



## Top Shelf International Holdings Limited

**Principal Place of Business:**  
**16-18 National Boulevard**  
**Campbellfield**  
**Victoria**  
**Australia 3061**

22 May 2024

### CLEANSING NOTICE – ENTITLEMENT OFFER SHARES

This notice is given by Top Shelf International Holdings Limited (ABN 22 164 175 535) (the “**Company**” or “**TSI**”) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (“**Corporations Act**”) as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73.

The Company today announced that it has launched a non-underwritten pro rata accelerated non-renounceable entitlement offer of 2 fully paid ordinary shares in TSI (“**New Share**”) for every 3 existing ordinary shares held in TSI as at 7:00pm (AEST) on Friday, 24 May 2024 to existing shareholders with a registered address in Australia and New Zealand to raise up to \$13.9 million (“**Entitlement Offer**”).

Further details of the Entitlement Offer are contained in the announcements made by the Company today, and an information booklet that will be lodged with the ASX and made available to eligible shareholders on or about Wednesday, 29 May 2024.

The Company gives notice that:

- a. the Company will be offering the New Shares under the Entitlement Offer for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- b. this notice is being given under section 708AA(2)(f) of the Corporations Act;
- c. as at the date of this notice the Company has complied with:
  - i. the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
  - ii. sections 674 and 674A of the Corporations Act;
- d. 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 Corporations Act that is required to be set out in this notice under section 708AA(7) of the Corporations Act; and

- e. the potential effect that the Entitlement Offer will have on the control of TSI and the consequences of that effect will depend on various factors, including investor demand and existing shareholdings. However, given:
- i. the size and pricing of the Entitlement Offer;
  - ii. the structure of the Entitlement Offer as a pro rata accelerated non-renounceable issue; and
  - iii. the current level of substantial holdings (based on substantial holding notices that have been given to TSI and lodged with ASX on or prior to the date of this notice),

the issue of new shares under the Entitlement Offer is not expected to have any material effect or consequence on the control of the Company.

This notice has been authorised for release by the ASX by the Board.

For and on behalf of the Board  
Harry Pratt  
Company Secretary