

COMPANY ANNOUNCEMENT PROPOSED CONSOLIDATION OF CAPITAL

28 April 2023

ASX: TYM

TYMLEZ Group Limited (ASX:TYM) (**TYMLEZ** or the **Company**) announces that it will seek shareholder approval, at its Annual General Meeting (**AGM**) on 31 May 2023, to consolidate the issued capital of the Company through the conversion of every two hundred (200) existing ordinary shares (**Shares**) into one (1) Share (**Consolidation**).

If the Consolidation is approved at the AGM, then:

- the number of Shares on issue will be reduced from the current 1,092,195,295 to approximately 5,460,976. As the Consolidation applies equally to all shareholders, individual shareholdings will be reduced in the same ratio as the total number of Shares (subject only to rounding up of fractions). Accordingly, the Consolidation will have no material effect on the percentage ownership interest of each shareholder; and
- in accordance with ASX Listing Rules 7.21 and 7.22.1, all share options (**Options**) currently on issue by the Company will be consolidated in the same ratio as the Shares and the exercise price of the Options will be amended in inverse proportion to that ratio as directed by the ASX Listing Rules.

As announced by TYMLEZ today, consistent feedback to the Company over the past 10 months from potential strategic investors is that TYMLEZ's current capital structure is not an attractive offering for them, noting that the Company has over 1 billion shares on issue and its share price is well outside the mandate requirements of most of those investors.

Commenting on the Consolidation proposal, TYMLEZ's Independent Chairman Jason Conroy said "The Board believes that the consolidation of TYMLEZ's capital is in the best interests of its shareholders, irrespective of whether the Company's shareholders approve the proposed delisting which we have announced separately today. TYMLEZ's share price has significantly impacted its ability to engage with and convert prospective customers, strategic partners and investors. The Consolidation, theoretically, will increase TYMLEZ's share price at the time that it takes effect by a factor of 200, subject to prevailing market conditions, and reduce the administrative burden, cost and complexity of administering a capital base which currently has over 1 billion of ordinary shares on issue."

The Consolidation will take effect in accordance with the following proposed timetable:

Date	Event
31 May 2023	Shareholder approval at Annual General Meeting.

31 May 2023	Effective Date.
1 June 2023	Last day for trading in pre-organised securities.
2 June 2023	Trading commences in the reorganised securities on a deferred settlement basis.
5 June 2023	Record Date - last day for Company to register transfers on a pre-Consolidation basis.
6 June 2023	First day for the Company to update its register and to send a notice to each security holder reflecting the change to the number of securities they hold.
12 June 2023	Last day for the Company to update its register and to send a notice to each security holder reflecting the change to the number of securities they hold. Deferred settlement market ends.

The above timetable is indicative only and all dates are subject to change.

This announcement is authorised by TYMLEZ's Board of Directors.

For any queries, please contact:

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ABOUT TYMLEZ

TYMLEZ develops technology products for carbon offset tokenisation and guarantee of origin of green resources (e.g. green hydrogen and sustainable aviation fuel).

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