



Announcement Summary

Entity name

AMAERO INTERNATIONAL LTD

Announcement Type

New announcement

Date of this announcement

Monday December 7, 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
3DA	ORDINARY FULLY PAID	5,454,545

+Record date

Friday December 4, 2020

Offer closing date

Friday January 15, 2021

+Issue date

Wednesday January 27, 2021

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
3DA	ORDINARY FULLY PAID	16,490,909

Proposed +issue date

Thursday December 10, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

AMAERO INTERNATIONAL LTD

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

633541634

1.3 ASX issuer code

3DA

1.4 The announcement is

New announcement

1.5 Date of this announcement

Monday December 7, 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

Part 4A - Conditions

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

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

3DA : ORDINARY FULLY PAID

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

No

Details of +securities proposed to be issued

ASX +security code and description

3DA : ORDINARY FULLY PAID

Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted

5,454,545

Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?

No

Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?

Yes



Describe the maximum subscription condition

The maximum amount an Eligible Shareholder may apply to invest under the Plan in all capacities, and in aggregate, is \$30,000.

Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?

No

Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?

No

Describe all the applicable parcels available for this offer in number of securities or dollar value

If you are an Eligible Shareholder, you are entitled to contribute a set amount of \$1,000, \$2,500, \$5,000, \$10,000, \$15,000, \$20,000, \$25,000 or \$30,000 in applying for Shares under the Offer, regardless of the number of Shares the Shareholder currently hold.

Offer price details

Has the offer price been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 0.55000

Oversubscription & Scale back details

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

Amaero may, at its absolute discretion, scale back the number of Shares that will be allotted to individual Shareholders under the Plan and/or increase the size of the plan. If this happens the Shareholders may be allocated Shares to a value which is less than the value of Shares that you applied for and the difference will be refunded to the Shareholders.

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

Yes



4C.1 Date of announcement of +security purchase plan

Monday December 7, 2020

4C.2 +Record date

Friday December 4, 2020

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

Monday December 7, 2020

4C.4 Offer open date

Monday December 14, 2020

4C.5 Offer closing date

Friday January 15, 2021

4C.6 Announcement of results

Wednesday January 20, 2021

4C.7 +Issue date

Wednesday January 27, 2021

Part 4D - Listing Rule requirements

4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?

Yes

Part 4E - Fees and expenses

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

No

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

Yes

4E.2a Who are the underwriter(s)?

PPK Group Limited

4E.2b What is the extent of the underwriting (ie the amount or proportion of the issue that is underwritten)?

Value equal up to a maximum of \$1,500,000.00.



4E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

Underwriting Fee of \$1.00 and, in the event there is an total amount of Shortfall Shares less than \$500,000.00 the Company further agrees to issue to the Underwriter an amount of Shares such that the Underwriter subscribes for a minimum of \$500,000.00 under the Offer.

4E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

Termination events: Suspension from official quotation, Sale of business, Insolvency, Index fall, No official quotation, Restrictions on allotments etc.

4E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

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

4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

To fund equipment purchases, capital expenses, research & development activities, for working capital requirements and capital raising expenses.

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

United States of America

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

<https://www.amaero.com.au/>

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



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

No

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)?

Existing class

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

No

Details of +securities proposed to be issued

ASX +security code and description

3DA : ORDINARY FULLY PAID

Number of +securities proposed to be issued

16,490,909

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.55000

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

Yes



Part 7C - Timetable

7C.1 Proposed +issue date

Thursday December 10, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire 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?

16,490,909

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 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?

PAC Partners Securities Pty Ltd (PAC Partners)



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

Management Fee: A 2.0% fee (plus GST if applicable) will be payable on the gross proceeds raised under the Capital Raising; and
Selling Fee: A 4.0% fee (plus GST if applicable) will be payable on the gross proceeds raised under the Capital Raising. Shares to the value of \$70,000 (excluding GST) at the placement price of \$0.55 will be issued in lieu of cash for fees.

Subject to the successful completion of the Capital Raising, PAC Partners will be issued 3,500,000 Lead Manager Options, exercisable at \$1.00 with an expiry date of 24 months from the date of issue. These Lead Manager Options will be subject to a 6 month escrow restriction period from the date of issue.
The issue of Lead Manager Options will be announced to the ASX by way of an Appendix 3G.

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

7F.01 The purpose(s) for which the entity is issuing the securities

To fund equipment purchases, capital expenses, research & development activities, for working capital requirements and capital raising expenses.

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