

JOHNSON | WINTER | SLATTERY

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16 August 2024

The Manager
ASX Market Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

FOR LODGEMENT ONLINE

Dear Sir/Madam

Supplementary Target's statement – LiveHire Ltd

We act for LiveHire Ltd (ACN 153 266 605) (ASX: LVH) (**LiveHire**).

We refer to the target's statement released by LiveHire on 14 August 2024 in response to the unconditional on-market takeover bid by Humanforce Holdings Pty Ltd (ACN 618 020 401) (**Humanforce**) to acquire all of the ordinary shares in the capital of LiveHire.

In accordance with section 647(3)(b) of the *Corporations Act 2001* (Cth), we attach the supplementary target's statement for the takeover bid.

The attached supplementary target's statement will be lodged with the Australian Securities and Investments Commission and sent to Humanforce today.

Yours faithfully,



Johnson Winter Slattery

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This document is a supplementary target's statement (**Supplementary Target's Statement**) prepared in accordance with section 644 of the *Corporations Act 2001* (Cth) and given by LiveHire Ltd (ACN 153 266 605) (**LiveHire**) in connection to the on-market takeover bid announced on 14 August 2024 by Humanforce Holdings Pty Ltd (ACN 618 020 401) (**Humanforce**). Neither ASIC, ASX nor its officers take any responsibility for the content of this Supplementary Target's Statement.

This Supplementary Target's Statement supplements, and should be read together with, the target's statement lodged with the Australian Securities Exchange (**ASX**), Humanforce and the Australian Securities and Investments Commission (**ASIC**) on 14 August 2024 (**Target's Statement**).



Queen & Collins
376-390 Collins Street
Melbourne, Vic, 3000
16 August 2024

Dear LiveHire Shareholder,

Current negotiations of an APS contract

LiveHire is in negotiations with an Australian Public Sector (**APS**) agency regarding a potential contract for the provision of software and ancillary services.

The proposed three-year contract, if entered into, is anticipated to generate incremental total revenue of \$1.5m to \$2.5m over the life of the contract, inclusive of both recurring annual revenue as well initial implementation services.

It is not certain that the contract will be entered into. LiveHire will advise shareholders further when the contract is entered into (if that occurs).

LiveHire Directors continue to recommend that you ACCEPT the Offer

The LiveHire Directors continue to unanimously recommend that LiveHire Shareholders **ACCEPT** the Offer in the absence of a superior proposal and sell their LiveHire Shares on-market on before the Offer closes on 30 September 2024.

The LiveHire Directors' reasons for unanimously recommending that LiveHire Shareholders **ACCEPT** the Offer in the absence of a superior proposal, are:

- (a) the Offer Price is at a compelling premium to recent trading prices of LiveHire Shares;
- (b) the Offer is unconditional, and provides certain cash consideration on a T+2 Basis;
- (c) the Offer provides an important liquidity opportunity for LiveHire Shareholders;
- (d) there are ongoing risks associated with the business, in particular, its near-term capital requirements;
- (e) no superior proposal has emerged; and
- (f) by not accepting the Offer, LiveHire Shareholders risk becoming minority shareholders in an entity controlled by Humanforce.

Next steps

We encourage you to read this Supplementary Target's Statement with the original Target's Statement dated 14 August 2024 in full for further details about the LiveHire Board's formal response to the Offer which set out the reasons for the LiveHire Board's unanimous recommendation to **ACCEPT** the Offer in the absence of a superior proposal.

If you have any questions in relation to this document or the Offer please contact LiveHire on +61 (03) 9021 0657 between 8:30am to 5:00pm (AEST), Monday to Friday (excluding public holidays). If you are in any doubt about what to do, you should contact your broker or your legal, financial or other professional adviser as soon as possible.

Yours sincerely,

A handwritten signature in black ink, reading "Andrew Rutherford". The signature is fluid and cursive, with the first name "Andrew" and the last name "Rutherford" clearly distinguishable.

Andrew Rutherford

Chairman
LiveHire Ltd

1 Important information

This Supplementary Target's Statement is dated 16 August 2024. A copy of this Supplementary Target's Statement was lodged with ASIC on 16 August 2024. Neither ASIC, ASX nor its officers take any responsibility for the content of this Supplementary Target's Statement.

Unless the context requires otherwise, capitalised terms used in this Supplementary Target's Statement have the same meaning given to them as in the Target's Statement. This Supplementary Target's Statement prevails to the extent of any inconsistency with the Target's Statement.

2 Conclusion

The LiveHire Directors continue to unanimously recommend that LiveHire Shareholders **ACCEPT** the Offer in the absence of a superior proposal and sell their LiveHire Shares on-market before the Offer closes on 30 September 2024. Section 1 of the Target's Statement sets out the reasons for the LiveHire Directors' unanimous recommendation to **ACCEPT** the Offer in the absence of a superior proposal.

In considering whether to **ACCEPT** the Offer, the LiveHire Directors encourage you to read the Target's Statement and this Supplementary Target's Statement in their entirety. If you have any questions in relation to this document or the Offer please contact LiveHire on +61 (03) 9021 0657 between 8:30am to 5:00pm (AEST), Monday to Friday (excluding public holidays). If you are in any doubt about what to do, you should contact your broker or your legal, financial or other professional adviser as soon as possible.

3 Approval of the Supplementary Target's Statement

This Supplementary Target's Statement has been approved by a resolution of the LiveHire Board.

Dated 16 August 2024

Signed for and on behalf of LiveHire by:



Andrew Rutherford
Chairman
LiveHire Ltd