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5 September 2024

Dear Shareholder,

### NOVIQTECH LIMITED – SHARE PURCHASE PLAN

NoviqTech Limited (ASX:NVQ) (**NVQ** or the **Company**) is pleased to invite you to participate in the Share Purchase Plan (**SPP**) of the Company announced to ASX on 15 August 2024. As a shareholder with a registered address in Australia or New Zealand at 7.00pm on 14 August 2024 (**Eligible Shareholder**), you are eligible to participate in the SPP and subscribe for up to \$30,000 of fully paid ordinary shares in the capital of the Company (**SPP Shares**) at an issue price of \$0.025 (2.5 cents) per SPP Share to raise up to \$300,000 before costs (subject to acceptance of oversubscriptions, if any). The SPP offer is being made under an **Offer Booklet** dated 5 September 2024.

Participation in the SPP is entirely at the option of each Eligible Shareholder. If subscriptions are received under the SPP for more than \$300,000 of SPP Shares (subject to acceptance of oversubscriptions, if any, as described in the Offer Booklet), the Board will scale back applications at its discretion on the basis of the holdings of participants in the SPP as at the record date of 7.00pm on 14 August 2024 and otherwise as described in the Offer Booklet.

Eligible Shareholders may apply for SPP Shares in parcels valued at \$1,000, \$2,000, \$5,000, \$7,500, \$10,000, \$15,000, \$20,000, \$25,000 or \$30,000. If any Eligible Shareholder does not provide the exact subscription amount for one of these parcels of SPP Shares, the Company reserves the right to issue the number of SPP Shares equal to the amount provided divided by the issue price of \$0.025 (2.5 cents) or issue the relevant Eligible Shareholder a lesser number of SPP Shares than the number paid for and (if necessary) return a portion of the subscriptions funds provided.

The SPP opens 5 September 2024 and closes at 5.00pm (Melbourne time) on 27 September 2024 (unless closed early or extended in accordance with the terms of the Offer Booklet).

Further details with respect to how to access the Offer Booklet and your personalised Application Form are set out below. The Board thanks shareholders for their ongoing support.

#### ***How to access the Offer Booklet and your personalised Application Form***

Eligible Shareholders who have provided their email address that is included in the register of members of the Company have been sent this letter, the Offer Booklet and their personalised Application Form to that email address.

Eligible Shareholders who have not provided an email address have been posted a copy of this letter. A hard copy of the Offer Booklet and personalised Application Form has only been sent to Eligible Shareholders who have elected to receive physical communications from the Company.

The Offer Booklet is dated 5 September 2024 and was lodged with ASX on that date. A copy of the Offer Booklet and your personalised Application Form are available as follows:

- **Online:** the Offer Booklet and personalised Application Form are accessible via the following link made available by the share registry of the Company: <https://investor.automic.com.au/#/home>
- **Paper:** a hard-copy of the Offer Booklet and your personalised Application Form can be sent to you upon request to the the Company by email to [investors@noviqtech.com](mailto:investors@noviqtech.com).

Please be aware that the Offer Booklet and personalised Application Forms are only available to Eligible Shareholders.

If you wish to apply for SPP Shares, you must pay your application monies by following the instructions set out in your personalised Application Form so that funds are received by 5.00pm (Melbourne time) on 27 September 2024 (subject to the Company closing the SPP early or extending the closing date).

### ***How to apply***

Eligible Shareholders can access their personalised Application Form and a copy of the Offer Booklet as set out below:

<b>If you already have an online account with Automic share registry</b>	<a href="https://investor.automic.com.au">https://investor.automic.com.au</a> <ol style="list-style-type: none"><li>1. Select: "Existing Users Sign In"</li><li>2. Once you have successfully signed in, click on "Documents and Statements" &gt; "Other Documents"</li><li>3. Download the Offer Document and SPP Application Form</li></ol>
<b>If you don't have an online account with Automic share registry but with to register for one</b>	<a href="https://investor.automic.com.au/#/signup">https://investor.automic.com.au/#/signup</a> <ol style="list-style-type: none"><li>4. Select: <b>NoviqTech Limited</b> from the dropdown list in the <b>ISSUER</b> field</li><li>5. Enter you holder number SRN / HIN (from your latest Holding Statement)</li><li>6. Enter Partial Holder Name</li><li>7. Enter Postcode (Aust only) or Country of Residence (if not Australia)</li><li>8. Tick box "I am not a robot", then <b>Next</b></li><li>9. Complete prompts</li><li>10. Once you have successfully signed in, click on "Documents and Statements" &gt; "Other Documents"</li><li>11. Download the Offer Document and SPP Application Form</li></ol>
<b>If you don't have an online account with Automic share registry but want to use Automic for this Loyalty Offer only</b>	<a href="https://investor.automic.com.au/#/loginsah">https://investor.automic.com.au/#/loginsah</a> <ol style="list-style-type: none"><li>12. Select: <b>NoviqTech Limited</b> from the dropdown list in the <b>ISSUER</b> field</li><li>13. Enter you holder number SRN / HIN (from your latest Holding Statement)</li><li>14. Enter partial holder name</li><li>15. Enter Postcode (Aust only) or Country of Residence (if not Australia)</li><li>16. Tick box "I am not a robot", then <b>Access</b></li><li>17. Once you have successfully signed in, click on "Documents and Statements" &gt; "Other Documents"</li><li>18. Download the Offer Document and SPP Application Form</li></ol>

