ASX Announcement (CYB)

20 December 2024

5GN Takeover Bid

AUCyber Limited (ASX: **CYB** or the "**Company**") has today received an unsolicited and unconditional on-market takeover bid from 5GN Networks Limited (**5GN**) for 100% of the ordinary shares in the Company at $0.11 cash per CYB share (**Offer**).

As announced to ASX on 20 December 2024, 5G Networks Limited (ASX:5GN) has recently acquired a stake of 10.74% in the Company.

SHAREHOLDERS TAKE NO ACTION

The Board is in the early stages of evaluating the Offer and advises shareholders to **TAKE NO ACTION**.

The Offer represents a modest 0.9% premium to the 5-day VWAP to 19 December 2024.

Non-Executive Director Shareholders

Related entities of the Non-Executive Directors of the Company have a relevant interest in approximately 40.6% of the ordinary shares of the Company, broken down as follows:

- Craig Scroggie[1] – 31.96%
- Cathie Reid – 7.59%
- Ross Walker – 1.09%

At this time the Non-Executive Directors and their related entities intend to **TAKE NO ACTION** in relation to the Offer.

Next Steps

The Board intends to shortly engage legal and financial advisers in relation to the Offer and other potential alternative options to maximise shareholder value.

The Board will continue to evaluate the Offer and will respond to shareholders through a formal Target Statement in the coming weeks.

The Offer closes on 6 February 2025, unless otherwise extended.

Authorised for release by the Board.

Further information, please contact:
Ms Cathie Reid
Executive Chair
E: cathie.reid@aucyber.com.au

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[1] Craig Scroggie is the Managing Director of NEXTDC Limited which owns 52,268,818 shares of the Company's issued capital.

About AUCyber

AUCyber Limited (ASX: CYB) encompasses award-winning brands AUCyber and AUCloud, Australian sovereign providers of comprehensive cyber security, secure private cloud and managed technology services. A publicly listed company, AUCyber Limited specialises in delivering highly secure cloud infrastructure alongside managed cyber security and consulting services for prominent enterprise and government customers.

With national operations, AUCyber leverages the latest sovereign cloud infrastructure and employs Australian security-cleared engineers, security analysts, IT professionals, and holds the highest security accreditations. AUCyber is recognised as one of the top 10 "Most Innovative Technology Companies" by the Australian Financial Review and has also been named "Employer of Choice" in the Australian Business Awards, leveraging a team of over 100 experts.

Our solutions are backed by key certifications, including the Digital Transformation Agency's Hosting Certification Framework and compliance with the Australian Signals Directorate's Information Security Manual. These certifications provide customers with confidence in the security and quality of our services.