

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

CardieX Limited

ABN

81 113 252 234

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1 +Class of +securities issued or to be issued

- 1) Fully Paid Ordinary Shares
- 2) Fully Paid Ordinary Shares
- 3) Fully Paid Ordinary Shares
- 4) Performance Rights
- 5) Unlisted Options
- 6) ESOP Options
- 7) Convertible Notes

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

- 1) 1,666,667 Ordinary Shares (CDX)
- 2) 8,000,000 Ordinary Shares (CDX)
- 3) 54,616,769 Ordinary Shares (CDX)
- 4) 20,000,000 Performance Rights
- 5) 3,000,000 Unlisted Options
- 6) 17,050,000 ESOP Options
- 7) 861,497 Convertible Notes

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- 3 Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)
- 1) Fully Paid Ordinary Shares
 - 2) Fully Paid Ordinary Shares
 - 3) Fully Paid Ordinary Shares
 - 4) Performance rights subject to the vesting conditions contained in notice of meeting dated 25/01/2019 and approved by shareholders on 26 February 2019
 - 5) Options issued subject to the conditions contained in notice of meeting dated 25/01/2019 and approved by shareholders on 26 February 2019. Exercise Price of \$0.05 with an expiry date of 26/02/2024
 - 6) Options issued under the Company's ESOP to employees and eligible participants. Key terms are exercise price of \$0.05 with an expiry date of 15/01/2024
 - 7) Convertible notes subject to the conditions as outlined in the notice of meeting dated 25/01/2019 and approved by shareholders on 26 February 2019. Face value of each note is \$1 with a conversion value of \$0.03 per share.

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<p>4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<ol style="list-style-type: none"> 1) Yes 2) Yes 3) Yes 4) Yes, on vesting and conversion into Fully Paid Ordinary Shares at the election of the recipient 5) Yes, on conversion of the Options into Shares 6) Yes, on vesting and on subsequent conversion of the Options into Shares 7) Yes, on conversion. On receipt of a notice of conversion the convertible notes will convert into shares on the basis of each note having a face value of \$1 with a conversion value into fully paid ordinary shares at a rate of \$0.03 per share
<p>5 Issue price or consideration</p>	<ol style="list-style-type: none"> 1) 1,666,667 shares at \$0.03 per share 2) NIL – conversion of performance rights issued for nil consideration on achievement of vesting conditions 3) 54,616,769 shares issued at \$0.03 on receipt of conversion notice for \$1,638,503 of the total \$2,500,000 facility to C2 Ventures approved by shareholders on 26 February 2019; 4) 20,000,000 Performance Rights at \$NIL consideration subject to their vesting conditions 5) 3,000,000 Options issued at NIL consideration 6) 17,050,000 employee options issued at NIL consideration under the Performance Rights and Option Plan. 7) \$1 per convertible note, with each note being convertible at a rate of 83.33 Fully Paid Ordinary Shares per note or \$1 converted (ie: at an issue price of \$0.03 per converted share).

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<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<ol style="list-style-type: none"> 1) Capital raising 2) Vesting of Performance Rights and conversion into fully paid ordinary shares 3) Capital raising and receipt of notice of conversion under the \$2,500,000 facility with C2 Ventures approved by shareholders on 26 February 2019; 4) Performance Rights issued to KMP as incentive under the Performance Rights and Option Plan 5) Issue of shares to Directors as non cash remuneration; 6) Options issued to key staff and eligible recipients as incentives under the Performance Rights and Option Plan 7) Capital raising and establishment of the convertible note facility with C2 Ventures Pty Ltd on terms as described in the notice of meeting dated 25/01/19
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>30 November 2018</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p>N/A</p>
<p>6d Number of +securities issued with security holder approval under rule 7.1A</p>	<p>N/A</p>
<p>6e Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)</p>	<p>N/A</p>

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6f	Number of +securities issued under an exception in rule 7.2	N/A							
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A							
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A							
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	LR7.1: 102,245,334 LR7.1A: 69,363,556							
7	+Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	6 March 2019 save for Item (3) being 54,616,769 Ordinary Shares (CDX) to be issued on 7 March 2019							
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Number</th> <th style="text-align: left;">+Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: left;">695,635,562</td> <td style="text-align: left;">Fully paid ordinary shares</td> </tr> <tr> <td style="text-align: left;">97,497,625</td> <td style="text-align: left;">Listed \$0.05 Options Expiring 30/11/21</td> </tr> </tbody> </table>	Number	+Class	695,635,562	Fully paid ordinary shares	97,497,625	Listed \$0.05 Options Expiring 30/11/21	
Number	+Class								
695,635,562	Fully paid ordinary shares								
97,497,625	Listed \$0.05 Options Expiring 30/11/21								

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	Number	+Class	
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	9,955,000	Unlisted options
		16,000,000	Performance rights subject to the vesting conditions contained in notice of meeting dated 23/04/18
		37,500,000	\$0.05 Options Expiring 30/11/21
		20,000,000	Performance rights subject to the vesting conditions contained in notice of meeting dated 25/01/2019
		3,000,000	\$0.05 Options Expiring 26/02/24
		17,050,000	\$0.05 Options Expiring 15/01/24
		861,497	Convertible Note Securities with a Face value of \$1 per note, convertible into shares at a price of \$0.03 per share
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The Company does not have a dividend policy	

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Part 2 - Pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the +securities will be offered	N/A
14	+Class of +securities to which the offer relates	N/A
15	+Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A

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23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Issue date	N/A

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Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of ⁺securities
(tick one)

(a) ⁺Securities described in Part 1

(b) All other ⁺securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders

36 If the ⁺securities are ⁺equity securities, a distribution schedule of the additional ⁺securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 A copy of any trust deed for the additional ⁺securities

Entities that have ticked box 34(b)

38 Number of ⁺securities for which ⁺quotation is sought

39 ⁺Class of ⁺securities for which quotation is sought

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<p>40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>N/A</p>							
<p>41 Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another +security, clearly identify that other +security)</p>	<p>N/A</p>							
<p>42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)</p>	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>N/A</td> <td></td> </tr> </tbody> </table>	Number	+Class	N/A		<table border="1"> <thead> <tr> <th>+Class</th> </tr> </thead> <tbody> <tr> <td></td> </tr> </tbody> </table>	+Class	
Number	+Class							
N/A								
+Class								

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.

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- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.

- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:
(Director/Company secretary)



Date: 6 March 2019

Print name: Jarrod T White

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Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	337,223,494
Add the following: <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 41,500,000 (23/04/2018) • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval 77,295,299 (28/05/2018) 75,000,000 (28/05/2018) • Number of partly paid +ordinary securities that became fully paid in that 12 month period 78,122,819 (13/12/2018) 20,210,514 (13/12/2018) 	
Note: <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> 1,666,667 (06/03/2019) 8,000,000 (06/03/2019) • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> 54,616,769 (07/03/2019) • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	NIL
“A”	693,635,562

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Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	104,045,334
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p><i>Insert</i> number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	1,800,000 (28/08/2018)
“C”	1,800,000
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	104,045,334
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	(1,800,000)
Total [“A” x 0.15] – “C”	102,245,334 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	693,635,562
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	69,363,556
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained • It may be useful to set out issues of securities on different dates as separate line items 	N/A
“E”	69,363,556

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Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 <i>Note: number must be same as shown in Step 2</i>	69,363,556
Subtract "E" <i>Note: number must be same as shown in Step 3</i>	(NIL)
Total ["A" x 0.10] – "E"	69,363,556 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

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