

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

WEEBIT NANO LTD

ABN

15 146 455 576

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1 +Class of +securities issued or to be issued

- Ordinary Shares
- Unlisted Options
- Performance Rights

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

- a) 581,789 Ordinary Shares
- b) 1,631,666 Ordinary Shares
- c) 128,000 Performance Rights
- d) 160,000 Unlisted Options
- e) 900,00 Unlisted Options
- f) 1,300,000 Unlisted Options
- g) 450,000 Unlisted Options

3 Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)

Ordinary Shares

- a) Placement – Shares on the same terms as the existing shares on issue
- b) Entitlement Offer – Shares issued pursuant to a non-renounceable entitlement offer issued at a ratio of 1 new ordinary share for each 9.5 existing shares (“**Entitlement Offer**”) on the same terms as the existing shares on issue

Performance Rights

- c) Performance Rights issued to a Director approved at AGM on 26 September 2019

Unlisted Options

- d) & f) Options issued to Directors approved at AGM on 26 September 2019
- g) Options issued to Employees under Employee Incentive Option Plan – Exercise Price: \$0.54, expiring on: 14/08/29

Key Terms of Unlisted Securities:

- c) Exercise Price - Nil, Expiry – 14/08/29
- d) Exercise Price - \$0.4468, Expiry – 14/08/29
- e) Exercise Price - \$0.74, Expiry – 14/08/29
- f) & g) Exercise Price - \$0.54, Expiry – 14/08/29

4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Ordinary Shares

- a) & b) Yes, Ordinary Shares issued rank pari passu with existing shares on issue.

Unlisted Securities

- c) - g) Should these Options and Performance Rights be exercised prior to their expiry, Ordinary Shares will be issued. Any Ordinary Shares Issued will rank pari passu with existing shares on issue.

5 Issue price or consideration

- a) & b) \$0.39 per share
- c) - g) Nil

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<p>a) 581,789 Shares issued to Directors under placement announced 27 August 2019, approved at AGM on 26 September 2019</p> <p>b) 1,631,666 Shares issued under the Entitlement Offer. The Company intends to use the net proceeds raised from this issue to fund the continued development of its technology and for general working capital purposes.</p> <p>c) Performance Rights issued to a Director approved at AGM on 26 September 2019</p> <p>d) - f) Options issued to Directors approved at AGM on 26 September 2019</p> <p>g) Options issued to Employees under Employee Incentive Option Plan</p>
6a	Is the entity an *eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h in relation to the *securities the subject of this Appendix 3B, and comply with section 6i	Yes
6b	The date the security holder resolution under rule 7.1A was passed	26 September 2019
6c	Number of *securities issued without security holder approval under rule 7.1	Not Applicable
6d	Number of *securities issued with security holder approval under rule 7.1A	Not Applicable
6e	Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	<p>a) 581,789 – 26 September 2019</p> <p>c) 128,000 - 26 September 2019</p> <p>e) – f) 2,360,000 - 26 September 2019</p>
6f	Number of *securities issued under an exception in rule 7.2	<p>b) 1,631,666 (Exception 1)</p> <p>g) 450,000 (Exception 9)</p>

6g If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.

Not Applicable

6h If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements

Not Applicable

6i Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements

See Annexure 1

7 +Issue dates

Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.

Cross reference: item 33 of Appendix 3B.

27 September 2019

	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	71,934,734	Ordinary fully paid shares

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	1,977,096	Options – Exercise price \$0.75, expiry 30 June 2020
	1,120,000	Options – Exercise price \$0.43875, expiry 2 October 2021
	180,000	Options - Exercise price \$1.3125, expiry 12 October 2022
	180,000	Options - Exercise price \$1.53125, expiry 12 October 2022
	160,000	Options - Exercise Price \$1.565, expiry 15 February 2028
	160,000	Options - Exercise Price \$1.445, expiry 1 January 2028
	160,000	Exercise Price \$1.2725, expiry 5 March 2028
	800,000	Options - Exercise Price \$0.8475, expiry 16 October 2028
	290,000	Options - Exercise Price \$1.7175, expiry 29 January 2028
	400,000	Options – Exercise price \$0.43875, expiry 1 October 2027

