



Announcement Summary

Entity name
BRAINCHIP HOLDINGS LTD

Date of this announcement
Monday May 29, 2023

The +securities the subject of this notification are:
☒ Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
BRNAM	RESTRICTED STOCK UNITS	8,000,000	26/05/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

BRAINCHIP HOLDINGS LTD

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

1.2 Registered number type

ACN

Registration number

151159812

1.3 ASX issuer code

BRN

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

29/5/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ Other

Please specify

RSUs issued in accordance with the approval of shareholders at the AGM on 23/05/2023

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

☒ has an existing ASX security code ("existing class")



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

Additional +securities in an existing class

ASX +security code and description

BRNAM : RESTRICTED STOCK UNITS

Date the +securities the subject of this notification were issued

26/5/2023

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class

☒ Yes

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

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Restricted stock Units issued in accordance with the approval of shareholders at the AGM on 23/05/2023



Issue details

Number of +securities

8,000,000

Were the +securities issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Nil consideration per the terms described within the Annual General Meeting Notice of Meeting dated 17/04/2023 and ASX Announcement 14 October 2023.

Purpose of the issue

Other

Additional Details

Refer ASX Announcement dated 14 October 2023

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
BRN : ORDINARY FULLY PAID	1,767,058,145

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
BRNAJ : PERFORMANCE RIGHTS	7,044,403
BRNAD : OPTION EXPIRING VARIOUS DATES VARIOUS PRICES	67,224,231
BRNAM : RESTRICTED STOCK UNITS	41,589,180



Part 5 - Other Listing Rule requirements

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

23/5/2023