



OVANTI LIMITED (ASX: OVT)
(ACN 091 192 871)

c/- Prime Company Compliance
Level 9, 505 Little Collins Street
Melbourne VIC 3000
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22 April 2025

Non-Renounceable Rights Issue – Notice to Shareholders

Ovanti Limited (**ASX: OVT**) (“**OVT**” or the “**Company**”) refers to the pro-rata non-renounceable entitlement offer of one (1) New Share for every two (2) existing Shares held by eligible shareholders at the Record Date, at an issue price of \$0.004 (**Offer**), as set out in the prospectus dated 10 April 2025 (**Prospectus**).

The Company advises that a letter has been despatched today for the Offer to eligible shareholders in accordance with the Offer timetable as set out in the Prospectus. A copy of the letter despatched to shareholders is enclosed with this announcement (**Letter to Eligible Shareholders**).

Further details of the Offer, including details on how eligible shareholders may accept the Offer, are set out in the Letter to Eligible Shareholders.

A letter to ineligible shareholders notifying them of the Offer and their inability to participate has also been dispatched. A copy of this letter is also enclosed with this announcement.

The release of this announcement was authorised by Josh Quinn, Non-Executive Director and Company Secretary.

ENDS

About Ovanti Limited (ASX:OVT):

Ovanti Limited (ASX:OVT) provides fintech and digital commerce software solutions and services that enable its institutional customers to securely authenticate end-user customers and process banking, purchase and payment transactions.

The Company's core technology platform enables large customer communities to connect to end user customers using any mobile device and integrate mobile technology throughout their existing business and customer product offerings. The Company's business divisions consist of Mobile Banking and Digital Payments which service leading banks in Malaysia and large telcos and corporates in Malaysia & Indonesia. Ovanti also works with telecommunication network providers to provide mobile OTT (over-the-top) services that leverage their subscriber base to build active communities. In addition to the Malaysian operations, the Company is expanding operations for buy now, pay later services (BNPL) into the United States of America (USA). The Company's technology solutions and expertise across fintech and digital commerce solutions and services, including years of servicing numerous large banking clients, give it distinct advantages as it enters the USA market.



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Dear shareholder

NOTICE TO ELIGIBLE SHAREHOLDERS OF PRO-RATA NON-RENOUNCEABLE ENTITLEMENT OFFER TO RAISE UP TO APPROXIMATELY \$5.4 MILLION

On 10 April 2025, Ovanti Limited (ASX: OVT) (**Ovanti** or the **Company**) announced a pro-rata non-renounceable entitlement offer to existing shareholders at an issue price of \$0.004 per share (**New Share**), on the basis of 1 new share for every 2 shares held at 7:00pm (AEST), 15 April 2025 (**Record Date**), to raise up to \$5,403,095 (before costs) (**Entitlement Offer** or **Offer**).

The Company lodged a prospectus on 10 April 2025 (**Prospectus**) in relation to the Entitlement Offer.

The Prospectus relating to the Entitlement Offer has been lodged with ASIC and given to ASX and is available to view on the ASX website and Ovanti's website at <https://www.ovanti.com/asx.php>. Further details regarding the Entitlement Offer have also been announced to the ASX and are available on ASX's website.

Ovanti will not be printing/dispatching hard copies of the Prospectus or Entitlement and Acceptance Forms. Instead, an electronic copy of the Prospectus and your Entitlement and Acceptance Form is available and accessible by you (using your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) from your latest Holding Statement, and your postcode) at the following link: <https://investor.automic.com.au>.

Shareholders should read the Prospectus in full prior to making an application under the Entitlement Offer. Your application under the Entitlement Offer must be made by making payment in accordance with the personalised payment instructions on your Entitlement and Acceptance Form which is available through Automic's online Investor Portal.

