

28 April 2021

**Notice under Section 708AA of the Corporations Act 2001 (Cth)**

**Security Matters Limited** ACN 626 192 998 (**Security Matters** or **Company**), (ASX code: **SMX**) today announced a non-renounceable entitlement offer to eligible shareholders on the basis of 1 new share (**New Share**) for every 49 shares held as at the Record Date at an Issue Price of \$0.35 to raise up to approximately \$1 million before costs by the issue of approximately 2,861,848 New Shares (**Offer**).

The Offer will not be underwritten.

Eligible shareholders are those shareholders who are, as at 5.00pm AEDT time on the Record Date (being Tuesday, 4 May 2021), registered with a registered address situated in Australia and New Zealand (**Eligible Shareholders**).

In accordance with section 708AA(2)(f) of the *Corporations Act 2001 (Cth)* (**the Act**), the Company gives notice that:

- (a) the New Shares will be offered for issue without disclosure to investors under Part 6D.2 of the Act;
- (b) this notice is given by the Company under section 708AA(2)(f) of the Act;
- (c) as at the date of this notice, the Company has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to the Company; and
  - (ii) section 674 of the Act;
- (d) as at the date of this notice, there is no information:
  - (i) that has been excluded from a continuous disclosure notice in accordance with the Listing Rules of ASX; and
  - (ii) that investors and their professional advisers would reasonably require, and would reasonably expect to find in a disclosure document, for the purpose of making an informed assessment of:
    - (A) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; and
    - (B) the rights and liabilities attaching to the New Shares;
- (e) the potential effect of the issue of New Shares under the Offer on control of the Company and the consequences of that effect will depend on a number of factors, including investor demand. The potential effect of the Offer on the control of the Company is as follows:

- if all eligible shareholders take up their entitlements under the Offer, then the Offer will have no significant effect on the control of the Company;
- if some eligible shareholders do not take up all of their entitlements under the Offer, then the interests of those eligible shareholders will be diluted; and
- the proportional interests of ineligible foreign shareholders will be diluted because those ineligible foreign shareholders are not entitled to participate in the Offer.

Authorised for release by Haggai Alon, Founder and CEO.

**--Ends--**

For further information, please contact:

**Corporate Enquiries**


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**About Security Matters Limited**

Security Matters has commenced the commercialisation of its unique, patented technology that uses a hidden chemical-based 'barcode' to permanently and irrevocably 'mark' any object, be it solid, liquid or gas. The barcode is read using the company's unique 'reader' to access the corresponding stored data, recorded and protected using blockchain technology.

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