Announcement Summary

Entity name

SECURITY MATTERS LIMITED

Date of this announcement

Friday July 01, 2022

The +securities the subject of this notification are:

☑ +Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

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	Options Expiring 29-Jun-2027 EX $0.20	200,000	29/06/2022

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of entity

SECURITY MATTERS 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

ACN

Registration number

626192998

1.3 ASX issuer code

SMX

1.4 The announcement is
☑ New announcement

1.5 Date of this announcement

1/7/2022

Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☑ +Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

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

New +securities issued under an +employee incentive scheme

ASX +security code	**+Security description**
New class - code to be confirmed	Options Expiring 29-Jun-2027 EX $0.20

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

29/6/2022

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**
Limor Moshe Lotker	Limor Moshe Lotker	200,000

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.

Options Details

+Security currency	**Exercise price**	**Expiry date**
AUD - Australian Dollar	AUD 0.20000000	29/7/2027

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

Other

Description

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/2995-02033177-3A502974?access_token=83

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

Issue details

Number of +securities

200,000

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
SMX : ORDINARY FULLY PAID	165,911,534

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
SMXAAZ : OPTION EXPIRING 27-MAR-2027 EX $0.40	8,000,001
SMXABA : OPTION EXPIRING 25-MAR-2027 EX $0.70	100,000
SMXAY : OPTION EXPIRING 02-OCT-2022 EX $0.50	300,000
SMXAZ : OPTION EXPIRING 28-JAN-2025 EX $0.39	150,000
SMXAAA : OPTION EXPIRING 31-DEC-2024 EX $0.357	50,000
SMXAAB : OPTION EXPIRING 28-JAN-2024 EX $0.31	600,000
SMXABB : OPTION EXPIRING 25-MAR-2027 EX $0.26	500,000
SMXAAW : OPTION EXPIRING 31-DEC-2023 EX $0.50	100,000
SMXAAC : OPTION EXPIRING 07-DEC-2023 EX $0.60	1,000,000
SMXAAX : OPTION EXPIRING 21-JAN-2027 EX $0.70	150,000
SMXAAY : OPTION EXPIRING 21-JAN-2025 EX $0.28	600,000
SMXAAK : OPTION EXPIRING 01-JUN-2025 EX $0.20	2,500,000
SMXAAN : OPTION EXPIRING 21-MAR-2026 EX $0.355	500,000

SMXAK : OPTION EXPIRING 24-OCT-2025 EX $0.36	100,000
SMXAAO : OPTION EXPIRING 06-AUG-2026 EX $0.351	1,000,000
SMXAAL : OPTION EXPIRING 31-DEC-2025 EX $0.36	105,000
SMXAA : OPTION EXPIRING 09-JUL-2024 EX $0.60	1,000,000
SMXAAJ : OPTION EXPIRING 11-JAN-2024 EX $0.60	500,000
SMXAAR : OPTION EXPIRING 27-SEP-2026 EX $0.70	50,000
SMXAAP : OPTION EXPIRING 14-AUG-2026 EX $0.70	667,000
SMXAAQ : OPTION EXPIRING 27-SEP-2026 EX $0.351	100,000
SMXAAI : OPTION EXPIRING 04-JAN-2024 EX $0.70	1,000,000
SMXAAG : OPTION EXPIRING 04-JAN-2024 EX $0.60	500,000
SMXAAE : OPTION EXPIRING 24-DEC-2023 EX $0.70	1,341,815
SMXAN : OPTION EXPIRING 27-JUN-2022 EX $0.40	500,000
SMXAO : OPTION EXPIRING 02-OCT-2022 EX $0.31	675,000
SMXAP : OPTION EXPIRING 12-MAR-2023 EX $0.60	4,926,466
SMXAQ : OPTION EXPIRING 25-MAR-2023 EX $0.60	1,391,255
SMXAR : OPTION EXPIRING 01-JUN-2023 EX $0.60	3,250,000
SMXAS : OPTION EXPIRING 01-SEP-2023 EX $0.20	4,277,947
SMXAT : OPTION EXPIRING 15-OCT-2023 EX $0.20	15,712,844
SMXAU : OPTION EXPIRING 23-NOV-2023 EX $0.60	3,089,591
SMXAAT : OPTION EXPIRING 10-DEC-2023 EX $0.35	1,150,000
SMXAAV : OPTION EXPIRING 31-MAY-2026 EX $0.351	200,000
SMXAE : OPTION EXPIRING 26-Mar-2025 EX 34C	700,000
SMXAF : OPTION EXPIRING 26-MAR-2025 EX 60C	200,000

SMXABC : CONVERTIBLE NOTES   828,240

New class - code to be confirmed : Options Expiring 29-Jun-2027 EX $0.20   200,000

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?
☑ No

5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?
☑ Yes

5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

200,000

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?
☑ No