



Announcement Summary

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**Entity name**

ALTHEA GROUP HOLDINGS LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Tuesday April 29, 2025

**The +securities to be quoted are:**

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B

**Total number of +securities to be quoted**

<b>ASX +security code</b>	<b>Security description</b>	<b>Number of +securities to be quoted</b>	<b>Issue date</b>
AGH	ORDINARY FULLY PAID	274,750,000	29/04/2025

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**

ALTHEA GROUP HOLDINGS LIMITED

We (the entity named above) apply for +quotation of the following +securities and agree to the matters set out in Appendix 2A of the ASX Listing Rules.

**1.2 Registered number type**

ACN

**Registration number**

626966943

**1.3 ASX issuer code**

AGH

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

29/4/2025



Part 2 - Type of Issue

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**2.1 The +securities to be quoted are:**

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B

**Previous Appendix 3B details:**

<b>Announcement Date and Time</b>	<b>Announcement Title</b>	<b>Selected Appendix 3B to submit quotation request</b>
17-Feb-2025 10:12	New - Proposed issue of securities - AGH	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**

1. 11,250,000 shares under Tranche 2 Placement Shares
2. The grant of 25,000,000 options exercisable at \$0.03 and expiring on 30 June 2027 to the Lead Manager, pursuant to shareholder approval of Resolution 8 at the Company's general meeting held on 7 April 2025, has yet to occur.



Part 3A - number and type of +securities to be quoted where issue has previously been notified to ASX in an Appendix 3B

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Placement Details

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**ASX +security code and description**

AGH : ORDINARY FULLY PAID

**Issue date**

29/4/2025

Distribution Schedule

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**Provide a distribution schedule for the new +securities according to the categories set out in the left hand column - including the number of recipients and the total percentage of the new +securities held by the recipients in each category.**

<b>Number of +securities held</b>	<b>Number of holders</b>	<b>Total percentage of +securities held</b> For example, to enter a value of 50% please input as 50.00
1 - 1,000		%
1,001 - 5,000		%
5,001 - 10,000		%
10,001 - 100,000		%
100,001 and over		%



## Issue details

**Number of +securities to be quoted**

175,000,000

**Are the +securities being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

The Loan Note Shares are issued as consideration for the repayment of the debt owed under the Loan Note Deed through the agreed and approved conversion mechanism.

**Please provide an estimate (in AUD) of the value of the consideration being provided per +security for the +securities to be quoted**

0.020000

**Any other information the entity wishes to provide about the +securities to be quoted**

Issued pursuant to shareholder approval of Resolution 6 at the Company's General Meeting held on 7 April 2025. Refer to the Notice of General Meeting released on 6 March 2025: <https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02921995-3A663578&v=7bc42bd11d853ed5e8c28f2ffcd6a069ee5cd6b4>

**ASX +security code and description**

AGH : ORDINARY FULLY PAID

**Issue date**

29/4/2025

## Distribution Schedule

**Provide a distribution schedule for the new +securities according to the categories set out in the left hand column - including the number of recipients and the total percentage of the new +securities held by the recipients in each category.**

<b>Number of +securities held</b>	<b>Number of holders</b>	<b>Total percentage of +securities held</b> For example, to enter a value of 50% please input as 50.00
1 - 1,000		%
1,001 - 5,000		%
5,001 - 10,000		%
10,001 - 100,000		%
100,001 and over		%



Issue details

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**Number of +securities to be quoted**

99,750,000

**Are the +securities being issued for a cash consideration?**

Yes

**In what currency is the cash consideration being paid?      What is the issue price per +security?**

AUD - Australian Dollar

AUD 0.02000000

**Any other information the entity wishes to provide about the +securities to be quoted**

Issue of Tranche 2 Placement Shares pursuant to shareholder approval of Resolutions 2-5 at the Company's General Meeting held on 7 April 2025. Refer to the Notice of General Meeting released on 6 March 2025: <https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02921995-3A663578&v=7bc42bd11d853ed5e8c28f2ffcd6a069ee5cd6b4>

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## Part 4 - Issued capital following quotation

**Following the quotation of the +securities the subject of this application, the issued capital 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 quoted on ASX following the +quotation of the +securities subject of this application)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
AGH : ORDINARY FULLY PAID	796,586,676

**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>
AGHAD : OPTION EXPIRING 21-SEP-2022 RESTRICTED	2,675,000
AGHAE : PERFORMANCE RIGHTS	13,772,002
AGHAF : OPTION EXPIRING 31-JAN-2028 EX \$0.039	10,033,310
AGHAG : OPTION EXPIRING 31-JAN-2028 EX \$0.046	10,033,310