

ASX: CVB

15 October 2024

Issue of Contingent Merger Consideration for CurveBeam, LLC acquisition

CurveBeam AI Limited (ASX:CVB) (the **Company**) notes that in the prospectus for its initial public offering, the Company described the consideration structure for its acquisition of CurveBeam, LLC that closed in October 2022. Part of the consideration was to be deferred for approximately two years, and the amount of that 'Contingent Merger Consideration' payable would be reduced to the extent that certain tax-related claims were identified.

As at the date of that prospectus, the Company estimated that it could be required to issue up to a further 2,457,005 fully paid ordinary shares (**Shares**) under these arrangements, including Shares issuable as the associated 'Top-Up Consideration' also described in the prospectus.

Ultimately, the Company identified a total of US\$156,164 in tax-related claims. Consequently, the Company is only required to issue a total of 2,310,789 Shares as Contingent Merger Consideration and associated Top-Up Consideration.

Certain of the Shares to be issued will be subject to restrictions under Chapter 9 of the ASX Listing Rules or voluntary escrows entered into before the Company's listing on ASX, as summarised in the following table. Where applicable, the restrictions will apply for the balance of the two years commencing on the first quotation of Shares on ASX.

	ASX & voluntary escrow	Voluntary escrow only	Not escrowed
Related parties & promoters	1,205,579		
Other Key Managers identified in the prospectus		24,917	
Other former unitholders of CurveBeam, LLC ¹			1,080,293

The Company expects that the Shares will be issued tomorrow.

Release approved by the CEO and Managing Director**About CurveBeam AI Limited**

CurveBeam AI Limited (ABN 32 140 706 618) (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

¹ This figure includes 2,719 Shares to be issued to the estate or successor of the late former unitholder in CurveBeam, LLC described in the prospectus, subject to the recipient submitting the necessary further paperwork (in addition to a total of 101,154 Shares still issuable to that person as the 'Closing Merger Consideration' and associated 'Top-Up Consideration' also described in the prospectus).

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>

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