
Less than marketable parcel share sale facility

Connexion Telematics Ltd (ACN 004 240 313) (**Company**) is pleased to announce a share sale facility for holders of less than a marketable parcel (defined in the ASX Listing Rules as a parcel of securities with a market value of less than \$500) (**Less Than Marketable Parcel**) of the Company's shares.

As at 5:00 pm (AEST) on Friday 10 June 2022 (**Record Date**), a Less Than Marketable Parcel of shares is any shareholding of 49,999 ordinary shares or less, based on the closing price of \$0.01 on the Record Date (**Closing Price**). This represented 8,056,714 ordinary shares, held by 389 Shareholders (**Minority Members**).

By offering this sale facility, the Company is assisting holders of a Less Than Marketable Parcel to sell shares without having to use a broker or pay brokerage. The Company will pay for all the costs of the sale for Shareholders who use this facility, excluding tax consequences from the sale, which remains the shareholder's responsibility.

The Company values all of its Shareholders, however, it incurs additional administrative costs maintaining a relatively large number of Less Than Marketable Parcels. By facilitating this sale, the Company expects to reduce the administrative costs associated with maintaining a relatively large number of very small holdings. Shareholders who own 50,000 shares or more will not be eligible to participate.

If Minority Members wish to sell shares through this facility, they do not need to take any action. If Minority Members **do not** wish to sell shares through this facility, they **must** complete and return the notice of retention form to the Company's share registry, Automic Pty Limited by 5:00pm (AEST) on 22 July 2022 (**Retention Date**).

Upon the sale of the Less Than Marketable Parcel shares by the Company, proceeds shall be forwarded to eligible Shareholders as soon as practicable.

Attached is a copy of the letter and the notice of retention form that is currently being mailed to Shareholders that hold a Less Than Marketable Parcel on the Record Date.

Ends

Issued by: Connexion Telematics Ltd.

Authorised by: The Board of Connexion Telematics Ltd

Queries:

E: ben.stanyer@connexionltd.com

[insert date] 2022

[insert name]
[insert company]
[insert address]

Dear Shareholder

**IMPORTANT NOTICE – SALE OF YOUR LESS THAN MARKETABLE PARCEL OF CONNEXION
TELEMATICS LTD SHARES**

We are writing to advise you that Connexion Telematics Ltd (**CXZ** or the **Company**) has established a share sale facility (**Facility**) for holders of parcels of CXZ shares with a market value of less than A\$500 as at close of trade on 10 June 2022 (Less Than Marketable Parcel). The Facility is being established in accordance with the ASX Listing Rules and the Company's Constitution.

The Company is offering the Facility to assist holders of Less Than Marketable Parcels to sell their shares. Holders of Less Than Marketable Parcels who take advantage of the Facility will have their shares sold without having to act through a broker or pay brokerage fees. The Company will also organize payment of the other costs associated with the sale and transfer (although any tax consequences from the sale of your shares will be your responsibility).

By facilitating the sale of Less Than Marketable Parcels, the Company expects to reduce the administrative costs associated with maintaining a relatively large number of small shareholdings.

Our records show that you held a Less Than Marketable Parcel of 49,999 shares or less based on the CXZ share price of A\$0.01 as at close of trade on 10 June 2022 (**Record Date**). Unless you advise the Company that you do NOT wish to sell your shares through the Facility by 5:00pm (AEST) on 22 July 2022, CXZ intends to sell your shares through the Facility. Payment will be sent to you following settlement of the sale or otherwise as soon as is practicable.

Please also note that the Company will not sell your shares in the event that a third party announces a takeover offer for the Company. Consistent with its continuous disclosure obligations. The Company may release to the ASX information that may be material to a shareholder's decision as to whether they wish to retain their shares. This information will, if released, be available on the ASX website www.asx.com.au (ASX code "CXZ") and on the Company's website www.connexionltd.com

What should you do?

If you do **NOT** wish to sell your shares through the Facility, you must complete and return the **attached** form to the address on the form so that it is received by 5:00pm (AEST) on 22 July 2022. Please read the instructions on your personalized Share Retention Form carefully before completing it.

If you want to sell your shares through the Facility, you do not need to take any action. By refraining from taking any action, after the expiration of the time prescribed in the ASX Listing Rules, you will be deemed to have irrevocably appointed the Company as your agent:

- (a) to sell all of your shares at a price to be determined by when and how the shares are sold and without any cost being incurred by you; and
- (b) to deal with the proceeds of the sale as set out in the **attached** information sheet.

If you need help deciding what to do, or if you require information regarding the financial, legal or tax consequences of participating in the Facility you should consult your legal, financial or taxation adviser.

CONNEXION

The **attached** information sheet sets out further details of the Facility, which you should read before making any decision.

