



Announcement Summary

Entity name

MEMPHASYS LIMITED.

Date of this announcement

Wednesday December 31, 2025

The +securities the subject of this notification are:

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and are not intended to be quoted, on ASX

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
MEMAX	OPTION EXPIRING 05-NOV-2026 EX \$0.011	2,500,000	31/12/2025
New class - code to be confirmed	Alignment Options	6,500,000	31/12/2025
New class - code to be confirmed	Alignment Options	8,500,000	31/12/2025
New class - code to be confirmed	Alignment Options	10,000,000	31/12/2025

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

MEMPHASYS LIMITED.

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

33120047556

1.3 ASX issuer code

MEM

1.4 The announcement is

New announcement

1.5 Date of this announcement

31/12/2025



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and are not intended to be quoted, on ASX

Previous Appendix 3B details:

Announcement Date and Time	Announcement Title	Selected Appendix 3B to submit quotation request
03-Oct-2025 17:27	Update - Update - Proposed issue of securities - MEM	A placement or other type of issue

2.3a.2 Are there any further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B?

Yes

2.3a.3 Please provide details of the further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B

Various other securities to be issued, as outlined in the Appendix 3B dated 2 October 2025, and updated Appendix 3B dated 3 October 2025.



Part 3A - number and type of +securities the subject of this notification (existing class or new class) where issue has previously been notified to ASX in an Appendix 3B

Placement Details

ASX +security code and description

new unquoted class of security

Date the +securities the subject of this notification were issued

31/12/2025

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue of 25,000,000 Alignment Options to Lynx in consideration for corporate advisory services provided by Lynx, as approved by shareholders at the Company's Annual General Meeting held on 20 November 2025, pursuant to Resolution 13.

Issue details

Number of +securities

25,000,000

Were the +securities issued for a cash consideration?

Yes

In what currency was the cash consideration being paid?

AUD - Australian Dollar

What was the issue price per +security?

AUD 0.00001000

ASX +security code and description

MEMAX : OPTION EXPIRING 05-NOV-2026 EX \$0.011

Date the +securities the subject of this notification were issued

31/12/2025

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue of 2,500,000 free attaching unlisted options to Lynx as part of consideration for corporate advisory services provided by Lynx, as approved by shareholders at the Company's Annual General Meeting held on 20 November 2025, pursuant to Resolution 12.



Issue details

Number of +securities

2,500,000

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Nil - free attaching options issued as part of consideration for corporate advisory services provided by Lynx.



Part 3C - number and type of +securities the subject of this notification (new class)

ASX +security code

New class - code to be confirmed

+Security description

Alignment Options

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

31/12/2025

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-03010950-3A679289&v=undefined>

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.00400000

Expiry date

31/12/2027

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

MEM : ORDINARY FULLY PAID

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue details

Number of +securities

6,500,000

ASX +security code

New class - code to be confirmed

+Security description

Alignment Options



+Security type

ISIN code

Options

Date the +securities the subject of this notification were issued

31/12/2025

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-03010950-3A679289&v=undefined>

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.00500000

Expiry date

31/12/2027

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

MEM : ORDINARY FULLY PAID

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue details

Number of +securities

8,500,000

ASX +security code

New class - code to be confirmed

+Security description

Alignment Options

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

31/12/2025

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No



Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-03010950-3A679289&v=undefined>

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.00700000	31/12/2027

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

MEM : ORDINARY FULLY PAID

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue details

Number of +securities

10,000,000





Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MEM : ORDINARY FULLY PAID	2,661,201,403

4.2 Unquoted +securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MEMAX : OPTION EXPIRING 05-NOV-2026 EX \$0.011	479,754,167
MEMAC : OPTION EXPIRING 16-APR-2027 EX \$0.011	212,583,334
MEMAW : OPTION EXPIRING 28-AUG-2026 EX \$0.011	31,250,000
MEMAZ : OPTION EXPIRING 20-DEC-2026 EX \$0.011	7,933,333
MEMAY : OPTION EXPIRING 08-NOV-2026 EX \$0.011	8,333,333
MEMAU : OPTION EXPIRING 15-FEB-2026 EX \$0.02	105,000,000
MEMAV : OPTION EXPIRING 15-FEB-2027 EX \$0.0149	13,392,584
MEMAD : OPTION EXPIRING 19-DEC-2027 EX \$0.004	6,500,000
MEMAE : OPTION EXPIRING 19-DEC-2027 EX \$0.005	8,500,000
MEMAF : OPTION EXPIRING 19-DEC-2027 EX \$0.007	10,000,000
MEMAO : CONVERTIBLE NOTES	3,000,000
MEMAS : OPTION EXPIRING 18-JAN-2026 EX \$0.02	106,613,948
New class - code to be confirmed : Alignment Options	6,500,000
New class - code to be confirmed : Alignment Options	8,500,000
New class - code to be confirmed : Alignment Options	10,000,000

