

ASX: CVB

1 August 2024

CLEANSING NOTICE

Melbourne, Australia & Hatfield, Pennsylvania: CurveBeam AI Limited (ASX: CVB “**CurveBeam AI**” or the “**Company**”) gives this notice under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (“**Corporations Act**”) as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84.

CurveBeam AI has today announced that it is undertaking a capital raising to raise up to approximately \$13.6 million via the issue of up to approximately 75.6 million new fully paid ordinary shares in the capital of the Company (“**New Shares**”) pursuant to:

- an institutional placement to raise up to approximately \$4 million (before costs) at \$0.18 per New Share (the same issue price as the Entitlement Offer) (“**Placement**”). The Placement will be undertaken in two tranches with the second tranche made subject to shareholder approval, to facilitate participation by an entity associated with Mr Hashan De Silva, a non-executive director of the Company; and
- a 1-for-6 accelerated non-renounceable pro-rata entitlement offer (“**ANREO**”) to raise approximately \$9.6 million (before costs and expenses) (“**Entitlement Offer**”). The Entitlement Offer is comprised of an institutional entitlement component (“**Institutional Entitlement Offer**”) and a retail entitlement offer (“**Retail Entitlement Offer**”).

The first tranche of the Placement will be conducted under CurveBeam AI’s available placement capacity under ASX Listing Rule 7.1.

Under the Entitlement Offer, eligible shareholders with a registered address in Australia and New Zealand (“**Eligible Holders**”) have the opportunity to subscribe for 1 New Share for every 6 Shares of which they are the registered holder as at 7.00pm (AEST) on Tuesday, 6 August 2024. The Entitlement Offer is non-renounceable.

The Retail Entitlement Offer includes a top-up facility to allow Eligible Holders to subscribe for more than their pro-rata entitlement (subject to board discretion as to allocations and the ability to scale back any oversubscriptions received) (“**Top-Up Facility**”). The balance of any remaining shares (“**Shortfall**”) will be available for a shortfall placement, for up to 3 months after the close of the Retail Entitlement Offer, at a price no less than \$0.18 (being the price at which New Shares are offered under the Entitlement Offer).

Statements by CurveBeam AI

CurveBeam AI advises that:

- 1 The New Shares will be offered for issue under the Entitlement Offer without disclosure under Part 6D.2 of the Corporations Act.
- 2 This notice is being given under section 708AA(2)(f) of the Corporations Act as notionally modified by the Australian Securities and Investment Commission (“ASIC”).
- 3 As at the date of this notice, CurveBeam AI has complied with:
 - a. the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - b. sections 674 and 674A of the Corporations Act.
- 4 As at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act which is required to be disclosed by CurveBeam AI under section 708AA(7)(d) of the Corporations Act.
- 5 The potential effect that the Entitlement Offer will have on the control of the Company, and the consequences of that effect, will depend on a number of factors including investor demand and existing shareholdings. However, having regard to the composition of CurveBeam AI’s register and the structure of the Entitlement Offer as a pro rata issue, CurveBeam AI does not believe that any person will increase their percentage shareholding in CurveBeam AI pursuant to the Entitlement Offer in a way which will have any material impact on the control of CurveBeam AI. The potential effect that the issue of the New Shares under the Entitlement Offer will have on control and dilution, and the consequences of that effect, are as follows:
 - a. if all Eligible Holders take up their full entitlements under the Entitlement Offer, there will be no significant effect on the control of CurveBeam AI (subject to the effect of the Placement);
 - b. if some Eligible Holders do not take up all of their entitlements under the Entitlement Offer or do not take up their entitlements at all, the shareholding interests of those Eligible Holders will be diluted;
 - c. the proportional interests of shareholders who are not Eligible Holders will be diluted because those shareholders are not entitled to participate in the Entitlement Offer and their notional entitlement may be allocated to eligible institutional investors or Eligible Holders (including under the Top-Up Facility and any Shortfall placement); and
 - d. Eligible Holders that apply for additional shares under the Top-Up Facility and receive additional shares under the Top-Up Facility, may increase their shareholding interests beyond their pro-rata entitlement (subject to the effect of the Placement).

Authorised for release by the Board of Directors.

ENDS

About CurveBeam AI Limited

CurveBeam AI (ASX:CVB) develops, manufactures and sells specialised medical imaging (CT) scanners, coupled with AI SaaS-based clinical assessment solutions, to support medical practitioners in the management of musculoskeletal conditions. The Company's flagship CT scanner, HiRise™, performs weight bearing CT scans as well as traditional non weight bearing CT scans, providing a range of advantages over the use of traditional CT or MRI devices. CurveBeam AI has more than 70 employees with its corporate office, AI and IP functions located in Melbourne, VIC, Australia and global operations headquarters in Hatfield, Pennsylvania, USA.

For further information go to <https://curvebeamai.com>

Investor / media enquiries

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Forward-looking statements

This announcement contains certain forward-looking statements. The words 'forecast', 'estimate', 'like', 'anticipate', 'opinion', 'should', 'could', 'may' and other similar expressions are intended to identify future earnings, financial position and performance of CurveBeam AI. You are cautioned not to place undue reliance on these statements. These forward-looking statements are based on estimates, projections and assumptions made by CurveBeam AI about circumstances and events that have not yet taken place. Although due care and attention has been used in the preparation of these statements, such forward-looking statements are based on numerous assumptions regarding CurveBeam AI's present and future business strategies and the political, regulatory and economic environment in which CurveBeam AI will operate in the future and are subject to change without notice. Statements about market and industry trends, which are based on interpretations of current market conditions, may not be reasonable, and are not guarantees or predictions of future performance.