



ASX ANNOUNCEMENT 25 FEBRUARY 2021

## CONVERTIBLE NOTE EXTENSION AND REVISION OF TERMS

The Board of Directors is pleased to announce that 333D Ltd (ASX:T3D or “**Company**”) has been granted approval from ASX Limited (“**ASX**”) to an extension of the expiry date for its \$300,000 in convertibles notes (“**Notes**”) issued by the Company on 1 June 2018.

The approved terms of the Notes are outlined below in this announcement.

### Background

At an Extraordinary General Meeting of Shareholders held on 25 May 2018, Shareholders approved the issue of 300,000 Notes to Mr John Conidi, a Director of the Company. Subsequently the Company was seeking to vary the terms of the Notes by extending the maturity date to 1 July 2021. No other variation to the Notes was being sought.

The Board, with Mr Condi abstaining, considered the variation to the Note to be appropriate, equitable, commercially reasonable and at arm’s length to Mr Conidi and was in the interest of all Shareholders.

As foreshadowed in the ASX announcement on 1 June 2020, and due to this being a related party arrangement, the Board was seeking Shareholder approval regarding the Notes at the General Meeting scheduled to be held on 13 January 2021.

However, the proposed resolution to consider this variation was removed by the Company in the Notice of Meeting dated 3 December 2020 pending consideration of the proposed variation by the ASX in accordance with *ASX Listing Rule 6.1 (Appropriate and Equitable Requirement for All Securities)*.

### Approval by ASX under Listing Rule 6.1.

On 16 February 2021, ASX wrote to the Company with its formal decision regarding the extension to the maturity date of the Notes confirming its approval and noting that the varied terms of the Notes “are appropriate and equitable pursuant to *ASX Listing Rule 6.1*”.

Pursuant to *ASX Listing Rule 10.11*, Shareholder approval is still required due to the related party nature of the Notes and the Company confirms that a resolution for Shareholders to consider this variation will be put forward at the next Meeting of Shareholders, the date of which is yet to be confirmed.

### Impact under Listing Rule 7.1

The issue of the Notes and any securities issued as a result of conversion of the Notes will not affect the capacity of the Company to issue securities in accordance with *ASX Listing Rule 7.1* as Shareholders previously approved the issue.

This announcement has been authorised for release by the **Board of 333D Limited**.

**About 333D Limited**

333D Limited (ASX: T3D) is Australia's leading 3d printing and technology licensing company. Our leading-edge approach unites the latest in next-generation digital and manufacturing technology to make 3D printed licensed merchandise for sports and entertainment organisations in Australia and around the world.

To find out more about 333D visit: [www.333D.com.au](http://www.333D.com.au).

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## KEY TERMS OF THE CONVERTIBLE NOTE

|                              |   |
|------------------------------|---|
| <b>Issuer</b>                | 333D Limited (" <b>Company</b> ")   |
| <b>Notes on Issue</b>        | 300,000 Redeemable Convertible Notes (" <b>Notes</b> ")   |
| <b>Price</b>                 | \$1.00 (AUD)  |
| <b>Expiry Date</b>           | 1 July 2021   |
| <b>Term</b>                  | 13 months   |
| <b>Interest</b>              | <p>12% p.a.</p> <p>Accrues daily and paid within 10 business days upon each 6-month anniversary of the issue date Conversion (in cash or fully paid ordinary shares ("<b>Shares</b>") at the election of the Company).</p>  |
| <b>Conversion</b>            | <p>Conversion at any time at Noteholders discretion.</p> <p>The conversation price remains at \$0.00286 in accordance with the original terms of the Notes.</p> <p>The number of Shares to be issued to each Noteholder on conversion of the Notes will be calculated by dividing the number of Notes to be converted by the price per share.</p> |
| <b>Compulsory Conversion</b> | The Company may convert all outstanding Notes if the VWAP of Shares traded on the ASX is greater than \$0.01 for the 30 trading days immediately prior to the date at which the Compulsory Conversion is issued.  |
| <b>Redemption</b>            | The Company may provide notice to redeem with cash up to 100% of all outstanding Notes at face value inclusive of accrued interest. Note holders upon receipt of this notice may immediately convert their Notes into Shares.   |
| <b>Repayment</b>             | At the end of Term, the Noteholder has the right to request repayment of all outstanding Principal and all accrued interest or convert the Notes into Shares.   |