

9 December 2019

Dear Shareholder,

Tymlez Group Limited – Pro-Rata Non-Renounceable Rights Issue

As announced on 6 December 2019, Tymlez Group Limited ACN 622 817 421 (ASX:TYM) (**'the Company'** or **'TYM'**) is proposing to undertake a 1:8 pro-rata non-renounceable rights issue (**'Offer'**) to eligible shareholders of up to approximately 18,234,144 fully paid ordinary shares (**'New Shares'**) at an issue price of A\$0.044 per New Share (**'Issue Price'**) together with one (1) free-attaching listed Class D Option to acquire ordinary shares exercisable at A\$0.065 on or before 31 December 2023 (**'New Options'**) for every one (1) New Share subscribed for and issued. New Shares will rank equally with all ordinary shares already on issue (**'Shares'**).

The Offer is being made to all shareholders of the Company (**'Shareholders'**) named on its register of members at 7.00pm (AEDT) on 11 December 2019 (**'Record Date'**) whose registered address is in Australia or New Zealand (**'Eligible Shareholders'**).

The Offer will be made on the basis of one (1) New Share for every eight (8) Shares held by Shareholders at the Record Date to raise approximately A\$802,302 before costs of the Offer.

The Company lodged a prospectus for the Offer (**'Prospectus'**) with the Australian Securities and Investments Commission and the Australian Securities Exchange (**ASX**) on 6 December 2019. A copy of the Prospectus is available on ASX's and the Company's website.

Following completion of the Offer, assuming a 100% acceptance, the Company would have issued approximately 18,234,144 New Shares resulting in total Shares on issue of approximately 164,107,297 (assuming the Tyhold Deferred Shares are not issued and no options on issue are exercised, resulting in the issue of additional Shares before the Record Date).

Funds raised from the Offer will, after paying the expenses of the Offer, be allocated for general working capital.

Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 13 December 2019. Their entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares and New Options.

Actions required of Eligible Shareholders

There are a number of actions Eligible Shareholders may take:

- You may wish to accept all your rights to subscribe for New Shares pursuant to the Prospectus (**'Entitlement'**). To take up your Entitlement you will need to ensure that either:
 - you complete and return your Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the amount indicated in the Entitlement and Acceptance Form so that they are received by Automatic (**'Share Registry'**) by no later than 5.00pm (AEDT) on 27 December 2019; or

- you make a payment by BPAY® or electronic funds transfer in accordance with the instructions on your Entitlement and Acceptance Form so that the payment is received by the Share Registry by no later than 5.00pm (AEDT) on 27 December 2019.
- You may wish to accept part of your Entitlement. To take up part of your Entitlement you will need to ensure that either:
 - you complete your Entitlement and Acceptance Form by filling in the number of New Shares you wish to accept in the space provide in the Entitlement and Acceptance Form and return together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the application monies (at A\$0.044 per New Share) so that they are received by the Share Registry by no later than 5.00pm (AEDT) on 27 December 2019; or
 - you make a payment by BPAY® or electronic funds transfer in respect of the number of New Shares you wish to accept (at \$0.044 per New Share) in accordance with the instructions on your Entitlement and Acceptance Form so that the payment is received by the Share Registry by no later than 5.00pm (AEDT) on 27 December 2019.
- You may do nothing. If you choose to do nothing with your Entitlement, while you will continue to hold the same number of Shares, your interest in the Company will be diluted when the New Shares are issued and you will receive no value for your Entitlement.

Key dates for the Offer

Event	Proposed Date
Announce Rights Offer and lodge Appendix 3B with ASX	Friday, 6 December 2019
Lodge Prospectus with ASIC and ASX	Friday, 6 December 2019
Notice sent to securityholders	Monday, 9 December 2019
"Ex" date	Tuesday, 10 December 2019
Record Date for determining Entitlements	Wednesday, 11 December 2019
Prospectus and personalised Application Forms dispatched to Eligible Shareholders	Friday, 13 December 2019
Last day to extend Offer Closing Date*	Friday, 20 December 2019
Offer Closing Date*	Friday, 27 December 2019
Shares quoted on a deferred settlement basis*	Monday 30 December 2019
ASX notified of under subscriptions and Appendix 2A lodged*	Thursday, 2 January 2020

