

**MELODIOL GLOBAL HEALTH LIMITED**  
**ACN 609 406 911**  
**SUPPLEMENTARY PROSPECTUS**

**IMPORTANT INFORMATION**

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 31 October 2023 (**Prospectus**) issued by Melodiol Global Health Limited (ACN 609 406 911) (**Company**).

This Supplementary Prospectus is dated 6 November 2023 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. The ASIC, the ASX and their respective officers take no responsibility for the contents of this Supplementary Prospectus.

This Supplementary Prospectus should be read together with the Prospectus. Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus other than as changed in this Supplementary Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This Supplementary Prospectus will be issued with the Prospectus in hard copy or as an electronic copy and may be accessed on the Company's website at [www.melodiolglobalhealth.com](http://www.melodiolglobalhealth.com).

This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

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**1. BACKGROUND**

**1.1 Purpose of this document**

This Supplementary Prospectus has been prepared to:

- (a) increase the number of ME1OD Options offered under the ME1OD Options Offer from 282,193,935 to 296,538,197;
- (b) include disclosure for additional parties to participate in the ME1OD Options Offer;
- (c) decrease the exercise price of the Bonus Options from \$0.01 to \$0.006; and
- (d) provide investors with updated information flowing on from the changes set out Sections 1.1(a), 1.1(b) and 1.1(c) above.

The amendments to the Prospectus outlined in Section 2 below should be read in conjunction with the Prospectus.

**1.2 New Applications**

Applications for the ME1OD Options, ME1O Options and Unquoted Options under the respective Offers must be made using an application form provided by the Company and attached to or accompanying this Supplementary Prospectus. Applications

after the date of this Supplementary Prospectus must not be made on the application form attached to or accompanying the Prospectus and will not be valid.

Eligible Shareholders under the Bonus Options are not required to apply for the Bonus Options under the Bonus Offer and, accordingly, there is no application form attached to or accompanying this Supplementary Prospectus.

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## 2. AMENDMENTS TO THE PROSPECTUS

The Directors have resolved to increase the number of ME1OD Options offered under the ME1OD Options Offer, allow additional parties to participate in the ME1OD Options Offer and decrease the exercise price of the Bonus Options to ensure the purpose of the Bonus Options (to reward existing Shareholders for their loyalty) is achieved following a review of the recent environment and activities of the capital markets.

As a result, the changes referenced in Section 1 above necessitate various amendments, additions or updates to various disclosures outlined in the Prospectus. Those changes are summarised below and set out in more detail in Section 3:

- (a) Section 2.2.1: Details – to include additional disclosure for parties to apply for the ME1OD Options and account for the increase in the number of ME1OD Options offered under the ME1OD Options Offer;
- (b) Section 3.2: Purpose and effect of the ME1OD Options Offer – account for the increase in the number of ME1OD Options offered under the ME1OD Options Offer;
- (c) Section 3.6: Effect of the Offers on capital structure – account for the increase in the number of ME1OD Options offered under the ME1OD Options Offer;
- (d) Section 4.1: Terms and Conditions of Options – decrease in the Bonus Options exercise price; and
- (e) Section 5.2: Company specific – update the potential for dilution risk to account for the increase in ME1OD Options.

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## 3. AMENDMENTS TO THE PROSPECTUS

The following additional information or amendments are made to the Prospectus.

### 3.1 ME1OD Options Offer

Section 2.2.1 of the Prospectus is amended by:

- (a) inserting the following:

*As announced on 1 November 2022 and 15 December 2022, the Company secured firm commitments from institutional, professional and sophisticated investors (also including former Director, Mr Adam Blumenthal through his controlled company Atlantic Capital Holdings Pty Ltd (**Atlantic**)) (**Lenders**) to*

raise \$2.82 million (before costs) (together the **Loans**). The Lenders, other than Atlantic are referred to as the **Unrelated Lenders**.

As announced on 19 May 2023, the Company and a majority of the Lenders agreed to extend the repayment date from 21 May 2023 to 30 September 2023 under the terms of the Loans' trust deed (**Extension**). As consideration for the Extension, the Company agreed to issue Shares (together with one ME1OD Option for every one Share issued) equal to the value of 35% of the face value of the Loans (together with any accrued interest) at a deemed issue price of \$0.0122.

On 24 May 2023, the Company issued 66,557,377 Shares to the Unrelated Lenders under the Company's placement capacity pursuant to ASX Listing Rule 7.1, and agreed to issue 14,344,262 Shares to Mr Blumenthal which represents his pro rata participation in the Loans (subject to Shareholder approval). The issue of the 80,901,639 free-attaching ME1OD Options to the Lenders were subject to Shareholder approval.

On 18 October 2023, the Company received Shareholder approval to issue the 14,344,262 Shares to Mr Blumenthal and 80,901,639 ME1OD Options to the Lenders. The 14,344,262 Shares were issue on 18 October 2023.

(b) by replacing

"The participants in the May Placement, Mr Bruce Linton, and Creditors are collectively referred to as the **May Participants**"

with

"The participants in the May Placement, Mr Bruce Linton, Creditors, Lenders are collectively referred to as the **May Participants**".

