

9 October 2026

ASX Announcement

Pre-Quotation Disclosure

Identifai Genetics Limited (ACN 695 439 993) (ASX: ID1) (**Company**) provides the following information for release to the market in connection with the admission of the Company to the Official List of ASX and quotation of the Company's fully paid ordinary shares (**Shares**) on ASX (**Listing**).

Capitalised terms in this announcement have the same meaning given in the Company's prospectus dated 2 September 2026 (**Prospectus**) unless the context otherwise requires.

1. Completion of the Public Offer

The Company confirms that it has raised the Full Subscription under the Public Offer and completed the issue of 50,000,000 Shares at an issue price of A\$0.20 each to raise A\$10,000,000 (before costs).

2. Capital Structure

The Company's capital structure as at the date of Admission is as follows:

Security	Number
Fully Paid Ordinary Shares	191,979,023
Options ¹	21,109,586
Performance Rights	25,768,560

Notes:

1. Comprising:
 - a. 1,774,037 Options (exercisable at US\$0.06 and expiring on 31 May 2033) and otherwise on the terms and conditions set out at Section 10.2 of the Prospectus;
 - b. 434,600 Options (exercisable at US\$0.06 and expiring on 8 August 2033) and otherwise on the terms and conditions set out at Section 10.2 of the Prospectus;
 - c. 3,559,374 Options (exercisable at US\$0.06 and expiring on 16 June 2034) and otherwise on the terms and conditions set out at Section 10.2 of the Prospectus;
 - d. 282,490 Options (exercisable at US\$0.06 and expiring on 27 April 2035) and otherwise on the terms and conditions set out at Section 10.2 of the Prospectus;
 - e. 3,385,534 Options (exercisable at US\$0.06 and expiring on 9 December 2035) and otherwise on the terms and conditions set out at Section 10.2 of the Prospectus;
 - f. 1,518,581 Existing 25 cent Options (exercisable at A\$0.25 and expiring on 28 February 2029) and otherwise on the terms and conditions set out at Section 10.3 of the Prospectus; and
 - g. 10,154,970 Lead Manager Options (exercisable at A\$0.25 and expiring on 6 April 2029) and otherwise on the terms and conditions set out at Section 10.4 of the Prospectus.
2. Subject to various vesting conditions, and otherwise on the terms and conditions set out in Section 10.5 of the Prospectus. Comprising of:
 - a. 12,884,285 Tranche 1 Performance Rights; and
 - b. 12,884,275 Tranche 2 Performance Rights.



3. Issue of Options and Performance Rights

The Company has also issued the following Options:

- (a) 10,154,970 Lead Manager Options (exercisable at A\$0.25 and expiring on the date that is two and a half years from the date of issue) and otherwise on the terms and conditions set out in section 10.4 of the Prospectus; and
- (b) 25,768,560 Performance Rights (subject to various vesting conditions) and otherwise on the terms and conditions set out in section 10.5 of the Prospectus.

4. Restricted Securities

The Company confirms that the following securities will be subject to restriction pursuant to the ASX Listing Rules for the period outlined below:

Security	Number of Securities	Restriction Period
Shares	79,991,766	24 months from quotation
Shares	769,677	31 March 2027 – 12 months from the date of issue
Shares	1,100,017	12 May 2027 – 12 months from the date of issue
Shares	808,356	9 July 2027 – 12 months from the date of issue
Shares	372,887	15 July 2027 – 12 months from the date of issue
Options (exercisable at US\$0.06 and expiring 9 December 2035)	886,584	24 months from the date of quotation
Options (exercisable at A\$0.25 and expiring 28 February 2029)	1,518,581	31 August 2027 – 12 months from the date of issue
Lead Manager Options (exercisable at A\$0.25 and expiring 6 April 2029)	10,154,970	24 months from the date of quotation
Performance Rights (Tranche 1 – expiring 31 December 2027)	9,680,304	24 months from the date of quotation
Performance Rights (Tranche 1 – expiring 31 December 2027)	3,203,981	6 October 2027 – 12 months from the date of issue
Performance Rights (Tranche 2 – expiring 31 December 2029)	9,680,302	24 months from the date of quotation
Performance Rights (Tranche 2 – expiring 31 December 2029)	3,203,973	6 October 2027 – 12 months from the date of issue

