



30 October 2023

## NOTICE UNDER SECTION 708AA(2)(f) OF THE CORPORATIONS ACT

This notice is given by Control Bionics Limited ("Company") under section 708AA(7)(f) of the Corporations Act 2001 (Cth) ("Act").

On 30 October 2023, the Company announced its intention to undertake an equity raising of up to 68,272,612 shares to raise \$2,730,904 via a non-renounceable rights issue of fully paid ordinary shares (Shares), on the basis of 2 new Shares for every 3 Shares (**Entitlement Offer**) held as at 3 November 2023 (**Record Date**) to shareholders with a registered address in Australia and New Zealand (**Eligible Shareholders**).

Eligible Shareholders will have an opportunity to apply for additional shares (**Additional Shares**) represented by entitlements of other Eligible Shareholders not taken up.

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

- a) the Company will offer the Shares for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- b) the Company is providing this notice under paragraph 2(f) of section 708AA of the Corporations Act as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 (**ASIC Instrument**);
- c) as at the date of this notice the Company has complied with:
  - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company;
  - (ii) section 674 of the Corporations Act as it applies to the Company;
- d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act as notionally modified by the ASIC Instrument; and
- e) the potential effect that the issue of the Shares pursuant to the Entitlement Offer will have on the control of the Company, and the consequences of that effect, will depend on a number of factors, including investor demand. These factors include:
  - (i) if all shareholders subscribe for their entitlements, then all shareholders will retain their percentage ownership in the Company and the issue of Shares under the Entitlement Offer is not expected to have any material effect on the control of the Company;
  - (ii) if all shareholders do not take up their full entitlements, their holdings in the Company will be diluted to the extent that they have not taken up their entitlements; and
  - (iii) if the Company's significant shareholders take up their full entitlement and no other shareholders take up their entitlements, they will have a minimal effect on control of the Company (see further details in Offer Booklet)
  - (iv) if the Company's significant shareholders, Nightingale Partners Ltd (**Nightingale**) and Phoenix Development Fund Limited (**Phoenix**), who are also underwriters, take up their full entitlement and the whole of the shortfall as a result of the underwriting and no other shareholders take up their entitlements, then Nightingale and Phoenix will control 30.9% and 17.7% respectively of the issued capital of the Company.

Brett Crowley  
Company Secretary