If you have any queries about lodging your form or the practical operation of the Facility, please contact the undersigned on telephone: +614 1278 7551 or by email to ben.stanyer@connexionltd.com

Yours sincerely

For and on behalf of Connexion Telematics Ltd
Ben Stanyer
Company Secretary
Ph +614 1278 7551

1. WHAT IS A MINIMUM HOLDING OF SHARES?

A Less Than Marketable Parcel of shares is a holding of CXZ shares valued at less than A\$500 as at close of trade on the Record Date. Based on the price of CXZ shares at the Record Date, this is a holding of 49,999 shares or less.

2. WHAT PRICE WILL I RECEIVE FOR SHARES SOLD THROUGH THE FACILITY?

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. The Company may sell your shares on market or in any other way they consider fair and reasonable in the circumstances. If the shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale. You will not have control over the time at which your shares are sold, the price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, may not be the best price on the day that your shares are sold and may be an average price per share based on the price obtained for all the shares sold under the Facility. If the Company sells your shares other than on market, the price will be the price that the Company has been able to negotiate with the acquirer or acquirers. In any event, the sale price will not be less than that price equal to the simple average of the last sale prices of the shares quoted on ASX for each of the ten trading days immediately preceding the date of any offer received by the Company.

3. WHAT IS THE PRICE OF CONNEXION TELEMATICS LIMITED SHARES?

The last sale price of CXZ shares on 10 June 2022 was A\$0.01. The share price changes frequently, and more recent prices are available from the ASX website (www.asx.com.au) under the ASX code "CXZ".

4. WHEN WILL THE PROCEEDS FROM THE SALE OF SHARES BE SENT TO ME?

Payment will be sent to you following settlement of the sale or otherwise as soon as is practicable. Payment will be made in Australian dollars and will be paid into the bank account that you have nominated for your shareholding or by cheque to the postal address you have registered for your shareholding. You can update your bank account details by visiting <https://www.automicgroup.com.au/> or by contacting Automic on 1300 288 664 (from within Australia) or +61 2 9698 5414 (from outside Australia), between the hours of 9.00 AM to 5.00 PM Monday to Friday (Sydney-time). You will be notified by way of a transaction confirmation statement of the number of your shares sold, and the price and total sale proceeds. If you have a CHESS sponsored holding and need to update your address, you will need to contact your controlling participant. If you participate in the Facility and would like your updated address or bank account details to be used when remitting proceeds and sending documentation to you, please ensure that these details are updated by the Closing Time.

5. IF I BUY MORE SHARES, WILL I RETAIN MY HOLDING?

Yes, the Company will treat any purchase of additional shares that increases the value of a CXZ shareholding to more than A\$500 as an indication that you do not want your shares to be sold through the Facility. For a purchase to be an effective notification that you wish to retain your shares, any additional shares purchased must be registered by 5:00pm (AEST) on 22 July 2022 under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

6. WHAT IF MY SHARES ARE HELD IN A CHESS HOLDING?

If your Shares remain in a CHESS holding at 5:00pm (AEST) on 22 July 2022, the Company may move those Shares to an issuer sponsored holding and the shares will be sold through the Facility.

7. WHERE CAN I GET FURTHER INFORMATION?

If you have any questions concerning your shareholding or how the Facility will be administered, please contact the Company Secretary on telephone +614 1278 551, or by email to ben.stanyer@connexionltd.com

8. IMPORTANT NOTES

The Company reserves the right to change any of the dates referred to in this letter by notice to the ASX.

The letter does not constitute advice nor a recommendation to buy, sell or hold shares nor that the Facility is the best way to sell CXZ shares.

If you are in any doubt about what to do, you should consult your legal, financial or taxation adviser.

NOTE:

If you currently have more than one holding on the CXZ share register, you may wish to consider amalgamating them. This may result in your amalgamated holding no longer being a Less Than Marketable Parcel. Under these circumstances your shares will not be sold as part of this Facility.

About Connexion Telematics

Connexion Telematics Ltd is a developer and owner of Software as a Service (SaaS) solutions for the global Automotive industry, notably its proprietary OnTRAC and Connexion platforms. OnTRAC is used by General Motors (GM) to exclusively manage the largest Courtesy Transportation Program (CTP) in the US, whilst the Connexion platform is built with OEM-agnostic functionality.

Connexion continues to expand its proprietary SaaS solutions. With its software used by over 1 in 5 Franchised Light-Vehicle Dealerships in the US, Connexion holds a strong strategic position from which to grow its industry-leading B2B software platform.

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[EntityRegistrationDetailsLine5Envelope]
[EntityRegistrationDetailsLine6Envelope]

**Shares held at 5.00pm (AEST) on
Friday 10 June 2022: [CXZUMP22RDHolding]**

ASX Security Code: CXZ

Holder Number (SRN/HIN): [HolderNumber]

UNMARKETABLE PARCEL SALE FACILITY ELECTION FORM

YOUR ELECTION MUST BE RECEIVED BY NO LATER THAN 5.00PM (AEST) ON 22 JULY 2022

This is an important document and requires your immediate attention. This document should be read in conjunction with the enclosed shareholder letter. If you are in any doubt as to how to deal with this form, you should consult your professional advisor.

