



Announcement Summary

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**Entity name**

VORTIV LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

18/8/2022

**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**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
New class-code to be confirmed	Warrants	222,222,222

**Proposed +issue date**

1/11/2022

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

VORTIV 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

98057335672

### 1.3 ASX issuer code

VOR

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

18/8/2022

### 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	31/10/2022	<input checked="" type="checkbox"/> Estimated	

**Comments**

Terms of Debt facility state that issue of warrants requires shareholder approval by 31 October 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)?**

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?**

Yes

**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**

Warrants

**+Security type**

Options



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

222,222,222

**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 0.04500

**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 0.0450

**Expiry date**

31/12/2025

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

VOR : ORDINARY FULLY PAID

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

222222222

**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.**

<https://www.asx.com.au/asxpdf/20220818/pdf/45czyyslv9vwb.pdf>

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Part 7C - Timetable

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

1/11/2022



Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

Yes

**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

31/10/2022

**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

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**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**

Est fee - 2.25% of the Commitment, being \$225,000

Line fee - 1.50% of the Commitment. Line Fee payable at all times while the Borrower's trailing 12m EBITDA is equal to or lower than \$A15,000,000. No Line Fee is payable if the trailing 12m EBITDA is greater than \$A15,000,000; tested at last day each calendar quarter

Part 7F - Further Information

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

Loan applied as follows:

- 1) full payment of Facility fees
- 2) working capital, capex and general corporate exp for TSI India
- 3) general corporate exp for Group; or other purpose(s) approved by Lender in writing

**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**

none