



Announcement Summary

Entity name

FRUGL GROUP LIMITED

Date of this announcement

Monday June 03, 2024

The +securities the subject of this notification are:

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and 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 | Convertible Notes maturing 18 months from issue each with a face value of \$1.12. | 600,000  | 03/06/2024 |

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**

FRUGL GROUP 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**

80096870978

**1.3 ASX issuer code**

FGL

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

3/6/2024



Part 2 - Issue details

**2.1 The +securities the subject of this notification are:**  
+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and are not intended to be quoted, on ASX

**Previous Appendix 3B details:**

| Announcement Date and Time | Announcement Title                       | Selected Appendix 3B to submit quotation request |
|----------------------------|--|--|
| 31-May-2024 09:24          | New - Proposed issue of securities - FGL | A placement or other type of issue               |

**2.3a.2 Are there any further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B?**  
Yes

**2.3a.3 Please provide details of the further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B**

The issue of Tranche 2 of Convertible Notes will be subject to meeting various conditions precedent.  
The issue of Tranche 3 of Convertible Notes will be subject to meeting various conditions precedent and shareholder approval.



Part 3A - number and type of +securities the subject of this notification (existing class or new class) where issue has previously been notified to ASX in an Appendix 3B

Placement Details

**ASX +security code and description**

new unquoted class of security

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

3/6/2024

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

Issue details

**Number of +securities**

600,000

**Were the +securities issued for a cash consideration?**

Yes

**In what currency was the cash consideration being paid?**

USD - US Dollar

**What was the issue price per +security?**

USD 1.00000000



## Part 3C - number and type of +securities the subject of this notification (new class)

**ASX +security code**

New class - code to be confirmed

**+Security description**

Convertible Notes maturing 18 months from issue each with a face value of \$1.12.

**+Security type**

+Convertible debt securities

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

3/6/2024

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

Yes

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

Yes

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**<https://www.asx.com.au/asx/statistics/displayAnnouncement.do?display=pdf&idsId=02813360>**+Convertible debt securities Details****Type of +security**

Convertible note or bond

**+Security currency**

USD - US Dollar

**Face value**

USD 1.12000000

**Interest rate type**

Zero coupon/no interest

**Frequency of coupon/interest payments per year**

No coupon/interest payments

**s128F of the Income Tax Assessment Act status applicable to the +security**

s128F exemption status unknown

**Is the +security perpetual (i.e. no maturity)?**

No

**Maturity date**

2/12/2025

**Select other feature(s) applicable to the +security**

Secured

**Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?**

No

**Details of the existing class of +security that will be issued if the securities are converted, transformed or exchanged**

FGL : ORDINARY FULLY PAID



**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**

600,000

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Part 4 - +Securities on issue

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

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

**4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)**

| <b>ASX +security code and description</b> | <b>Total number of +securities on issue</b> |
|---|---|
| FGL : ORDINARY FULLY PAID                 | 99,318,318                                  |
| FGLOA : OPTION EXPIRING 20-JUL-2024       | 1,966,675                                   |

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

| <b>ASX +security code and description</b>  | <b>Total number of +securities on issue</b> |
|--|---|
| FGLAA : OPTION EXPIRING 31-DEC-2025 EX \$0.15  | 16,683,335                                  |
| New class - code to be confirmed : Convertible Notes maturing 18 months from issue each with a face value of \$1.12. | 600,000                                     |