



Announcement Summary

Entity name

SOMNOMED LIMITED

Announcement Type

New announcement

Date of this announcement

Wednesday March 25, 2020

The Proposed issue is:

An accelerated offer

Total number of +securities proposed to be issued for an accelerated offer

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
SOM	ORDINARY FULLY PAID	19,384,054

Trading resumes on an ex-entitlement basis (ex date)

Thursday March 26, 2020

+Record date

Friday March 27, 2020

Offer closing date for retail +security holders

Wednesday April 15, 2020

Issue date for retail +security holders

Wednesday April 22, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

SOMNOMED 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

ACN

Registration Number

003255221

1.3 ASX issuer code

SOM

1.4 The announcement is

New announcement

1.5 Date of this announcement

Wednesday March 25, 2020

1.6 The Proposed issue is:

An accelerated offer

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?

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

No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +Security Code and Description

SOM : ORDINARY FULLY PAID

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

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

No

Details of +securities proposed to be issued

ASX +Security Code and Description

SOM : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

AU000000SOM1

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities to be issued

100

For a given quantity of +securities held

324



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum Number of +securities proposed to be issued

19,384,054

Purpose of the issue

Additional working capital

Offer price details for retail security holders

Issue Currency

AUD - Australian Dollar

Offer Price per +security

AUD 0.80000

Estimated or Actual?

Actual

Offer price details for institutional security holders

Could offer price per +security be determined by bookbuild?

No

Oversubscription & Scale back details

Are +security holders allowed to oversubscribe?

Yes

Provide the oversubscription details

Additional 100% of entitlement

May a scale back be applied to this event?

Yes

Provide the scale back details

Scale back will be applied on a fair basis to all applicants, with a focus on supporting those who have shown price leadership and consistent engagement throughout the process

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

Yes

Part 3D - Timetable

3D.1a First day of trading halt

Wednesday March 25, 2020

3D.1b Announcement date of accelerated offer

Wednesday March 25, 2020

3D.2 Trading resumes on an ex-entitlement basis (ex date)

Thursday March 26, 2020



3D.5 Date offer will be made to eligible institutional +security holders

Wednesday March 25, 2020

3D.6 Application closing date for institutional +security holders

Wednesday March 25, 2020

3D.8 Announcement of results of institutional offer

Thursday March 26, 2020

3D.9 +Record date

Friday March 27, 2020

3D.10 +Issue date for institutional +security holders

Wednesday April 1, 2020

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

Wednesday April 1, 2020

3D.12 Offer closing date for retail +security holders

Wednesday April 15, 2020

3D.13 Last day to extend retail offer close date

Wednesday April 8, 2020

3D.16 Entity announces results of retail offer, including the number and percentage of +securities taken up by existing retail +security holders.

Friday April 17, 2020

3D.19 Issue date for retail +security holders

Wednesday April 22, 2020

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

Yes

3E.1a Who is the lead manager/broker?

Wilsons Corporate Finance Limited

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

\$175,000 management fee plus 0.625% of capital raised

3E.2 Is the proposed offer to be underwritten?

Yes



3E.2a Who are the underwriter(s)?

Wilson's Corporate Finance Limited

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

100%

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

1% of capital raised

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

Refer Appendix A of Investor Presentation

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

Yes

3E.2e (i) What is the name of that party?

TDM Growth Partners Pty Ltd

3E.2e (ii) What is the extent of their underwriting or sub-underwriting (ie the amount or proportion of the offer they have underwritten or sub-underwritten)?

100% of offer

3E.2e (iii) What fee, commission or other consideration is payable to them for acting as underwriter or sub-underwriter?

1% of amount sub-underwritten

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

N/A

Part 3F - Further Information

3F.1 The purposes for which the entity intends to use the cash raised by the proposed issue

For additional working capital

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No

3F.4 Countries in which the entity has security holders who will not be eligible to participate in the proposed issue

Institutional Offer: All countries other than Australia, Hong Kong, New Zealand and Singapore.
Retail Offer: All countries other than Australia and New Zealand.



3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

Yes

3F.5a Please provide further details

To be released on SomnoMed's investor relations section of its website, and announced to the ASX

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://somnomed.com/au/about-us/investor-centre/>

3F.7 Any other information the entity wishes to provide about the proposed issue

N/A