



Announcement Summary

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**Entity name**

TOTAL BRAIN LIMITED

**Date of this announcement**

Monday April 11, 2022

**The +securities the subject of this notification are:**

Other

**Total number of +securities to be issued/transferred**

<b>ASX +security code</b>	<b>Security description</b>	<b>Total number of +securities to be issued/transferred</b>	<b>Issue date</b>
New class - code to be confirmed	Convertible notes	1,278,485	08/04/2022

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**

TOTAL BRAIN 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**

ACN

**Registration number**

094069682

**1.3 ASX issuer code**

TTB

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

11/4/2022



Part 2 - Issue details

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**2.1 The +securities the subject of this notification are:**

Other

**Please specify**

Unquoted convertible notes announced in Appendix 3B on 5 April 2022

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

does not have an existing ASX security code ("new class")



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

**New +securities**

**ASX +security code**

New class - code to be confirmed

**+Security description**

Convertible notes

**+Security type**

+Convertible debt securities

**ISIN code**

**Date the +securities the subject of this notification were issued**

8/4/2022

**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?**

No

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02507035-2A1367035?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02507035-2A1367035?access_token=83ff96335c2d45a094df02a206a39ff4)

+Convertible debt securities Details

**Type of +security**

Convertible note or bond

**+Security currency**

AUD - Australian Dollar

**Face value**

AUD 1.00000000

**Interest rate type**

Fixed rate

**Frequency of coupon/interest payments per year**

No coupon/interest payments

**s128F of the Income Tax Assessment Act status applicable to the +security**

s128F exemption status unknown

**Is the +security perpetual (i.e. no maturity)?**

No



**Maturity date**

8/10/2023

**Select other feature(s) applicable to the +security**

Convertible

**Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?**

No

**Details of the existing class of +security that will be issued if the securities are converted, transformed or exchanged**

Other

**Description**

TTB Ordinary Fully Paid

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

**Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B**

Unquoted convertible notes announced in Appendix 3B on 5 April 2022

Issue details

**Number of +securities**

1,278,485

**Were the +securities issued for a cash consideration?**

Yes

**In what currency was the cash consideration being paid?**

AUD - Australian Dollar

**What was the issue price per +security?**

AUD 1.00000000

**Purpose of the issue**

To fund the retirement of debt



## 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)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
TTB : ORDINARY FULLY PAID	133,391,131
TTBO : OPTION EXPIRING 19-AUG-2022	12,543,626

**4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
TTBAD : OPTION EXPIRING 16-JAN-2024 EX 45C	206,612
TTBAF : OPTION EXPIRING 15-NOV-2024 EX \$0.80	50,000
TTBAG : OPTION EXPIRING 17-DEC-2024 EX \$1.00	24,000
TTBAH : OPTION EXPIRING 10-FEB-2025 EX \$1.00	50,000
TTBAC : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	24,107,873
New class - code to be confirmed : Convertible notes	1,278,485



Part 5 - Other Listing Rule requirements

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**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?**

No

**5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

10,931,974

**5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No