



**2 November 2021**

## **Issue of Unquoted Options**

Health House International Limited (**ASX:HHI**) (**Health House** or **the Company**) is pleased to advise it will today issue 5,000,000 unquoted options (Options), as partial compensation for employment services, in four (4) tranches:

- 1,250,000 Options with an exercise price of \$0.20;
- 1,250,000 Options with an exercise price of \$0.67;
- 1,250,000 Options with an exercise price of \$1.00; and
- 1,250,000 Options with an exercise price of \$1.33;

All Options will expire on 24 June 2024.

The terms and conditions of the Options are set out in Schedule 1.

This announcement has been approved and authorised for release by the board of Health House International Limited.

**Tim Slate**  
**Company Secretary**

### **About Health House ([www.healthhouse.com.au](http://www.healthhouse.com.au))**

Health House International is an international pharmaceutical distributor specialising in, but not limited to, the distribution of medicinal cannabis products across Australasia, United Kingdom and Europe.

The Company is a fully licenced and regulated specialised importer, exporter, consolidator and distributor of medicinal currently distributing 14+ medicinal cannabis products to pharmacies, prescribers, specialist medicinal cannabis clinics and researchers across Australasia. With its Wholesale Dealers and Controlled Drugs licences the Company supplies pharmacies, hospital, government departments, veterinarians and other wholesalers with medicinal cannabis and general pharmaceutical products in the UK and Europe.

#### **Address**

Level 3, 101 St Georges Tce  
Perth WA 6000  
AUSTRALIA  
Tel: +61 8 6558 0886  
Fax: +61 8 6316 3337  
E: [admin@healthhouse.com.au](mailto:admin@healthhouse.com.au)  
W: [www.healthhouse.com.au](http://www.healthhouse.com.au)  
ACN 149 197 651

#### **Contact:**

David Attwood  
[David.attwood@healthhouse.com.au](mailto:David.attwood@healthhouse.com.au)  
  
Tim Slate  
[Tim.slate@healthhouse.com.au](mailto:Tim.slate@healthhouse.com.au)

Health House International Limited ACN 149 197 651 (ASX:HHI)  
Level 3, 101 St Georges Tce  
Perth WA 6000

+61 8 6558 0886  
[admin@healthhouse.com.au](mailto:admin@healthhouse.com.au)

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## SCHEDULE 1 – TERMS AND CONDITIONS OF OPTIONS

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(a) **Entitlement**

Each Option entitles the holder to subscribe for one Share upon exercise of the Option.

(b) **Exercise Price**

Subject to paragraph (i), the amount payable upon exercise of each Option will be:

- 1,250,000 Options with an exercise price of \$0.20 (**Class A Options Exercise Price**);
- 1,250,000 Options with an exercise price of \$0.67 (**Class B Options Exercise Price**);
- 1,250,000 Options with an exercise price of \$1.00 (**Class C Options Exercise Price**);
- and
- 1,250,000 Options with an exercise price of \$1.33 (**Class D Options Exercise Price**);

(c) **Expiry Date**

Each Option will expire on 24 June 2024 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise Period**

The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(e) **Notice of Exercise**

The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) **Exercise Date**

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(g) **Timing of issue of Shares on exercise**

Within 15 Business Days after the Exercise Date, the Company will:

- (i) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;
- (ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all

such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and

- (iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.

If a notice delivered under (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(h) **Shares issued on exercise**

Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

(i) **Reconstruction of capital**

If at any time the issued capital of the Company is reconstructed, all rights of a holder of an Option are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.

(j) **Participation in new issues**

There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(k) **Change in exercise price**

An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(l) **Transferability**

The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.