

Consolidation of Capital

NEW YORK and SYDNEY, Australia, 16 October, 2023 - Beroni Group (OTCQB: BNIGF; NSX: BTG) (“Beroni” or the “Company”) advises that following consultation with its advisors and underwriters for its NASDAQ listing, the Board has decided to consolidate the share capital on a 4:1 basis. Shareholders granted approval for the 4:1 consolidation at a general meeting on 22 May 2023.

The Company currently has 80,053,372 shares on issue. Post consolidation, the Company anticipates that it will have 20,013,343 shares on issue (subject to rounding up of fractions). As the Consolidation applies equally to all shareholders, individual shareholdings will be reduced in the same ratio as the total number of shares. Accordingly, the Consolidation will have no material effect on the percentage interest of each individual shareholder. All other equity securities of the Company will be adjusted accordingly.

Timetable for the consolidation is as follow:

Consolidation		
Company announces the actual consolidation ratio and the timetable for consolidation and lodges any other documentation.	0	16 October
Effective date of the Consolidation	0	16 October
Company suspended on NSX and OTCQB, last day for trading on a pre-Consolidation basis	Close of Business Day 9	27 October
Suspension of repositioning of shares between the Australian principal share and United States share registers	Close of Business Day 9	27 October
Securities under RE – Reconstruction	Commencement of Day 10	30 October
Consolidation effected on the US branch share register	10	30 October
Record Date for the Consolidation Last day for the Company to register transfers on the Australian principal share register on a pre-Consolidation basis	11	31 October
Consolidation effected on the Australian principal share register/ Consolidation Completion Date	20 days max	13 November
Completion of Consolidation notice and final figure application for quotation to be lodged. Figures to be confirmed by Share Registry.	21	14 November
Despatch of consolidation confirmation notices to shareholders on the Australian principal share register	22	15 November
Commencement of trading on NSX and OTC on a post consolidation basis	23	16 November

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About Beroni Group Limited

Beroni Group is an international biopharmaceutical enterprise dedicated to the innovation and commercialization of drugs and therapies to combat various global diseases such as cancer and infectious diseases. Its diversified portfolio is comprised of FDA/CE approved virus diagnostic kits, an e-commerce platform for the sale of pharmaceutical products and a development pipeline targeting oncology and cell therapies. Beroni has operations in Australia, United States, China and Japan. It is listed on the National Stock Exchange of Australia and traded on the OTC markets in the USA. To learn more about Beroni, please visit www.beronigroup.com.

Forward-Looking Statements Disclaimer

This press release contains forward-looking statements or forward-looking information, within the meaning of applicable United States and Australian securities laws with respect to the Company. By their nature, forward-looking statements are subject to a variety of factors that could cause actual results to differ materially from the results suggested by the forward-looking statements. Accordingly, readers should not place undue reliance on the forward-looking statements. Generally forward-looking statements can be identified by the use of terminology such as “anticipate”, “will”, “expect”, “may”, “continue”, “could”, “estimate”, “forecast”, “plan”, “intend”, “believe”, “potential” and similar expressions.

Forward-looking information contained in this press release is based on Company management’s opinions, estimates and assumptions in light of its experience and perception of historical trends, current conditions and expected future developments, as well as other factors that management currently believes are appropriate and reasonable in the circumstances. Forward-looking statements involve significant risks, uncertainties and assumptions, and there can be no assurance that such statements, or its underlying risks, uncertainties and assumptions will prove to be accurate. Factors that could cause actual results or events to differ materially include, without limitation, risks related to laws, rules and regulation applicable to the Company as well as the industry in which it operates (including in respect of taxes and other levies), economic or market conditions on both a national and global level, currency fluctuations, risks inherent to other entities at a similar stage of development and industry in which the Company currently is, competition from the Company’s competitors, unsatisfactory development or marketing of the Company and/or its products or services, regulatory action or litigation (including product liability claims), and failure to enter into agreements or arrangements with other parties on fair or reasonable terms. Forward-looking information is made only as of the date on which it is provided and, except as may be required by applicable laws, the Company disclaims any intent or obligation to update such forward-looking information whether as a result of new information, future events or otherwise.

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