Number	+Class
248,000	Options - Exercise Price \$0.4286, expiry 14 April 2029
160,000	Options - Exercise Price \$0.4468, expiry 14 August 2029
900,000	Options - Exercise Price \$0.74, expiry 14 August 2029
1,300,000	Options - Exercise Price \$0.54, expiry 14 August 2029
450,000	Options - Exercise Price \$0.54, expiry 14 August 2029
230,741	Performance Rights - expiring 30 July 2021
128,000	Performance Rights - expiring 15 February 2028
128,000	Performance Rights - expiring 1 January 2028
128,000	Performance Rights - expiring 5 March 2028
480,000	Performance Rights - expiring 1 October 2027
296,000	Performance Rights - expiring 29 January 2028
64,000	Performance Rights - expiring 20 May 2023
128,000	Performance Rights - expiring 14 August 2029

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

Not Applicable

Part 2 - Pro rata issue

11 Is security holder approval required?

Not Applicable

12 Is the issue renounceable or non-renounceable?

Non-renounceable

13 Ratio in which the +securities will be offered

1 for 9.5

14 +Class of +securities to which the offer relates

Ordinary shares

15 +Record date to determine entitlements

7.00pm (Sydney time) on 3 September 2019

16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No
17	Policy for deciding entitlements in relation to fractions	Fractions will be rounded down to the nearest whole number of shares
18	Names of countries in which the entity has security holders who will not be sent new offer documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	All countries other than Australia and New Zealand.
19	Closing date for receipt of acceptances or renunciations	5.00pm (Sydney time) 20 September 2019.
20	Names of any underwriters	Not Applicable
21	Amount of any underwriting fee or commission	Not Applicable
22	Names of any brokers to the issue	Not Applicable
23	Fee or commission payable to the broker to the issue	Not Applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	Not Applicable
25	If the issue is contingent on security holders' approval, the date of the meeting	Not Applicable
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	6 September 2019
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	Not Applicable
28	Date rights trading will begin (if applicable)	Not Applicable

29	Date rights trading will end (if applicable)	Not Applicable
30	How do security holders sell their entitlements <i>in full</i> through a broker?	Not Applicable
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not Applicable
32	How do security holders dispose of their entitlements (except by sale through a broker)?	Not Applicable
33	+Issue date	27 September 2019

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) +Securities described in Part 1

(b) All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of +securities for which +quotation is sought

Not Applicable

39 +Class of +securities for which quotation is sought

Not Applicable

40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Not Applicable

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another +security, clearly identify that other +security)

Not Applicable

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	Not Applicable	

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



(~~Director~~/Company secretary)

Date: 27 September 2019

Print name:

Tamara Barr

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

All numbers below have been adjusted following the share consolidation on 16 January 2019 on the basis that every 25 ordinary fully paid shares (Shares) be consolidated into one Share.

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	58,058,710
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	<p>115,350 – 03/09/2019 1,631,666 – 27/09/2019</p> <p>2,571,428 – 05/10/2018 228,571 – 08/10/2018 457,142 – 12/10/2018 451,428 – 24/12/2018 5,828,467 – 29/08/2019 581,789 – 27/09/2019</p>
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	N/A
“A”	69,924,551

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	10,488,683
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	57,143 Ordinary Shares on 05/10/2018 1,739,024 Ordinary Shares on 02/11/2018 85,200 Ordinary Shares on 24/12/2018 128,205 Ordinary Shares on 03/09/2019
“C”	2,009,572
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	10,488,683
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	2,009,572
Total [“A” x 0.15] – “C”	8,479,111 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

Part 2

All numbers below have been adjusted following the share consolidation on 16 January 2019 on the basis that every 25 ordinary fully paid shares (Shares) be consolidated into one Share.

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	69,924,551
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	6,992,455
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained • It may be useful to set out issues of securities on different dates as separate line items 	Nil
“E”	Nil
Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	6,992,455
Subtract “E”	Nil

+ See chapter 19 for defined terms.

<p><i>Note: number must be same as shown in Step 3</i></p>	
<p>Total ["A" x 0.10] – "E"</p>	<p>6,992,455</p> <p><i>Note: this is the remaining placement capacity under rule 7.1A</i></p>