



## Announcement Summary

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**Entity name**

CRONOS AUSTRALIA LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Monday February 3, 2020

**The Proposed issue is:**

A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

<b>ASX +Security Code</b>	<b>+Security Description</b>	<b>Maximum Number of +securities to be issued</b>
CAUAF	PERFORMANCE RIGHTS	1,000,000

**Proposed +issue date**

Monday February 3, 2020

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**

CRONOS AUSTRALIA 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.

**1.2 Registered Number Type**

ABN

**Registration Number**

59629071594

**1.3 ASX issuer code**

CAU

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Monday February 3, 2020

**1.6 The Proposed issue is:**

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

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Part 7A - Conditions

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**7A.1 - Are any of the following approvals required for the placement or other type of issue?**

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

No

Part 7B - Issue details

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**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?**

No

Details of +securities proposed to be issued

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**ASX +Security Code and Description**

CAUAF : PERFORMANCE RIGHTS

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

1,000,000

**Purpose of the issue**

The Performance Rights are issued pursuant to the terms of the Company's Equity Incentive Plan. Each Performance Right is a conditional right to be allocated one fully paid ordinary share in the Company. The Performance Rights were issued in accordance with the terms of a Share Transfer & Shareholders Agreement dated 3 February 2020 between Medical Clinic Holdings Pty Ltd (a subsidiary of the Company), Cannadoc Health Pty Ltd (Cannadoc), and Dr David Feng and Mr Kevin Brabazon (Founders).

**Offer price details for retail security holders**

**In what currency is the cash consideration being paid?**

**What is the issue price per +security?**



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

No

**Oversubscription & Scale back details**

**May a scale back be applied to this event?**

No

**If some of the issued +securities do not rank equally**

**Is the actual date from which the +securities will rank equally (non-ranking end date) known?**

Yes

**Provide the actual non-ranking end date**

Friday September 1, 2023

**Please state the extent to which the +securities do not rank equally:**

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

In order for the rights to vest, the following conditions must be met as at the vesting date:

¿ in respect of a Founder, that Founder is still employed by Cannadoc;

¿ agreed Cannadoc growth targets having been met

If some or all of the vesting conditions are not met by the vesting date, the Performance Rights will lapse.

Part 7C - Timetable

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

Monday February 3, 2020

Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the 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?**

1,000,000

**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 10.11.1 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?**

No

**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**

Not Applicable

Part 7F - Further Information

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**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**

Not Applicable