

# 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

### Name of entity:

Rhinomed Limited (ASX: RNO)

### ACN:

107 903 159

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   | Ordinary Shares (RNO)   |
| 2 | Number of *securities issued or to be issued (if known) or maximum number which may be issued  | 1) 5,271,281 Ordinary Shares (RNO)<br>2) 18,129,613 Ordinary Shares (RNO) |
| 3 | Principal terms of the *securities (eg, 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) & 2) Fully Paid Ordinary Shares (RNO)                                  |

4	<p>Do the +securities rank equally in all respects from the date of allotment 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"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>1) &amp; 2) Ordinary shares rank equally with existing quoted ordinary shares.</p>
5	Issue price or consideration	<p>1) 5,271,281 Shares: \$0.15 per Share.</p> <p>2) 18,129,613 Shares: \$0.15 per Share.</p>
6	<p>Purpose of the issue</p> <p>(If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>1) &amp; 2) Growth in product distribution and working capital.</p>
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h <i>in relation to the +securities the subject of this Appendix 3B</i>, and comply with section 6i</p>	<p>Yes</p>
6b	The date the security holder resolution under rule 7.1A was passed	<p>14<sup>th</sup> November 2017</p>
6c	Number of +securities issued without security holder approval under rule 7.1	<p>14,037,178</p>
6d	Number of +securities issued with security holder approval under rule 7.1A	<p>9,363,716</p>

6e	Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil				
6f	Number of securities issued under an exception in rule 7.2	Nil				
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.	<div>1) Yes 15 Day VWAP: \$0.1548 Source: IRESS 75% of 15 Day VWAP: \$0.1161 Issue Price: \$0.15 Date of issue: 5/12/17</div> <div>2) Yes 15 Day VWAP: \$0.1533 Source: IRESS 75% of 15 Day VWAP: \$0.1150 Issue Price: \$0.15 Date of issue: 8/12/17</div>				
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	Not applicable.				
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	Refer to the attached Annexure 1				
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	<div>1) 5 December 2017</div> <div>2) 8 December 2017</div>				
8	Number and *class of all *securities quoted on ASX ( <i>including</i> the securities in section 2 if applicable)	<table><tr><th>Number</th><th>*Class</th></tr><tr><td>117,038,053</td><td>Fully Paid Ordinary Shares (RNO)</td></tr></table>	Number	*Class	117,038,053	Fully Paid Ordinary Shares (RNO)
Number	*Class					
117,038,053	Fully Paid Ordinary Shares (RNO)					

- 9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)

Number	+Class (Options over Ordinary Shares)		
Amount	Exercise Price	Expiration Date	ASX Code
6,000,000	\$0.27	30 April 2020	
150,000	\$0.40	30 December 2020	
1,800,000	\$0.65	11 April 2019	
76,923	\$0.65	30 April 2019	
1,000,000	\$0.674	30 April 2019	
<b>9,026,923</b>	<b>Total</b>		

- 10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

Unchanged

## Part 2 - Bonus issue or pro rata issue

- 11 Is security holder approval required?

Not applicable.

- 12 Is the issue renounceable or non-renounceable?

Not applicable.

- 13 Ratio in which the +securities will be offered

Not applicable.

- 14 +Class of +securities to which the offer relates

Not applicable.

- 15 +Record date to determine entitlements

Not applicable.

- 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?

Not applicable.

- 17 Policy for deciding entitlements in relation to fractions

Not applicable.

- 18 Names of countries in which the entity has +security holders who will not be sent new issue documents

Not applicable.

Note: Security holders must be told how their entitlements are to be dealt with.

Cross reference: rule 7.7.

19	Closing date for receipt of acceptances or renunciations	Not applicable.
20	Names of any underwriters	Not applicable.
21	Amount of any underwriting fee or commission	Not applicable.
22	Names of any brokers to the issue	Not applicable.
23	Fee or commission payable to the broker to the issue	Not applicable.
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	Not applicable.
25	If the issue is contingent on *security holders' approval, the date of the meeting	Not applicable.
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Not applicable.
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	Not applicable.
28	Date rights trading will begin (if applicable)	Not applicable.
29	Date rights trading will end (if applicable)	Not applicable.
30	How do *security holders sell their entitlements <i>in full</i> through a broker?	Not applicable.
31	How do *security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable.
32	How do *security holders dispose of their entitlements (except by sale through a broker)?	Not applicable.

33    +Despatch date

Not applicable.

