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## ASX Announcement

18 June 2024

### Bigtincan completes despatch of Retail Offer Booklet

Bigtincan Holdings Limited (**ASX: BTH**) is pleased to confirm that emails and letters have today been despatched to eligible retail shareholders informing them how they may access the retail entitlement offer booklet ("**Retail Offer Booklet**") and personalised entitlement and acceptance form in relation to the retail component of the fully underwritten 1 for 3 accelerated pro-rata non-renounceable entitlement offer ("**Entitlement Offer**"), as announced to the ASX on Tuesday, 11 June 2024.

A copy of the Retail Offer Booklet was lodged with the ASX today, Tuesday, 18 June 2024.

Those eligible retail shareholders that have not elected to receive communications electronically will receive a copy of the **attached** letter informing them how they may access the Retail Offer Booklet and a personalised Entitlement and Acceptance Form electronically. Those eligible retail shareholders that have elected to receive communications electronically will receive an email containing links to access the Retail Offer Booklet and a personalised Entitlement and Acceptance Form electronically.

#### Retail Entitlement Offer

The retail component of the Entitlement Offer ("**Retail Entitlement Offer**") opens at 10.00am (Sydney time) today, Tuesday, 18 June 2024, and closes at 5.00pm (Sydney time) on Tuesday, 2 July 2024.

Application monies must be received prior to this time, in accordance with the Retail Offer Booklet and the personalised entitlement and acceptance form.

#### Shareholder enquiries

Eligible retail shareholders are encouraged to carefully read the Retail Offer Booklet for further details relating to the Retail Entitlement Offer.

For further information on the Entitlement Offer you should call the Shareholder Information Line on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) at any time from 9.00am to 5.00pm (Sydney time) Monday to Friday during the Retail Entitlement Offer period.

Authorised by: **Board of Directors of Bigtincan Holdings Limited**

#### ABOVE INFORMATION

*This announcement has been prepared for publication in Australia and may not be released to US wire services or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements under the US Securities Act and applicable US state securities laws.*



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18 June 2024

Dear Shareholder

**BIGTINCAN HOLDINGS LIMITED (ASX: BTH)**  
**RETAIL ENTITLEMENT OFFER NOW OPEN**

On Tuesday, 11 June 2024, Bigtincan Holdings Limited (**ASX: BTH**) ("**Bigtincan**") announced its intention to raise a total of approximately \$20.5 million pursuant to a fully underwritten 1 for 3 accelerated pro-rata non-renounceable entitlement offer ("**Entitlement Offer**") of new fully paid ordinary shares in Bigtincan ("**New Shares**") at an issue price of \$0.10 per New Share. The proceeds from the Entitlement Offer will be used to fund investments in core AI technology, data infrastructure related to provisioning of GenieAI technology, market awareness and development, working capital and transaction costs. The Entitlement Offer consists of an institutional and retail component ("**Institutional Entitlement Offer**" and "**Retail Entitlement Offer**" respectively).

**THE RETAIL ENTITLEMENT OFFER**

The purpose of this letter is to inform you about the Retail Entitlement Offer and to explain that, if you are an eligible retail shareholder, you will be able to subscribe for 1 New Share for every 3 existing fully paid ordinary shares in Bigtincan you held at 7.00pm (Sydney time) on Thursday, 13 June 2024 ("**Record Date**").

New Shares will be fully paid and rank equally with existing Bigtincan ordinary shares from the date of issue.

Following completion of the Entitlement Offer, Bigtincan will have issued approximately 205.4 million New Shares, resulting in total Bigtincan ordinary shares on issue of approximately 821.7 million shares. The Entitlement Offer is fully underwritten by Henslow Pty Ltd and Canaccord Genuity (Australia) Limited ("**Underwriters**") pursuant to an underwriting agreement (the material terms of which are summarised on page 13 of the Investor Presentation in connection with the Entitlement Offer lodged with the Australian Securities Exchange ("**ASX**") on Tuesday, 11 June 2024).

The Retail Entitlement Offer is being made by Bigtincan without a prospectus or other disclosure document in accordance with section 708AA of the Corporations Act 2001 (Cth) (as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84).

The Institutional Entitlement Offer has closed, and the results were announced to ASX on Wednesday, 12 June 2024.

## ELIGIBLE RETAIL SHAREHOLDERS

Shareholders who are eligible to participate in the Retail Entitlement Offer ("**Eligible Retail Shareholders**") are registered holders of ordinary shares in Bigtincan at 7.00pm (Sydney time) on the Record Date who:

- (a) have a registered address in either Australia or New Zealand;
- (b) are not in the United States or acting for the account or benefit of a person in the United States;
- (c) were not invited to participate in the Institutional Entitlement Offer and were not treated as an ineligible institutional shareholder under the Institutional Entitlement Offer; and
- (d) are 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.

If you do not meet all of those requirements, you are not an Eligible Retail Shareholder and are referred to as an **Ineligible Retail Shareholder** in the Retail Offer Booklet (defined below). Ineligible Retail Shareholders are not entitled to participate in the Retail Entitlement Offer. If you are an Ineligible Retail Shareholder, you will be sent a separate letter outlining the impact of the Entitlement Offer on you.

## RETAIL OFFER BOOKLET

This letter is not an offer document but is a notice of some key terms and conditions of the Retail Entitlement Offer. Full details of the Retail Entitlement Offer are set out in the Retail Entitlement Offer booklet ("**Retail Offer Booklet**"), available on ASX and online via [www.computersharecas.com.au/BTHOffer](http://www.computersharecas.com.au/BTHOffer).

