



## Announcement Summary

**Entity name**

1414 DEGREES LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

14/7/2023

**The Proposed issue is:** A standard pro rata issue (including non-renounceable or renounceable) A placement or other type of issue**Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Unlisted Options exercisable at \$0.10	102,742,729
14D	ORDINARY FULLY PAID	102,742,729

**Ex date**

18/7/2023

**+Record date**

19/7/2023

**Offer closing date**

14/8/2023

**Issue date**

21/8/2023

**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	Unlisted Options exercisable at \$0.10	22,222,223
14D	ORDINARY FULLY PAID	22,222,223



**Proposed +issue date**

14/11/2023

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

1414 DEGREES 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

ABN

### Registration Number

57138803620

### 1.3 ASX issuer code

14D

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

14/7/2023

### 1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

A placement or other type of issue

### 1.6a The proposed standard +pro rata issue is:

+ Non-renounceable



Part 3 - Details of proposed entitlement offer issue

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Part 3A - Conditions

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**3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?**

No

Part 3B - Offer details

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**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

**ASX +security code and description**

14D : ORDINARY FULLY PAID

**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?**

Yes

**If the entity has quoted company options, do the terms entitle option holders to participate on exercise?**

No

Details of +securities proposed to be issued

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**ASX +security code and description**

14D : ORDINARY FULLY PAID

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)**

**Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)**

**The quantity of additional +securities to be issued**

1

**For a given quantity of +securities held**

2



**What will be done with fractional entitlements?**

Fractions over 0.5 rounded up

**Maximum number of +securities proposed to be issued (subject to rounding)**

102,742,729

#### Offer price details for retail security holders

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security for the retail offer?**

AUD 0.04500

#### Oversubscription & Scale back details

**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

**Describe the limits on over-subscription**

Eligible Shareholders who take up their full Entitlements under the Entitlement Offer may also apply for Additional New Securities in excess of their Entitlements under the Top Up Facility (subject to compliance with applicable laws and the terms as set out in the Prospectus).

**Will a scale back be applied if the offer is over-subscribed?**

Yes

**Describe the scale back arrangements**

In the event it is necessary to scale back applications for Additional New Securities by Eligible Shareholders, then the scale back will be at the discretion of the Directors and, in the first instance, on a pro rata basis, based on the Entitlements of Eligible Shareholders.

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

Yes

Attaching +Security

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**Is the proposed attaching 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

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

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**Details of attaching +securities proposed to be issued**

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is 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?**

No

**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**

Unlisted Options exercisable at \$0.10

**+Security type**

Options

**Offer ratio (ratio of attaching securities at which the new +securities will be issued)**

**The quantity of attaching +securities to be issued**

1

**For a given quantity of the new +securities issued**

1

**What will be done with fractional entitlements?**

Fractions over 0.5 rounded up

**Maximum number of +securities proposed to be issued (subject to rounding)**

102,742,729

**Offer price details for retail security holders**

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security for the retail offer?**

AUD 0.00000

**Oversubscription & Scale back details**

**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

**Describe the limits on over-subscription**

Eligible Shareholders who take up their full Entitlements under the Entitlement Offer may also apply for Additional New Securities in excess of their Entitlements under the Top Up Facility (subject to compliance with applicable laws and the terms as set out in the Prospectus).

**Will a scale back be applied if the offer is**



**over-subscribed?**

Yes

**Describe the scale back arrangements**

In the event it is necessary to scale back applications for Additional New Securities by Eligible Shareholders, then the scale back will be at the discretion of the Directors and, in the first instance, on a pro rata basis, based on the Entitlements of Eligible Shareholders.

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

Yes

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Options details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.1000

**Expiry date**

21/8/2025

**Details of the type of +security that will be issued if the option is exercised**

14D : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

Each option can be exercised to receive one fully paid ordinary share in the Company (ASX:14D)

**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.**

The terms and conditions of the options can be found in the Prospectus dated 14 July 2023 and released to the ASX which can be accessed at <https://1414degrees.com.au/investors/>

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Part 3C - Timetable

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**3C.1 +Record date**

19/7/2023

**3C.2 Ex date**

18/7/2023

**3C.4 Record date**

19/7/2023



**3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue**

24/7/2023

**3C.6 Offer closing date**

14/8/2023

**3C.7 Last day to extend the offer closing date**

9/8/2023

**3C.9 Trading in new +securities commences on a deferred settlement basis**

15/8/2023

**3C.11 +Issue date and last day for entity to announce results of +pro rata issue**

21/8/2023

**3C.12 Date trading starts on a normal T+2 basis**

22/8/2023

**3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis**

24/8/2023

Part 3E - Fees and expenses

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**3E.1 Will there be a lead manager or broker to the proposed offer?**

Yes

**3E.1a Who is the lead manager/broker?**

Taylor Collison Limited

**3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

The Lead Manager will be paid a management fee of 3% (excl GST) and a selling fee of 3% (excl GST) of the gross amount raised under the Shortfall Offer and the Conditional Placement Offer. The Company will also pay reasonable expenses to the Lead Manager, and has agreed to issue to the Lead Manager 3,000,000 New Options on the same terms and conditions as the New Options to be issued pursuant to the Entitlement Offer. The Lead Manager mandate is summarised in section 8.1 of the Prospectus dated 14 July 2023.

