



## Announcement Summary

**Entity name**

ROTO-GRO INTERNATIONAL LIMITED

**Date of this announcement**

Tuesday January 04, 2022

**The +securities the subject of this notification are:**☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX**Total number of +securities to be issued/transferred**

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Unquoted Options	15,000,000	24/12/2021
New class - code to be confirmed	Unquoted Options	14,000,000	24/12/2021
New class - code to be confirmed	Unquoted Options	5,000,000	24/12/2021
New class - code to be confirmed	Unquoted Options	5,000,000	24/12/2021
New class - code to be confirmed	Unquoted Options	3,000,000	24/12/2021
New class - code to be confirmed	Unquoted Options	500,000	24/12/2021
New class - code to be confirmed	Unquoted Options	500,000	24/12/2021

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of entity

ROTO-GRO INTERNATIONAL LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

### 1.2 Registered number type

ABN

### Registration number

84606066059

### 1.3 ASX issuer code

RGI

### 1.4 The announcement is

☒ New announcement

### 1.5 Date of this announcement

4/1/2022



## Part 2 - Issue details

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### **2.1 The +securities the subject of this notification are:**

☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

### **2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:**

☒ does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

**ASX +security code**

New class - code to be confirmed

**+Security description**

Unquoted Options

**+Security type**

Options

**ISIN code****Date the +securities the subject of this notification were issued**

24/12/2021

**Will all the +securities issued in this class rank equally in all respects from their issue date?**☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ No**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?**☒ No**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

See AGM Notice of Meeting [https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)

## Options Details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.06000000

**Expiry date**

31/12/2023

**Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option**

Other

**Description**

RGI Fully paid ordinary shares

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)



Any other information the entity wishes to provide about the +securities the subject of this notification

#### Issue details

#### Number of +securities

15,000,000

#### ASX +security code

New class - code to be confirmed

#### +Security description

Unquoted Options

#### +Security type

Options

#### ISIN code

#### Date the +securities the subject of this notification were issued

24/12/2021

#### Will all the +securities issued in this class rank equally in all respects from their issue date?

☒ Yes

#### Were any of the +securities issued to +key management personnel (KMP) or an +associate?

☒ Yes

Provide details of the KMP or +associates being issued +securities.

#### Name of KMP

#### Name of registered holder

#### Number of +securities

Michael Di Tommaso

Same

14,000,000

#### Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

☒ No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=8.3ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=8.3ff96335c2d45a094df02a206a39ff4)



## Options Details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.06000000

**Expiry date**

24/12/2024

**Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option**

Other

**Description**

RGI Fully paid ordinary shares

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=8.3ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=8.3ff96335c2d45a094df02a206a39ff4)**Any other information the entity wishes to provide about the +securities the subject of this notification**

## Issue details

**Number of +securities**

14,000,000

**ASX +security code**

New class - code to be confirmed

**+Security description**

Unquoted Options

**+Security type**

Options

**ISIN code****Date the +securities the subject of this notification were issued**

24/12/2021

**Will all the +securities issued in this class rank equally in all respects from their issue date?**☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes



## Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
Michael Di Tommaso	Same	5,000,000

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

☒ No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)

## Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.03000000	31/12/2022

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

## Description

RGI Fully paid ordinary shares

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)

Any other information the entity wishes to provide about the +securities the subject of this notification

2,500,000 options vest when the share price reaches A\$0.06  
2,500,000 options vest when the share price reaches A\$0.09

## Issue details

## Number of +securities

5,000,000

**ASX +security code**

New class - code to be confirmed

**+Security description**

Unquoted Options

**+Security type**

Options

**ISIN code****Date the +securities the subject of this notification were issued**

24/12/2021

**Will all the +securities issued in this class rank equally in all respects from their issue date?**☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Michael Di Tommaso	Same	5,000,000

**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?**☒ No**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)

## Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.03000000	31/12/2023

**Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option**

Other

**Description**

RGI Fully paid ordinary shares

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)



