



Announcement Summary

Entity name

PAYRIGHT LIMITED

Announcement Type

New announcement

Date of this announcement

5/4/2022

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	CONVERTIBLE NOTE EXP 10/05/2026	35,555,560
New class-code to be confirmed	WARRANTS EXP 10/5/2026	2,714,079
PYR	ORDINARY FULLY PAID	8,333,333

Proposed +issue date

10/5/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

PAYRIGHT 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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ACN

Registration Number

605753535

1.3 ASX issuer code

PYR

1.4 The announcement is

New announcement

1.5 Date of this announcement

5/4/2022

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis? Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	5/5/2022	<input checked="" type="checkbox"/> Actual	

Comments

The security holder approval is only sought in respect of the issue of fully paid ordinary shares and the convertible notes. Security holder approval is sought for the issue of the Warrants, however, should approval not be obtained, the Warrants will be issued utilising Listing Rule 7.1 capacity.

Part 7B - Issue details

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?

 No

Details of +securities proposed to be issued

ASX +security code and description

PYR : ORDINARY FULLY PAID

Number of +securities proposed to be issued

8,333,333

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

 Yes



In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.18000

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

Yes

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)?

New class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +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?

Yes

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

CONVERTIBLE NOTE EXP 10/05/2026

+Security type

+Convertible debt securities

Number of +securities proposed to be issued

35,555,560

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.22500

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

-

 Yes

+Convertible debt securities details

These securities are:

Convertible

Type of security

Convertible note or bond

+Security currency

AUD - Australian Dollar

Face value

AUD 0.2250

Interest rate type

Fixed rate

Frequency of coupon/interest payments per year

Semi-annual

First interest payment date

30/9/2022

Interest rate per annum

9.00000 %

Is the interest rate per annum estimated at this time? No**s128F of the Income Tax Assessment Act status applicable to the +security**

s128F exemption status unknown

Is the +security perpetual (ie. no maturity date)? No**Maturity date**

10/5/2026

Select other features applicable to the +security Redeemable**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 type of +security that will be issued if the securities are converted, transformed or exchanged**

PYR : ORDINARY FULLY PAID

Number of +securities that will be issued if the +securities are converted, transformed or exchanged (including, if applicable, any interest)



Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

An announcement detailing the material terms of the securities to be issued will be provided in due course at: <https://investor.s.payright.com.au/investor-centre/>

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)?

New class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +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?

Yes

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

WARRANTS EXP 10/5/2026

+Security type

Other

Number of +securities proposed to be issued

2,714,079

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

\$10 for all Warrants. The cash consideration is a nominal amount in connection with a warehouse facility which will provide the Company with debt funding to accelerate growth and reduce the Company's cost of funds (Warehouse Facility)

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

10.000000

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

Yes



Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

An announcement detailing the material terms of the securities to be issued will be provided in due course at: <https://investor.s.payright.com.au/investor-centre/>

Part 7C - Timetable

7C.1 Proposed +issue date

10/5/2022

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

5/5/2022

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

Yes

7E.1a Who is the lead manager/broker?

MST Financial Services Pty Limited and Henslow Pty Ltd (together, Joint Lead Managers) for the Placement and Convertible Bond



7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

The Company agrees to pay the Joint Lead Managers, a sum equal to:
2% of the total value of capital raised under the offer as Management fees; and
4% of the total value of capital raised under the offer as Selling fees.

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

The Company will incur legal and administration costs in the sum of approximately \$50,000.00 in respect of the capital raise transaction.

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

Warrants will be issued in connection with the Warehouse Facility. The funds from Convertible Notes and Shares will be used to facilitate the transition to a new warehouse facility, in addition to working capital and further investments in the business.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

The Convertible Notes are convertible at the election of the Noteholder:
(a) if a Material Event occurs within 6 months after the date of issue, by giving the Company a notice no later than 15 business days following the announcement of the Material Event; or
(b) After 6-months from the date of issue by giving the Company at least 20 days notice.
See Appendix 1 of the ASX announcement dated 5 April 2022 for definition of Material Event

7F.3 Any on-sale of the securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)