## **Announcement Summary**

# **Entity name**

MGC PHARMACEUTICALS LTD

# **Announcement Type**

New announcement

## Date of this announcement

Thursday April 22, 2021

# The Proposed issue is:

# 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	
MXC	ORDINARY FULLY PAID	89,615,762	

# Proposed +issue date

Friday April 23, 2021

Refer to next page for full details of the announcement

## Part 1 - Entity and announcement details

### 1.1 Name of +Entity

MGC PHARMACEUTICALS LTD

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

**Registration Number** 

ACN

116800269

1.3 ASX issuer code

MXC

1.4 The announcement is

### 1.5 Date of this announcement

Thursday April 22, 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

☑ No

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

MXC: ORDINARY FULLY PAID

Number of +securities proposed to be issued

26,884,731

### Offer price details

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

☑ No

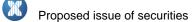
### Please describe the consideration being provided for the +securities

The consideration is 30% of the \$6m acquisition of MediCaNL.

The proposed issue date of these securities is 23/04/2021.

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

1,800,000.000000



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)?

© 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

MXC: ORDINARY FULLY PAID

Number of +securities proposed to be issued

17,923,151

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

The consideration is 20% of the \$6m acquisition of MediCaNL. The proposed issue date of these securities is 22/08/2021.

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

1,200,000.000000

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

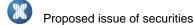
Yes

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)?

© 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

MXC: ORDINARY FULLY PAID

#### Number of +securities proposed to be issued

17,923,151

## 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

The consideration is 20% of the \$6m acquisition of MediCaNL. The proposed issue date of these securities is 22/11/2021.

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

1,200,000.000000

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)?

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

MXC: ORDINARY FULLY PAID

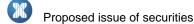
## Number of +securities proposed to be issued

17,923,151

#### 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

The consideration is 20% of the \$6m acquisition of MediCaNL.

The proposed issue date of these securities is 22/02/2022.

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

1,200,000.000000

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)? 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

MXC: ORDINARY FULLY PAID

Number of +securities proposed to be issued

8,961,578

### 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

The consideration is 10% of the \$6m acquisition of MediCaNL.

The proposed issue date of these securities is 22/05/2022.

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

600,000.000000

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	Pror	osed	+issue	date

Friday April 23, 2021

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?

26,884,729 securities are to be issued under the companies 15% placement capacity under listing rule 7.1. The remaining 70% of securities are subject to shareholder approval estimated 05 July 2021.

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?  $\ensuremath{\mathfrak{C}}$  No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

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? 

⊗ 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

N/A

## Part 7F - Further Information

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

The purpose is for the acquisition of MediCaNL as announced on 22/04/2021.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?  $\ensuremath{\mathfrak{C}}$  No

7F.2 Any other information the entity wishes to provide about the proposed issue

N/A