**Any other information the entity wishes to provide about the +securities the subject of this notification**

2,500,000 options vest when the share price reaches A\$0.12  
2,500,000 options vest when the share price reaches A\$0.15

## Issue details

**Number of +securities**

5,000,000

**ASX +security code**

New class - code to be confirmed

**+Security description**

Unquoted Options

**+Security type**

Options

**ISIN code****Date the +securities the subject of this notification were issued**

24/12/2021

**Will all the +securities issued in this class rank equally in all respects from their issue date?**☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.****Name of KMP****Name of registered holder****Number of +securities**

Michael Di Tommaso

Same

3,000,000

**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?**☒ No**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)



## Options Details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.03000000

**Expiry date**

31/12/2024

**Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option**

Other

**Description**

RGI Fully paid ordinary shares

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=8.3ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=8.3ff96335c2d45a094df02a206a39ff4)**Any other information the entity wishes to provide about the +securities the subject of this notification**

3,000,000 options vest when the share price reaches A\$0.20

## Issue details

**Number of +securities**

3,000,000

**ASX +security code**

New class - code to be confirmed

**+Security description**

Unquoted Options

**+Security type**

Options

**ISIN code****Date the +securities the subject of this notification were issued**

24/12/2021

**Will all the +securities issued in this class rank equally in all respects from their issue date?**☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes



## Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
Leighton Richards	Egenerate Pty Ltd	500,000

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

☒ No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)

## Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.07000000	31/12/2023

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

## Description

RGI Fully paid ordinary shares

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)

Any other information the entity wishes to provide about the +securities the subject of this notification

## Issue details

## Number of +securities

500,000

**ASX +security code**

New class - code to be confirmed

**+Security description**

Unquoted Options

**+Security type**

Options

**ISIN code****Date the +securities the subject of this notification were issued**

24/12/2021

**Will all the +securities issued in this class rank equally in all respects from their issue date?**☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.****Name of KMP****Name of registered holder****Number of +securities**

Leighton Richards

Egenerate Pty Ltd

500,000

**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?**☒ No**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)

## Options Details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.10000000

**Expiry date**

31/12/2023

**Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option**

Other

**Description**

RGI Fully paid ordinary shares

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02452335-6A1062809?access_token=83ff96335c2d45a094df02a206a39ff4)**Any other information the entity wishes to provide about the +securities the subject of this notification**



Issue details

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**Number of +securities**

500,000

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## Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

**4.1 Quoted +Securities (Total number of each +class of +securities quoted)**

ASX +security code and description	Total number of +securities on issue
RGIO : OPTION EXPIRING 11-NOV-2022	9,128,000
RGI : ORDINARY FULLY PAID	342,592,797
RGIOB : OPTION EXPIRING 31-DEC-2023	32,666,667
RGIOA : OPTION EXPIRING 31-DEC-2023	31,507,567

**4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)**

ASX +security code and description	Total number of +securities on issue
RGIAM : OPTION EXPIRING 06-SEP-2024 EX \$0.04	4,000,000
RGIAG : PERFORMANCE RIGHTS	9,000,000
RGIAJ : OPTION EXPIRING 07-DEC-2022 EX \$0.20	1,491,250
RGIAL : OPTION EXPIRING 31-DEC-2023 EX \$0.06	18,000,000
New class - code to be confirmed : Unquoted Options	15,000,000
New class - code to be confirmed : Unquoted Options	14,000,000
New class - code to be confirmed : Unquoted Options	5,000,000
New class - code to be confirmed : Unquoted Options	5,000,000
New class - code to be confirmed : Unquoted Options	3,000,000
New class - code to be confirmed : Unquoted Options	500,000



New class - code to be confirmed : Unquoted Options

500,000





Part 5 - Other Listing Rule requirements

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**5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?**

☒ No

**5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?**

☒ Yes

**5.2a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

15/12/2021