Update Summary

Entity name

3D METALFORGE LIMITED

Announcement Type

Update to previous announcement

Date of this announcement

11/8/2022

Reason for update to a previous announcement

In the Appendix 3B dated 28 March 2022, the Company indicated that it may consider seeking quotation of the 70,544,730 free attaching options and 47,029,820 broker options, however the Company inadvertently indicated it will not seek quotation in the 28 March 2022 lodged Appendix 3B in detailing the new class of securities. This update is to reflect the fact that the Company will be seeking quotation for these options.

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

3D METALFORGE 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.
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

53644780281

1.3 ASX issuer code

3MF

1.4 The announcement is

☑ Update/amendment to previous announcement

1.4a Reason for update to a previous announcement

In the Appendix 3B dated 28 March 2022, the Company indicated that it may consider seeking quotation of the 70,544,730 free attaching options and 47,029,820 broker options, however the Company inadvertently indicated it will not seek quotation in the 28 March 2022 lodged Appendix 3B in detailing the new class of securities. This update is to reflect the fact that the Company will be seeking quotation for these options.

1.4b Date of previous announcement to this update

28/3/2022

1.5 Date of this announcement

11/8/2022

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 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	31/5/2022	Actual	Yes

Comments

70,544,730 free attaching options and 47,029,820 advisory options exercisable at 9 cents per option expiring 5 years from the issue date, as approved by shareholders at the Company's Annual General Meeting held on 31 May 2022.

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?
Yes

Details of +securities proposed to be issued

ASX +security code and description

3MF : ORDINARY FULLY PAID

Number of +securities proposed to be issued

47,029,820

Offer price details

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

In what currency is the cash

What is the issue price per

consideration being paid?	+security?
AUD - Australian Dollar	AUD 0.04500

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
OPTION EX $0.09

+Security type
Options

Number of +securities proposed to be issued
70,544,730

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
3 free attaching options exercisable at $0.09 per option expiring 5 years from the date of issue for every 2 shares under the Company's Placement.

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

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 0.0900

Expiry date
31/5/2027

Details of the type of +security that will be issued if the option is exercised
3MF : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised
70,544,730 shares

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 the announcement dated 28 March 2022.

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)?
☑ New class

Will the proposed issue of this +security include an offer of attaching +securities?
☑ No

Details of +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
OPTIONS EX $0.09

+Security type
Options

Number of +securities proposed to be issued

47,029,820

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 part of the capital raising fee for the Company's placement.

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

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

☑ Yes

Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0900	31/5/2027

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

3MF : ORDINARY FULLY PAID

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

47,029,820 shares

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 the Company's announcement dated 28 March 2022.

Part 7C - Timetable

7C.1 Proposed +issue date

4/4/2022

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?

28,017,892 shares

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?

19,011,928 shares

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

The use of the placement facility allows the Company to complete the placement in a more timely manner and minimise transaction costs and risk.

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?

Alto Capital and DealAccess powered by PAC Partners, acted as Joint Lead Managers to the Placement.

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

6% capital raising fee and will be issued with 47,029,820 advisory options exercisable at exercisable at $0.09 per option expiring 5 years from the issue date (Advisory Options), subject to shareholder approval at the Company's Annual General Meeting.

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

None.

Part 7F - Further Information

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

Funds will be utilised to build on its growth initiatives in new key hubs, the USA and Australia, in addition to fulfilling existing contracts and converting business prospects to full production orders, alongside general working capital.

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

The Company will consider seeking quotation of the free-attaching options and advisory options at the relevant time, subject to meeting the ASXs minimum listing requirements.

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)