



## Announcement Summary

**Entity name**

ADVERITAS LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Tuesday June 2, 2020

**The Proposed issue is:**

- An offer of securities under a securities purchase plan
- A placement or other type of issue

**Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan**

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
AV1	ORDINARY FULLY PAID	72,317,488

**+Record date**

Monday June 1, 2020

**Offer closing date**

Friday June 26, 2020

**+Issue date**

Tuesday June 30, 2020

**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
AV1	ORDINARY FULLY PAID	60,000,000

**Proposed +issue date**

Wednesday August 12, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

---

**1.1 Name of +Entity**

ADVERTITAS 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.

**1.2 Registered Number Type**

ABN

**Registration Number**

88156377141

**1.3 ASX issuer code**

AV1

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Tuesday June 2, 2020

**1.6 The Proposed issue is:**

- An offer of +securities under a +securities purchase plan
- A placement or other type of issue

For personal use only



Part 4 - Details of proposed offer under securities purchase plan

---

Part 4A - Conditions

---

**4A.1 - Are any of the following approvals required for the offer of +securities under the +securities purchase plan issue to be unconditional?**

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

No

Part 4B - 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**

AV1 : ORDINARY FULLY PAID

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

No

Details of +securities proposed to be issued

---

**ASX +Security Code and Description**

AV1 : ORDINARY FULLY PAID

**Maximum Number of +securities proposed to be issued**

72,317,488

**Minimum Number of +securities proposed to be offered to each individual +security holder**

26,666

**Maximum Number of +securities proposed to be offered to each individual +security holder**

400,000

For personal use only



<b>Minimum subscription \$ amount proposed to be offered to each individual security holder</b>	<b>Maximum subscription \$ amount proposed to be offered to each individual security holder</b>
AUD 2,000	AUD 30,000

**Purpose of the issue**

Funds raised will support the Company's increased marketing initiatives including advertising, media, public relations, additional sales and marketing personnel and for general working capital.

**Offer price details for retail security holders**

<b>Issue Currency</b>	<b>Offer Price per +security</b>	<b>Estimated or Actual?</b>
AUD - Australian Dollar	AUD 0.07500	<input checked="" type="checkbox"/> Actual

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

Yes

**Oversubscription & Scale back details****May a scale back be applied to this event?**

Yes

**Provide the scale back details**

The Board reserves the right, in its absolute discretion, to withdraw, scale-back or accept over subscriptions, subject to compliance with the ASX Listing Rules. Any scale back will be conducted in accordance with the Class Waiver and will be applied on a pro rata basis based on the number of securities applied for by each Eligible Shareholder.

## Part 4C - Timetable

**4C.1 Date of announcement of +security purchase plan**

Tuesday June 2, 2020

**4C.2 +Record date**

Monday June 1, 2020

**4C.3 Date on which offer documents will be made available to investors**

Friday June 5, 2020

**4C.4 Offer open date**

Friday June 5, 2020

**4C.5 Offer closing date**

Friday June 26, 2020



#### 4C.6 Announcement of results

Tuesday June 30, 2020

#### 4C.7 +Issue date

Tuesday June 30, 2020

#### Part 4D - Listing Rule requirements

---

**4D.1 Does the offer under the +securities purchase plan meet the requirements of listing rule 7.2 exception 5 that:**

- the number of +securities to be issued is not greater than 30% of the number of fully paid +ordinary securities already on issue; and
- the issue price of the +securities is at least 80% of the +volume weighted average market price for +securities in that +class, calculated over the last 5 days on which sales in the +securities were recorded, either before the day on which the issue was announced or before the day on which the issue was made?

No

**4D.1a 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

**4D.1b 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

#### Part 4E - Fees and expenses

---

**4E.1 Will there be a lead manager or broker to the proposed offer?**

No

**4E.2 Is the proposed offer to be underwritten?**

No

**4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

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

N/A - no lead manager or broker involved in the offer.

#### Part 4F - Further Information

---



**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

No

**4F.2 Countries in which the entity has security holders who will not be eligible to accept the proposed offer**

Canada, Croatia, Hong Kong, Malaysia, Singapore and United Kingdom.

**4F.3 URL on the entity's website where investors can download information about the proposed offer**

<https://www.adveritas.com.au/asx-announcements/>

**4F.4 Any other information the entity wishes to provide about the proposed offer**

The Company will be relying on ASX's recently released Class Waiver Decision - Temporary Extra Placement Capacity dated 31 March 2020 (as updated) in relation to the pricing of the SPP, and will comply with the conditions of that Class Waiver Decision.

For personal use only



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

## Part 7A - Conditions

**7A.1 - Are any of the following approvals required for the placement or other type of issue?**

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

 Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Wednesday August 12, 2020	<input checked="" type="checkbox"/> Estimated	No

**Comments**

13,333,334 Shares will be issued subject to the Company receiving approval at its general meeting, convened for 24 June 2020, for the ratification of previous issues of securities (contained in Resolution 1 in the Notice of Meeting dated 22 May 2020).

A further 26,666,666 Shares to will be issued to Nonexecutive Director Mr Mark McConnell (or nominee) subject to the Company receiving approval at a general meeting, to be convened in early August 2020.

## 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)?**

 Existing class

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

 No

## Details of +securities proposed to be issued

**ASX +Security Code and Description**

AV1 : ORDINARY FULLY PAID

**Maximum Number of +securities proposed to be issued**

60,000,000



### Purpose of the issue

Funds raised will support the Company's increased marketing initiatives including advertising, media, public relations, additional sales and marketing personnel and for general working capital.

### Offer price details for retail security holders

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

AUD - Australian Dollar

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

AUD 0.07500

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

Yes

### Oversubscription & Scale back details

**May a scale back be applied to this event?**

No

## Part 7C - Timetable

### 7C.1 Proposed +issue date

Wednesday August 12, 2020

## Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the 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)?**

Yes

**7D.1c ( i ) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?**

20,000,000 shares to be issued under the Tranche 1 placement (refer ASX announcement of 2 June 2020).

**7D.2 Is a party referred to in listing rule 10.11.1 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

---

**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**

N/A - No brokerage or fees will be paid in relation to the Placement.

Part 7F - Further Information

---

**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**

Refer ASX announcement dated 2 June 2020 for further information on the placement.

For personal use only