



Announcement Summary

Entity name

AD1 HOLDINGS LIMITED

Announcement Type

New announcement

Date of this announcement

Tuesday August 30, 2022

The +securities to be quoted are:

Other

Total number of +securities to be quoted

ASX +security code	Security description	Number of +securities to be quoted	Issue date
AD1	ORDINARY FULLY PAID	24,916,943	30/08/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

AD1 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

ABN

Registration number

29123129162

1.3 ASX issuer code

AD1

1.4 The announcement is

New announcement

1.5 Date of this announcement

30/8/2022



Part 2 - Type of Issue

2.1 The +securities to be quoted are:

Other

2.2 The +securities to be quoted are:

Additional +securities in a class that is already quoted on ASX ("existing class")

2.3c Have these +securities been offered under a +disclosure document or +PDS?

No

2.3d Please provide any further information needed to understand the circumstances in which you are applying to have these +securities quoted on ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Issue of shares as settlement of a final milestone payment for the acquisition of Art of Mentoring Pty Ltd as announced to ASX on 30 September 2020.

2.4 Any on-sale of the +securities to be quoted 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)



Part 3B - number and type of +securities to be quoted (existing class) where issue has not previously been notified to ASX in an Appendix 3B

Additional +securities to be quoted in an existing class

ASX +security code and description

AD1 : ORDINARY FULLY PAID

Issue date

30/8/2022

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

Yes

Issue details

Number of +securities to be quoted

24,916,943

Are the +securities being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Issue of shares as settlement of a final milestone payment for the acquisition of Art of Mentoring Pty Ltd as announced to ASX on 30 September 2020.

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

0.060200

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

The securities will be placed into voluntary escrow until 12 August 2024.

The purpose(s) for which the entity is issuing the securities

To pay for the acquisition of an asset

Please provide additional details

Issue of shares as settlement of a final milestone payment for the acquisition of Art of Mentoring Pty Ltd as announced to ASX on 30 September 2020.



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:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance 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)

ASX +security code and description	Total number of +securities on issue
AD1 : ORDINARY FULLY PAID	700,731,292

4.2 Unquoted +securities (total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
AD1AE : OPTION EXPIRING 15-JUN-2024 EX 2C	175,000
AD1AF : OPTION EXPIRING 14-JUN-2025 EX 2C	175,000
AD1AK : OPTION EXPIRING 23-DEC-2022 EX \$0.077	5,914,488
AD1AL : OPTION EXPIRING 23-DEC-2025 EX \$0.10	75,000,000
AD1AM : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	145,000,000
AD1AI : OPTION EXPIRING 22-JUL-2024 EX 10C	666,668
AD1AH : OPTION EXPIRING 22-JUL-2024 EX 7.5C	666,666
AD1AG : OPTION EXPIRING 22-JUL-2024 EX 5C	666,666
AD1AN : OPTION EXPIRING 28-OCT-2022 EX \$0.052	14,468,754
AD1AD : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	8,527,776
AD1AO : OPTION EXPIRING 16-JAN-2023 EX \$0.052	1,406,250



Part 5 - Other Listing Rule requirements

5.1 Are the +securities being issued under an exception in Listing Rule 7.2 and therefore the issue does not need any security holder approval under Listing Rule 7.1?

No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

No

5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Yes

5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

24,916,943 fully paid ordinary shares.

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No