



## Announcement Summary

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**Entity name**

HYTERRA LTD

**Announcement Type**

New announcement

**Date of this announcement**

19/4/2023

**The Proposed issue is:**

☒ A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Zero Exercise Price Options subject to vesting conditions; expiring 5 years from date of issue.	5,000,000
New class-code to be confirmed	Zero Exercise Price Options (full terms are yet to be determined)	20,000,000

**Proposed +issue date**

31/5/2023

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**

HYTERRA LTD

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**

68116829675

**1.3 ASX issuer code**

HYT

**1.4 The announcement is**☒ New announcement**1.5 Date of this announcement**

19/4/2023

**1.6 The Proposed issue is:**☒ A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**☒ Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	30/5/2023	<input checked="" type="checkbox"/> Actual	

**Comments**

5,000,000 Zero Exercise Price Options (ZEPOs) to be issued to Mr Benjamin Mee as part of his remuneration package as Executive Director, subject to obtaining shareholder approval at the Annual General Meeting (AGM) to be held on 30 May 2023. Further details regarding the AGM will be provided in due course.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	30/7/2023	<input checked="" type="checkbox"/> Estimated	

**Comments**

A further 20,000,000 ZEPOs are Intended to be issued to Mr Mee upon the receipt of shareholder approval at a General Meeting to be held subsequent to the next AGM. The full terms of the ZEPOs are yet to be determined.

## Part 7B - Issue details

**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)?**  
☒ New class

**Will the proposed issue of this +security include an offer of attaching +securities?**  
☒ No

Details of +securities proposed to be issued

**ISIN Code (if Issuer is a 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?

☒ No

ASX +security code

New class-code to be confirmed

+Security description

Zero Exercise Price Options subject to vesting conditions; expiring 5 years from date of issue.

+Security type

Options

Number of +securities proposed to be issued

5,000,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Zero Exercise Price Options (ZEPOs) to be issued to the executive director as part of his remuneration package.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

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

Expiry date

31/5/2028

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

HYT : ORDINARY FULLY PAID

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

1 fully paid ordinary share for each ZEPO exercised

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.

The terms and conditions of the ZEPOs will be included in the Notice of AGM to be held on 30 May 2023. Further details of the Notice of AGM will be provided in due course.



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)?

☒ New class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a 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?

☒ No

ASX +security code

New class-code to be confirmed

+Security description

Zero Exercise Price Options (full terms are yet to be determined)

+Security type

Options

Number of +securities proposed to be issued

20,000,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Zero Exercise Price Options (ZEPOs) to be issued to the executive director as part of his remuneration package.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

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

☒ Yes



## Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0000	

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

HYT : ORDINARY FULLY PAID

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

1 fully paid ordinary share for each ZEPO exercised

**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.**

The ZEPOs are intended to be issued upon receipt of shareholder approval at a General Meeting to be held subsequent to the 30 May 2023 AGM. The full terms and conditions of the ZEPOs are yet to be determined.

## Part 7C - Timetable

**7C.1 Proposed +issue date**

31/5/2023

## Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**☒ No**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**☒ No**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**☒ No**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**☒ Yes**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**☒ No**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**☒ No



## Part 7E - Fees and expenses

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### 7E.1 Will there be a lead manager or broker to the proposed issue?

☒ No

### 7E.2 Is the proposed issue to be underwritten?

☒ No

### 7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

## Part 7F - Further Information

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### 7F.01 The purpose(s) for which the entity is issuing the securities

The purpose of the issue of the ZEPOs is to provide a performance linked incentive component in the remuneration package for Mr Benjamin Mee to motivate and reward their performance as Executive Director and to provide a cost effective remuneration.

### 7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

☒ No

### 7F.2 Any other information the entity wishes to provide about the proposed issue

5,000,000 ZEPOs to be issued subject to obtaining shareholder approval at the AGM to be convened on 30 May 2023. A further 20,000,000 ZEPOs are intended to be issued to Mr Mee upon the receipt of shareholder approval at a General Meeting to be held subsequent to the next AGM. The full terms of the 20m ZEPOs are yet to be determined. Please refer to the Company's ASX announcement dated 19 April 2023 for further details in relation to the appointment of Mr. Benjamin Mee.