



Announcement Summary

Entity name

MEMPHASYS LIMITED.

Date of this announcement

Monday February 19, 2024

The +securities the subject of this notification are:

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and 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
New class - code to be confirmed	Placement options	97,497,059	15/02/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

MEMPHASYS 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

33120047556

1.3 ASX issuer code

MEM

1.4 The announcement is

New announcement

1.5 Date of this announcement

19/2/2024



Part 2 - Issue details

2.1 The +securities the subject of this notification are:
+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and are not intended to be quoted, on ASX

Previous Appendix 3B details:

Announcement Date and Time	Announcement Title	Selected Appendix 3B to submit quotation request
04-Dec-2023 09:09	New - Proposed issue of securities - MEM	A placement or other type of issue

2.3a.2 Are there any further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B?
Yes

2.3a.3 Please provide details of the further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B

issue of shares and options to related party



Part 3A - number and type of +securities the subject of this notification (existing class or new class) where issue has previously been notified to ASX in an Appendix 3B

Placement Details

ASX +security code and description

new unquoted class of security

Date the +securities the subject of this notification were issued

15/2/2024

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

Issue of Options attached to placement of ordinary shares

Issue details

Number of +securities

97,497,059

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

issue of free attaching options to shares issued at \$0.01 per share, with 1 attaching option issued for every 2 shares issued



Part 3C - number and type of +securities the subject of this notification (new class)

ASX +security code	+Security description
New class - code to be confirmed	Placement options
+Security type	ISIN code
Options	
Date the +securities the subject of this notification were issued	
15/2/2024	
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.	
chrome-extension://efaidnbmninnibpcajpcglclefindmkaj/https://announcements.asx.com.au/asxpdf/20240110/pdf/05z9m0slddhlc1.pdf	

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.02000000	15/2/2026
Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option		
Other		
Description		
Placement Options: ex price \$0.02, ex date 15/02/2026		
Any other information the entity wishes to provide about the +securities the subject of this notification		
None		

Issue details

Number of +securities
97,497,059

Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MEM : ORDINARY FULLY PAID	1,343,858,732

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
MEMAP : OPTION EXPIRING 31-AUG-2024 EX \$0.094	1,593,000
MEMAK : OPTION EXPIRING 30-JUL-2024	2,575,800
MEMAR : OPTION EXPIRING 05-DEC-2024 EX \$0.0237	2,500,000
MEMAO : CONVERTIBLE NOTES	3,000,000
MEMAS : OPTION EXPIRING 18-JAN-2026 EX \$0.02	106,613,948
New class - code to be confirmed : Placement options	97,497,059