



ASX Announcement | 21 November 2023
Amaero International Limited (ASX:3DA)

Placement of A\$10 million

- **Amaero secures firm commitments from new and existing institutional and sophisticated investors to raise A\$10 million**
- **Subscription price at A\$0.1600 per share, representing a 15.8% discount to the last traded price on Thursday, 16 November 2023 and a 18.3% discount to the 5-day VWAP**
- **Funds raised will be used for the Tennessee facility fit out and purchase of capital equipment**
- **Pegasus Growth Capital leads the two-tranche Placement with A\$4 million commitment**
- **In addition to Pegasus, the financing had broad participation from the Board of Directors and from senior management. Further, an investment fund at Wilson Sonsini Goodrich & Rosati, a premier and pioneering law firm that specialises on emerging growth businesses, participated in the financing**

Summary of Placement

Amaero International Limited (“**Amaero**”), (the “**Company**”) (**ASX:3DA**) is pleased to announce that it has raised A\$10 million through a two-tranche placement (“**Placement**”). The Placement is priced at A\$0.1600 for 1 fully paid ordinary share in the capital of the Company (“**Share**”) with 1 free attaching option for every 1 Share issued.

The Placement will take place in two tranches:

Under Tranche 1, 21,110,580 Shares will be issued under the Company’s 15% placement capacity under ASX Listing Rule 7.1 raising total sum of A\$3,377,692.80.

Under Tranche 2, subject to shareholder approval (in accordance with ASX Listing Rules 7.1 and 10.11), investors have agreed to subscribe for an additional 41,389,420 Shares raising a total of an additional sum of A\$6,622,307.20.

Subject to shareholder approval, free attaching unlisted options exercisable at A\$0.2400 per Share and expiring on the date that is 3 years from the issue of those options, will be issued under Tranche 1 and Tranche 2 of the Placement (“**Options**”).

A total of 62,500,000 Shares and 62,500,000 Options are to be issued pursuant to the Placement.

The lead investor under the Placement is Pegasus Growth Capital (an approximate 39% shareholder of the Company and an entity associated with two directors of the Company, being Hank Holland and Bob Latta) with a commitment of A\$4 million (subject to approval of this investment by shareholders at the proposed Extraordinary General Meeting).

Shareholder approval for the issue of the Shares and Options under Tranche 2 of the Placement will be sought at an Extraordinary General Meeting of the Company which will be held as soon as possible (estimated to be prior to 31 December 2023).



The participation of the relevant investment fund of Wilson Sonsini Goodrich & Rosati is subject to a condition that their relevant board of directors approves the participation.

Alpine Capital Pty Ltd acted as Lead Manager to the Placement.

Indicative use of proceeds of Placement

The Company proposes to use the proceeds from the Placement as follows:

Item	\$ Amount
Facility fit-out	A\$5,680,000
Capital equipment	A\$4,320,000
TOTAL	A\$10,000,000

The above expenditure is indicative only and may change according to circumstances prevailing at the time.

Timetable

Further details of the Placement will be set out in the Notice of Extraordinary General Meeting which is expected to be submitted to the ASX and dispatched to shareholders as soon as practicable after this announcement.

Outlined below is a timetable of relevant events and dates relating to the Placement. These events and dates are indicative only and subject to change. Subject to the ASX Listing Rules, the Corporations Act and other applicable laws, the Company's Board reserves the right to modify all dates.

Event	Date
Announcement of Placement	Tuesday, 21 November 2023
Settlement of Tranche 1 new Shares (excluding attaching Options)	Monday, 27 November 2023
Expected quotation of Tranche 1 new Shares	Tuesday, 28 November 2023
Shareholder approval in accordance with ASX Listing Rules 7.1 and 10.11	Friday, 22 December 2023
Subject to approval of relevant resolutions at the Extraordinary General Meeting: (a) Settlement of Tranche 1 attaching Options; and (b) Settlement of Tranche 2 new Shares and attaching Options	Wednesday, 27 December 2023
Expected quotation of Tranche 2 new Shares	Thursday, 28 December 2023

This ASX release is approved by the Board of Amaero International Limited.



For further information, please contact:

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About Amaero International Limited (ASX:3DA)

Amaero International Limited is an ASX-listed company focused on titanium, refractory and speciality alloy powder production, as well as advanced manufacturing applications that utilise alloy powder for aerospace & defence, space, medical and other industries.

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