



Announcement Summary

Entity name

NEUROTECH INTERNATIONAL LIMITED

Announcement Type

New announcement

Date of this announcement

11/10/2022

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

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Options (\$0.065, 30 June 2023), subject to shareholder approval	35,000,000

Proposed +issue date

30/11/2022

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

NEUROTECH INTERNATIONAL 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

73610205402

1.3 ASX issuer code

NTI

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

11/10/2022

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	30/11/2022	<input checked="" type="checkbox"/> Estimated	No

Comments

Neurotech International Limited ("NTI") refers to its announcement dated 9 June 2022, which noted NTI's entry into a corporate advisory mandate with Winx Capital Pty Ltd ("Winx") and the terms of this engagement ("Mandate"). NTI advises that it has since entered into a variation to the Mandate, which has the effect of updating the terms upon which 35,000,000 options were agreed to be issued to Winx, being to remove the vesting condition previously attached to these options and making these options subject to shareholder approval. These updates were made after consulting ASX in relation to the original terms of the options. This updated Appendix 3B reflects the current terms of these options. All other terms of the agreement remain unchanged, as included in the previous announcement dated 9 June 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?

☒ 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 (\$0.065, 30 June 2023), subject to shareholder approval

+Security type

Options

Number of +securities proposed to be issued

35,000,000

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**

The Company has agreed to issue 35,000,000 options to Winx Capital Pty Ltd (or its nominees), as consideration for a corporate advisory engagement.

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 0.0650

Expiry date

30/6/2023

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

NTI : ORDINARY FULLY PAID

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

35,000,000

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.

Please refer to the ASX release dated 9 June 2022 and above within this Appendix [3B.The](#) full terms and conditions of the options will be set out in a notice of meeting to be sent to shareholders in due course.



Part 7C - Timetable

7C.1 Proposed +issue date

30/11/2022

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?

☒ Yes

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

30/11/2022

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

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

Issue of options as consideration for a corporate advisory engagement, subject to shareholder approval at the Company's next Shareholders' meeting.

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

Refer to the ASX release dated 9 June 2022 and the above sections of this Appendix 3B for further information. Please note that the proposed dates of issue and shareholders' meeting set out in this Appendix are estimates only.