



Update Summary

Entity name

APPLYFLOW LIMITED

Announcement Type

Update to previous announcement

Date of this announcement

7/9/2021

Reason for update to a previous announcement

Updated for 1) Proposed number of Shares for remaining Tranches, being Tranche 1 (AUD50,000 or 5,845,895 shares) and Tranche 4 (AUD100,000 or estimated at 10,000,000 shares at 1.0cent) and 2) proposed latest allotment date for Tranche 4 - Refer ASX Release 27 August 2020.

NOTE: the 10m Options outlined on this form have already been issued.

Refer to next page for full details of the announcement

**Part 1 - Entity and announcement details**

1.1 Name of +Entity

APPLYFLOW 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.

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

ACN

Registration Number

107371497

1.3 ASX issuer code

AFW

1.4 The announcement is☒ Update/amendment to previous announcement**1.4a Reason for update to a previous announcement**

Updated for 1) Proposed number of Shares for remaining Tranches, being Tranche 1 (AUD50,000 or 5,845,895 shares) and Tranche 4 (AUD100,000 or estimated at 10,000,000 shares at 1.0cent) and 2) proposed latest allotment date for Tranche 4 - Refer ASX Release 27 August 2020.

NOTE: the 10m Options outlined on this form have already been issued.

1.4b Date of previous announcement to this update

27/8/2020

1.5 Date of this announcement

7/9/2021

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?

☒ No

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

AFW : ORDINARY FULLY PAID

Number of +securities proposed to be issued

15,845,895

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

Shares issued under Employee Incentive Securities Plan (as approved by shareholders on 29 November 2019) subject to achievement of milestones as part of remuneration package

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

0.010000

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

☒ Yes



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

Unlisted options, exercise price \$0.0206 and expiry date 30 November 2024

+Security type

Options

Number of +securities proposed to be issued

10,000,000

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

Options issued under Employee Incentive Securities Plan (as approved by shareholders on 29 November 2019) subject to achievement of milestones as part of remuneration package to CEO.

IT IS NOTED THAT THESE OPTIONS HAVE ALREADY BEEN ISSUED.

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

0.010000

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 0.0206	30/11/2024

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

AFW : ORDINARY FULLY PAID

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

10,000,000

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.

See announcement dated 27 August 2020 entitled Business update and key management changes

Part 7C - Timetable

7C.1 Proposed +issue date

16/9/2022

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?

☒ No

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

Part 7F - Further Information

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

Issue of securities to CEO as part of remuneration package.
IT IS NOTED THAT THE OPTIONS ON THIS FORM HAVE ALREADY BEEN ISSUED.

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

Number of shares to be issued is dependent on certain specified milestones and the issue price of the shares will be equal to the 20-day VWAP prior to the date on which milestone is achieved.
As the issue price of the shares is variable dependent on the date of achievement of the relevant milestone, it is not possible to determine the actual number that may be issued. However, based on a 1 cent per share issue price (which was the 25 August 2020 ASX closing price of AFWi shares), the maximum number of shares (assuming all remaining milestones (Tranche 1 and Tranche 4) are achieved) that may be issued will be 15,845,895. See ASX announcement of 27 August 2020 for further information.