Option A: Elect Online (Recommended)

Visit <https://investor.automic.com.au/#/home>

To elect online, simply scan the barcode to the right with your tablet or mobile device or enter the above link into your browser. Instructions lodging your election online and accessing this portal are provided in the section overleaf.

- ✓ **It's fast and simple:** Electing online is very easy to do, it eliminates any postal delays and removes any potential risk of it being lost in transit.
- ✓ **It's secure and confirmed:** Electing online provides you with greater privacy over your instructions and provides you with confirmation that your Election has been successfully processed.



Option B: Paper Election

Step 1: Make your election below:

A PLEASE TICK THE BOX TO INDICATE YOU WISH TO RETAIN YOUR SHARES

☐

B REQUEST FOR DIRECT CREDITING OF PAYMENTS – SELL YOUR SHARES

Please provide your EFT details below.

BSB Number

 -

Account Number

Name in which account is held (e.g.: John Smith)



DO NOT USE YOUR CARD NUMBER

If you are unsure of your account or BSB number, please check with your bank, building society or credit union.

Note: Do not complete section B if you wish to retain your shares. By completing your details online OR above you are agreeing to the sale of your shares even if you tick the above box in section A.

Step 2: Provide your contact details:

Telephone Number

Contact Name (PLEASE PRINT)

Email Address

SUPPORT YOUR COMPANY: By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

Step 3: Sign and return the form in accordance with the instructions provided:

I/We authorise you to act in accordance with my/our instructions set out above. I/We acknowledge that these instructions supersede and have priority over all previous instructions relating to this Small Parcel Sale Facility.

Individual or Securityholder 1

Sole Director or Sole Director &
Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary



INSTRUCTIONS FOR COMPLETION OF THIS FORM

ELECTION OPTIONS

A: RETENTION OF SHARES

If you wish to retain your shares, please place a tick in the box provided. Should you validly sign the form but fail to place a tick in the box, it will be at the Company's discretion as to whether or not it is your intention to retain your shares.

B: SELLING YOUR SHARES - REQUEST FOR DIRECT CREDITING OF PAYMENTS

If you wish to sell your shares, please provide your bank details in this section. Do not complete this section if you wish to retain your shares. If you provide your direct credit instruction details, you are agreeing to the sale of your shares even if you have placed a tick in Box A.

SIGNING REQUIREMENTS

Individual:	Where the holding is in one name, the Shareholder must sign.
Joint holding:	Where the holding is in more than one name, all of the Shareholders must sign.
Power of Attorney:	If any signatory signs under Power of Attorney, please attach an originally certified photocopy of the Power of Attorney to this Form when you return it.
Companies:	To be signed in accordance with your Constitution. Please sign in the box which indicates the office held by you.
Estates:	If any signatory signs in the capacity of Executor/s, please attach to this Form when you return it, a certified photocopy of the Probate or Death Certificate together with the Will.

LODGING YOUR SHARE SALE FACILITY FORM



IMPORTANT! Election Forms cannot be returned by fax or email.
Your Acceptance Form must be returned via one of the return methods provided below.

Due to recent changes to delivery times by Australia Post, standard delivery may now take up to ten Business Days, or longer from regional areas. Shareholders should bear this in mind when returning Election Forms using Australia Post.

ONLINE

Existing users: If you have an existing Automic Investor Portal account, with access to Connexion Telematics Ltd, you do not need to register and can log in with your existing username and password at <https://investor.automic.com.au>

If you do not automatically see your CXZ shareholding in your account, you can easily add it by selecting the "Add holding" button on the top right-hand corner of the screen and following the prompts.

New users: If you do not have an existing Automic account you will need to register for Investor Portal by visiting <https://investor.automic.com.au/#/signup> and following these steps:

1. In the Company Name field, select " Connexion Telematics Ltd (CXZ)"
2. Enter your Holder Number (SRN or HIN) as shown on the top of this form
3. Enter the postcode (Australian address) or click "change country" to select the country code (overseas address) relevant to your holding
4. Tick the "I'm not a robot" box and click "Next"
5. Complete the prompts to set up your Username and Password

Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.

BY MAIL

Connexion Telematics Ltd – Unmarketable Parcel Sale Facility
C/- Automic Group
GPO Box 5193
Sydney NSW 2001

BY HAND DELIVERY (Between Sydney office hours 9.00am – 5.00pm AEST)

Automic Group
Level 5
126 Phillip Street
Sydney NSW 2000

**YOUR SHARE SALE ELECTION FORM MUST BE RECEIVED BY NO LATER THAN
5.00PM (AEST) ON 22 JULY 2022.**