

ASX Announcement
8 December 2022

Media regarding approach from SQN Investors

Bigtincan Holdings Limited (**ASX:BTH**) (“**Bigtincan**”, “**BTH**”, the “**Company**”), a global software company providing a leading AI-powered sales enablement automation platform, refers to its announcement of 2 December 2022 that it had received an unsolicited, indicative, conditional and non-binding proposal from SQN Investors LP (**SQN**) to acquire all of the shares in BTH for A\$0.80 cash per BTH share by way of scheme of arrangement (**Indicative Proposal**). The Company established an Independent Board Committee (**IBC**) to evaluate and respond to the Indicative Proposal (as noted in its previous announcement), given SQN is a substantial shareholder of BTH and has a nominee director on the BTH board.

The IBC, after evaluating the Indicative Proposal with its advisers is still waiting for SQN to prove funds prior to engaging further and completing its assessment of the merits of the indicative proposal. While (as noted in the Company’s previous announcement) SQN had indicated that it proposed to fund the Indicative Proposal with a combination of equity from SQN and its affiliates, and debt financing, it did not currently have binding commitments for that funding, which was one of many matters the IBC carefully considered in its evaluation of the Indicative Proposal.

Yesterday the Company went into a trading halt pending an announcement concerning the outcome of a placement, which the Company proposes to undertake to enable it to accelerate key strategic priorities outlined in its FY22 results. The Board of Directors of the Company believes that this course of action is in the best interests of all shareholders.

Today the Board of Directors of the Company received a letter marked “Strictly Private and Confidential” from SQN Investors that has been published by certain news platforms, in which SQN Investors express their view on the Company’s strategy that is not shared by the Company or the IBC.

Bigtincan confirms its FY23 guidance of Annualised Recurring Revenue in the range of \$137-143m and revenue in the range of \$123-128m and the outlook will be updated post the completion of the acquisitions.

Upon the successful completion of the placement a further announcement will be made.

Authorised for release by Tom Amos, Chairman of Bigtincan Holdings Limited.

For more information on the Bigtincan solution set visit www.bigtincan.com


Bigtincan is helping the world's leading brands facilitate the buying experience of the future.

Everything we offer is designed to be smart, flexible, and easily adapted to unique business processes with highly personalized experiences that people and brands love. We're on a mission to help companies deliver branded buying experiences that are engaging, personalized, provide value, and guide people to the best decisions with confidence. World-class companies like Nike, Guess, Prudential, and Starwood Hotels trust Bigtincan to enable customer-facing teams to intelligently prepare, engage, measure and continually improve the buying experience for their customers.

For more information about Bigtincan (ASX: BTH), visit: bigtincan.com or follow Bigtincan on social media:

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