### 3.2 Purpose and effect of the ME1OD Options Offer

Section 3.2 of the Prospectus is amended by replacing:

(a) "\$22,575,515" with "\$23,723,056"; and

(b) "282,193,935" with "296,538,197"

### 3.3 Effect of the Offers on capital structure

Section 3.6 of the Prospectus is amended by removing the Options table and be replaced with the following:

#### Options

	Number
<b>Listed Options currently on issue<sup>1</sup></b>	
ME1O (exercisable at \$0.25 on or before 2 November 2024)	444,941,563
ME1OD (exercisable at \$0.08 on or before 31 January 2027)	1,033,943,546

	<b>Number</b>
<b>Unlisted Options Currently on issue</b>	
ME1AAN: Options exercisable at \$0.25 on or before 6 September 2024	10,000,000
ME1AAL: Options exercisable at \$0.18 on or before 1 August 2024	12,000,000
ME1AAK: Options exercisable at \$0.15 on or before 1 August 2024	12,000,000
ME1AAM: Options exercisable at \$0.18 on or before 6 September 2024	10,000,000
ME1AAG: Options exercisable at \$0.20 on or before 23 December 2023	833,333
ME1AAH: Options exercisable at \$0.039 on or before 23 December 2025	30,000,000
ME1AAI: Options exercisable at \$0.38 on or before 14 July 2024	12,000,000
ME1AAP: Options exercisable at \$0.1375 on or before 25 October 2024 <sup>1</sup>	1,000,000
ME1AAU: Options exercisable at \$0.09 on or before 17 January 2024	10,000,000
ME1AAT: Options exercisable at \$0.14 on or before 12 June 2024	115,942,064
ME1AAV: Options exercisable at \$0.40 on or before 28 June 2024	626,250
ME1AAW: Options exercisable at \$1.34 on or before 28 June 2024	626,250
ME1AAX: Options exercisable at \$2.00 on or before 28 June 2024	626,250
ME1AAY: Options exercisable at \$2.65 on or before 28 June 2024	626,250
ME1AAZ: Options exercisable at \$0.02 on or before 28 June 2025	1,648,263
ME1ABA: Options exercisable at \$0.38 on or before 8 June 2024	27,999,934
ME1ABC: Options exercisable at \$0.04 on or before 10 October 2024	2,000,000 <sup>2</sup>
ME1ABD: Options exercisable at \$0.20 on or before 17 January 2024	10,000,000
ME1ABB: Options exercisable at \$0.03 on or before 24 August 2024	259,078,614
<b>Total Options on Issue as at the date of this Prospectus</b>	<b>1,995,892,317</b>
Bonus Options offered pursuant to the Bonus Options Offer <sup>3</sup>	209,322,145
ME1OD Options offered pursuant to the ME1OD Options Offer	296,538,197
ME1O Options offered pursuant to the ME1O Options Offer	334,890,378
Unquoted Options Offer	10,654,042
<b>Total Options on issue on completion of the Offers</b>	<b>2,847,297,079</b>

**Notes:**

- 333,333 ME1AAP are subject to retention conditions and will vest on 25 October 2024. 666,667 ME1ABC are subject to vesting conditions, vesting on 10 April 2024.
- This number may vary depending on rounding of Entitlements under the Bonus Options Offer.

3. *The Company received Shareholder approval on 18 October 2023 to issue; 3,000,000 Options (exercisable at \$0.04 on or before 30 November 2024) to Peter Hatfull. Further details are set out in in resolution 26 of the Notice of General Meeting.*
4. *Subject to receiving Shareholder approval the Company will issue:*
  - (a) *6,640,106 ME1OD and 6,640,106 ME1OPT54 free-attaching Options to Shares to be issued to William Lay (also subject to shareholder approval) for participation in the placement undertaken in February 2023;*
  - (b) *100,000,000 Bonus Options to the secured note lenders as part consideration for extending the maturity date;*
  - (c) *21,440,358 Bonus Options to EverBlu as part payment for the 6% cash fee on the gross cash amount raised and converted to equity under the Placement and Debt Conversions;*
  - (d) *714,678,592 Bonus Options to EverBlu in consideration for services provided in connection with the Placement;*
  - (e) *714,678,592 Bonus Options free attaching to Shares issued under the Placement and Debt Conversion. Further details are set out in the ASX announcement dated 26 October 2023, titled, "Capital Raising & Corporate Update";*
  - (f) *48,000,000 Bonus Options to the secured note holders. Further details are set out in the ASX announcement titled, "Cleansing Notice" dated 27 October 2023;*
  - (g) *13,333,320 Investor Options to La Plata (as announced 14 June 2023);*
  - (h) *7,000,000 ME1OD Secured Note Investor Options to La Plata approval for which was obtained at the General Meeting on 15 May 2023, but for which approval has subsequently lapsed; and*
  - (i) *26,407,381 ME1OD Investor Options to La Plata, approval for which was obtained at the Annual General Meeting on 31 May 2023, but for which approval has subsequently lapsed.*

### **3.4 Terms and conditions of Options**

Section 4.1(b)(i) of the Prospectus is amended by replacing "\$0.01" with "\$0.006".

### **3.5 Company specific**

The risk category for the potential for dilution set out in Section 5.2 of the Prospectus is amended by replacing "2,832,952,817" with "2,847,297,079".

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## **4. ADDITIONAL INFORMATION**

The Company confirms that as at the date of this Supplementary Prospectus, none of the consents provided under clause 6.6 of the Prospectus have been withdrawn.

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## **5. DIRECTORS' AUTHORISATION**

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.