



Announcement Summary

Entity name

ADVERTITAS 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



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	Maximum Number of +securities proposed to be offered to each individual +security holder
26,666	400,000



Minimum subscription \$ amount proposed to be offered to each individual security holder

AUD 2,000

Maximum subscription \$ amount proposed to be offered to each individual security holder

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

Issue Currency

AUD - Australian Dollar

Offer Price per +security

AUD 0.07500

Estimated or Actual?

☒ 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.



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	☒ 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.