Issue date of Securities and dispatch of holding statements*	Monday, 6 January 2020
Quotation of Securities issued under the Rights Offer	Tuesday, 7 January 2020

**The Directors may extend the Offer Closing Date by giving at least 3 Business Days' notice to ASX prior to the Offer Closing Date. As such, the date the Securities are expected to commence trading on ASX may vary. The Directors also reserve the right not to proceed with the Offer (or any part of it) at any time prior to allotment. In that event, any application money received will be returned without interest.*

If you have any queries concerning the Rights Issue or the action you are required to take to subscribe for New Shares (together with New Options), please contact your professional adviser or Justyn Stedwell, TYM's company secretary on +613 9191 0135.

Yours sincerely,

Justyn Stedwell
Company Secretary
For and on behalf of
Tymlez Group Limited

9 December 2019

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The Offer will be made on the basis of one (1) New Share for every eight (8) Shares held by Shareholders at the Record Date to raise approximately A\$802,302 before costs of the Offer.

The Company lodged a prospectus for the Offer (**'Prospectus'**) with the Australian Securities and Investments Commission and the Australian Securities Exchange (**ASX**) on 6 December 2019. A copy of the Prospectus is available on ASX's and the Company's website.

Following completion of the Offer, assuming a 100% acceptance, the Company would have issued approximately 18,234,144 New Shares resulting in total Shares on issue of approximately 164,107,297 (assuming the Tyhold Deferred Shares are not issued and no options on issue are exercised, resulting in the issue of additional Shares before the Record Date).

Funds raised from the Offer will, after paying the expenses of the Offer, be allocated for general working capital.

Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 13 December 2019. Their entitlement will be set out on their personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible Shareholder's entitlement, fractions of entitlements will be rounded up to the nearest whole number of New Shares and New Options.

Ineligible Shareholders

A Shareholder who has a registered address outside Australia or New Zealand (**'Ineligible Shareholder'**) will not be eligible to participate in the Offer.

You are not eligible to participate in the Offer and you will not be sent a copy of the Prospectus. This decision has been made pursuant to ASX Listing Rule 7.7.1(a) after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia and New Zealand compared with the small number of Ineligible Shareholders and the number and value of Shares to which they would otherwise be entitled.

If you have any queries concerning the Rights Issue, please contact your professional adviser or Justyn Stedwell, TYM's company secretary on +613 9191 0135

Yours sincerely,

Justyn Stedwell
Company Secretary
For and on behalf of
Tymlez Group Limited

9 December 2019

Dear Optionholders,

Tymlez Group Limited – Pro-Rata Non-Renounceable Rights Issue

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Funds raised from the Offer will, after paying the expenses of the Offer, be allocated for general working capital.

Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 13 December 2019. Their entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares and New Options.

Optionholders

The terms and conditions of the options you currently hold do not entitle you to participate in the Offer unless you exercise your options in time for Shares to be allotted and for you to be entered on the Company's register of members on or before the Record Date.

To exercise your options and thereby participate in the Offer, you will need to deliver the following to the Company at Unit 1B, 205-207 Johnston Street, Fitzroy VIC 3065:

1. a notice of exercise of options (attached to this letter);

2. an option certificate (where the options are certificated) or a copy of a holding statement (where the options are uncertificated) in respect of those options to be exercised; and
3. payment for the exercise price in respect of those options to be exercised by way of a cheque made payable to "Tymlez Group Limited" in Australian currency.

To ensure that the Shares to be issued upon the exercise of your options are allotted prior to the Record Date, the above must be received by the Company by no later than 7.00pm (AEDT) on 11 December 2019. If received after this time, the allotment of Shares upon the exercise of your options prior to the Record Date cannot be assured.

Before deciding whether to exercise any or all of your options, you should read the Prospectus in its entirety.

If you have any queries concerning the Rights Issue or the action you are required to take to subscribe for New Shares (together with New Options), please contact your professional adviser or Justyn Stedwell, TYM's company secretary on +613 9191 0135.

Yours sincerely,

Justyn Stedwell
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