

Placement of Shortfall Securities from the Entitlement Offer

Memphasys Limited (ASX: MEM) (“Memphasys” or “the Company”) is pleased to advise that it has completed the placement of 193,055,540 fully paid ordinary shares (New Shares) at an issue price of \$0.003 per share (raising \$579,166.62 in total) under the Shortfall Offer pursuant to the Entitlement Offer Prospectus announced on 2 October 2025 (Prospectus).

Pursuant to the terms of the Shortfall Offer under the Prospectus dated 2 October 2025, the Company will issue 193,055,540 New Shares and 48,263,886 free attaching unlisted options, one a one (1) for four (4) basis, convertible into Shares in the Company at an exercise price of \$0.011 each on or before 5 November 2026.

Under the Entitlement Offer completed on 10 November 2025, the Company issued 180,460,810 New Shares (raising a total of \$541,382.43) and 45,115,338 free attaching unlisted options. The current investment under the Shortfall Offer increases the total funds raised under the Prospectus to \$1,120,549.05.

The funds raised materially strengthen Memphasys’ ability to capitalise on recent regulatory and commercial milestones, including CE Mark approval for the Felix™ System and the execution of a long-term commercial agreement with Centro Fertilità Assistita (CFA) Italia.

Proceeds from the Shortfall placement will be applied primarily to:

- Accelerating direct sales and commercial execution of Felix™ across Europe, where CE Mark approval enables immediate market access
- Expanding sales activity across the Middle East and North Africa (MENA), with particular focus on markets such as Qatar, where Felix™ can now be sold immediately following CE approval
- Supporting early commercial demand, including inventory build, manufacturing scale-up and margin optimisation
- Expediting regulatory approvals in Australia (TGA) and India (CDSCO) to unlock additional high-value markets
- General working capital, including settlement of existing creditors and corporate support costs

The Board believes these initiatives will directly support near-term revenue generation and scalable commercial growth.

The New Shares and free attaching unlisted options under the Shortfall Offer will be issued, today, 30 December 2025.

An Appendix 2A in relation to the issue of the above New Shares and an Appendix 3G in relation to the issue of the unlisted options will be lodged with ASX shortly today.

The Shortfall placement was made under Exception 3 of ASX Listing Rule 7.2, being an issue to make up the shortfall on a pro-rata issue to holders of ordinary securities.

Authorised by the Board of Memphasys Limited.

Ends

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About Memphasys

Memphasys Limited (ASX: MEM) is an Australian-based reproductive biotechnology company commercialising the Felix™ System, a patented bio separation technology that isolates the most viable sperm cells for human assisted reproduction.

By combining electrophoresis and size-exclusion membranes, Felix™ delivers a fast, gentle and standardised sperm selection process that enhances sperm quality and reduces laboratory time. The system replaces traditional centrifugation, which can cause cellular stress and DNA damage, offering clinicians a superior, repeatable alternative.

Memphasys' commercial strategy focuses on building contracted sales through direct and distribution-led channels, scaling production to improve margins, and establishing Felix™ as a new global standard in sperm preparation for ART procedures.

Website: www.memphasys.com

The Felix™ System is a registered trademark of Memphasys Limited. All rights reserved.