



Update Summary

Entity name

DUBBER CORPORATION LIMITED

Announcement Type

Update to previous announcement

Date of this announcement

11/10/2024

Reason for update to a previous announcement

Further to discussions with ASX, the Company is required to seek shareholder approval for the total 70m Conditional Remuneration Options to Mr Bellizia, not only the increase of 36m in the original App 3B. Refer ASX Release titled Board and Management Update released to ASX on 11/10/24. Therefore options proposed to be issued increases from 96m to 130m.

Refer to next page for full details of the announcement

**Part 1 - Entity and announcement details**

1.1 Name of +Entity

DUBBER CORPORATION 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

64089145424

1.3 ASX issuer code

DUB

1.4 The announcement is

Update/amendment to previous announcement

1.4a Reason for update to a previous announcement

Further to discussions with ASX, the Company is required to seek shareholder approval for the total 70m Conditional Remuneration Options to Mr Bellizia, not only the increase of 36m in the original App 3B. Refer ASX Release titled Board and Management Update released to ASX on 11/10/24. Therefore options proposed to be issued increases from 96m to 130m.

1.4b Date of previous announcement to this update

11/10/2024

1.5 Date of this announcement

11/10/2024

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?
+Security holder approval	27/11/2024	Estimated	

Comments

Issue of:

[1.up](#) to 500m shares to allottees, incl Tiga Trading PL or Regal Funds Mgt (or their nominees)

2.70m Conditional Remuneration Options to Mr Bellizia

3.30m Options to Mr Pawlowitsch

4.30m Options to Thorney

in connection with arrangements described in Prospectus dated 11 October 2024

subject to shareholder approval under ASX Listing Rule 7.1 (Items 1, 2 and 4) and 10.11 (Item 3) and all other purposes (with a general meeting expected to be held on or around 27 November 2024).

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

DUB : ORDINARY FULLY PAID

Number of +securities proposed to be issued

500,000,000

Offer price details

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

In what currency is the cash**What is the issue price per**

**consideration being paid?**

AUD - Australian Dollar

+security?

AUD 0.01500

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

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)?

New class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

OPTION EXPIRING 30-NOV-2027 EX \$0.0225

+Security type

Options

Number of +securities proposed to be issued

130,000,000

Reason for the update of 'Number of +securities proposed to be issued'

Further to discussions with ASX, the Company is required to seek shareholder approval for the total 70m Conditional Remuneration Options to Mr Bellizia, not only the increase of 36m in the original App 3B. Refer ASX Release titled Board and Management Update released to ASX on 11/10/24. Therefore options proposed to be issued increases from 96m to 130m.

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

1.70m Conditional Remuneration Options to Mr Bellizia
2.30m Options to Mr Pawlowitsch
3.30m Options to Thorney



in connection with arrangements described in Prospectus dated 11 October 2024 subject to shareholder approval under ASX Listing Rule 7.1 (Items 1, 2 and 4) and 10.11 (Item 3) and all other purposes (with a general meeting expected to be held on or around 27 November 2024).

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

1,095,600.000000

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

Yes

Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0225	30/11/2027

Details of the type of +security that will be issued if the option is exercised

DUB : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

1 DUB : ORDINARY FULLY PAID share for each option exercised.

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Refer Section 6 of Prospectus dated 11 October 2024

Part 7C - Timetable

7C.1 Proposed +issue date

3/12/2024

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?

Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

27/11/2024

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

Yes

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?

Yes

7E.1a Who is the lead manager/broker?

Morgans Corporate Limited and Unified Capital Partners Pty Ltd are the joint lead managers (Joint Lead Managers) for the Entitlement Offer and Placement.

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

The Company must pay the Joint Lead Managers, in their respective proportions, a management fee of 2.0% of the Placement and Entitlement Offer proceeds and an underwriting / selling fee of 4.0% of the Placement and Entitlement Offer proceeds on the Settlement Date. The Company has also agreed to pay or reimburse the Joint Lead Managers for the reasonable costs, charges or expenses incidental to the Placement and Entitlement Offer.

7E.2 Is the proposed issue to be underwritten?

Yes

7E.2a Who are the underwriter(s)?

Morgans Corporate Limited and Unified Capital Partners Pty Ltd (Underwriters).

7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

The Placement and Entitlement Offer are fully underwritten.

7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

Included in Section 7E.1b of this Form.

7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

Refer Section 8.4 of Prospectus.

7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Refer to Section 8.8 of the Prospectus released to the ASX on 11 October 2024.

Part 7F - Further Information

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

Please refer to section 3.1 of the Prospectus released to the ASX on 11 October 2024.

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

N/A

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a +disclosure document or +PDS involving the same class of securities as the +securities proposed to be issued that meets the requirements of section 708A(11) or 1012DA(11)