



## Announcement Summary

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**Entity name**

NOXOPHARM LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Wednesday May 13, 2020

**The Proposed issue is:**

A standard pro rata issue (including non-renounceable or renounceable)

**Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)**

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
n/a	New Options over full paid ordinary shares in the Company (NOX).	20,304,819
NOX	ORDINARY FULLY PAID	60,914,458

**Ex date**

Tuesday May 19, 2020

**+Record date**

Wednesday May 20, 2020

**Offer closing date**

Thursday June 11, 2020

**Issue date**

Thursday June 18, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

NOXOPHARM 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**

50608966123

**1.3 ASX issuer code**

NOX

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Wednesday May 13, 2020

**1.6 The Proposed issue is:**

A standard +pro rata issue (non-renounceable or renounceable)

**1.6a The proposed standard +pro rata issue is:**

+ Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

**3A.1 - Are any of the following approvals required for the entitlement offer 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 3B - 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**

NOX : ORDINARY FULLY PAID

**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?**

Yes

**If the entity has quoted company options, do the terms entitle option holders to participate on exercise?**

No

Details of +securities proposed to be issued

**ASX +Security Code and Description**

NOX : ORDINARY FULLY PAID

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

**The quantity of additional +securities to be issued**

2

**For a given quantity of +securities held**

5



**What will be done with fractional entitlements?**

Fractions of 0.5 or more rounded up

**Maximum Number of +securities proposed to be issued**

60,914,458

**Purpose of the issue**

Corporate purposes including advancing research programs and working capital.

**Offer price details for retail security holders**

**Issue Currency**

AUD - Australian Dollar

**Offer Price per +security**

AUD 0.13000

**Estimated or Actual?**

Actual

**Oversubscription & Scale back details**

**Are +security holders allowed to oversubscribe?**

No

**May a scale back be applied to this event?**

No

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

Yes

Attaching +Security

**Is the proposed attaching 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

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

**Details of attaching +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?**

Yes

**ASX +Security Code**

New class-code to be confirmed

**+Security Description**

New Options over full paid ordinary shares in the Company (NOX).



### +Security Type

Options

**Offer ratio (ratio of attaching securities at which the new +securities will be issued)**

**The quantity of attaching +securities to be issued**

1

**For a given quantity of the new +securities issued**

3

**What will be done with fractional entitlements?**

Fractions of 0.5 or more rounded up

**Maximum Number of +securities proposed to be issued**

20,304,819

### Offer price details for retail security holders

**Issue Currency**

AUD - Australian Dollar

**Offer Price per +security**

AUD 0.00000

**Estimated or Actual?**

Actual

### Oversubscription & Scale back details

**Are +security holders allowed to oversubscribe?**

No

**May a scale back be applied to this event?**

No

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

### Options details

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**+Security Currency**

AUD - Australian Dollar

**Exercise Price**

AUD 0.3000

**Expiry date**

Sunday June 11, 2023

**Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option**

NOX : ORDINARY FULLY PAID



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**Please provide any further information relating to the principal terms of the +securities**

The New Options will expire at 5.00pm (Sydney time) on the date which is 3 years after the date of issue of the New Options (Expiry Date). Any New Options not exercised before the Expiry Date will automatically lapse on the Expiry Date. The New Options held by the Optionholder may be exercised in whole or in part, and if exercised in part, multiples of 1,000 must be exercised on each occasion.

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Part 3C - Timetable

**3C.1 +Record date**

Wednesday May 20, 2020

**3C.2 Ex date**

Tuesday May 19, 2020

**3C.4 Record date**

Wednesday May 20, 2020

**3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue**

Thursday May 21, 2020

**3C.6 Offer closing date**

Thursday June 11, 2020

**3C.7 Last day to extend the offer closing date**

Friday June 5, 2020

**3C.9 Trading in new +securities commences on a deferred settlement basis**

Friday June 12, 2020

**3C.10 Last day for entity to announce the results of the offer to ASX, including the number and percentage of +securities taken up by existing +security holders and any shortfall taken up by underwriters or other investors**

Tuesday June 16, 2020

**3C.11 Issue date**

Thursday June 18, 2020

**3C.12 Date trading starts on a normal T+2 basis**

Friday June 19, 2020

**3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis**

Tuesday June 23, 2020



Part 3E - Fees and expenses

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**3E.1 Will there be a lead manager or broker to the proposed offer?**

Yes

**3E.1a Who is the lead manager/broker?**

Canaccord Genuity (Australia) Limited

**3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

2.5% issue management fee (exclusive of GST).

\$75,000 consultancy fee

Subject to shareholder approval will issue 5 million Options on same terms as rights options

**3E.2 Is the proposed offer to be underwritten?**

Yes

**3E.2a Who are the underwriter(s)?**

Canaccord Genuity (Australia) Limited

**3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?**

Fully underwritten

**3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?**

4% (exclusive of GST)

Subject to shareholder approval will issue 20,304,819 Sub-Underwriting Options on same terms as rights options

**3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated**

Refer to underwriting agreement in the prospectus (section 5.4)

**3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?**

No

**3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

**3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Legal fees \$43,000

Part 3F - Further Information

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**3F.1 The purposes for which the entity intends to use the cash raised by the proposed issue**

Corporate purposes including advancing research programs and working capital.

**3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?**

No



**3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?**

No

**3F.4 Countries in which the entity has security holders who will not be eligible to participate in the proposed issue**

All countries except Australia and New Zealand.

**3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities**

No

**3F.6 URL on the entity's website where investors can download information about the proposed issue**

[www.noxopharm.com](http://www.noxopharm.com)

**3F.7 Any other information the entity wishes to provide about the proposed issue**