

13 June 2025

Breach of Listing Rule 7.1 – Issue of Convertible Notes

Careteq Limited (ASX: CTQ) (Careteq or the Company), advises that it has inadvertently exceeded its placement capacity under ASX Listing Rule 7.1 in relation to the recent issue of convertible notes pursuant to its announcement titled “Careteq “Secures convertible note from Antanas Guoga” released with the ASX on 10 June 2025.

Details of the Breach

The breach occurred due to a misinterpretation of ASX Listing Rule 7.1A, specifically regarding the additional 10% issuance capacity for eligible entities. Only equity securities in an existing class of quoted securities can be issued under Rule 7.1A. The convertible notes are a new class of securities that are not quoted, therefore cannot be issued under additional 10% issuance capacity available under Rule 7.1A.

At the time of issuance, the Company’s available placement capacity under Listing Rule 7.1 was 35,567,808 securities. Based on the conversion price of \$0.01, this equates to 355,678 convertible notes that were within this placement capacity.

Further, 144,322 convertible notes exceeded the 7.1 placement capacity. The excess plus the estimated number of shares relating to conversion of the capitalised interest of 12% per annum represents approximately 20,432,192 securities, which requires shareholder approval in accordance with the ASX Listing Rule 7.1.

The above is summarised as follows:

Number of convertible notes	500,000
Conversion price	\$0.01
Shares post conversion	50,000,000
Placement capacity per Listing Rule 7.1	35,567,808
Number of shares exceeding placement capacity	14,432,192
Placement capacity relating to convertible notes	355,678
Number of convertible notes exceeding placement capacity	144,322
Interest at 12% per annum (maximum)	\$60,000.00
Conversion price	\$0.01
Shares relating to interest	6,000,000
Total number of shares exceeding placement capacity	20,432,192

Remedial Actions

The company has amended the convertible note agreement with Mr Guoga in order to satisfy its placement capacity requirements per the above.

The Company notes that, under ASX Listing Rule 7.2 exception 17, "an agreement to issue +equity securities that is conditional on the holders of the entity's +ordinary securities approving the issue under

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rule 7.1 before the issue is made" is exempt from the placement capacity calculation. The Company confirms that no further securities will be issued under this agreement without obtaining such approval.

The Company will seek shareholder approval for the issuance of approximately 20,432,192 shares (which represents the 144,322 convertible notes and number of shares relating to conversion of the capitalised interest) under ASX Listing Rule 7.1 at a general meeting, with the date to be confirmed.

The Company apologises for this oversight and reaffirms its commitment to full compliance with the ASX Listing Rules and ongoing best practice in corporate governance.

This ASX announcement has been authorised by the Board of Careteq Limited (ASX: CTQ)

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About Careteq Limited (ASX: CTQ)

Careteq Limited (ASX: CTQ) is an Australian healthtech company focused on innovative medication management solutions. The Company is dedicated to improving healthcare outcomes through its fully owned Embedded Health Solutions (EHS) and HMR Referrals platforms. EHS provides comprehensive aged care medication management solutions through Residential Medication Management Reviews (RMMRs), while HMR Referrals streamlines Home Medicines Reviews (HMRs).

To learn more, please visit: www.careteq.com.au/

Forward-looking statements

This announcement contains or may contain forward-looking statements that are based on Careteq's beliefs, assumptions, and expectations and on information currently available to Careteq. All statements that address operating performance, events or developments that Careteq or its directors expect or anticipate will occur in the future are forward-looking statements, including, without limitation, statements as to the expectations of Careteq or the market it operates in.

Careteq believes that these forward-looking statements are reasonable as and when made. You should not place undue reliance on forward-looking statements because they speak only as of the date when made. Careteq does not assume any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

No assurance or guarantee is, or should be taken to be, given in relation to, and no reliance should be placed on, the future business performance or results of Careteq or the likelihood that the current assumptions, estimates or outcomes will be achieved. Actual results, developments or events could differ materially from those disclosed in the forward-looking statements.

For more information



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