Announcement Summary

Entity name

MEMPHASYS LIMITED.

Date of this announcement

Thursday August 29, 2024

The +securities the subject of this notification are:

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and are not intended to be quoted, on ASX

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Placement Options	31,250,000	28/08/2024

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of entity

MEMPHASYS LIMITED.

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type	**Registration number**
ABN	33120047556

1.3 ASX issuer code

MEM

1.4 The announcement is
New announcement
1.5 Date of this announcement

29/8/2024

Part 2 - Issue details

2.1 The +securities the subject of this notification are:
+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and are not intended to be quoted, on ASX

Previous Appendix 3B details:

Announcement Date and Time	Announcement Title	Selected Appendix 3B to submit quotation request
27-Aug-2024 16:17	New - Proposed issue of securities - MEM	A placement or other type of issue

2.3a.2 Are there any further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B?
No

Part 3A - number and type of +securities the subject of this notification (existing class or new class) where issue has previously been notified to ASX in an Appendix 3B

Placement Details

ASX +security code and description

new unquoted class of security

Date the +securities the subject of this notification were issued

28/8/2024

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue details

Number of +securities

31,250,000

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Securities issued as free attaching options to ordinary shares

Part 3C - number and type of +securities the subject of this notification (new class)

ASX +security code

New class - code to be confirmed

+Security description

Placement Options

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

28/8/2024

Will all the +securities issued in this class rank equally in all respects from their issue date?
Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?
No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

Options Details

+Security currency	**Exercise price**	**Expiry date**
AUD - Australian Dollar	AUD 0.01100000	28/8/2026

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Options issued on basis of 1 option for every 2 shares subscribed, ex price $0.011, ex date 28 August 2026

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue details

Number of +securities

31,250,000

Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MEM : ORDINARY FULLY PAID	1,382,748,156

4.2 Unquoted +securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MEMAP : OPTION EXPIRING 31-AUG-2024 EX $0.094	1,593,000
MEMAU : OPTION EXPIRING 15-FEB-2026 EX $0.02	105,000,000
MEMAV : OPTION EXPIRING 15-FEB-2027 EX $0.0149	13,392,584
MEMAR : OPTION EXPIRING 05-DEC-2024 EX $0.0237	2,500,000
MEMAO : CONVERTIBLE NOTES	3,000,000
MEMAS : OPTION EXPIRING 18-JAN-2026 EX $0.02	106,613,948
New class - code to be confirmed : Placement Options	31,250,000