**3E.2 Is the proposed offer to be underwritten?**

No

**3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No





### 3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

The approximate costs of the offer are \$250,490, summarised in section 8.12 of the Prospectus dated 14 July 2023.

## Part 3F - Further Information

### 3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

SiBrick commercialisation, rebuilding cash reserves, attract grant funding from industry partners, working capital. A summary is provided in section 4.1 of the Prospectus dated 14 July 2023.

### 3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

### 3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No

### 3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Hong Kong, Singapore, South Africa, United Kingdom, and United States of America

### 3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

Yes

### 3F.5a Please provide further details of the offer to eligible beneficiaries

Shareholders resident in Australia and New Zealand acting as a nominee and holding Shares on behalf of persons who are resident in other jurisdictions are responsible for ensuring that taking up any New Securities does not breach regulations in the relevant jurisdiction and will need to assess whether indirect participation by the beneficiary in the Entitlement Offer is compatible with applicable foreign laws.

### 3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://1414degrees.com.au/investors/>

### 3F.7 Any other information the entity wishes to provide about the proposed issue

### 3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

Yes

### 3F.9 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 +disclosure document or +PDS for the +securities proposed to be issued



## 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?
Other (please specify in comment section)	14/11/2023	<input checked="" type="checkbox"/> Estimated	

**Comments**

As detailed in the Prospectus dated 14 July 2023, in the event the total value of the Shortfall Offer Securities available to be placed by the Lead Manager pursuant to the Shortfall Offer is less than 500,000 AUD, the Lead Manager will have the right (but not the obligation) to place up to an additional 22,222,223 New Shares to sophisticated and professional investors pursuant to the Conditional Placement Offer (Conditional Placement Right). Refer to Section 8.1 of the Prospectus for further information in relation to the Lead Manager Mandate. Applicants who apply for and are issued Conditional Placement Offer Shares will receive one Conditional Placement Offer Option for each Conditional Placement Share applied for and issued to that Applicant.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	14/11/2023	<input checked="" type="checkbox"/> Estimated	

**Comments**

The Company offers to issue the Conditional Placement Offer Shares to professional and sophisticated investors (upon invitation from the Company in consultation with the Lead Manager) at the same price of Conditional Placement Offer Shares as that offered under the Entitlement Offer together with one free attaching Conditional Placement Offer Option for each Conditional Placement Offer Share applied for and issued subject to the Lead Manager validly exercising the Conditional Placement Right and the Company receiving the requisite Shareholder approval or having the requisite placement capacity under Listing Rule 7.1 to issue the Conditional Placement Offer Securities.

## 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)?**

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

 Yes



Existing class

Details of +securities proposed to be issued

**ASX +security code and description**

14D : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

22,222,223

**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 0.04500

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

Yes

Attaching +Security

**Is the proposed attaching 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

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

**Details of attaching +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?**

No

**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**

Unlisted Options exercisable at \$0.10



**+Security type**

Options

**Number of +securities proposed to be issued**

22,222,223

**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**

Free attaching options

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

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

Yes

Options details

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**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.1000

**Expiry date**

14/11/2025

**Details of the type of +security that will be issued if the option is exercised**

14D : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

Each option can be exercised to receive one fully paid ordinary shares (ASX:14D)

**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.**

Terms and conditions of the options are disclosed in the Prospectus dated 14 July 2023 and lodged with the ASX.

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Part 7C - Timetable

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**7C.1 Proposed +issue date**

14/11/2023

Part 7D - Listing Rule requirements

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

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

It is not certain as at the date of the Prospectus whether the Conditional Placement Right can be exercised by the Lead Manager and accordingly, the Company is currently not intending to issue a notice of meeting in relation to any resolutions seeking the approval of Shareholders for the issue of Conditional Placement Offer Securities under Listing Rule 7.1. However, in the event the issue of any Conditional Placement Offer Securities requires Shareholder approval under Listing Rule 7.1 and the Company does not receive the requisite Shareholder approval, the Company will only issue Conditional Placement Offer Securities to the extent it is able to do so under its placement capacity under Listing Rule 7.1.

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No

**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

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

Yes

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

Taylor Collison Limited

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

The Lead Manager will be paid a management fee of 3% (excl GST) and a selling fee of 3% (excl GST) of the gross amount raised under the Shortfall Offer and the Conditional Placement Offer. The Company will also pay reasonable expenses to the Lead Manager, and has agreed to issue to the Lead Manager 3,000,000 New Options on the same terms



and conditions as the New Options to be issued pursuant to the Entitlement Offer. The Lead Manager mandate is summarised in section 8.1 of the Prospectus dated 14 July 2023.

**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 approximate costs of the offer are \$250,490, summarised in section 8.12 of the Prospectus dated 14 July 2023.

Part 7F - Further Information

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

SiBrick commercialisation, rebuilding cash reserves, attract grant funding from industry partners, working capital. A summary is provided in section 4.1 of the Prospectus dated 14 July 2023.

**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**

**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 +disclosure document or +PDS for the +securities proposed to be issued