

27 November 2023

[name]
[address]
[address]

Dear shareholder

Notice to ineligible shareholders regarding non-renounceable rights offer

As you may be aware, Senetas Corporation Limited (**Senetas**) today announced to ASX Limited (**ASX**) a partially underwritten non-renounceable pro rata rights offer (**Offer**) to Senetas shareholders with registered addresses in Australia and New Zealand (**Eligible Shareholders**) to acquire one (1) new ordinary share (**New Share**) at an issue price of 1.4 cents (\$0.014) per New Share for every 4.86 ordinary shares held by Eligible Shareholders at 7:00pm (Sydney time) on 30 November 2023 together with one (1) free attaching option (**New Option**) for every three (3) New Shares subscribed for, each to subscribe for one (1) additional ordinary share at an exercise price of 2.5 cents (\$0.025) per share with an expiry date of 12 months from the date of issue of the New Shares and New Options.

Senetas also today separately announced the results of a placement (**Placement**) of New Shares and New Options on substantially the same terms as the Offer to sophisticated and professional investors. Shareholder approval of either the Offer or Placement is not required.

A prospectus (**Prospectus**) in relation to the Offer has been lodged with ASIC and provided to ASX and is available to view on the ASX website and Senetas's website at www.senetas.com. Further details regarding the Offer have also been announced to the ASX and are available on ASX's website.

If not all of the rights under the terms of the Offer are taken up by retail Eligible Shareholders and there is consequently a shortfall (i.e. the difference between the total number of New Shares and New Options that could be issued under the Offer if all rights were to be taken up in full and the total number of New Shares and New Options to be issued in consequence of the rights that are actually taken up), those Eligible Shareholders who subscribe for their full entitlement under the terms of the Offer will also have the opportunity to apply for additional New Shares (and receive the associated New Options) in any shortfall at the same price of 1.4 cents (\$0.014) per New Share.

If following the Offer not all the rights have been taken up, including under the above shortfall, the directors reserve the right to issue such New Shares and New Options at their discretion to any person (but at not less than the price and in the same ratio as New Shares and New Options were offered under the Offer).

There are currently 1,214,140,627 fully paid ordinary shares in Senetas on issue (all of which are quoted on ASX) and 26,500,000 unquoted options, each entitling the holder to acquire one (1) ordinary share at various exercise prices with various expiry dates. Assuming the Offer is fully subscribed and there is no other change to the issued share capital, approximately 249,823,174 New Shares will be issued together with up to approximately 83,274,391 New Options granted to subscribers for the New Shares (subject to rounding of fractional entitlements) raising up to approximately \$3.5 million before costs. Additionally, a further approximately 107,142,857 New Shares and approximately 35,714,286 New Options will be issued as part of the Placement (subject to rounding of fractional entitlements) which will raise up to approximately \$1.5 million before costs. As a result, Senetas's total number of issued shares will increase to approximately 1,571,106,658 fully paid ordinary shares (subject to rounding of entitlements) all of which will be quoted on ASX. Once issued, the New Shares issued under the Offer and the Placement will rank equally with all other fully paid ordinary shares then on issue.

The Offer closes at 5:00pm (Melbourne time) on Friday 15 December 2023 (unless extended).



Timetable

The current timetable for the Offer is as follows*:

EVENT	DATE
<p>SEN lodges prospectus with ASIC and gives to ASX.</p> <p>SEN announces results of the placement and gives ASX a completed Appendix 3B in respect of the New Shares and New options offered under the Placement.</p> <p>SEN announces Offer under Listing Rule 3.10.3 and gives to ASX a completed Appendix 3B in respect of the New Shares and New Options offered under the Offer.</p>	Monday 27 November 2023 (prior to noon (Sydney time))
'Ex' date	Wednesday 29 November 2023
Record date to participate in the Offer	Thursday 30 November 2023
SEN issues New Shares and New Options applied for under the Placement and lodges an Appendix 2A to apply for quotation of the New Shares with ASX and an Appendix 3G in respect of the New Options.	Friday 1 December 2023 (after the Record Date) (prior to noon (Sydney time))
<p>SEN despatches Prospectus and entitlement and acceptance form to Eligible Shareholders and announces to market that this has occurred.</p> <p>Offer opens</p>	Monday 4 December 2023
Last day to extend the Offer close date	Tuesday 12 December 2023 (before noon (Sydney time) 3 business days before the close of the Offer)
Offer closes	Friday 15 December 2023 at 5:00pm (Sydney time)
Unless otherwise determined by ASX, New Shares quoted on a deferred settlement basis	Monday 18 December 2023 (on market open) (the next business day after the Offer closes)
<p>Last day for SEN to announce the results of the Offer, notify underwriters of shortfall, issue New Shares and New Options to under the Offer, and lodge an Appendix 2A with ASX to apply for quotation of the New Shares, and an Appendix 3G in respect of the New Options.</p> <p><i>Note: provided the Appendix 2A is given to ASX before noon (Sydney time) on a business day, trading in the securities will commence at market open on the next business day. If the Appendix 2A is given to ASX after noon (Sydney time) on a business day, these deadlines will be deferred by one business day.</i></p>	Friday 22 December 2023 (before noon (Sydney time) no later than 5 business days after the Offer closes)
Normal trading of New Shares starts	Wednesday 27 December 2023 on market open

** Note: These dates are indicative only and subject to change. The Company reserves the right, subject to the Corporations Act and the Listing Rules, to change any date including to extend the closing date of the Offer, to close the Offer early, to accept late acceptances either generally or in particular cases, or to withdraw or reduce the size of the Offer without notice. Any extension of the closing date will have a consequential effect on the issue date of new shares. If the Offer is withdrawn, application money will be returned without interest.*

Senetas has decided that it is unreasonable to make offers under the Offer to shareholders with registered addresses outside Australia and New Zealand (**ineligible foreign shareholders**). It has made this decision having regard to the small number of ineligible foreign shareholders, the small number and value of the New Shares ineligible foreign shareholders would be offered and the cost of complying with the legal and regulatory requirements in the relevant overseas jurisdictions. Accordingly, you, as an ineligible shareholder, are not eligible to participate in the Offer.

If you have any query or question about the Offer or the Prospectus, please call the Offer Information Line on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) between 8:30am and 5:00pm (Melbourne time) Monday to Friday during the Offer period.

Yours faithfully

Brendan Case
Company Secretary