



## Announcement Summary

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**Entity name**

MEDLAB CLINICAL LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Monday June 15, 2020

**The Proposed issue is:**

- ☒ An offer of securities under a securities purchase plan
- ☒ A placement or other type of issue

**Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan**

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
MDC	ORDINARY FULLY PAID	26,666,666

**+Record date**

Friday June 12, 2020

**Offer closing date**

Friday July 3, 2020

**+Issue date**

Tuesday July 7, 2020

**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
MDC	ORDINARY FULLY PAID	35,984,020

**Proposed +issue date**

Friday June 19, 2020

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**

MEDLAB CLINICAL 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**

169149071

**1.3 ASX issuer code**

MDC

**1.4 The announcement is**

☒ New announcement

**1.5 Date of this announcement**

Monday June 15, 2020

**1.6 The Proposed issue is:**

- ☒ An offer of +securities under a +securities purchase plan
- ☒ A placement or other type of issue



## Part 4 - Details of proposed offer under securities purchase plan

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### Part 4A - Conditions

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**4A.1 - Are any of the following approvals required for the offer of +securities under the +securities purchase plan issue to be unconditional?**

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

☒ No

### Part 4B - Offer details

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**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

**ASX +Security Code and Description**

MDC : ORDINARY FULLY PAID

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

☒ No

### Details of +securities proposed to be issued

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**ASX +Security Code and Description**

MDC : ORDINARY FULLY PAID

**Maximum Number of +securities proposed to be issued**

26,666,666

**Minimum Number of +securities proposed to be offered to each individual +security holder**

1

**Maximum Number of +securities proposed to be offered to each individual +security holder**

200,000



Minimum subscription \$ amount proposed to be offered to each individual security holder	Maximum subscription \$ amount proposed to be offered to each individual security holder
AUD 1	AUD 30,000

**Purpose of the issue**

- \* Support the path of NanaBis to Phase 3 trials submission are uninterrupted - this is a key valuation milestone
- \* Provide funding to bridge multiple research catalysts over next 12 months
- \* Working capital for VMS inventory to maintain sales and promote new sales channels
- \* Working capital for NanaBis inventory for growing sales and international markets / and NanoCBD launch
- \* Ensuring adequate funding to cover any potential COVID related regulatory delay

**Offer price details for retail security holders**

Issue Currency	Offer Price per +security	Estimated or Actual?
AUD - Australian Dollar	AUD 0.15000	<input checked="" type="checkbox"/> Actual

**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?**☒ Yes**Provide the scale back details**

If applications from Eligible Shareholders in aggregate exceed any limit determined by the Board, the Board will scale back applications to the extent and in the manner that is permitted under the Class Waiver Decision - Temporary Extra Placement Capacity (as the Board sees fit), including on a pro-rata basis to all participants in the Offer based on either the size of an Eligible Shareholder's holding as at the Record Date or the number of Shares that the Eligible Shareholder has applied for.

**Part 4C - Timetable****4C.1 Date of announcement of +security purchase plan**

Monday June 15, 2020

**4C.2 +Record date**

Friday June 12, 2020

**4C.3 Date on which offer documents will be made available to investors**

Wednesday June 17, 2020



**4C.4 Offer open date**

Wednesday June 17, 2020

**4C.5 Offer closing date**

Friday July 3, 2020

**4C.6 Announcement of results**

Tuesday July 7, 2020

**4C.7 +Issue date**

Tuesday July 7, 2020

Part 4D - Listing Rule requirements

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**4D.1 Does the offer under the +securities purchase plan meet the requirements of listing rule 7.2 exception 5 that:**

- the number of +securities to be issued is not greater than 30% of the number of fully paid +ordinary securities already on issue; and
- the issue price of the +securities is at least 80% of the +volume weighted average market price for +securities in that +class, calculated over the last 5 days on which sales in the +securities were recorded, either before the day on which the issue was announced or before the day on which the issue was made?

☒ Yes

Part 4E - Fees and expenses

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**4E.1 Will there be a lead manager or broker to the proposed offer?**

☒ No

**4E.2 Is the proposed offer to be underwritten?**

☒ No

**4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

☒ No

**4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Share registry, legal, printing and mailing costs



Part 4F - Further Information

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**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

☒ No

**4F.2 Countries in which the entity has security holders who will not be eligible to accept the proposed offer**

Ineligible shareholders are those shareholders who have a registered address that is not in Australia.

**4F.3 URL on the entity's website where investors can download information about the proposed offer**

[www.medlab.co](http://www.medlab.co)

**4F.4 Any other information the entity wishes to provide about the proposed offer**

None



## Part 7 - Details of proposed placement or other issue

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### Part 7A - Conditions

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#### 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

☒ No

### Part 7B - Issue details

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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

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##### ASX +Security Code and Description

MDC : ORDINARY FULLY PAID

##### Maximum Number of +securities proposed to be issued

35,984,020

##### Purpose of the issue

- \* Support the path of NanaBis to Phase 3 trials submission are uninterrupted - this is a key valuation milestone
- \* Provide funding to bridge multiple research catalysts over next 12 months
- \* Working capital for VMS inventory to maintain sales and promote new sales channels
- \* Working capital for NanaBis inventory for growing sales and international markets / and NanoCBD launch
- \* Ensuring adequate funding to cover any potential COVID related regulatory delay

##### 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 0.15000



**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

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Part 7C - Timetable

**7C.1 Proposed +issue date**

Friday June 19, 2020

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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?**

☒ No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

☒ Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

35,984,020

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

☒ No

**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

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Part 7E - Fees and expenses

**7E.1 Will there be a lead manager or broker to the proposed issue?**

☒ Yes





**7E.1a Who is the lead manager/broker?**

Morgans Corporate Limited ACN 010 539 607 and Acova Capital Pty Limited ABN 74 626 676 060 ("Acova") together are Joint Lead Managers

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

5.00% of the total proceeds of the Offer

**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**

Share registry, settlement, legal and other advisor fees

Part 7F - Further Information

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**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**

None