Announcement Summary

Entity name

DIGITAL WINE VENTURES LIMITED

Announcement Type

New announcement

Date of this announcement

Tuesday March 30, 2021

The Proposed issue is:

☑ A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
DW8	ORDINARY FULLY PAID	20,000,000

Proposed +issue date

Friday June 30, 2023

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

DIGITAL WINE VENTURES 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.

1.2 Registered Number Type

ACN

Registration Number

086435136

1.3 ASX issuer code

DW8

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

Tuesday March 30, 2021

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 - Are any of the following approvals required for the placement or other type of issue?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	Friday June 30, 2023	Estimated	

Comments

As per the Partnership Agreement, the Company will issue Bibendum Wine Co. (or its nominees) 20,000,000 Fully Paid Ordinary Shares upon an auditor or other suitably qualified independent expert (as appointed by the Company) verifying the satisfaction of all milestones before 30 June 2023:
1. Bibendum listing at least 280 products on MARKET for the launch;
2. Bibendum sending incentive vouchers to at least 4,000 activated leads;
3. At least 800 activated leads using the incentive vouchers;
4. The activated leads generating at least AUD800,000 worth of sales.

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

DW8 : ORDINARY FULLY PAID

Number of +securities proposed to be issued

20,000,000

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

Bibendum Wine Co. deliverables as outlined in the Material terms of the Partnership Agreement between the Company and Bibendum Wine Co. in the ASX announcement entitled "WINEDEPOT Partners with Bibendum to Launch Marketplace"

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

2,900,000.000000

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

Part 7C - Timetable

7C.1 Proposed +issue date

Friday June 30, 2023

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?
☑ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?
☑ Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

20,000,000 Fully Paid Ordinary Shares in the Company.

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?
☑ No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?
☑ No

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?
☑ Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

The Fully Paid Ordinary Shares will be subject to a trading lock during which they may not be sold, transferred or encumbered until the period ending 6 months after the date of issue of the Shares (Voluntary Escrow Period).

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?
☑ No

7E.2 Is the proposed issue to be underwritten?
☑ No

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

Part 7F - Further Information

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

Refer to the ASX announcement made by the company entitled "WINEDEPOT Partners with Bibendum to Launch Marketplace"

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