



Announcement Summary

Entity name

HAZER GROUP LIMITED

Announcement Type

New announcement

Date of this announcement

31/7/2023

The Proposed issue is:

A standard pro rata issue (including non-renounceable or renounceable)

Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Options (Exe \$0.75, Exp 28/02/25)	15,979,101
HZR	ORDINARY FULLY PAID	31,958,202

Ex date

2/8/2023

+Record date

3/8/2023

Offer closing date

18/8/2023

Issue date

21/8/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

HAZER GROUP 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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

40144044600

1.3 ASX issuer code

HZR

1.4 The announcement is

New announcement

1.5 Date of this announcement

31/7/2023

1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

1.6a The proposed standard +pro rata issue is:

+ Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

No

Part 3B - Offer details

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

HZR : ORDINARY FULLY PAID

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?

Yes

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

No

Details of +securities proposed to be issued

ASX +security code and description

HZR : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities to be issued

3

For a given quantity of +securities held

16



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

31,958,202

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.48000

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?

Yes

Describe the limits on over-subscription

Shareholders who apply for their full entitlement may also apply for additional shares in excess of their entitlement at the offer price, to be issued from any shortfall offer (at the Company's discretion and subject to applicable law). Directors and any other related parties of the Company are not permitted to apply for such additional shares under the shortfall offer but may take up their entitlement, if any, and/or participate as a sub-underwriter as disclosed in the prospectus.

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

The Company reserves the right to scale back any applications for additional shares under the shortfall offer. If this occurs, application monies will be returned (without interest) to the extent of the scale back.

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

Yes

Attaching +Security

Is the proposed attaching 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)?

New class



Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

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

No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

Yes

ASX +security code

New class-code to be confirmed

+Security description

Options (Exe \$0.75, Exp 28/02/25)

+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

The quantity of attaching +securities to be issued

1

For a given quantity of the new +securities issued

2

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

15,979,101

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.00000

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?

Yes

Describe the limits on over-subscription

Shareholders who apply for their full entitlement may also apply for additional shares in excess of their entitlement at the offer price, to be issued from any shortfall offer (at the Company's discretion and subject to applicable law). Directors and



any other related parties of the Company are not permitted to apply for such additional shares under the shortfall offer but may take up their entitlement, if any, and/or participate as a sub-underwriter as disclosed in the prospectus.

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

The Company reserves the right to scale back any applications for additional shares under the shortfall offer. If this occurs, application monies will be returned (without interest) to the extent of the scale back.

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

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.7500

Expiry date

28/2/2025

Details of the type of +security that will be issued if the option is exercised

HZR : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share (ASX:HZR).

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Refer to section 7.4 of the Prospectus.

Part 3C - Timetable

3C.1 +Record date

3/8/2023

3C.2 Ex date

2/8/2023

3C.4 Record date

3/8/2023



3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

4/8/2023

3C.6 Offer closing date

18/8/2023

3C.7 Last day to extend the offer closing date

15/8/2023

3C.9 Trading in new +securities commences on a deferred settlement basis

21/8/2023

3C.11 +Issue date and last day for entity to announce results of +pro rata issue

21/8/2023

3C.12 Date trading starts on a normal T+2 basis

22/8/2023

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

24/8/2023

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

Yes

3E.1a Who is the lead manager/broker?

Viriathus Capital Pty Ltd

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

In consideration for the Services, the lead manager will be entitled to:

- an offer management fee of 2% plus GST of the amount underwritten and any subsequent top-up placement it may undertake on behalf of the Company;
- an underwriting fee of 1% plus GST of the amount underwritten;
- a placement fee of 4% plus GST of any funds raised in the shortfall offer and any subsequent top-up placement it may undertake on behalf of the Company; and
- a back office fee of \$7,500 plus GST for the management and execution of the DVP and cash settlement function.

3E.2 Is the proposed offer to be underwritten?

Yes

3E.2a Who are the underwriter(s)?

Viriathus Capital Pty Ltd

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

Viriathus Capital Pty Ltd is the Lead Manager of the Offer and the Offer is partially underwritten to the amount of \$6,000,000 by Viriathus Capital Pty Ltd.



3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

Refer to section 3E.1b above

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

Refer to section 7.12 of the Prospectus

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

Yes

3E.2e (i) What is the name of that party?

Tim Goldsmith, Glenn Corrie, and John (Jack) Hamilton or their respective related parties (being Directors of the Company)

3E.2e (ii) What is the extent of their underwriting or sub-underwriting (ie the amount or proportion of the offer they have underwritten or sub-underwritten)?

Tim Goldsmith (or his related party) proposes to sub-underwrite the Offer to the amount of \$112,500, Glenn Corrie (or his related party) proposes to sub-underwrite the Offer to the amount \$150,000, and John (Jack) Hamilton (or his related party) proposes to sub-underwrite the Offer to the amount of \$175,000.

3E.2e (iii) What fee, commission or other consideration is payable to them for acting as underwriter or sub-underwriter?

Nil

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

No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Refer to section 1.3 of the Prospectus

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Funds raised are to be principally used towards supporting the ongoing performance from the CDP post start up, R&D to advance and prepare the technology for commercial-scale deployment and advance current global commercial projects and working capital

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

A Shareholder who has a registered address outside of Australia, Hong Kong, Singapore, New Zealand, the United Kingdom will not be eligible to participate in the Entitlement Offer



3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

No

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://hazergroup.com.au/investors/#shareinformation>

3F.7 Any other information the entity wishes to provide about the proposed issue

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

Yes

3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a +disclosure document or +PDS for the +securities proposed to be issued