



Announcement Summary

Entity name

[DE.MEM](#) LIMITED

Announcement Type

New announcement

Date of this announcement

Tuesday April 28, 2020

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
DEMAD	OPTION EXPIRING VAR DATES RESTRICT EX VAR PRICES	4,500,000

Proposed +issue date

Monday June 1, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

[DE.MEM](#) 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.

1.2 Registered Number Type

ACN

Registration Number

614756642

1.3 ASX issuer code

DEM

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

Tuesday April 28, 2020

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 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Friday May 29, 2020	<input checked="" type="checkbox"/> Actual	No

Comments

The issue of the options is subject to security holders approval.

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)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

Details of +securities proposed to be issued

ASX +Security Code and Description

DEMAD : OPTION EXPIRING VAR DATES RESTRICT EX VAR PRICES

Maximum Number of +securities proposed to be issued

4,500,000

**Purpose of the issue**

The Company has entered into an agreement with VGHM Pty Ltd (Bletchley) pursuant to which, as consideration for provision of capital markets strategy and capital raising services to the Company by Bletchley, the Company shall, subject to shareholder approval, issue to Bletchley, or its nominees, 4,500,000 options. The Options will be issued for non-cash consideration, with the value of consideration per Option (based on a volatility of approx. 100%) shown as "issue price per security" below.

Offer price details for retail security holders

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.05220

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes

Oversubscription & Scale back details

May a scale back be applied to this event?

☒ No

Part 7C - Timetable

7C.1 Proposed +issue date

Monday June 1, 2020

Part 7D - Listing Rule requirements

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

☒ Yes

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

Friday May 29, 2020

7D.2 Is a party referred to in listing rule 10.11.1 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

Part 7F - Further Information

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

Additional details of the proposed Options are:

- o Exercise price: \$A0.22 (22 cents) per Option
- o Each Option entitles the holder to acquire one (1) ordinary fully-paid share in the Company
- o Options can be exercised any time between issue date and expiry date
- o Expiry date: 30 December 2021

As noted in Part 7B above, the Options are to be issued for non-cash consideration, with the value of that consideration per security shown as "issue price per security" in Part 7B. As the securities are to be issued for a non-cash consideration, we have, in accordance with ASX's guidance, selected AUD issue currency as the relevant currency for this non-cash consideration issue.