



Announcement Summary

Entity name

DOMACOM LIMITED

Announcement Type

New announcement

Date of this announcement

23/7/2021

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
DCLAF	CONVERTIBLE NOTES	2,950,000

Proposed +issue date

30/7/2021

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

DOMACOM 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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

69604384885

1.3 ASX issuer code

DCL

1.4 The announcement is☒ New announcement**1.5 Date of this announcement**

23/7/2021

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 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

☒ Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	30/7/2021	<input checked="" type="checkbox"/> Estimated	

Comments

The Variation of Terms of the Convertible Notes includes a number of Conditions Precedent that have been included within the separate announcement that accompanies this Appendix 3B.

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

DCLAF : CONVERTIBLE NOTES

Number of +securities proposed to be issued

2,950,000

Offer price details

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

☒ No



Please describe the consideration being provided for the +securities

No new securities are being issued. It is only the terms of the existing Secured Convertible Notes that are being amended. Therefore no consideration is provided.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

1.000000

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

30/7/2021

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?

2,950,000 existing convertible notes have a revised maturity date of 1 July 2022 and an amended conversion rate of \$0.06551 calculated as leading to the potential issue of 45,031,293 ordinary shares.

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?

☒ 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

Arrangement fee of \$325,000 + GST.

Part 7F - Further Information

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

The terms of the existing Secured Convertible Notes are being amended to allow the maturity date to be extended from the current date of 7 December 2021 to the revised date of 1 July 2022.

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

DomaCom are unable to rely on the relief from section 708A(5)(b) of the Corporations Act (Cth) to undertake the amendment to the terms of the convertible notes without a prospectus as the Company has been suspended for more than 5 days in previous 12 month period. Therefore the amendment to the terms of the convertible notes will be made through the issue of a transaction-specific prospectus.