

**31 July 2025**

### **Issue of Employee Options**

Dotz Nano Limited (**ASX: DTZ**) (**Company** or **Dotz**) advises that it has issued 770,000 unlisted options to certain employees of the Company under the Long Term Incentive Plan.

The material terms of the options are set out in the annexure to this announcement. An Appendix 3G in relation to the options will be lodged separately.

**-ENDS-**

*This announcement has been authorised for release by the Board of Directors of Dotz Nano.*

### **About Dotz Nano Limited**

Dotz Nano Limited (ASX: DTZ, OTC: DTZZF/DTZNY) is a pioneering developer of innovative climate and industrial nanotechnologies dedicated to addressing pressing global environmental and industrial challenges.

Our focus lies in advancing carbon management technologies offering an efficient and sustainable approach, thereby supporting the shift towards a carbon-neutral future. At the heart of Dotz Nano's mission are groundbreaking carbon management solutions, which include direct air capture and point source capture. Our unique strategy integrates novel porous sorbents with advanced process designs, enabling low-cost carbon capture and removal applications.

With a commitment to innovation and sustainability, Dotz Nano Limited is at the forefront of carbon management technologies, offering innovative and cost-effective solutions that play a crucial role in addressing climate change and promoting a sustainable future.

To learn more about Dotz, please visit the website via the following link [www.dotz.tech](http://www.dotz.tech).

## Annexure: Material Terms of Employee Options

<b>Issue Price:</b>	No amount is payable on the issue of a new Option.
<b>Exercise Price:</b>	Each Option is exercisable for A\$0.10 (ten cents).
<b>Expiry Date:</b>	The Options will expire at 5:00pm (Sydney, Australia time) on the fifth anniversary of the day on which they were issued. Any unexercised Options on issue at the Expiry Date will automatically lapse on the Expiry Date.
<b>Entitlement:</b>	Each one Option is exercisable into one fully paid ordinary share in the Company (each, a “ <b>Share</b> ”). Shares issued on exercise of the Options will rank equally in all respects with the other issued Shares.
<b>Vesting:</b>	<p>Subject to continued employment or engagement with the Company, the Options will vest in three equal tranches on the following dates:</p> <ul style="list-style-type: none"> <li>• 1 March 2026;</li> <li>• 1 March 2027;</li> <li>• 1 March 2028.</li> </ul> <p>In the event of a Merger/Sale and should the grantee's employment or service with the Company or its Affiliates be terminated without cause within one year after the consummation of a Merger/Sale, any equity-based compensation that are then outstanding and unvested shall become fully vested and exercisable as of immediately prior to and conditioned upon such event.</p>
<b>Notice of Exercise:</b>	<p>The Options, once vested, may be exercised prior to the Expiry Date by notice in writing to the Company and accompanied by payment of the Exercise Price for each Option being exercised (such notice, an “<b>Exercise Notice</b>”).</p> <p>An Exercise Notice is only effective when the Company has received the full amount of the Exercise Price in cleared funds (such date, the “<b>Exercise Date</b>”).</p>
<b>Cashless exercise of Options:</b>	<p>The holder of Options may elect not to be required to provide payment of the Exercise Price for the number of Options specified in a Notice of Exercise but that on exercise of those Options the Company will transfer or allot to the holder that number of Shares equal in value to the positive difference between the then Market Value of the Shares at the time of exercise and the Exercise Price that would otherwise be payable to exercise those Options (with the number of Shares rounded down to the nearest whole Share).</p> <p><b>Market Value</b> means, at any given date, the volume weighted average price per Share traded on the ASX over the five (5) trading days immediately preceding that given date.</p>
<b>Quotation of Options:</b>	The Company will not apply for quotation of the Options on any securities exchange.
<b>Transferability of the Options:</b>	The Options are not transferable, except with the prior written approval of the Company at its sole discretion and subject to compliance with the Corporations Act and Listing Rules.
<b>Quotation of Shares on</b>	Application will be made by the Company to ASX for official quotation

<b>exercise:</b>	of the Shares issued upon the exercise of the Options.
<b>Restrictions on transfer of Shares:</b>	If the Company is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or such a notice for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, Shares issued on exercise of the Options may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act. The Company is authorised by the holder to apply a holding lock on the relevant Shares during the period of such restriction from trading.
<b>Participation in new issues:</b>	There are no participation rights or entitlements inherent in the Options and the holder will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options.
<b>Adjustment for bonus issues of Shares:</b>	In the event the Company proceeds with a bonus issue of Shares to Shareholders after the issue of the Options, the number of Shares over which an Option is exercisable may be increased in the manner permitted by the ASX Listing Rules applying at the time of the bonus issue.
<b>Adjustment for reorganisation:</b>	If there is any reorganisation of the issued share capital of the Company, the rights of the Option holder will be varied in accordance with the Listing Rules.
<b>Voting:</b>	The Option holder is not entitled to notice of, or to vote at or attend, a meeting of the Shareholders unless and until the Options are exercised and the holder holds Shares.
<b>Dividends:</b>	The Options do not carry rights to dividends.
<b>No rights to return of capital:</b>	An Option does not entitle the Option holder to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.
<b>Amendments required by ASX:</b>	The terms of the Options may be amended as considered necessary by the Board in order to comply with the ASX Listing Rules, or any directions of ASX regarding the terms provided that, subject to compliance with the Listing Rules, following such amendment, the economic and other rights of the holder are not diminished or terminated.