  
Expiry date 4 years from vesting.

**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)?**

☒ New class

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

☒ No

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

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

☒ No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

☒ No

**ASX +Security Code**

New class-code to be confirmed

**+Security Description**

Class 12





### +Security Type

Options

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

12,500,000

### Purpose of the issue

To incentivise and reward directors of the Company.

### Offer price details for retail security holders

In what currency is the cash consideration being paid?

What is the issue price per +security?

Will all the +securities issued in this class rank equally in all respects from their issue date?

☒ Yes

### Oversubscription & Scale back details

May a scale back be applied to this event?

☒ No

### Options details

#### +Security Currency

AUD - Australian Dollar

#### Exercise Price

AUD 0.6000

#### Expiry date

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

RSH : ORDINARY FULLY PAID

### Please provide any further information relating to the principal terms of the +securities

Vesting conditions must have been satisfied by 1 December 2022.  
Expiry date 4 years from vesting.

### Part 7C - Timetable

#### 7C.1 Proposed +issue date

Tuesday June 16, 2020



#### Part 7D - Listing Rule requirements

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

☒ Yes

**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

Tuesday May 26, 2020

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

☒ Yes

**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

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

☒ No

**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**

#### Part 7F - Further Information

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**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**

A total of 132,5000,000 options to be issued as per resolutions 8 and 9 that were carried at the EGM held on 26 May 2020.