



ASX Announcement

CORPORATE DIRECTORY

Chairman

PAUL KRISTENSEN

Founder, Managing Director

DAVID BUDGE

Business Development

and Marketing Director

NATHAN HENRY

Non-Executive Director

MEL ASHTON

Non-Executive Director

and Company Secretary

MATHEW WHYTE

Changes to Company Securities and Appendix 3Y's

Aurora Labs Limited ("Aurora" or "the Company") provides the attached *Appendix 3B – New Issue Announcement* in relation to the following changes to the Company's Securities:

- The cancellation and removal from the Company's register of securities of 480,000 Unquoted Options (ASX: A3DAI) Exercisable at \$2.23 expiring on 30/11/2019 (A3DAI); and
- The cancellation and removal from the Company's register of securities of 54,773 Performance Rights (ASX: A3DAK), following their cancellation on termination under the terms of the Company's Employee Incentive Plan.

Appendix 3Y's

The Company now provides two (2) *Appendix 3Y – Change in Director's Interest Notices* arising from the changes in interests in Securities as outlined above.

CONTACT DETAILS

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Bibra Lake, WA

AUSTRALIA 6163

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t. +61 (0)8 9434 1934

auroralabs3d.com

For further information please contact:

enquiries@auroralabs3D.com

ASX CODE: A3D

ACN: 601 164 505

ABOUT AURORA LABS

Aurora Labs Limited ("the Company"), an industrial technology and innovation company that specialises in the development of 3D metal printers, powders, digital parts and their associated intellectual property.

Aurora Labs is listed on the Australian Securities Exchange (ASX: A3D)

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Aurora Labs Limited

ABN

44 601 164 505

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|---|
| 1 | +Class of +securities issued or to be issued | a) Cancellation of Unquoted Options Exercisable \$2.23/ Exp 30/11/19 (ASX: A3DAI) b) Cancellation of Unquoted Performance Rights (Performance Rights (ASX: A3DAK)) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | a) 480,000 b) 54,773 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | N/A |
| 4 | Do the +securities rank equally | N/A |

in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

5 Issue price or consideration

N/A

6 Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets)

N/A

6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?

Yes

If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i

6b The date the security holder resolution under rule 7.1A was passed

30 November 2018

6c Number of +securities issued without security holder approval under rule 7.1

N/A

6d Number of +securities issued with security holder approval under rule 7.1A

N/A

6e Number of +securities issued

N/A

+ See chapter 19 for defined terms.

| | | | |
|----|--|--|--|
| | with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting) | | |
| 6f | Number of securities issued under an exception in rule 7.2 | N/A | |
| 6g | If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation. | N/A | |
| 6h | If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements | N/A | |
| 6i | Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements | LR 7.1: 7,084,157 LR 7.1A: Zero | |
| 7 | Dates of entering +securities into uncertificated holdings or despatch of certificates | a) Cancelled 30/11/19 b) Cancelled 30/11/19 | |
| 8 | Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable) | Number | |
| | | +Class | |
| 9 | Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable) | 103,709,707 | Ordinary shares |
| | | 3,686,000 | Options exercisable at \$1.00 & Expiry 17/4/2020 |
| | | 250,000 | Unquoted Options Exercisable at \$0.50 Expiring 31/12/2020 (A3DAI) |
| | | 367,107 | Unquoted Options Exercisable at \$0.57 Expiring 15/02/2022 (A3DAI) |

| | |
|-----------|---|
| 931,000 | Unquoted Options Exercisable at \$3.00 Expiring 31/03/2020 (A3DAI) |
| 40,000 | Unquoted Options Exercisable at \$1.17 Expiring 30/06/2020 (A3DAI) |
| 462,000 | Unquoted Options Exercisable at \$0.79 Expiring 31/08/2020 (A3DAI) |
| 50,000 | Unquoted Options Exercisable at \$0.72 Expiring 30/09/2020 (A3DAI) |
| 100,000 | Unquoted Options Exercisable at \$0.95 Expiring 31/07/2020 (A3DAI) |
| 200,000 | Unquoted Options Exercisable at \$1.08 Expiring 31/01/2021 (A3DAI) |
| 735,282 | Performance Rights expiring 31/01/2023 (A3DAI) |
| 1,126,406 | Performance Rights expiring 11/07/2024 |

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

N/A

Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?