How to Access the Entitlement Issue:

1. **ONLINE** - The Entitlement Prospectus and personalised Entitlement and Acceptance Form can be accessed via: <https://investor.automic.com.au/#/home>
2. **PAPER** - Request a paper copy of the Prospectus and the personalised Acceptance Form by contacting the Company's Share Registry, Automic on 1300 335 626 (within Australia) or: +61 2 8072 1400 (outside Australia).

To download your personalised Entitlement and Acceptance Form, you have the following 3 choices:

<p>I already have an online account with the Automic Share registry</p>	<p>Visit: https://investor.automic.com.au</p> <p>Select: "Existing Users Sign In"</p> <p>Once you have successfully signed in, click on "Documents and Statements".</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p>Do not return your Entitlement and Acceptance Form.</p>
<p>I don't have an online account with Automic – but wish to register for one</p>	<p>Visit: https://investor.automic.com.au/#/signup</p> <p>Select: Ovanti from the dropdown list in the ISSUER field.</p> <p>Enter your holder number SRN/HIN (from your latest Holding Statement). Enter Postcode (Aust only) or Country of Residence (if not Australia). Tick box "I am not a robot", then Next. Complete prompts on the next page to create your account.</p> <p>Once you have successfully signed in, click on "Documents and Statements".</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p>Do not return your Entitlement and Acceptance Form.</p>
<p>I don't have an online account with Automic – but want to use Automic for this Offer only</p>	<p>Visit: https://investor.automic.com.au/#/loginsah</p> <p>Select Ovanti from the dropdown list in the Company name or code field.</p> <p>Enter your Holder Number (HIN /SRN) (from your latest Holding Statement). Enter your Postcode (Australia only) or Country of Residence (if not Australia). Tick box "I am not a robot", then Access.</p> <p>Once you have successfully signed in, click on "Documents and Statements".</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p>Do not return your Entitlement and Acceptance Form.</p>

If you are unable to access <https://investor.automic.com.au> online, you can obtain a copy of the terms and conditions and your acceptance form – initially by calling Company's Share Registry Automic on 1300 335 626 or emailing corporate.actions@automicgroup.com.au and asking them to mail a paper copy of the terms and conditions and your acceptance form to you free of charge. After your request has been acknowledged by Automic you will need to provide your SRN or HIN and postcode to complete this request. To accept an Offer using these paper copy documents, you will still need to make payment via BPay® or via Electronic Funds Transfer (EFT). For eligible shareholders from New Zealand and Malaysia, please follow the instructions on your personalised acceptance form to make payment via Electronic Funds Transfer (EFT).

Indicative Timetable

The Entitlement Offer timetable are outlined below:

Event	Date ¹
Lodgement of Prospectus with the ASIC and ASX	10 April 2025
Ex-date for Entitlement Offer	14 April 2025
Record Date for determining Entitlements at 7:00pm (AEST)	15 April 2025
Offer opening date, Access Letter to Prospectus sent out to Shareholders and Ovanti announces this has been completed	22 April 2025
Last day to extend the Closing Date of the Offer ²	29 April 2025
Closing Date of the Offer as at 5.00pm (AEST)	2 May 2025
Shares quoted on a deferred settlement basis	5 May 2025
Issue date and lodgement of Appendix 2A with ASX applying for quotation of the Shares	9 May 2025
Quotation of Shares issued under the Offer ³	12 May 2025

Notes:

1. All dates are indicative and subject to change. The Company reserves the right to alter this timetable at any time.
2. The Directors may extend the Closing Date by giving at least 3 Business Days' notice to ASX prior to the Closing Date. Accordingly, the date the Shares are expected to commence trading on ASX may vary.
3. The commencement of trading of Shares issued under the Offer on ASX is subject to confirmation by ASX.

For further information about participating in the Offer, please contact Automic.

Email: corporate.actions@automicgroup.com.au

Phone: 1300 335 626 (within Australia), or +61 2 8072 1400 (international) between 8:30 am and 7:00pm (Sydney time) Monday to Friday.

