ANNOUNCEMENT



NZX / MEDIA RELEASE

24 May 2019

Notification of issue of securities

For the purposes of Listing Rule 7.12.1 of the NZX Limited Main Board/Debt Market Listing Rules, SeaDragon Limited (NZX:SEA) (the **Company**) advises that the following securities have been issued:

(a) Class of Security Loan notes. ISIN: Not applicable.

(b) Number issued, acquired or redeemed: 1,000,000 (one million).

(c) Nominal value and issue price, \$1.00 (one dollar) per loan note. acquisition price or redemption price:

(d) Whether payment was in cash: Yes.

(e) Any amount paid up: In full.

(f) Principal terms of the Securities: Conversion price: The loan notes are convertible into

ordinary shares in the Company at \$0.002 per share. Conversion date: Unless previously repaid or converted, and provided that the Company is not in default or insolvent, the loan notes will automatically convert on maturity at 5:00 p.m. on 31 March 2021.

(g) Percentage of the total Class of Securities The loan notes issued, acquired or redeemed: issued Securities of

The loan notes issued comprise 100% of the total issued Securities of that Class.

(h) Reason for the issue, acquisition or redemption:

To assist the Company with its immediate and medium term funding requirements, as announced by the Company on 25 March 2019.

(i) Specific authority for the issue, acquisition or redemption:

Board resolution.

(j) Terms or details of the issue, acquisition or redemption:

- Pescado Holdings Limited (**Pescado**) made available to the Company a convertible loan note facility of up to \$4,000,000 (the **2019 Pescado Loan**).
- Interest on the 2019 Pescado Loan is nil prior to an event of default, and 9.95% per annum while an event of defaulting is subsisting. Accrued and unpaid interest is payable in cash and does not convert to ordinary shares in the Company.
- The Company may repay its indebtedness under the 2019 Pescado Loan at any time in full. All payments under the 2019 Pescado Loan must be made pari passu with payments under other existing convertible loan note agreements.
- Unless previously repaid or converted, and provided that the Company is not in default or insolvent, the loan notes will automatically convert on maturity at 5:00 p.m. on 31 March 2021. Pescado also has the

option to convert the loan notes to ordinary shares in the Company.

- All indebtedness under the 2019 Pescado Loan is secured over all of the assets of the Company and its subsidiaries, in each case under existing security arrangements.
- (k) Total number of Securities of the Class in existence after the issue, acquisition or redemption:

1,000,000 (one million).

(I) In the case of an acquisition of shares by an Issuer which is a company registered under the Companies Act 1993, whether those shares are to be held as Treasury Stock:

Not applicable.

(m) Dates of issue, acquisition or redemption: 24 May 2019.

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About SeaDragon: www.seadragon.co.nz

SeaDragon Limited (NZX:SEA) is New Zealand's largest refiner and blender of high-quality, internationally certified concentrated fish oils and fractions, including Omega-3 oils. Our oils are sourced from fish caught in the clean and pure waters around New Zealand, in the Southern Ocean, and elsewhere. We have more than 20 years' experience processing fish oils and we are recognised for the quality and purity of our products. We supply health supplement manufacturers around the world to meet the burgeoning demand for pure, high-quality fish oils, which are scientifically proven to deliver significant human health benefits such as lowering the risk of heart disease, improving brain function and joint health. The majority of our supply is exported.