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ASX and MEDIA RELEASE

DOTZ SECURES A$2 MILLION PLACEMENT AND SIGNS GRIDFEED ACQUISITION TERM SHEET

Expansion into AI-powered energy optimisation and grid intelligence

Key highlights

- **Commitments received for a A$2.0 million placement at A$0.016 per share, comprising 125,000,000 new fully paid ordinary shares.**
- **One free attaching unquoted option for every new placement share (approximately 125,000,000 options), exercisable at A$0.03 and expiring two years from issue, subject to shareholder approval.**
- **Signed non-binding term sheet with PRF Technologies Ltd (Nasdaq: PRFX) for the proposed acquisition of the DeepSolar/GridFeed software platform, expanding Dotz Energy's capabilities from building energy optimisation into solar, storage and grid analytics. The transaction is subject to definitive agreements and other conditions.**
- **Proposed US$1.0 million cash acquisition consideration payable in 21 equal monthly instalments, with the first instalment due three months after closing and no upfront payment.**
- **PRF proposes to invest US$250,000 in Dotz as part of the Placement, conditional on completion of the acquisition and shareholder approval.**
- **Commercial progress in Cyprus, including a signed memorandum of understanding with Thanos Hotels covering three luxury hotels and potential heat-pump applications.**

30 October 2026 — Dotz Nano Limited (ASX: DTZ; OTC: DTZZF/DTZNY) ("Dotz" or the "Company") announces that it has received commitments for a A$2.0 million placement (Placement), including a conditional commitment from PRF Technologies Ltd (Nasdaq: PRFX) (PRF), and has entered into a non-binding term sheet with PRF regarding the proposed acquisition of the DeepSolar/GridFeed software-as-a-service platform (GridFeed). The Company also provides a commercial update on its Dotz ChillerAI activities.

CEO COMMENTARY

Dotz Chief Executive Officer Nati Harpaz said:

"This is an exciting new chapter for Dotz. We are moving decisively further into the energy space, bringing together AI-driven optimisation of how buildings consume energy with the intelligence needed to better understand and manage the generation and distribution of renewable power. The proposed GridFeed acquisition would accelerate this strategy by adding an established software platform and specialist expertise to our growing Dotz Energy offering."

"We are encouraged by the support shown through the placement and by the early commercial response to ChillerAI, including our collaboration with Thanos Hotels. Our priority is disciplined execution: integrating complementary technologies, converting our pipeline into operating sites and building a scalable business with recurring revenue opportunities."

A$2.0 MILLION PLACEMENT

The Company has received commitments to raise A$2,000,000 (before costs) through the issue of 125,000,000 new fully paid ordinary shares (Placement Shares) at A$0.016 per share. The issue price represents a 27.3% discount to the last closing price

of A$0.022 before the trading halt and a 23.8% discount to the 15-day VWAP of A$0.0210. The Placement will be completed in two tranches:

- Tranche 1: firm commitments from sophisticated and professional investors of approximately A$1,642,857 for 102,678,571 Placement Shares, to be issued under the Company's existing placement capacity, comprising 31,241,090 shares under ASX Listing Rule 7.1 and 71,437,481 shares under ASX Listing Rule 7.1A, on or about Tuesday, 10 November 2026.
- Tranche 2: a subscription of US$250,000 by PRF (approximately A$357,143, or approximately 22,321,429 Placement Shares at A$0.016 and AUD/USD 0.70), which is conditional on completion of the proposed GridFeed acquisition and subject to shareholder approval. The final number of shares will depend on the PRF issue price and the exchange rate on the business day before completion (see below).

Subject to shareholder approval, placement participants will also receive one free attaching unquoted option for every Placement Share subscribed for (Placement Options), being approximately 125,000,000 Placement Options in total across both tranches. Each Placement Option will be exercisable at A$0.03 and will expire two years from the date of issue. The Company will not apply for quotation of the Placement Options.

The Placement Shares will rank equally with the Company's existing fully paid ordinary shares. The Company will lodge a cleansing notice under section 708A(5)(e) of the Corporations Act on the issue of the Tranche 1 shares.

The issue of the Placement Options, the Tranche 2 shares and the Broker Options (described below) is subject to shareholder approval at a general meeting expected to be held in December 2026. A notice of meeting will be sent to shareholders in due course. Appendix 3B forms in respect of the Placement have been lodged with ASX today.

CPS Capital Group Pty Ltd (CPS) is lead manager to the Placement. CPS will receive a management fee of 2% and a placing fee of 4% (each plus GST) of the gross proceeds of the Placement and, subject to shareholder approval, 15,000,000 unquoted options (Broker Options) on terms to be agreed and set out in the notice of meeting. CPS also receives a corporate advisory fee of A$6,000 per month (plus GST) under its mandate with the Company.

Funds raised are intended to support the proposed GridFeed transaction, commercial deployment and integration of the Dotz Energy platform, ChillerAI rollout, business development, general working capital and the costs of the Placement. Allocation of funds will be subject to completion of the proposed transaction and the Company's operating requirements. The Tranche 2 funds from PRF will be received only if the GridFeed acquisition completes and shareholder approval is obtained.

PROPOSED GRIDFEED ACQUISITION

Dotz has signed a non-binding term sheet with PRF concerning the proposed purchase of the DeepSolar/GridFeed SaaS platform, including defined platform intellectual property, specified customer contracts and platform accounts. GridFeed provides software tools relating to solar and grid performance monitoring, analytics and optimisation, and is currently running a pilot with one customer generating approximately US$70,000 in annual recurring revenue. The transaction is intended to complement ChillerAI, which addresses energy consumption within large commercial buildings.

