

Announcement Summary

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**Entity name**

ANTERIS TECHNOLOGIES LTD

**Announcement Type**

New announcement

**Date of this announcement**

27/10/2021

**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
New class-code to be confirmed	4-month unlisted options to acquire AVR shares - exercise price of \$10 per option	500,000
New class-code to be confirmed	2-year unlisted options to acquire AVR shares - exercise price of \$15 per option.	330,000
New class-code to be confirmed	4-month unlisted options to acquire AVR shares - exercise price of \$10 per option (lead manager)	30,000
New class-code to be confirmed	2-year unlisted options to acquire AVR shares - exercise price of \$15 per option (lead manager)	170,000
AVR	ORDINARY FULLY PAID	662,500

**Proposed +issue date**

27/10/2021

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

ANTERIS TECHNOLOGIES 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.

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**

35088221078

**1.3 ASX issuer code**

AVR

**1.4 The announcement is**☒ New announcement**1.5 Date of this announcement**

27/10/2021

**1.6 The Proposed issue is:**☒ A placement or other type of issue

Part 7 - Details of proposed placement or other issue

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Part 7A - Conditions

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**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	15/12/2021	<input checked="" type="checkbox"/> Estimated	

**Comments**

The issue of new shares and the unlisted options expiring 4 months after issue will be made under the Company's available placement capacity under listing rules 7.1 and 7.1A and so does not require shareholder approval.  
The issue of unlisted options expiring 2 years after issue is subject to shareholder approval under ASX listing rules.

Part 7B - Issue details

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**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?**

☒ Yes

Details of +securities proposed to be issued

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**ASX +security code and description**

AVR : ORDINARY FULLY PAID

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

625,000

**Offer price details**

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

☒ Yes



**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 8.00000

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

☒ Yes

#### Attaching +Security

**Is the proposed attaching 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

#### Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

##### Details of attaching +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**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**

4-month unlisted options to acquire AVR shares - exercise price of \$10 per option

**+Security type**

Options

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

500,000

##### 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**

Options are being issued as free attaching options.

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

0.000001



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

☒ Yes

#### Options details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 10.0000

**Expiry date**

27/2/2022

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

AVR : ORDINARY FULLY PAID

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

One fully paid ordinary share (ASX:AVR)

**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 to ASX announcement titled 'Capital Raise' dated 27 October 2021

#### Details of attaching +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**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**

2-year unlisted options to acquire AVR shares - exercise price of \$15 per option.

**+Security type**

Options

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

330,000

**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**

Options are being issued as free attaching options.  
Options will only vest only if all of the above 500,000 options (\$10 exercise price and 4-month expiry) have been exercised.

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

0.000001

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

☒ Yes

Options details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 15.0000

**Expiry date**

27/10/2023

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

AVR : ORDINARY FULLY PAID

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

One fully paid ordinary share (ASX:AVR)

**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 to ASX announcement titled 'Capital Raise' dated 27 October 2021

**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?**

☒ Yes

Details of +securities proposed to be issued

**ASX +security code and description**

AVR : ORDINARY FULLY PAID

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

37,500



### 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

As consideration for facilitating the capital raising, Evolution Capital Pty Ltd will receive 37,500 AVR ordinary shares and 30,000 unlisted options with an exercise price of \$10 expiring 4 months after issue. In addition, Evolution Capital Pty Ltd (lead manager) will receive 170,000 unlisted 2-year options with an exercise price of \$15. If shareholder approval to issue the 2-year options is not granted, a cash payment equivalent to \$1.25 per 2-year option is payable.

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

8.000000

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

☒ Yes

### Attaching +Security

Is the proposed attaching 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

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

### Details of attaching +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

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

4-month unlisted options to acquire AVR shares - exercise price of \$10 per option (lead manager)

### +Security type

Options

### Number of +securities proposed to be issued

30,000

### 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**

Refer to explanation above regarding consideration provided.

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

0.000001

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

☒ Yes

#### Options details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 10.0000

**Expiry date**

27/2/2022

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

AVR : ORDINARY FULLY PAID

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

One fully paid ordinary share (ASX:AVR)

**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 to ASX announcement titled 'Capital Raise' dated 27 October 2021

#### Details of attaching +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**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**

2-year unlisted options to acquire AVR shares - exercise price of \$15 per option (lead manager)

**+Security type**

Options





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

170,000

**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**

Refer to explanation above regarding consideration provided.

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

0.000001

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

☒ Yes

Options details

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**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 15.0000

**Expiry date**

27/10/2023

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

AVR : ORDINARY FULLY PAID

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

One fully paid ordinary share (ASX:AVR)

**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 to ASX announcement titled 'Capital Raise' dated 27 October 2021

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Part 7C - Timetable

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**7C.1 Proposed +issue date**

27/10/2021



## 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?**

530,000 unlisted options at \$10 expiring 4 months after issue

**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)?**  
☒ Yes

**7D.1c ( i ) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?**

662,500 Ordinary shares (ASX:AVR)

**7D.1c ( ii ) Please explain why the entity has chosen to do a placement rather than a +pro rata issue or an offer under a +security purchase plan in which existing ordinary +security holders would have been eligible to participate**

It was considered the most efficient and effective method of raising funds at this time.

**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?**  
☒ 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?**

Evolution Capital Pty Ltd ('Evolution')

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

Evolution Capital Pty Ltd was the Lead Manager and will receive 37,500 new ordinary shares in the Company, 30,000 unlisted expiring 4 months after issue with an exercise price of \$10.00 plus a cash fee of 6% of the gross proceeds from the unlisted 4-month options (if exercised by Investors). In addition, subject to shareholder approval under ASX listing rule 7.1, Anteris has agreed to issue the Lead Manager, 170,000 unlisted 2-year Options exercisable at \$15.00. If shareholder approval to issue the Options is not granted, a cash payment equivalent to \$1.25 per Option is payable.

**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**

Nil

Part 7F - Further Information

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

The proceeds of the Placement will be used for working capital predominantly related to the development of DurAVR, the Company's 3D single-piece aortic valve for the treatment of Aortic Stenosis.

**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**

No

**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 cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)