

24 June 2022

The Manager
Market Announcements Office
ASX Limited
20 Bridge Street
Sydney NSW 2000

CLEANSING NOTICE

Dear Sir / Madam,

PainChek Ltd (ASX Code: PCK)
Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)

This notice is given by PainChek Ltd ACN 146 035 127 (**PainChek**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as modified by Australian Securities and Investments Commission Corporations (Non-Traditional Rights Issue) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73 (**Legislative Instruments**).

PainChek has today announced a pro-rata non-renounceable entitlement offer (**Entitlement Offer**) of 1 new fully paid ordinary share in PainChek (**New Shares**) for every 20 fully paid ordinary shares in PainChek held by eligible existing shareholders as at 7pm (Sydney time) on Wednesday, 29 June 2022 (**Eligible Shareholders**).

PainChek has also announced a placement to institutional investors to raise approximately \$2.5 million (**Placement**).

PainChek confirms the following:

- (a) the New Shares will be offered without disclosure to investors 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 the Legislative Instruments.
- (c) as at the date of this notice, PainChek has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to PainChek; and
 - (ii) section 674 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;
- (e) in respect of section 708AA(7)(e), the potential effect that the issue of the New Shares will have on the control of PainChek, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholders. PainChek does not expect that the Entitlement Offer will have a material effect or consequence on the control of PainChek.

No person, will exceed the 20% acquisition threshold under section 606 of the Corporations Act as a result of the Entitlement Offer.

The interests of Eligible Shareholders who do not take up their entitlements under the Entitlement Offer will be diluted. PainChek's shareholders who are not Eligible Shareholders (being foreign shareholders to whom an Entitlement Offer will not be made) are not entitled to participate in the Entitlement Offer and their percentage holding in PainChek will also be diluted.

Yours faithfully,

Sally McDow
Company Secretary