The term sheet is non-binding, other than customary provisions relating to confidentiality, announcements, interim operating covenants, costs and governing law. The transaction will proceed only if the parties execute definitive agreements (including an asset purchase agreement, a subscription agreement for the PRF investment, the terms of the security warrants and an interim licence agreement) within 90 days of signing, unless extended, and the conditions summarised below are satisfied or waived.

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Key indicative transaction terms

Status and term	Non-binding, other than specified provisions. The term sheet lapses if definitive agreements are not executed within 90 days of signing, unless extended by agreement.
Purchase consideration	US$1,000,000 cash (exclusive of VAT), payable in 21 equal monthly instalments; first instalment three months after closing. No upfront payment is required and no shares are to be issued to PRF as acquisition consideration.
Interim operating arrangements	From closing until transfer of title, Dotz is to hold an exclusive, royalty-free interim licence to operate the platform, receive revenue and bear ongoing operating costs and risks, subject to agreed restrictions.
Transfer of assets	Legal title to the platform assets (including the intellectual property) remains with PRF until Dotz has paid US$650,000 of the purchase price, at which point it transfers to Dotz, with required third-party assignments and consents to be addressed.
Strategic investment	Subject to completion, PRF proposes to invest US$250,000 in Dotz as Tranche 2 of the Placement, at the lower of A$0.02 and the 30-trading-day VWAP before definitive agreements are signed, with one free attaching unquoted option (exercisable at A$0.03, expiring two years from issue) for every share, and with the benefit of any more favourable terms given to other investors in the current round. The subscription amount will be converted at the RBA exchange rate on the business day before completion; for illustration, at A$0.016 per share and AUD/USD 0.70 this equates to approximately 22,321,429 shares and 22,321,429 options. The PRF securities will be issued at completion under a separate subscription agreement, subject to shareholder approval.
Security arrangements	At completion, Dotz will issue PRF unquoted, non-transferable security warrants as security for the unpaid purchase price. The warrants are exercisable (at US$0.0001 per share) only following a payment default or insolvency event, for shares with a value equal to the unpaid purchase price (up to US$1,000,000), calculated at the lower of the current round issue price and the 5-day VWAP before exercise. The warrants expire once Dotz has paid US$650,000 without default. Their issue is subject to any required ASX confirmation and shareholder approval.
Default remedies	On a payment default, insolvency event or material breach by Dotz, PRF may either (a) before title transfers, terminate the interim licence and retain the platform (including improvements) and all instalments paid, with the unpaid balance released; or (b) accelerate the unpaid purchase price and exercise the security warrants.
Personnel	The three PRF employees engaged in the platform are to be employed by Dotz (or an Israeli subsidiary) from completion, on terms no less favourable in aggregate than their current terms.

Conditions	Completion is subject to conditions including: execution of definitive agreements; PRF being satisfied with its due diligence on Dotz; board approvals of each party; Dotz having sufficient placement capacity or obtaining shareholder approval, and any required ASX confirmation or waiver, for the securities to be issued to PRF; required regulatory and third-party consents; and no insolvency event or material adverse change affecting Dotz's ability to pay the purchase price.
Interim covenant	Between signing and completion, Dotz has agreed not to grant security over its material assets, or take any action that would reasonably be expected to impair its ability to complete the transaction or pay the purchase price, without PRF's consent.

DOTZ ENERGY COMMERCIAL UPDATE — THANOS HOTELS

On 14 October 2026, Dotz signed an MOU with Thanos Hotels to assess and, subject to technical and commercial validation, install ChillerAI at Anassa, Annabelle and Almyra, with the shared goal of reducing energy consumption and environmental impact. The MOU also covers the potential deployment of Dotz's heat-pump solution to deliver further energy savings and reduce CO_2 emissions.

Dotz is also progressing a signed ChillerAI pilot arrangement with MyMall in Limassol, with site integration and installation planning underway. Across its broader commercial activities, Dotz is engaging with prospective hotel, retail and commercial-building customers. These opportunities remain at varying stages and should not be construed as contracted revenue.

OUTLOOK

Dotz intends to prioritise closing and integrating the proposed GridFeed acquisition, progressing ChillerAI deployments and customer conversion, and managing costs through a focus on commercialisation, partnerships and energy-technology opportunities. Future results depend on completion of transaction conditions, customer adoption, project performance and funding requirements.

This announcement has been authorised for release by the Board of Directors of Dotz Nano Limited.

ABOUT DOTZ NANO LIMITED

Dotz Nano Limited (ASX: DTZ) is a climate-technology company commercialising technologies intended to reduce energy consumption and carbon emissions. Dotz Earth develops sorbent technologies for carbon capture, while Dotz Energy focuses on AI-driven energy optimisation, managed energy infrastructure and adjacent software applications.

For further information: www.dotz.tech | www.dotz.energy

Forward-looking statements

This announcement contains forward-looking statements, including statements regarding transaction completion, prospective integration, customer deployment, commercial adoption, revenues, cost savings and strategic opportunities. Such statements involve risks and uncertainties, including financing, approvals, technology performance and market acceptance, and actual outcomes may differ materially. No forecast or guarantee of future performance is given.

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