



Announcement Summary

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**Entity name**

APPEN LIMITED

**Date of this announcement**

Monday January 29, 2024

**The +securities the subject of this notification are:**

Other

**Total number of +securities to be issued/transferred**

<b>ASX +security code</b>	<b>Security description</b>	<b>Total number of +securities to be issued/transferred</b>	<b>Issue date</b>
New class - code to be confirmed	Warrants	2,591,598	24/01/2024

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**

APPEN LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

**1.2 Registered number type**

ABN

**Registration number**

60138878298

**1.3 ASX issuer code**

APX

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

29/1/2024



Part 2 - Issue details

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**2.1 The +securities the subject of this notification are:**

Other

**Please specify**

Please refer to the Appendix 3B released on 21 November 2023 re the proposed issue of Warrants.

**2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:**

does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

**New +securities**

**ASX +security code**

New class - code to be confirmed

**+Security description**

Warrants

**+Security type**

Other

**ISIN code**

**Date the +securities the subject of this notification were issued**

24/1/2024

**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 being issued.**

Each warrant will automatically vest on the 12 month anniversary of their issue date (or upon the occurrence of a change of control event, winding-up or other exit event).

Timing for vesting and subsequent exercise of warrants will also be dependent on the warrant holder remaining an employee or engaged by the Appen Group, not being a bad leaver and in certain circumstances where they are subject to constructive dismissal.

**Any other information the entity wishes to provide about the +securities the subject of this notification**

Securities are being issued to a vendor of Quadrant Global Pte. Ltd (Quadrant) in connection with the earn-out arising from the acquisition of Quadrant by the Appen Group which completed on 13 September 2021.

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

The securities to which this Appendix relates were outlined in an Appendix 3B released to the ASX on 21 November 2023



Issue details

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**Number of +securities**

2,591,598

**Were the +securities issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

The Quadrant earnout for which the Warrants are being issued amounts to approximately US\$1.25m

**Purpose of the issue**

Other

**Additional Details**

The Warrants are being issued in connection with the earn-out arising from the Quadrant acquisition.

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Part 4 - +Securities on issue

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**Following the issue, conversion or payment up of the +securities the subject of this application, the +securities 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)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
APX : ORDINARY FULLY PAID	219,241,870

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

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
APXAB : PERFORMANCE RIGHTS	13,337,367
New class - code to be confirmed : Warrants	2,591,598



Part 5 - Other Listing Rule requirements

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**5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did 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?**

2,591,598

**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)?**

N/A