



NEW ZEALAND'S EXCHANGE
TE PAEHOKO O AOTEAROA

Corporate Action Notice

(Other than for a Distribution)

Updated June 2024

Section 1: Issuer information				
Name of issuer	Promisia Healthcare Limited			
Class of Financial Product	Ordinary shares			
NZX ticker code	PHL			
ISIN (If unknown, check on NZX website)	NZPRPE0001S5			
Name of Registry	MUFG Pension & Market Services (formerly Link Market Services)			
Type of corporate action (Please mark with an X in the relevant box/es)	Share Purchase Plan/retail offer	X	Renounceable Rights issue or Accelerated Offer	
	Capital reconstruction		Non-Renounceable Rights issue or Accelerated Offer	
	Call		Bonus issue	
	Placement	X		
Record date	5pm, Wednesday 10 July 2024			
Ex Date (one business day before the Record Date)	9 July 2024			
Currency	NZD			
Section 6: Share Purchase Plans/retail offer				
Number of Equity Securities to be issued	Up to 2,151,630,849 shares (with a maximum of 4,000,000,000 shares to be issued in total together from the SPP and Placement).			
Minimum application amount (if any)	N/A			
Maximum application amount per Equity Security holder	\$50,000.00 (with the ability to accept oversubscriptions)			
Subscription price per Equity Security	\$0.001			
Scaling reference date ¹	By reference to holdings at Record Date			

Closing date	5pm, 29 July 2024
Allotment date	5 August 2024
Section 7: Placement (delete full section if not applicable, or mark rows as N/A if not applicable)*	
Number of Equity Securities to be issued	Up to 3,227,446,274 shares (with a maximum of 4,000,000,000 shares to be issued in total together from the SPP and Placement).
Issue price per Equity Security	\$0.001
Maximum dollar amount of Equity Securities to be issued ²	\$4,000,000
Proposed issue date	5 August 2024
Existing holders eligible to participate ³	Y
Related Parties eligible to participate ⁴	Y
Basis upon which participation by existing Equity Security holders will be determined	To the extent that a shareholder wishes to invest more than \$50,000.00 in the Share Purchase Plan, or allotting shares to a shareholder under the Share Purchase Plan would not otherwise comply with Listing Rule 4.3.1(c), such shareholders will be able to participate in the Placement (as per Rule 4.5.1).
Purpose(s) for which the Issuer is issuing the Equity Securities	To raise capital to fund the Cromwell acquisitions, as further detailed in the announcement made on 25 June 2024.
Reason for placement rather than a pro-rata rights issue or an offer under a Share Purchase Plan in which the Issuer's existing Equity Security holders would have been eligible to participate	A Share Purchase Plan is offered in conjunction with the Placement. A non-pro rata offer is being undertaken with a view to the offer providing the company an opportunity to broaden its shareholder base and improve liquidity.
Equity Securities to be issued subject to voluntary escrow	N
Number and class of Equity Securities to be issued that will be subject to voluntary escrow and the	N/A

² Where the issue price per Equity Security is not fixed, and the number of Equity Securities to be issued is not known, the Issuer should instead indicate the maximum dollar amount of Equity Securities to be issued.

³ Issuers should answer Y if existing shareholders are eligible to participate even if their participation is subject to satisfaction of eligibility criteria applying to the placement generally, such as the offer only being made to investors in certain jurisdictions or with a certain status, such as wholesale, sophisticated or professional investors only.

⁴ Issuers should answer Y if there are no restrictions on participation by Related Parties as a result of their status as Related Parties (i.e. restrictions on participation applying to the placement generally should be disregarded).

date from which they will cease to be escrowed	
Section 9: Authority for this announcement	
Name of person authorised to make this announcement	Rhonda Sherriff, Chair
Contact person for this announcement	Francisco Rodriguez Ferrere, General Manager
Contact phone number	021 245 1801
Contact email address	Francisco.rf@promisia.co.nz
Date of release through MAP	3/07/2024

