

ASX and MEDIA RELEASE

DOTZ ANNOUNCES PRIVATE PLACEMENT OFFERING

18 December 2025 - Dotz Nano Limited (**ASX: DTZ**, “**Dotz**” or “**Company**”), a technology leader driving innovation in material science and nanotechnologies, is pleased to announce it has received binding commitments from several existing and new institutional and sophisticated investors to raise approximately A\$2.0 million (before costs) in a placement of new fully paid ordinary shares in the Company (“**Placement**”) for working capital purposes.

Dotz CEO, Sharon Malka said: “We extend our deepest gratitude to our existing shareholders for their continued support and warmly welcome our new investors. Pleasingly about 50% of the raise was secured from new Investors to Dotz. We are delighted that the market has clearly recognized the strategic value of our unique DotzEarth technology and the early traction and validation we’ve received from industry leaders. This positions the Company for a sustainable growth path.

Moving forward, we are exceptionally well-positioned to demonstrate the real-world viability of our innovative carbon capture technology, bringing us closer to commercial deployment. With a breakthrough platform technology, strong Intellectual Property, independent user validation, and growing customer traction, we believe Dotz is perfectly positioned to capture a leading share of the rapidly expanding sorbent market.”

Placement Details

The Placement will be completed through the issue of ~46,550,000 new fully paid ordinary shares (“**New Shares**”) in the Company at A\$0.042 (4.2 cents) per New Share (“**Issue Price**”), together with a right to subscribe for one free option exercisable at A\$0.055 (5.5 cents) expiring two years from the date of issue for every one New Share subscribed for and issued (“**Placement Options**”). The terms of the Placement Options are set out in the annexure to this announcement.

Settlement of the Placement is expected to occur on 19 December 2025 with the New Shares expected to be allotted and to commence trading by or around 22 December 2025.

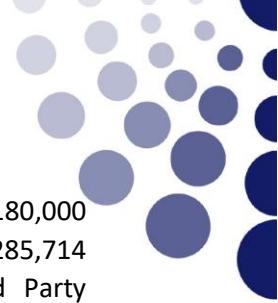
The Issue Price represents a discount of:

- 0% discount to the last closing price of A\$0.042 on 15 of December 2025;
- 19% discount to the 14-day volume weighted average market price (**VWAP**) price of A\$0.052; and
- 17% discount to the 30-day VWAP price of A\$0.051

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

The Placement is being made to “sophisticated investors” or “professional investors” as defined in section 708 of the Corporations Act. In accordance with ASX listing rules, no directors have participated in the Placement.

The New Shares will be issued under the Company’s placement capacity pursuant to ASX Listing Rule 7.1A, and the issuance of Placement Options will be issued under the Company’s placement capacity pursuant to ASX Listing Rule 7.1.



As part of the Placement, related parties of the Company have committed to invest up to A\$180,000 in the Company under the Placement terms, being in aggregate 4,285,714 New Shares and 4,285,714 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 early 2026.

Company will pay a 5% fee associated with the offer (of the investment amount), plus issuance of up to 6,000,000 DTZO listed options.

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, OTC: DTZZF/DTZNY) is a technology leader driving innovation in material science and nanotechnologies, addressing some of the world’s toughest industrial and environmental challenges by fusing nanomaterial science expertise with practical, real-world solutions.

Delivering transformative high-performance materials for the technologies of tomorrow, Dotz designs, develops, and deploys customized nanomaterial-based solutions that meet the evolving needs of our customers, enabling a cleaner, more efficient, and sustainable industrial future.

Our focus lies in advancing next-generation sorbent materials engineered for Direct Air Capture (DAC) and Point Source CO₂ Mitigation with exceptional performance, making carbon capture and removal economically viable.

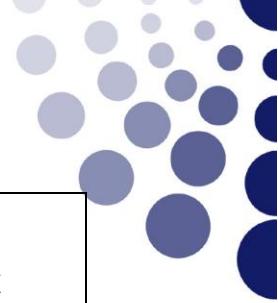
With a commitment to innovation and sustainability, Dotz Nano Limited is at the forefront of carbon management technologies, offering innovative high-performance sorbent materials directly addressing industry bottlenecks of cost, efficiency and scalability and promoting a sustainable future.

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

Annexure – Terms of Options

The Placement 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 Placement Option.
Exercise Price:	The amount payable upon exercise of each Placement Option will be A\$0.055.
Expiry Date:	The Placement 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 Placement Option is exercisable into one fully paid ordinary share in the Company (each, a ' Share '). Shares issued on exercise of the Placement Options will rank equally in all respects with the other issued Shares.
Notice of Exercise:	The Placement 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 Placement 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 Placement Options.
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: <ol style="list-style-type: none"> allot and issue the Shares; and 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 Placement Options, if the Company is listed at the time.
Participation in new issues:	There are no participation rights or entitlements inherent in the Placement Options and the holder will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Placement 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 Placement Options, the number of Shares over which a Placement 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 Placement Options and before the date the relevant Placement Options must be exercised or lapse, the Exercise Price of the relevant Placement Options may be adjusted in accordance with the formula outlined in the ASX Listing Rules.



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 Placement Options is not entitled to notice of, or to vote at or attend, a meeting of the Shareholders unless and until the Placement Options are exercised and the holder holds Shares.
Dividends:	The Placement Options do not carry rights to dividends.
No rights to return of capital:	A Placement Option does not entitle the holder to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.

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