

Announcement Summary

Entity name

BRAINCHIP HOLDINGS LTD

Date of this announcement

Friday May 26, 2023

The +securities the subject of this notification are:☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX**Total number of +securities to be issued/transferred**

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
BRNAJ	PERFORMANCE RIGHTS	1,662,594	26/05/2023
BRNAM	RESTRICTED STOCK UNITS	3,102,144	26/05/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

BRAINCHIP HOLDINGS LTD

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ACN

Registration number

151159812

1.3 ASX issuer code

BRN

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

26/5/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

☒ has an existing ASX security code ("existing class")



Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code and description

BRNAJ : PERFORMANCE RIGHTS

Date the +securities the subject of this notification were issued

26/5/2023

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

☒ Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

☒ Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
Pia Turcinov	Pia Turcinov	187,344
Peter Van Der Made	Peter Van Der Made	1,287,906

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

<https://www.asx.com.au/asx/statistics/displayAnnouncement.do?display=pdf&idsId=02655277>

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

Issue details

Number of +securities

1,662,594

**ASX +security code and description**

BRNAM : RESTRICTED STOCK UNITS

Date the +securities the subject of this notification were issued

26/5/2023

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Antonio J Viana	Antonio J Viano	187,344
Duy-Loan Le	Duy-Loan Le	650,307
Sean Hehir	Sean Hehir	2,264,493

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms<https://www.asx.com.au/asx/statistics/displayAnnouncement.do?display=pdf&idsId=02655277>**Any other information the entity wishes to provide about the +securities the subject of this notification**

Issue details**Number of +securities**3,102,144

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
BRN : ORDINARY FULLY PAID	1,767,058,145

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
BRNAJ : PERFORMANCE RIGHTS	8,706,997
BRNAD : OPTION EXPIRING VARIOUS DATES VARIOUS PRICES	67,224,231
BRNAM : RESTRICTED STOCK UNITS	36,691,324



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

23/5/2023