N/A

12 Is the issue renounceable or non-renounceable?

N/A

13 Ratio in which the +securities will be offered

N/A

+ See chapter 19 for defined terms.

| | | |
|----|---|-----|
| 14 | +Class of +securities to which the offer relates | N/A |
| 15 | +Record date to determine entitlements | N/A |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? | N/A |
| 17 | Policy for deciding entitlements in relation to fractions | N/A |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7. | N/A |
| 19 | Closing date for receipt of acceptances or renunciations | N/A |
| 20 | Names of any underwriters | N/A |
| 21 | Amount of any underwriting fee or commission | N/A |
| 22 | Names of any brokers to the issue | N/A |
| 23 | Fee or commission payable to the broker to the issue | N/A |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders | N/A |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting | N/A |

| | | |
|----|---|-----|
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled | N/A |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders | N/A |
| 28 | Date rights trading will begin (if applicable) | N/A |
| 29 | Date rights trading will end (if applicable) | N/A |
| 30 | How do ⁺ security holders sell their entitlements <i>in full</i> through a broker? | N/A |
| 31 | How do ⁺ security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | N/A |
| 32 | How do ⁺ security holders dispose of their entitlements (except by sale through a broker)? | N/A |
| 33 | ⁺ Despatch date | N/A |

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(tick one)
- (a) Securities described in Part 1
- (b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

⁺ See chapter 19 for defined terms.

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

| |
|-----|
| N/A |
|-----|

39 Class of +securities for which quotation is sought

| |
|-----|
| N/A |
|-----|

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:
a) the date from which they do
b) the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
c) the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

| |
|-----|
| N/A |
|-----|

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

| |
|-----|
| N/A |
|-----|

| | Number | +Class |
|---|--------|--------|
| 42 Number and +class of all +securities quoted on ASX (including the securities in clause 38) | N/A | |

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



(Director & Company Secretary)

Date: 29 November 2019

Print name: Mathew Whyte

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for +eligible entities

Introduced 01/08/12

Part 1

| Rule 7.1 – Issues exceeding 15% of capital | |
|--|---|
| Step 1: Calculate “A”, the base figure from which the placement capacity is calculated | |
| Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue | 68,946,104 |
| <p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> | <ul style="list-style-type: none"> • 3,073,333 (Shares issued on 12/12/2018) • 2,945,834 (Shares issued on 24/12/2018) • 511,925 (Shares issued on 7/01/2019) <p>All on exercise of Options (LR 7.2 exception 9)</p> <ul style="list-style-type: none"> • 13,157,895 (Shares issued under placement on 14/02/2019 ratified at EGM held on 17/6/201 <p style="text-align: center;">Nil</p> |
| Subtract the number of fully paid ordinary securities cancelled during that 12 month period | Nil |
| “A” | 88,635,091 |

+ See chapter 19 for defined terms.

| | |
|---|---|
| Step 2: Calculate 15% of “A” | |
| “B” | 13,295,264 <i>[Note: this value cannot be changed]</i> |
| Multiply “A” by 0.15 | 13,295,264 |
| Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used | |
| <p>Insert number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p>Note:</p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> | <ul style="list-style-type: none"> • 6,211,107 (shares issued on 06/11/2019) |
| “C” | 6,211,107 |
| Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1 | |
| “A” x 0.15 <i>Note: number must be same as shown in Step 2</i> | 13,295,264 |
| Subtract “C” <i>Note: number must be same as shown in Step 3</i> | 6,211,107 |
| Total [“A” x 0.15] – “C” | 7,084,157 <i>[Note: this is the remaining placement capacity under rule 7.1]</i> |

+ See chapter 19 for defined terms.

Part 2

| Rule 7.1A – Additional placement capacity for eligible entities | |
|--|---|
| Step 1: Calculate “A”, the base figure from which the placement capacity is calculated | |
| “A” <i>Note: number must be same as shown in Step 1 of Part 1</i> | 88,635,091 |
| Step 2: Calculate 10% of “A” | |
| “D” | <i>Note: this value cannot be changed</i> |
| Multiply “A” by 0.10 | 8,863,509 |
| Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used | |
| Insert number of equity securities issued or agreed to be issued in that 12- month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> | 8,863,509 (Shares issued on 6/11/2019) |
| “E” | 8,863,509 |
| Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A | |
| “A” x 0.10 <i>Note: number must be same as shown in Step 2</i> | 8,863,509 |
| Subtract “E” <i>Note: number must be same as shown in Step 3</i> | 8,863,509 |
| Total [“A” x 0.10] – “E” | 0 <i>Note: this is the remaining placement capacity under rule 7.1A</i> |

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

| |
|--|
| Name of entity: AURORA LABS LIMITED |
| ABN 44 601 164 505 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

| | |
|----------------------------|-------------------|
| Name of Director | David James Budge |
| Date of last notice | 12 July 2019 |

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| | |
|---|---|
| Direct or indirect interest | Indirect |
| Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Registered Holder: David James Budge ATF <Budge Family Trust> Relevant interest: Trustee & beneficiary |
| Date of change | 30 November 2019 |
| No. of securities held prior to change | <ol style="list-style-type: none"> 1. 23,946,785 Ordinary Shares 2. 115,000 Options (Ex \$2.23/ Exp 30/11/2019) 3. 165,000 Options (Ex \$3.00/ Exp 31/03/2020) 4. 15,000 Options (Ex \$0.79/ Exp 31/08/2020) 5. 50,000 Performance Rights (Exp 31/01/2023) |
| Class | <ol style="list-style-type: none"> 1. Ordinary Shares 2. Unquoted Options (Ex \$2.23/Expiry 30/11/2019) 3. Unquoted Options (Ex \$3.00/Expiry 31/3/2020) 4. Unquoted Options (Ex \$0.79/Expiry 31/8/2020) 5. Performance Rights (Expiry 31/01/2023) |

