

11 April 2019

Dear Option holder

**BIGTINCAN HOLDINGS LIMITED ENTITLEMENT OFFER – notice to Option holders**

On 11 April 2019, Bigtincan Holdings Limited (ASX: BTH) (**Bigtincan**) announced a 1 for 6 pro rata accelerated non-renounceable entitlement offer of fully paid ordinary shares in Bigtincan to raise approximately \$15.6 million (**Entitlement Offer**).

The Retail Entitlement Offer is only available to Eligible Retail Shareholders.

An Eligible Retail Shareholder is a person who is a registered holder of ordinary shares in Bigtincan at 7.00pm (Sydney time) on Tuesday, 16 April 2019 (**Record Date**) who:

- (a) has a registered address in either Australia or New Zealand;
- (b) is not in the United States and is not a “U.S. person” (as defined under Regulation S under the United States Securities Act of 1933, as amended) (**U.S. Person**) or acting for the account or benefit of a U.S. Person;
- (c) was not invited to participate in the Institutional Entitlement Offer and was not treated as an Ineligible Institutional Shareholder under the Institutional Entitlement Offer; and
- (d) is otherwise eligible under all applicable securities laws to receive an offer under the Retail Entitlement Offer without any requirement for a prospectus to be lodged or registered.

The options you hold do not give you an entitlement to participate in the Retail Entitlement Offer. However, if you exercise your options by at least one day prior to the Record Date (being the date for determining entitlements to the Retail Entitlement Offer), the shares issued to you on exercise of the options will give you an entitlement to participate in the Retail Entitlement Offer provided that your registered address is in Australia or New Zealand and you meet the other requirements for Eligible Retail Shareholders listed above.

If you wish to participate in the Retail Entitlement Offer, you will need to exercise your options in accordance with their terms (including payment of the applicable exercise price) by **5.00 pm (Sydney time) on Monday, 15 April 2019**, so that Bigtincan can allot and issue your shares in time for you to participate in the Retail Entitlement Offer.

Please contact me at [options@bigtincan.com](mailto:options@bigtincan.com) or call +61 400 801 814 at any time from 8.30am to 5.30pm (Sydney time) Monday to Friday if you have any questions about your options.

For your information, further details on the Entitlement Offer can be accessed on the ASX website at [asx.com.au](http://asx.com.au) under ASX Code “BTH”.

Yours sincerely



Mark Ohlsson  
Company Secretary  
**Bigtincan Holdings Limited**