## 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 (Shares only)

(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

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- 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

41 Reason for request for quotation now  
(if issued upon conversion of another security, clearly identify that other security)

Example: In the case of restricted securities, end of restriction period

42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

Number	+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.
  - 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 not available now, 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:

Company Secretary  
Phillip Hains

Date: Friday, 8<sup>th</sup> December 2017

Print Name:



**The CFO Solution**

# Appendix 3B – Annexure 1

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

Introduced 01/08/12

### Part 1

\*All calculations are based on a post consolidation basis.

Rule 7.1 – Issues exceeding 15% of capital	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	81,423,649 (post consolidation share numbers)
<b>Add</b> the following: <ul style="list-style-type: none"> <li>Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>Number of partly paid ordinary securities that became fully paid in that 12 month period</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li><i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li><i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li><i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	12,213,510
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month period	Nil
<b>“A”</b>	93,637,159

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	14,045,574

<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> 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"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	14,037,178
<b>“C”</b>	14,037,178

<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<b>“A” x 0.15</b> <i>Note: number must be same as shown in Step 2</i>	14,045,574
<b>Subtract “C”</b> <i>Note: number must be same as shown in Step 3</i>	14,037,178
<b>Total [“A” x 0.15] – “C”</b>	8,396

## 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	
<b>“A”</b> <i>Note: number must be same as shown in Step 1 of Part 1</i>	93,637,159

Step 2: Calculate 10% of “A”	
<b>“D”</b>	0.10 <i><b>Note:</b> This value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	9,363,716

Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
<b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <b>Notes:</b> <ul style="list-style-type: none"> <li>• This applies to equity securities – not just ordinary securities</li> <li>• Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• 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</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	9,363,716
<b>“E”</b>	9,363,716

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
<b>“A” x 0.10</b> <i>Note: number must be same as shown in Step 2</i>	9,363,716

<b>Subtract “E”</b> <i>Note: number must be same as shown in Step 3</i>	9,363,716
<b>Total</b> [“A” x 0.10] – “E”	Nil  <b><u>Note:</u></b> <i>This is the remaining placement capacity under rule 7.1A</i>

# RHINOMED

MAKE EVERY BREATH COUNT

## ASX ANNOUNCEMENT

### Notice Under Section 708A(5) of the Corporations Act [ASX Code: RNO]

8 December 2017

This notice is given under paragraph (5)(e) of section 708A of the Corporations Act.

<b>Type:</b>	Shares
<b>Class/Description:</b>	Fully paid ordinary shares
<b>ASX Code:</b>	RNO
<b>Date of Issue:</b>	1) 5 December 2017 2) 8 December 2017
<b>Number Issued:</b>	1) 5,271,281 2) 18,129,613
<b>Issue Price:</b>	\$0.15 per share

The Company intends to apply to Australian Stock Exchange Limited for quotation of the above shares.

Accordingly the Company gives notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (the "Corporations Act") that:

- the abovementioned ordinary shares were issued without disclosure to investors under Part 6D.2 of the *Corporations Act*;
- as at the date of this notice the Company has complied with:
  - the provisions of Chapter 2M *Corporations Act* as they apply to the Company; and
  - section 674 *Corporations Act*; and
- as at the date of this notice there is no "excluded information" (as defined in subsection 708A(7) of the *Corporations Act*) which is required to be disclosed by the Company.

For and on behalf of the Company,



Phillip Hains  
Company Secretary

**ASX ANNOUNCEMENT**

**Private Placement - Information required by ASX Listing Rule 3.10.5A**

8 December 2017

Rhinomed Limited (Company) today completed a private placement of 23,400,894 shares in the Company (Shares) raising \$3.5 million before costs.

Of the 23,400,894 Shares issued, 9,363,716 Shares were issued pursuant to ASX Listing Rule 7.1A utilising the Company's 10% placement capacity approved at its 2017 Annual General Meeting. The balance (14,037,178 Shares) were issued without prior shareholder approval utilising part of the Company's 15% placement capacity under ASX Listing Rule 7.1.

In accordance with ASX Listing Rule 3.10.5A the following information is provided to the ASX:

1. The issue of 9,363,716 shares pursuant to ASX Listing Rule 7.1A raised \$1,404,557 and diluted the voting power of existing shareholders by 10%.
2. The Company elected to issue the Shares as a placement under Listing Rule 7.1A and 7.1 rather than a pro rata issue (or other type of issue) due to the cost and timing benefits of a private placement.
3. There was no underwriting agreement in connection with the placement.
4. The Company incurred capital raising commission fee equal to 3% of funds raised.

For and on behalf of the Company,



Phillip Hains  
Company Secretary