5. Waivers and confirmations

ASX has granted the Company waivers from the following ASX Listing Rules (**Listing Rules**):

- (a) Listing Rule 1.1 (Condition 12), to the extent necessary to:
 - (i) permit the Company to have on issue 9,436,035 options with an exercise price less than A\$0.20 (**Options**) that were issued under the share swap agreement between the Company and Identifai Genetics Limited (Israel) (**Identifai Israel**) (**Swap Agreement**) and not to require the terms of the Options to be changed to comply with the Listing Rules, as they apply to the exercise price ; and
 - (ii) permit the Company to have on issue 25,768,560 Performance Rights issued with an exercise price of less than \$0.20 to the PR Recipients (and/or their respective nominees).

ASX granted this waiver on the condition that:

- (iii) the full terms and conditions of the Options and Performance Rights are clearly disclosed in the Company's Prospectus (refer to Sections 10.2 and 10.5 of the Prospectus, respectively); and
 - (iv) the Company releases this pre-quotation disclosure announcement to the market disclosing the nature and effect of the waiver and the Company's reasons for seeking the waiver as pre-quotation disclosure (as set out at Annexure A of this announcement).
- (b) Listing Rule 9.1(b) in connection with the Company's acquisition of Identifai Israel, pursuant to the Swap Agreement, to the extent necessary to permit the Company to apply the restrictions in paragraphs 1 and 2 of Appendix 9B (as applicable) to 132,604,023 Shares and 9,436,035 Options (together, the **Consideration Securities**) were issued to the existing seed capitalists of Identifai Israel (**Identifai Israel Vendors**), as follows:
 - (i) the Consideration Securities issued to the Identifai Israel Vendors who subscribed with cash for their Consideration Securities are treated as being held by a related party, unrelated party or promoter seed capitalists (as appropriate) of the Company;
 - (ii) cash formula relief is applicable to the Consideration Securities that are issued to those persons who subscribed with cash for the securities in Identifai Israel, provided ASX is satisfied with the evidence submitted to substantiate the cash amounts paid to Identifai Israel;
 - (iii) for the purposes of determining the length of the escrow period for the Consideration Securities issued to unrelated seed capitalists which are subject to 12 month escrow, the 12 month escrow period will begin on the date on which the cash subscription for their seed securities in Identifai Israel was made; and
 - (iv) for the purposes of determining the length of escrow period for the Consideration Securities issued to seed capitalists who are related parties or promoters of the Company, which are subject to 24 months escrow, the

24 month escrow period will be deemed to begin on the date of the commencement of trading in the Company's securities on ASX.

ASX granted the waiver on the condition that the Company releases this pre-quotation disclosure announcement to the market disclosing the nature and effect of the waiver and the Company's reasons for seeking the waiver (as set out at Annexure A of this announcement).

ASX has also confirmed that the terms of the 25,768,560 Performance Rights issued to the PR Recipients (and/or their respective nominees) are appropriate and equitable for the purposes of Listing Rule 6.1. The full terms of the Performance Rights are set out in Section 10.5 of the Prospectus.

6. Cooperation and Project Funding Agreement

The Company confirms that it has finalised and entered into the Co-operation and Project Financing Agreement (referred to as the 'CPFA' in the Prospectus) with the Israel-U.S. Binational Research and Development (**BIRD**) Foundation and Inocras Inc., on terms as set out in Section 4.16 of the Prospectus.

Authorised by the board of Identifai Genetics Limited.



