

30 July 2024

DOTZ ANNOUNCES PRIVATE PLACEMENT OFFERING

30 July 2024 - Dotz Nano Limited (**ASX: DTZ**, “**Dotz**” or “**Company**”), a leading developer of innovative climate and industrial nanotechnologies, is pleased to announce it has received binding commitments from several existing and new institutional and sophisticated investors to raise A\$2.235 million (before costs) in a placement of new fully paid ordinary shares in the Company (“**Placement**”).

Dotz CEO, Sharon Malka said: “We thank existing shareholders for their continued support and welcome our new investors. We are pleased that investors have recognised the strategic value of the unique DotzEarth technology that Dotz is developing. We are working tirelessly to advance the development of DotzEarth and I look forward to meeting with investors and potential partners in the third quarter of the year to share updates on our progress.”

Placement Details

The Placement comprises of 22,350,000 new fully paid ordinary shares (“**New Shares**”) in the Company to be issued at A\$0.10 (10 cents) per New Share (“**Issue Price**”). Participants in the Placement are entitled to subscribe for one free unlisted option, each exercisable at A\$0.165 (16.Dot5 cents) expiring two years from the date of issue (“**Placement Options**”), for every one New Share subscribed for under the Placement. The terms of the Placement Options are set out in the annexure to this announcement.

The Placement is within the Company’s capacity under ASX Listing Rule 7.1 and 7.1A, and is not subject to shareholder approval.

As part of the A\$2.235 million raised, related parties of the Directors of the Company (Mr Doron Eldar and Ms Kerry Harpaz) have committed to invest up to \$600,000 in the Company under the Placement terms, being in aggregate 6,000,000 New Shares and 6,000,000 Placement Options (together, the “**Related Party Placement Securities**”). The Related Party Placement Securities will be subject to shareholder approval at an Extraordinary General Meeting of Shareholders to be held in September 2024.

Ethicus Advisory Partners acted as Lead Manager for the Placement.

Settlement of the Placement is expected to occur on 1 August 2024 with the New Shares expected to be allotted and to commence trading on or around 5 August 2024.

The Issue Price represents a discount of:

- 33% discount to the last closing price of A\$0.15 on 25 of July 2024;
- 23% discount to the 15-day volume weighted average market price (**VWAP**) price of A\$0.123; and
- 27% discount to the 30-day VWAP price of A\$0.127.

The Company confirms the Issue Price satisfies the pricing requirements in Listing Rule 7.1A.3.

This announcement has been authorised for release by the Board of Directors of Dotz Nano.



For further information, please contact:

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About Dotz Nano Limited

Dotz Nano Limited (ASX: DTZ) is a nanotechnology company developing innovative climate and industrial nano-technologies.

The Company's primary focus is centered around ground-breaking carbon dioxide (CO₂) management technologies leading towards carbon-neutral future. The company's proprietary carbon-based solid sorbent, offering an efficient and sustainable approach, facilitating industrial deep decarbonization.

To learn more about Dotz, please visit the website via the following link www.dotz.tech

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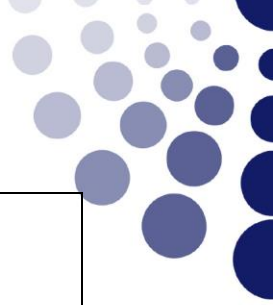


Annexure – Terms of Options

The New Options entitle the holder to subscribe for ordinary shares in the Company on the following terms and conditions:

Issue Price:	No amount is payable on the issue of a New Option.
Exercise Price:	The amount payable upon exercise of each New Option will be A\$0.165.
Expiry Date:	The New Options will expire at 5:00pm (Sydney, Australia time) on the second anniversary of the day on which they were issued (Expiry Date). Any unexercised Options on issue at the Expiry Date will automatically lapse on the Expiry Date and be cancelled by the Company.
Entitlement:	Each New Option is exercisable into one fully paid ordinary share in the Company (each, a ' Share '). Shares issued on exercise of the New Options will rank equally in all respects with the other issued Shares.
Notice of Exercise:	The New Options may be exercised in whole or in part prior to the Expiry Date by notice in writing to the Company and accompanied by payment of the Exercise Price for each New Option being exercised (such notice, an ' Exercise Notice '). An Exercise Notice is only effective when the Company has received the full amount of the Exercise Price in cleared funds (such date, the ' Exercise Date ').
Unlisted options:	The Company will not apply for quotation of the New Options. New Options are not transferable.
Timing of issue of Shares:	As soon as practicable after the relevant Exercise Date when the Company is in a position to issue a cleansing notice under s 708A(5)(e) of the Corporations Act or a cleansing prospectus under s 708A(11) of the Corporations Act, as the case may be, the Company must: <ul style="list-style-type: none"> i. allot and issue the Shares; and ii. do all such acts matters and things to obtain the grant of quotation for the Share on ASX.
Quotation of Shares on exercise:	Application will be made by the Company to ASX for official quotation of the Shares issued upon the exercise of the New Options, if the Company is listed at the time.
Participation in new issues:	There are no participation rights or entitlements inherent in the New Options and the holder will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the New Options.
Adjustment for bonus issues of Shares:	In the event the Company proceeds with a bonus issue of Shares to Shareholders after the issue of the New Options, the number of Shares over which a New Option is exercisable may be increased in the manner permitted by the ASX Listing Rules applying at the time of the bonus issue.
Adjustment of Exercise Price:	If there is a pro rata issue of Shares (other than a bonus issue of Shares) to Shareholders, after the issue of the New Options and before the date the relevant New Options must be exercised or lapse, the Exercise Price of the relevant New Options will be adjusted in accordance with the formula outlined in the ASX Listing Rules.

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Adjustment for reorganisation:	If there is any reconstruction of the issued share capital of the Company, the rights of the holder may be varied in a manner consistent with the Corporations Act and to comply with the ASX Listing Rules which apply at the time of the reconstruction.
Voting:	The holder of New Options is not entitled to notice of, or to vote at or attend, a meeting of the Shareholders unless and until the New Options are exercised and the holder holds Shares.
Dividends:	The New Options do not carry rights to dividends.

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