

Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)

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This notice is given by Propell Holdings Limited ACN 614 837 099 (ASX:PHL) (**Propell Holdings**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (the **Corporations Act**) as notionally modified by the Australian Securities and Investments Commission ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 (**ASIC Instrument**). References in this notice of the Corporations Act are references to the Corporations Act as modified or amended by the ASIC Instrument.

On 20 April 2022, Propell Holdings announced (**Announcement**) it would be offering shareholders the opportunity to participate in a non-renounceable pro rata entitlement offer of 1 New Share for every 2.5 Shares held, at an issue price of \$0.058 to raise approximately \$2.22 million before costs of the offer (**Offer**).

Further details regarding the Offer are set out in the Announcement and also in the offer document that will be despatched to all eligible shareholders in accordance with the timetable as announced on 20 April 2022.

Propell Holdings hereby confirms that in respect of the Offer (as per the requirements of paragraph 708AA(2)(f) of the Corporations Act):

- the New Shares will be offered for issue without disclosure under Part 6D.2 of the Corporations Act;
- this notice is being given under section 708AA(2)(f) of the Corporations Act as modified by the ASIC Instrument;
- as at the date of this notice, Propell Holdings has complied with:
 - the provisions of Chapter 2M of the Corporations Act as they apply to Propell Holdings; and
 - section 674 of the Corporations Act;
- as at the date of this notice, there is no "excluded information" of the type referred to in sections 708AA(8) or 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7)(d) of the Corporations Act; and
- the potential effect the Offer and the issue of New Shares will have on the control of Propell Holdings, and the consequences of that effect, will depend on a number of factors, including eligible shareholders' interest in taking up their entitlement as well as the level of any shortfall that is subsequently placed. Following the issue of shares under the Placement announced 13 April 2022, and in the event that no entitlements were subscribed for under the Offer, the voting power of Adman Lanes Pty Ltd (who directly hold 15,600,000 shares) would be 13.01% and the voting power of Canaccord (who directly hold 9,950,000 shares) would be 8.34%;
- Because of the structure of the Offer as a pro-rata issue and the fact that no shareholder currently has or is expected to have after the Offer voting power exceeding 20% in the Company, the issue of New Shares under the Offer is not expected to have any material effect or consequence on the control of the Propell Holdings. Further details regarding the impact of the Offer on substantial holders is set out in the Announcement and accompanying materials.

On behalf of the Board of Propell Holdings Limited



Adam Gallagher
Company Secretary
Propell Holdings Limited