

ASX Announcement

Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)

SYDNEY, 19 July 2023 – Allegra Orthopaedics Limited (**Allegra**) (ASX: AMT) today announced a one (1) for three (3) non-renounceable entitlement offer to raise approximately \$3.133m (before costs) (**Entitlement Offer**).

Under the Entitlement Offer, eligible shareholders will be invited to subscribe for one (1) new fully paid ordinary share (**New Shares**) for every three (3) existing shares held in the Company at the record date, being 7:00pm (AEST) on Friday, 28 July 2023, at an issue price of \$0.09 per New Shares.

Pursuant to the Entitlement Offer, the Company will issue up to approximately 34,819,735 New Shares. The Offer documents for the Entitlement Offer will be dispatched to Eligible Shareholders and the Offer will open on Wednesday, 2 August 2023.

Eligible Shareholders (who are not related parties) may, in addition to taking up their entitlements in full, apply for additional shares in excess of their entitlements at the same price under the Offer.

Further details regarding the Entitlement Offer are detailed in the ASX announcement and Appendix 3B lodged with the ASX on Wednesday, 19 July 2023.

In accordance with section 708AA(2)(f) of the Corporations Act the Company hereby gives notice that:

- a. The New Shares will be offered pursuant to the Entitlement Offer without disclosure under Part 6D.2 of the Corporations Act;
- b. This notice is being given under section 708AA(2)(f) of the Corporations Act as modified by ASIC;
- c. As at the date of this notice, the Company has Complied with:
 - i. The provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - ii. Sections 674 and 674A of the Corporations Act;
- d. As at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7)(d) of the Corporations Act;
- e. The potential effect the issue of New Shares will have on the control of Allegra, and the consequences of that effect, will depend on a number of factors including the extent that shareholders take up their entitlements and/or any shortfall is as follows:
 - i. if all Eligible Shareholders take up their entitlements under the Rights Issue, then the Offer will have no significant effect or consequence on the control of Allegra;
 - ii. if an Eligible Shareholder does not take up entitlements under the Rights Issue, then the shareholding interest of that shareholder in Allegra will be diluted;
 - iii. the shareholding interest of shareholders with a registered address outside of Australia and New Zealand will be diluted as such shareholders are not entitled to participate in the Offer; and

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- iv. the Company's largest shareholder, Robinwood Investments Pty Ltd (Robinwood) currently holds a relevant interest in 38,274,948 Shares, giving it a voting power of 36.64%. In the unlikely event that Robinwood is the only shareholder to participate in the Offer, and the shortfall is not placed, Robinwood's voting power would increase to approximately 44.77%. The Directors consider that any such increase in Robinwood's voting power will have minimal practical impact on the control of the Company as Robinwood is already the Company's majority shareholder. The Directors also consider it likely that there will be strong support for the Offer and there will therefore be limited, if any, shortfall which is not placed.

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

Contact details:

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ABOUT ALLEGRA ORTHOPAEDICS:

We aim to help bring the freedom and happiness of pain-free movement to people's lives. We achieve this through providing the best possible solutions for patients, from world-wide industry leading orthopaedic products through to Australian innovations. Allegra's principal product, the Active Total Knee, has significantly improved the quality of life for many people and remains a focused product line. Allegra is also the exclusive distributor of Waldemar Link GmbH & Co. KG products in Australia. Link consists of a range of complex lower limb, hip and knee replacements, including oncology solutions. The Link products add to Allegra's well-developed range of products for distribution from international suppliers covering all specialties from foot and ankle to upper limb. The company is pleased to continue to build upon its extensive portfolio of patents. It has strong research relationships with universities, companies and surgeon inventors.

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