



Announcement Summary

Entity name

WELLFULLY LIMITED

Date of this announcement

Thursday December 22, 2022

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
New class - code to be confirmed	Unlisted Options at \$0.15 each, expiring on 30 April 2027	19,300,000	22/12/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

WELLFULLY 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

72056482636

1.3 ASX issuer code

WFL

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

22/12/2022



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ Other

Please specify

Issue of 19,300,000 Unlisted Options with an exercise price of \$0.15 each, expiring on 30 Apr 2027.

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**ASX +security code**

New class - code to be confirmed

+Security description

Unlisted Options at \$0.15 each, expiring on 30 April 2027

+Security type

Options

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

22/12/2022

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.**

Refer to Capital Funding Facility announcement lodged with the ASX on 2 May 2022:

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02516689-6A1089808?access_token=83ff96335c2d45a094df02a206a39ff4

AND

Refer to the Notice of General Meeting (Schedule 2) lodged with the ASX on 29 August 2022:

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02560201-6A1106600?access_token=83ff96335c2d45a094df02a206a39ff4

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.15000000

Expiry date

30/4/2027

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

Other

Description

Upon conversion, each Unlisted Option will convert to one fully paid ordinary share (WFL) in the Company.



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

The Option issue was approved by shareholders at the General Meeting held on 27 September 2022, specifically Resolutions 11 and 12:

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02573043-6A1111455?access_token=83ff96335c2d45a094df02a206a39ff4

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

Refer to Appendix 3B lodged with the ASX on 2 May 2022 and released at 9.18am:

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02516962-6A1089925?access_token=83ff96335c2d45a094df02a206a39ff4

AND

Refer to Appendix 3B lodged with the ASX on 2 May 2022 and released at 9.31am:

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02516968-6A1089928?access_token=83ff96335c2d45a094df02a206a39ff4

Issue details

Number of +securities

19,300,000

Were the +securities issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Unlisted Options issued to GEM Global Yield LLC SCS as part sign-on fees as part of the capital funding facility up to A\$55 million over a three year period.

Purpose of the issue

To pay for services rendered

Additional Details

Refer to Capital Funding Facility announcement lodged with the ASX on 2 May 2022.

**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
WFL : ORDINARY FULLY PAID	391,148,229
WFLOA : OPTION EXPIRING 23-FEB-2024	32,820,513
WFLO : OPTION EXPIRING 31-MAR-2023	161,983,434

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
WFLAD : OPTION EXPIRING 19-AUG-2023 EX 10C	6,150,000
WFLAE : PERFORMANCE RIGHTS	15,000,000
New class - code to be confirmed : Unlisted Options at \$0.15 each, expiring on 30 April 2027	19,300,000



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?

☒ Yes

5.2a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

27/9/2022