

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **August 1, 2024**

PROPANC BIOPHARMA, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of Incorporation)

000-54878

(Commission
File Number)

33-0662986

(IRS Employer
Identification Number)

302, 6 Butler Street

Camberwell, VIC, 3124 Australia

(Address of registrant's principal executive office) (Zip code)

+61-03-9882-0780

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
N/A	N/A	N/A

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01 Entry into a Material Definitive Agreement.

Effective August 1, 2024, Propanc Biopharma, Inc. (the "Company") entered into and closed a loan agreement (the "Loan") with an investor, pursuant to which the investor loaned the Company an aggregate principal amount of \$150,000 AUD. The Company intends to use the net proceeds therefrom for general working capital purposes.

The maturity date of the Loan is November 1, 2024, or sooner at the discretion of the Company, and the Loan bears an interest rate of twelve percent (12%) per annum. The Company has the right to prepay in full at any time with no prepayment penalty.

The foregoing description of the Loan do not purport to be complete and are qualified in their entirety by reference to the full text of each of the Loan, which is filed as Exhibit 4.1 to this Current Report on Form 8-K (this "Form 8-K") and is incorporated herein by reference.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The applicable information set forth in Item 1.01 of this Form 8-K with respect to the Loan above is incorporated herein by reference.

Item 3.02 Unregistered Sales of Equity Securities.

The applicable information disclosed in Item 1.01 of this Form 8-K regarding the issuance of the Loan is incorporated herein by reference. The Loan was issued pursuant to the private placement exemption from registration provided by Section 4(a)(2) of the Securities Act and/or by Rule 506 of Regulation D promulgated thereunder.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

Exhibit No.	Description
4.1	Loan Agreement dated June 3, 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 7, 2024

PROPANC BIOPHARMA, INC.

By: /s/ James Nathanielsz

Name: James Nathanielsz

Title: Chief Executive Officer and Chief Financial Officer



Biopharma, Inc.

To: Mr. Josef Zelinger
CC: Dr. Julian Kenyon
From: Mr. James Nathanielsz
Subject: Loan to Propane Biopharma Inc. - Joshua Investments Pty Ltd

Dear Josef Zelinger,

The Board of Directors at Propane Biopharma Inc. ("Propane") confirm acceptance and receipt of funds for the sum of one hundred and fifty thousand Australian dollars (AUD 150,000) from Joshua Investments Pty Ltd (the "lender") of 59 Seymour Road, Elsternwick, Vic 3185 {"address"}.

The loan to Propane is subject to the following terms & conditions:

- **Amount:** A\$150,000.00
- **Term:** 3 months or less at the discretion of Propane (the borrower)
- **Commencement date:** 01 August 2024
- **Interest rate:** 12% pa payable monthly in arrears (default rate is 18% pa)
- **Repayment:** By mutual consent the amount can be repaid via the issuance of common stock of the company (upon uplisting on NASDAQ) and the strike price shall be at a 35% discount to lowest daily balance of the five preceding trading days.

Sincerely,

A handwritten signature in black ink, appearing to read 'J. Nathanielsz'.

James Nathanielsz
Chief Executive Officer

Approved by,

A handwritten signature in black ink, appearing to read 'Dr Julian Kenyon'.

Dr Julian Kenyon
Director

Approved by

A handwritten signature in black ink, appearing to read 'Josef Zelinger'.

Josef Zelinger
Joshua Investments Pty Ltd

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