Eligible Retail Shareholders can access a copy of the Retail Offer Booklet online via [www.computersharecas.com.au/BTHOffer](http://www.computersharecas.com.au/BTHOffer), together with a personalised Entitlement and Acceptance Form which contains details of their entitlements and how to submit payment under the Retail Entitlement Offer. If you cannot access your personalised Entitlement and Acceptance Form, would like to request a hard-copy, or have any questions about completing it, please call 1300 850 505 (local call from within Australia) or +61 3 9415 4000 (from outside Australia) from 8.30am to 5.00pm (Sydney, Australia time) Monday to Friday (excluding public holidays) during the Retail Entitlement Offer period or visit the website: [www.computersharecas.com.au/BTHOffer](http://www.computersharecas.com.au/BTHOffer).

You should read the Retail Offer Booklet carefully and in full before deciding whether to participate in the Retail Entitlement Offer.

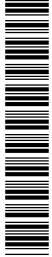
## ACTION REQUIRED BY ELIGIBLE RETAIL SHAREHOLDERS

If you are an Eligible Retail Shareholder, you may take any one of the following actions:

- take up all of your entitlement;
- take up part of your entitlement and allow the balance to lapse; or
- do nothing, in which case your entitlement will lapse, and you will receive no value for those lapsed entitlements.

If you take up all of your entitlement, you may also apply for additional New Shares under a Top Up Facility. Details on that facility and how to participate in it are set out in the Retail Offer Booklet.

Your entitlements may have value and it is important you determine whether to take up or do nothing in respect of your entitlements. There are a number of matters that you should consider in relation to taking up your entitlements. You should ensure that you understand that tax consequences of any action that you take, and you should consider seeking advice from your professional adviser.



Eligible Retail Shareholders who participate in the Retail Entitlement Offer will see their percentage holding in Bigtincan stay the same (if they take up all of their entitlements) or reduce (if they take up only part of their entitlements). Eligible Retail Shareholders who do not participate in the Retail Entitlement Offer will have their percentage holding in Bigtincan reduced.

### How to take up an entitlement

If you wish to take up all, or part of, your entitlements, please pay your application money by following the instructions set out on the personalised Entitlement and Acceptance Form. If you are unable to pay by BPAY® (because you are a New Zealand based shareholder without an Australian bank account) or are having difficulty paying with BPAY®, please visit the website [www.computersharecas.com.au/BTHOffer](http://www.computersharecas.com.au/BTHOffer) or call 1300 850 505 (local call from within Australia) or +61 3 9415 4000 (from outside Australia).

Application money must be received by the Bigtincan share registry by **5.00 pm (Sydney) on Tuesday, 2 July 2024**.

Nominees must not take up entitlements on behalf of, or send any documents related to the Retail Entitlement Offer to, any person in the United States.

### KEY DATES FOR ELIGIBLE RETAIL SHAREHOLDERS

Event	Date
Announcement of Entitlement Offer	Tuesday, 11 June 2024
Announcement of results of Institutional Entitlement Offer Trading resumes on an ex-entitlement basis	Wednesday, 12 June 2024
Record date for Retail Entitlement Offer (7.00pm (Sydney time))	Thursday, 13 June 2024
Access letter in relation to Retail Offer Booklet despatched to Eligible Retail Shareholders	Tuesday, 18 June 2024
Retail Entitlement Offer opens	Tuesday, 18 June 2024
Settlement of Institutional Entitlement Offer	Tuesday, 18 June 2024
Allotment and normal trading of New Shares issued under the Institutional Entitlement Offer	Wednesday, 19 June 2024
Closing Date for acceptances under Retail Entitlement Offer (5.00pm (Sydney time))	Tuesday, 2 July 2024
Announcement of results of Retail Entitlement Offer	Friday, 5 July 2024
Settlement of Retail Entitlement Offer	Monday, 8 July 2024
Allotment of New Shares under Retail Entitlement Offer	Tuesday, 9 July 2024
Normal ASX trading for New Shares issued under Retail Entitlement Offer	Wednesday, 10 July 2024
Despatch of holding statements for New Shares issued under Retail Entitlement Offer	Wednesday, 10 July 2024

#### Notes:

All times are Sydney time.

This timetable is indicative only and subject to change. Bigtincan, in conjunction with the Underwriters, reserves the right, subject to the Corporations Act, Listing Rules and other applicable laws, to vary any of the above dates, including extending the Closing Date or accepting late applications, either generally or in particular cases, without notice. Any extension of the Closing Date will have a consequential effect on the issue date of New Shares.

## Further Information

If you have any questions in relation to any of the above matters, please call 1300 850 505 (local call from within Australia) or +61 3 9415 4000 (from outside Australia) from 8.30am to 5.00pm (Sydney time) Monday to Friday during the Retail Entitlement Offer period. If you have any questions, please consult your professional adviser for advice suitable to your individual circumstances.

Yours sincerely



**Tom Amos**  
**Chairman**

*This letter is not a prospectus or offering document under Australian law or under any other law. No action has been or will be taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction outside Australia. This letter is for information purposes only and does not constitute or form part of an offer, invitation, solicitation, advice or recommendation with respect to the issue, purchase or sale of any New Shares in Bigtincan.*

*The provision of this letter is not, and should not be considered as, financial product advice. The information in this letter is general information only, and does not take into account your individual objectives, taxation position, financial situation or needs. If you are unsure of your position, please contact your accountant, tax advisor, stockbroker or other professional advisor.*

*This letter does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this letter have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration of the US Securities Act and applicable US state securities laws.*