



3rd June 2024

ASX RELEASE

Renounceable Rights Issue to Raise Up to \$2m

3 June 2024 Brisbane, Australia: The Calmer Co. International Limited (ASX:CCO), a health and wellness company whose vision is to be the most dominant kava company in the world, informs shareholders that it is undertaking a one for three renounceable rights issue ("Rights Issue") at 0.4c per share to raise up to approximately \$2 million (before costs). For every two new shares subscribed, eligible shareholders will receive one free attaching new option with an exercise price of 0.6 cents and expiring on 30 June 2026 (listed under the ASX code CCOOA).

Key Terms

- 1 for 3 Renounceable Rights Issue to raise up to \$2,019,850
- Attractively priced at 0.4 cents per share, being a discount of 43% to the last traded price of 0.7 cents and 35% to the 30-day VWAP (0.62 cents)
- Every two New Shares, shareholders receive one free attaching New Option with an Exercise Price of 0.6 cents, expiry 30 June 2026, (as per listed code CCOOA)
- Shareholders can trade their rights and apply for additional shares and options from 4 June 2024
- All directors intend to participate in the Offer

The Rights Issue is open to all eligible shareholders who have a registered address within Australia or New Zealand, and who hold Shares on the Record Date. The Rights Issue will close on 24 June 2024 (unless extended), and eligible shareholders can apply for shortfall in excess of their entitlement. Shareholders can also trade their rights from 7 June 2024.

Funds raised will be used to enable the Company to fund Capital Expenditure that will increase capacity for milling, drying, sieving and automate packaging and labelling processes in the Navua Fiji processing facility to ensure production keeps pace with growing demand, as well as to further expand inventory and marketing activities in Australia and the USA and for working capital.

All New Shares issued will rank equally with existing shares on issue and the Company will apply for quotation of the New Shares and Options. A prospectus in relation to the Rights Issue was lodged with ASIC on 3 June 2024 and, together with a personalised entitlement acceptance form, will be sent to eligible shareholders shortly after the Record Date.



The Lead Manager is Mahe Capital Pty Ltd (ACN 634 087 684) (AFSL 517246).

Eligible shareholders should consider the prospectus in deciding whether to acquire securities under the Rights Issue and will need to follow the instructions on the entitlement and acceptance form that will accompany the prospectus. The following are indicative dates in respect of the capital raising:

Event	Date
Announcement of Entitlement Offer on the ASX Lodgement of Prospectus with ASIC and ASX Lodgement of Appendix 3B on ASX	3 June 2024
Option holders notified of Entitlement Offer	3 June 2024
"Ex" Date Rights trading commences	5 June 2024
Record Date	6 June 2024
Prospectus with Entitlement and Acceptance Form despatched to Eligible Shareholders Opening Date	11 June 2024
Rights trading ends	17 June 2024
Securities quoted on a deferred settlement basis	18 June 2024
Last day to extend the Closing Date of Offers	19 June 2024
Closing Date (5pm AEST)	24 June 2024
Announcement of results of the Entitlement Offer New Shares and New Options under the Entitlement Offer issued Appendix 2A lodged with ASX applying for quotation of New Shares and New Options Holding statements sent	27 June 2024
Trading in New Shares and New Options** commences	28 June 2024

These dates are indicative only and may change, subject to the Corporations Act and Listing Rules.



Managing Director and CEO, Anthony Noble, said: “This fundraising is a major step in the value creation journey for the Company and we look forward to continued shareholder support through this process. The business has been experiencing rapid sales growth in our eCommerce and retail channels. It is critical that we continue to invest in growing our production capacity and inventory levels as well as the sales and marketing activities that will allow us to capitalise on the solid base that has now been built in our key markets.”

“The Directors believe that this offering is priced to be extremely attractive and prioritises our existing shareholders, as is appropriate. All of the Directors will be participating in the offer and I strongly encourage our shareholders to take up their rights.”

This release has been approved by the Board of Directors

ends

For further information

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Calmer Co Offer Information Line

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+61 2 9698 5414 (from outside Australia)
8.30am and 7.00pm (AEST)
Monday to Friday, or via email at
corporate.actions@automicgroup.com.au

About The Calmer Co.

The Calmer Co. International Limited (ASX:CCO), provides natural solutions to calm nerves, support mind and muscle relaxation and induce sleep. The product range includes drinking powders, teas, shots, concentrates and capsules. Sold under our house of brands: Fiji Kava, Taki Mai and Danodan Hempworks in markets including USA, Australia, China, New Zealand and Fiji. The company also distributes the Leilo kava RTD products in the Fiji Islands.

Forward Looking Statements

This ASX release includes certain forward-looking statements that are based on information and assumptions known to date and are subject to various risks and uncertainties. Actual results, performance or achievements could be significantly different from those expressed in, or implied by, these forward-looking statements. Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of The Calmer Co. These factors may cause actual results to differ materially from those expressed in the statements contained in this announcement.