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

| | |
|---|---|
| Number acquired | N/A |
| Number disposed | 2. 115,000 Unquoted Options |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | N/A |
| No. of securities held after change | <ol style="list-style-type: none"> 1. 23,946,785 Ordinary Shares 3. 165,000 Options (Ex \$3.00/ Exp 31/03/2020) 4. 15,000 Options (Ex \$0.79/ Exp 31/08/2020) 5. 50,000 Performance Rights (Exp 31/01/2023) |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Expiry of Unquoted Options. |

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

| | |
|--|---|
| Detail of contract | Offer made by the Company for Executive Options pursuant to the Company's Employee Incentive Plan - Subject to shareholder approval at the AGM. |
| Nature of interest | Indirect |
| Name of registered holder (if issued securities) | David James Budge ATF <Budge Family Trust> |
| Date of change | As announced in Company Announcement 7 November 2019 and 13 November |
| No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| Interest acquired | Conditional right to be granted 2,000,000 Exercise Options (subject to shareholder approval at AGM) |
| Interest disposed | N/A |

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

| | |
|--|--|
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | \$0 payable on Grant. Estimated value of \$194,000 (based on valuation as advised in AGM Notice of Meeting (page 21) as announced 13 November 2019) |
| Interest after change | Conditional right to be granted 2,000,000 Exercise Options (subject to shareholder approval at AGM) |

Part 3 – +Closed period

| | |
|--|-----|
| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | N/A |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | N/A |
| If prior written clearance was provided, on what date was this provided? | N/A |

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

| |
|--|
| Name of entity: AURORA LABS LIMITED |
| ABN: 44 601 164 505 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

| | |
|----------------------------|-------------------|
| Name of Director | John Nathan Henry |
| Date of last notice | 12 July 2019 |

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| | |
|---|---|
| Direct or indirect interest | Indirect & Direct |
| Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Registered Holder: Buttes Pty Ltd <Toklat A/C> Relevant interest: Director |
| Date of change | 30 Novembner 2019 |
| No. of securities held prior to change | <u>Direct</u> 1. 1,825,485 Ordinary Shares <u>Indirect</u> 1. 150,000 Ordinary Shares 2. 140,000 Options (Ex \$2.23/Expiry 30/11/2019) 3. 125,000 Options (Ex \$3.00/Expiry 31/3/2020) 4. 15,000 Options (Ex \$0.79/Expiry 31/08/2020) 5. 50,000 Performance Rights (Exp 31/01/2023) |

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

| | |
|---|---|
| Class | <ol style="list-style-type: none"> 1. Ordinary Shares 2. Unquoted Options (Ex \$2.23/Expiry 30/11/2019) 3. Unquoted Options (Ex \$3.00/Expiry 31/3/2020) 4. Unquoted Options (Ex \$0.79/Expiry 31/8/2020) 5. Performance Rights (Expiry 31/1/ 2023) |
| Number acquired | N/A |
| Number disposed | <ol style="list-style-type: none"> 2. 140,000 Unquoted Options |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | N/A |
| No. of securities held after change | <p><u>Direct</u></p> <ol style="list-style-type: none"> 1. 1,825,485 Ordinary Shares <p><u>Indirect</u></p> <ol style="list-style-type: none"> 1. 150,000 Ordinary Shares 3. 125,000 Options (Ex \$3.00/Exp 31/03/2020) 4. 15,000 Unquoted Options (Ex \$0.79/Expiry 31/08/2020) 5. 50,000 Performance Rights (Exp 31/01/2023) |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Expiry of Unquoted Options |

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

| | |
|---|--|
| Detail of contract | Offer made by the Company for Performance Rights pursuant to the Company's Employee Incentive Plan - Subject to shareholder approval at the 2019 AGM. |
| Nature of interest | Indirect |
| Name of registered holder (if issued securities) | Buttes Pty Ltd <Toklat A/C> |

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

| | |
|--|--|
| Date of change | As announced in Appendix 3Y dated 12 July 2019 |
| No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| Interest acquired | Conditional right to be granted 50,000 Performance Rights (Subject to shareholder approval at AGM) |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | \$0 payable on Grant. Estimated value of \$0.184 per Performance Right |
| Interest after change | Conditional right to be granted 50,000 Performance Rights (Subject to shareholder approval at AGM) |

Part 3 – +Closed period

| | |
|--|-----|
| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | N/A |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | N/A |
| If prior written clearance was provided, on what date was this provided? | N/A |

+ See chapter 19 for defined terms.