Elect to receive communications electronically

You have received this letter by post, as you have not provided your email address or elected to receive all communications electronically. We encourage you to elect to receive shareholder communications electronically, to update your communication preference scan the QR code to visit <https://investor.automic.com.au>



Yours faithfully,

Joshua Quinn
Non-Executive Director & Company Secretary
Ovanti Limited



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Dear shareholder

NON-RENOUCEABLE ENTITLEMENT OFFER – NOTICE TO INELIGIBLE SHAREHOLDERS

We write to you as a registered holder of fully paid ordinary shares (**Shares**) in Ovanti Limited (ASX: OVT) (**Ovanti** or the **Company**).

On 10 April 2025, the Company announced a pro-rata non-renounceable entitlement offer to existing shareholders at an issue price of \$0.004 per share (**New Share**), on the basis of 1 new share for every 2 shares held at 7:00pm (AEST), 15 April 2025 (**Record Date**), to raise up to \$5,403,095 (before costs) (**Entitlement Offer** or **Offer**).

Following completion of the Entitlement Offer, assuming any shortfall is subsequently placed, and the full subscription is raised, the Company will have issued approximately 1,350,773,927 New Shares.

Details of the Offer

Shareholders who were registered at the Record Date with a registered address in Australia, New Zealand and Malaysia (**Eligible Shareholders**) will be eligible to participate in the Entitlement Offer on the basis of 1 New Share for every 2 existing Shares held at the Record Date, at an issue price of \$0.004 per New Share.

Eligible Shareholders will also be given the opportunity to apply for any additional New Shares for which the Company does not receive valid applications from other Eligible Shareholders under the Offer (i.e the shortfall), by way of a shortfall offer (**Shortfall Offer**).

New Shares are to be quoted and will rank equally with the Company's existing Shares at the time of issue.

The Offer is not underwritten.

Details of the Offer are set out in the prospectus lodged with ASIC and released to ASX on 10 April 2025 (**Prospectus**).

Purposes of the Offer

It is proposed the funds raised under the Offer will be used as set out in the table below. The table is a statement of present intention as at this announcement and may change.

ITEM	Use	FULL SUBSCRIPTION (\$)	FULL SUBSCRIPTION (%)	HALF SUBSCRIPTION (\$) ¹	HALF SUBSCRIPTION (%)	PARTIAL SUBSCRIPTION (\$) ²	PARTIAL SUBSCRIPTION (%)
1.	Working Capital	\$5,317,269	98%	\$2,620,923	97%	\$1,274,778	94%
2.	Expenses of the Offer	\$85,826	2%	\$80,625	3%	\$75,996	6%
	Total	\$5,403,095	100%	\$2,701,547	100%	\$1,350,773	100%

Notes:

1. Assuming that only half of the Full Subscription is achieved under the Offer.
2. Assuming that only a quarter of the Full Subscription is achieved under the Offer.

Ineligibility to participate

A Shareholder who has a registered address outside Australia, New Zealand, or Malaysia (**Ineligible Shareholder**) are not eligible to participate in the Entitlement Offer. This decision has been made pursuant to Listing Rule 7.7.1(a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia, New Zealand, and Malaysia compared with the small number of Ineligible Shareholders and the number and value of Shares to which they would otherwise be entitled.

Unfortunately, according to the Company's records, you do not satisfy the eligibility criteria stated above, and are therefore an Ineligible Shareholder. Accordingly, the Company will not be extending the Offer to you, and you will not receive the Prospectus or be able to apply for New Shares under the Offer.

As the Offer is non-renounceable, entitlements in respect of any New Shares that would have been offered to you if you were an Eligible Shareholder will lapse and you will not receive any payment or value for those entitlements.

Further Information

If you have any queries concerning the Entitlement Offer, please contact your financial adviser or the Company's registry, on +61 2 8072 1400.

Yours faithfully,

Joshua Quinn
Non-Executive Director & Company Secretary
Ovanti Limited