

**Zoono Group Limited (ASX: ZNO)
ASX ANNOUNCEMENT**

26 April 2023

Non-Renounceable Rights Issue to Raise \$2.1M

Zoono Group Limited (**Company**) (ASX: ZNO) has today lodged a prospectus for a pro-rata non-renounceable entitlement issue to eligible shareholders with ASIC and ASX. The offer is for one (1) New Share for every four (4) existing Shares held by eligible shareholders on the Record Date, at an issue price of \$0.05 per New Share, together with one (1) free New Option for every three (3) New Shares applied for and issued, to raise up to \$2,102,289 (before costs) (**Rights Issue**). The Options are exercisable at \$0.10 and expire on 2 June 2026. Shareholders will also have the opportunity to apply for any securities not applied for under the Rights Issue (**Shortfall**).

All Directors and Officers of the Company, including the Company's largest shareholder, Managing Director, Paul Hyslop, will be taking up their full entitlements.

Funds raised under the Rights Issue will be used to fund the Douglas Pharmaceuticals Joint Venture (as announced on ASX on 17 October 2022), expand the Company's business in China, complete the fresh food shelf-life trials in conjunction with a major European supermarket chain, expenses of the Offer and working capital.

All Shareholders with a registered address in Australia or New Zealand (**Eligible Shareholders**) who hold ordinary shares in the Company at 7.00pm (AEST) on 1 May 2023 (**Record Date**), will be able to participate in the Rights Issue. The Company has, subject to ASIC approval, appointed CCZ Equities Australia Pty Ltd to act as nominee for ineligible shareholders and arrange the potential sale of entitlements which would have been offered to them had they been eligible to participate in the Entitlement Offer.

Key Terms of the offer

(assuming the Full subscription of \$2,102,289 is achieved under the Offer)

Offer Price per Share	\$0.05
Entitlement Ratio (based on existing Shares)	1 New Share for every 4 Existing Shares (1 for 4)
Shares currently on issue	168,183,083
Shares to be issued under the Offer	42,045,771
Gross proceeds of the issue of Shares	\$2,102,289
Shares on issue Post-Offer	210,228,854
Offer Price per New Option	Nil
Option Entitlement Ratio (based on Shares subscribed for)	1 free attaching New Option for every 3 New Shares (1 for 3)
Options currently on issue	10,400,000
New Options to be issued under the Offer	14,015,257
Gross proceeds of the issue of Options	\$1,401,526
Options on issue Post-Offer	24,415,257

Indicative Timetable

The proposed timetable for the Rights Issue is set out below:

Lodgement of Prospectus with the ASIC	26 April 2023
Lodgement of Prospectus and Appendix 3B with ASX	26 April 2023
Ex date	28 April 2023
Record Date for determining Entitlements	1 May 2023
Offer opening date, Prospectus sent out to Shareholders and Company announces this has been completed	4 May 2023
Last day to extend the Closing Date	23 May 2023
Closing Date as at 5:00pm*	26 May 2023
Shares quoted on a deferred settlement basis	29 May 2023
ASX notified of under subscriptions	2 June 2023
Issue date and lodgement of Appendix 2A with ASX applying for quotation of the Shares	2 June 2023
Quotation of Shares issued under the Offer**	5 June 2023

*The Directors may extend the Closing Date by giving at least three (3) Business Days' notice to ASX prior to the Closing Date. Accordingly, the date the Securities are expected to commence trading on ASX may vary.

This announcement has been authorised and approved for release to ASX by the Board of Zoono Group Limited.

For further information, please contact:**Zoono Group Limited**

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About Zoono

Zoono Group Limited is a global biotech company that develops, manufactures and distributes a suite of scientifically-validated, long-lasting and environmentally-friendly antimicrobial solutions. Zoono's mission is to improve health and well-being through innovative, safe, non-toxic and durable germ protection.

Zoono produces sprays, wipes and foams suited for skin care, surface sanitisers, and mould remediation treatments. The products are based on the 'ZOONO molecule', a unique antimicrobial molecule that bonds to any surface and kills pathogens including bacteria, viruses, algae, fungi and mould.

Zoono's products have received numerous regulatory approvals and the Company's technology claims are supported by independent testing conducted in laboratories worldwide. Zoono is headquartered in New Zealand and its products are available globally.

To learn more, please visit: www.zoono.com