

25 November 2020

## ASX Announcement

### EN1 Raises \$2.37 million by way of Placement and to raise up to \$1m through Share Purchase Plan

Engage:BDR Limited (ASX: EN1) (**EN1** or the **Company**) is pleased to announce that it has received firm commitments to raise approximately \$2,370,000 (before costs) by way of a Share Placement of 430,888,917 fully paid ordinary shares (**New Shares**) at \$0.0055 (0.55 cents) per share (**Placement**).

The New Shares are proposed to be issued to professional and sophisticated investors only.

Placement of 430,888,917 shares issued utilising EN1's placement capacity under Listing Rule 7.1 (258,533,350 New Shares) and 7.1A (172,355,567 New Shares). The Company is not utilizing the temporary ASX facility of additional 10% capacity under Listing Rule 7.1.

The Issue Price of A\$0.0055 represents an 31.25% discount to last traded price and a 17.17% discount to the 15 Day VWAP.

The New Shares will be issued on or around Tuesday, 1 December 2020 subject to receipt of funds by Monday, 30 November 2020.

The New Shares issued under the capital raising will rank equally with existing fully paid shares of the Company.

The Company has also chosen to offer eligible shareholders with a registered address in Australia or New Zealand (**Eligible Shareholder**) an opportunity to subscribe for new fully paid ordinary shares (**SPP Shares**) in the Company by way of a share purchase plan (**SPP**) on the same terms as the Institutional Placement.

The SPP Shares will be offered at an issue price of \$0.0055 (0.55 cents) per share (being the same issued price per SPP Share as the price under the Placement).

Under the SPP, each Eligible Shareholder who held Shares in the Company at the record date of 7.00pm (Melbourne, Australia time) on Tuesday 24 November 2020 will be entitled to acquire up to \$30,000 of SPP Shares without brokerage.

The minimum SPP subscription will be \$2,000 and subscriptions in increments of \$1,000 up to the \$30,000 maximum will be accepted.

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The SPP is capped at \$1,000,000, and the Company will process applications in the order in which they are received up to the time at which applications totalling \$1,000,000 have been received. Any applications received after that time will not be successful and will be refunded, as no oversubscriptions will be accepted. That time may be prior to the SPP Closing Date, accordingly the Company has the discretion to close the SPP prior to the date as set out in the indicative SPP timetable below.

SPP Shares will rank equally in all respects with the existing fully paid shares in the Company. Shareholder approval is not required for the SPP.

The SPP will not be underwritten.

The indicative\* timetable for the SPP is:

Event	Date and time
Record Date	7:00pm (AEST), Tuesday 24 November 2020
Announcement of the SPP	Wednesday 25 November 2020
SPP Opening Date	Monday 30 November 2020
SPP Closing Date	Friday 18 December 2020
SPP Results announcement	Wednesday 23 December 2020
SPP Issue Date	Thursday 31 December 2020
Quotation of Shares on ASX	Tuesday 5 January 2020

\* - The indicative timetable is subject to change at the discretion of the Company's Board. If acceptances for the maximum subscription of \$1,000,000 are received earlier than the above closing date, the offer will close early and the subsequent dates will each occur earlier by an equivalent number of ASX business days.

An SPP booklet with further details of the SPP will be dispatched to Eligible Shareholders in coming days.

The Company has set up a webpage where Eligible Shareholders can provide their details to receive a copy of the SPP booklet by email. Eligible Shareholders are encouraged to update their details to ensure they don't have to wait for the post to lodge their application. This webpage can be accessed via the following QR code:



The funds raised from both the Placement and SPP will be utilised to drive growth in CTV (Connected TV) Advertising and working capital. The Company intends to hold a Shareholder update next week, where management will provide a corporate update and

offer Shareholders an opportunity to ask questions. Details of the update will be provided shortly.

Viriathus Capital Pty Ltd is acting as lead manager to the Placement.

This announcement is authorised for release to the market by the Board of Directors of engage:BDR Limited.

On behalf of the Board

Authorised by:

Ted Dhanik

Co-Founder and Executive Chairman

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#### Forward Looking Statements

Statements made in this release which are forward-looking statements and are based on the Company's expectations, estimates and projections. Words such as "anticipates," "expects," "intends," "plans," "believes," "seeks," "estimates," "guidance" and similar expressions are intended to identify forward-looking statements. These words are not the exclusive means of identifying such statements. Any forward-looking statement made by the Company in this announcement is based only on information currently available to the Company and its current intentions (which may change) and speaks only as of the date on which it is made. Forward-looking statements are subject to a range of risks and uncertainties, some of which are beyond the Company's control. Risks and uncertainties can include matters inherent in the business of the Company, its management, its activities generally, and the market in which it operates. As a result, actual results could materially differ from those in the forward-looking statements. The forward-looking statements made in this announcement relate only to events as of the date on which the statements are made. The Company does not undertake any obligation to release publicly any revisions or updates to these forward-looking statements to reflect events, circumstances or unanticipated events occurring, or as a result of new information, future developments or otherwise after the date of this release except as required by the listing rules of ASX, by law or by appropriate regulatory authorities.

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