



NOT FOR RELEASE TO US WIRE SERVICES OR DISTRIBUTION OR RELEASE IN THE UNITED STATES

28 April 2021

Market Announcements Office
ASX Limited
Level 4, North Tower, Rialto
525 Collins Street
Melbourne VIC 3000

Dear Sir / Madam

Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)

This notice is given by Access Innovation Holdings Limited (ACN 122 058 708) (ASX:AIM) (**Ai-Media**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) as modified by the Australian Securities and Investments Commission (Non-Traditional Rights Issue) Instrument 2016/84 (**Act**).

Ai-Media has announced a fully underwritten pro-rata accelerated renounceable entitlement offer (**Entitlement Offer**) of 1 fully paid Ai-Media ordinary share (**Share**) for every 5.79 Shares held as at 7.00pm (Sydney time) on Friday, 30 April 2021 by eligible Ai-Media shareholders.

The Entitlement Offer is being conducted at an issue price of \$0.80 per Share (**Offer Price**) to raise \$20.0 million. The Entitlement Offer is being conducted in conjunction with a placement of Shares to professional and sophisticated investors to raise \$20.0 million (**Placement**).

The proceeds of the Placement and Entitlement Offer will be used to fund the purchase of EEG Enterprises, Inc, which was announced to ASX on 28 April 2021.

Ai-Media advises that:

1. the Shares to be issued pursuant to the Entitlement Offer will be offered for issue without disclosure under Part 6D.2 of the Act;
2. this notice is being given under section 708AA(2)(f) of the Act;
3. as at the date of this notice Ai-Media has complied with:
 - a. the provisions of Chapter 2M of the Act as they apply to Ai-Media; and
 - b. section 674 of the Act;
4. as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Act that is required to be set out in this notice under section 708AA(7)(d) of the Act; and
5. the potential effect that the Entitlement Offer will have on the control of Ai-Media, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholdings. At this time, the issue of Shares under the



Entitlement Offer is not expected to have a material effect or consequence on the control of Ai-Media given:

- a. the Entitlement Offer is structured as a pro-rata issue and is fully underwritten;
- b. the Entitlement Offer will be undertaken in conjunction with the Placement; and
- c. the current level of holdings of substantial holders (based on substantial holding notices that have been given to Ai-Media and lodged with ASX on or before the date of this notice).

Authorised for release by the Ai-Media Board.

ENDS

Further Information

Investors:

Sue Sanossian
Company Secretary
+61 2 8870 7711
investorrelations@ai-media.tv

Media:

Clive Mathieson
Cato & Clive
+61 411 888 425
clive@catoandclive.com

About Ai-Media

Founded in Australia in 2003, technology company Ai-Media has become a global leader in the provision of high-quality live and recorded captioning, transcription and translation services. Its technology platform combines artificial intelligence and human expertise to deliver speech-to-text accuracy. The company is the biggest captioning provider in the Australian market, with clients including major free-to-air and pay television networks, and has a growing international footprint, with offices in Australia, the US, UK, and Canada. Globally, it provides captioning for around 1 million minutes of live and recorded media content, and online events and web streams every month. Ai-Media (ASX:AIM) commenced trading on the ASX on 15 September 2020.

For more information on Ai-Media please visit <https://www.ai-media.tv/>

IMPORTANT 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, registration under the US Securities Act and applicable US state securities laws.