



11 July 2024

NZX Limited
Level 1, NZX Centre
11 Cable Street
Wellington
New Zealand

Notice Pursuant to Clause 20(1)(a) of Schedule 8 to the Financial Markets Conduct Regulations 2014

Promisia Healthcare Limited (**NZX:PHL**) has announced that it intends to undertake a share purchase plan and placements to raise a minimum of NZ\$3 million and up to approximately NZ\$4 million (the **Offer**). In addition, PHL will issue one warrant for every share issued under the Offer for no additional consideration. All retail investors residing in New Zealand will be able to participate in the Offer. The shares issued under the Offer will be of the same class as the shares in PHL quoted on the NZX Main Board.

Pursuant to clause 20(1)(a) of Schedule 8 to the Financial Markets Conduct Regulations 2014 (the **Regulations**), and the Financial Markets Conduct Act 2013 (**FMCA**), PHL advises that:

- 1 PHL is making the Offer to investors in reliance upon the exclusion in clauses 19(1) and 19(1A) of Schedule 1 to the FMCA and is giving this notice under clause 20(1)(a) of Schedule 8 to the Regulations.
- 2 As at the date of this notice:
 - a) PHL is in compliance with the continuous disclosure obligations that apply to it in relation to its quoted ordinary shares;
 - b) PHL is in compliance with its “financial reporting obligations” (as defined in clause 20(5) of Schedule 8 of the Regulations); and
 - c) there is no information that is “excluded information” (as defined in clause 20(5) of Schedule 8 of the Regulations).
- 3 The Offer may cause the current majority shareholders of PHL to hold less than 50% of all shares on issue in PHL following allotment of the Offer. Otherwise, the Offer is not expected to have any effect on the control of PHL within the meaning set out in clause 48 of Schedule 1 of the FMCA.

For and on behalf of the Board

Rhonda Sherriff
Chair of the Board
Promisia Healthcare Limited