Annexure A – Nature and Effect of Waivers

ASX Listing Rule	Nature and Effect	Reasons for seeking waiver
Listing Rule 1.1 (Condition 12) – Options	<u>Nature:</u> To permit the Company to have on issue 9,436,035 options with an exercise price of US\$0.06 (being less than A\$0.20) (Options). <u>Effect:</u> The effect of the waiver is that the Company will no longer be required to comply with Listing Rule 1.1 (condition 12) in respect of the Options and can have the Options on issue at Listing.	As part of the Listing, the Company is required to comply with Chapters 1 and 2 of the Listing Rules. However, the Company is unable to comply with Listing Rule 1.1 (Condition 12) on the basis that the Options have an exercise price of less than A\$0.20. Under the Swap Agreement the Identifai Israel option holders were issued with Options in the Company on identical terms to their previous options already held in Identifai Israel. These original options having been previously issued under an employee securities incentive scheme, prior to the Company's IPO contemplated and not in conjunction with the Company's IPO. The reason for this 'like-for-like' issue was to obtain a tax ruling from the Israel Tax Authority (ITA). In order for the ITA to issue a tax ruling, the Company had to ensure that the transaction was economically neutral for the exchanging securityholders. Practically speaking, this meant that the terms of Options that were issued mirrored the original options as closely as possible, so that the transaction did not give rise to a realisation event, an economic uplift, or a change in the substantive rights of the holders. The Company confirms that all other options the Company has on issue, have an exercise price of not less than A\$0.20, and the full terms and conditions of the Options are disclosed in the Company's Prospectus.
Listing Rule 1.1 (Condition 12) and Listing Rule 6.1 – Performance Rights	<u>Nature:</u> To permit the Company to have on issue 25,768,560 Performance Rights with an exercise price of less than A\$0.20 to the PR	As part of the Listing, the Company is required to comply with Chapters 1 and 2 of the Listing Rules. However, the Company is unable to comply with Listing Rule 1.1 (Condition 12) on the basis that the Performance Rights have an exercise price of less than A\$0.20. In relation to the Performance Rights, section 4 of Guidance Note 19 recognises that performance securities may be issued by a listed entity to

	Recipients (and/or their respective nominees). <u>Effect:</u> The effect of the waiver is that the Company will no longer be required to comply with Listing Rule 1.1 (condition 12) in respect of the Performance Rights.	directors, senior executives, employees or contractors, as part of their remuneration package as a means of incentivising them to achieve a particular performance milestone. The Company proposes to issue the Performance Rights to provide a direct link between the services previously and/or currently provided by each of the PR Recipients and the future performance of the Company and its business. The issue of the Performance Rights provides cost-effective remuneration as the non-cash form of this benefit allows the Company to spend a greater portion of its cash reserves on its operations.
Listing Rule 9.1(b) (‘look-through’ relief)	<u>Nature:</u> In respect of the Company’s completed acquisition of Identifai Israel (pursuant to the Swap Agreement), to the extent necessary to permit the Company to apply restrictions in paragraphs 1 and 2 of Appendix 9B (as applicable) to the Consideration Securities issued to the Identifai Israel Vendors. <u>Effect:</u> The effect of the waiver is that the Company is permitted to treat the Identifai Israel Vendors as seed capitalists of the Company and escrow restrictions to be applied on a ‘look through’ basis.	As part of the Listing, the Company is required to comply with Chapters 1 and 2 of the Listing Rules, including (absent a waiver) Listing Rule 9.1(b). Prior to lodgement of its IPO Prospectus, the Company acquired 100% of the issued capital of Identifai Israel. Identifai Israel has not returned capital, distributed assets, paid any dividends or made any other distributions to its shareholder prior to completion of the Swap Agreement. The Consideration Securities issued are subject to escrow restrictions in Chapter 9 and Appendix 9B of the Listing Rules. The Identifai Israel Vendors who received the Consideration Securities are technically vendors of a classified asset for the purposes of their classification under Appendix 9B. ASX will apply escrow restrictions on a ‘look-through’ basis where there is a scrip-for-scrip acquisition of an unlisted entity that holds classified assets by a listed or to-be listed entity, and the unlisted entity that is acquired does not return capital distribute any assets or make any unusual distributions to its shareholders before the acquisition is complete. Further, cash formula relief is applicable using the conversion ratio calculation and will be subject to the relevant escrow period for their classification. This upholds the principle of the listing rule escrow regime.