



ASX Release
5 February 2024

Whispir Limited
(ASX : WSP)

Important Update for Whispir Shareholders

Whispir Limited (ASX:WSP, **Whispir** or **the Company**) today advises that an important update regarding Soprano Design Technology (Australia) Pty Ltd's takeover bid for all the shares in Whispir for the price of \$0.55 per Share, was emailed to Whispir shareholders on Friday, 2 February 2024.

The shareholder update is attached to this announcement.

-ENDS-

This announcement has been authorised for release by the Chairperson.

For further information, please contact:

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Company Secretary

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About Whispir

Whispir is a global communications intelligence company that supplies a no code, Communications-as-a-Service ("CaaS") platform that enables seamless omnichannel interactions between organisations, their systems and people to solve common challenges in terms of compliance, deliverability and engagement across more than 60 countries.

Whispir operates across three key regions of ANZ, Asia and North America. More information www.whispir.com

whispir

Important Update for Whispir Shareholders

Dear Whispir shareholder,

Soprano Design Technology (Australia) Pty Ltd (**Soprano DTA**) has made a takeover bid for all the shares in Whispir Ltd (**Shares**) (**Whispir**) for the price of \$0.55 per Share (the **Offer**).

On 30 January 2024, Soprano DTA had acquired an interest in approximately 85.93% of the Shares. The Offer is unconditional.

If you accept the Offer NOW you will receive your consideration on T+30 from acceptance or T+21 from Offer close, whichever is earlier.

Potential consequences of not accepting before the Offer closes:

- **Whispir's cash position as of 30 January 2024 is \$1.9m**, materially lower than the 31 December 2023 cash balance of \$4.45m. Should there be a capital raising to support Whispir and you do not participate, **you will be diluted** (read more [here](#))
- If Whispir remains listed after the Offer closes, the **Whispir Shares will become illiquid and the share price may fall**
- **Your payment will be received later** if your Whispir Shares are compulsorily acquired once Soprano reaches 90% shareholding

Each former Whispir director (being Brendan Fleiter, Sarah Morgan and Jeromy Wells), **and all institutional shareholders, have accepted the Offer.**

Before they resigned from the Board on 24 January 2024, all former Whispir directors **UNANIMOUSLY RECOMMENDED** that Whispir shareholders accept the Offer.

How to ACCEPT the Offer

To accept the Offer online, login in to <https://investor.automic.com.au/#/home> and follow the instructions below:

1. click "Register" then select "Whispir Limited Takeover Offer" from the dropdown list in the Issuer Name Field
2. enter your Holder Identification Number / Holder Reference. This is shown on the top of your Acceptance Form
3. enter your postcode OR country of residence (only if outside Australia)
4. tick the box "I'm not a robot" and then select "Next"
5. complete the prompts to set up your username and password details
6. once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts

For further details on how to ACCEPT the Offer, see section 9 of the Original Bidder's Statement which can be accessed via Whispir's ASX announcements page.

If you have any questions in relation to the Offer, please call the Soprano Offer Information Line on 1300 441 608 (for calls made within Australia) or +61 2 8072 1406 (for calls made outside Australia) between 8.30am and 5.00pm (Sydney time), Monday to Friday (excluding public holidays).

Yours sincerely,
Andrew Gray, Director and Chairperson
Whispir Ltd