### ***Questions***

If you have any questions in relation to how to participate in the SPP, please contact the Company by email to [investors@noviqtech.com](mailto:investors@noviqtech.com). The Board thanks you for your continuing support.

Yours sincerely,

Freddy El Turk

CEO

# NOVIQTECH LIMITED

ABN 37 622 817 421

## SHARE PURCHASE PLAN 2024 OFFER BOOKLET

This Offer of Shares under the SPP is made on the terms and conditions of the SPP set out in this Offer Booklet and the accompanying personalised Application Form. The Closing Date is 5:00pm Melbourne time on 27 September 2024.

**It is important that you read this Offer Booklet and accompanying personalised Application Form in full. You should seek independent legal and/or financial advice if you are in any doubt about the terms of this Offer or whether to accept this Offer. All dates are indicative only and are subject to change.**

*Note: Certain capitalised terms used in this Offer Booklet have the meaning set out in the Glossary on page 9. All monetary amounts stated in this Offer Booklet are in Australian dollars (AUD).*

KEY OFFER DETAILS	
Issue price of shares offered under this SPP	\$0.025 (2.5 cents) per Share
Minimum application amount:	\$1,000 (40,000 Shares)
Maximum application amount:	\$30,000 (1,200,000 Shares)
Applications can only be made for parcels of Shares valued (at the issue price) at:*	<p>A. \$1,000 (40,000 Shares)      B. \$2,000 (80,000 Shares)</p> <p>C. \$5,000 (200,000 Shares)      D. \$7,500 (300,000 Shares)</p> <p>E. \$10,000 (400,000 Shares)      F. \$15,000 (600,000 Shares)</p> <p>G. \$20,000 (800,000 Shares)      H. \$25,000 (1,000,000 Shares)</p> <p>I. \$30,000 (1,200,000 Shares)</p> <p>Payment must be made by BPAY® or by EFT in accordance with the instructions in the Application Form.</p> <p>Any eligible Shareholder who is having difficulty applying for Shares under the Offer is encouraged to contact the Company by email to <a href="mailto:investors@noviqtech.com">investors@noviqtech.com</a> or phone at +61 2 8000 0054.</p> <p>You must ensure payment is received by the Closing Date. Unless the Company otherwise agrees, payment received after the Closing Date will not be accepted.</p> <p>If you do not provide the exact amount for a parcel of Shares as described above, the Company reserves the right to issue you the number of Shares equal to the amount provided divided by the issue price per Share under the SPP (\$0.025 (2.5 cents)) or issue you a lesser number of Shares under the Offer than the number you pay for and (if necessary) return a portion of your funds.</p> <p>The Company will refund to the applicant the difference (if any) between the application monies received by the Company and application monies payable for the number of Shares actually issued to the applicant. Refunds will be paid to the applicant either by EFT (if bank account details are held by the Share Registrar) or, if no bank account details are held by the Share Registrar, a withheld notice will be sent to the registered address of the applicant held on file by the Share Registrar. No interest is or will be payable on refunds.</p>
Amount to be raised:*	<p>Up to \$300,000 (12,000,000 Shares in aggregate) before costs is proposed to be raised under the Offer in total. There is no minimum subscription for the issue of SPP Shares under the Offer.</p> <p>If applications for more than \$300,000 (12,000,000 Shares) are received from eligible Shareholders under the Offer, the Board may, at its discretion, accept oversubscriptions above this amount, subject</p>

	<p>to applicable law including compliance with the Listing Rules and ASIC Instrument 2019/547.</p> <p>If total applications exceed the maximum amount to be raised (including after acceptance of oversubscriptions, if any), the Company will scale back the number of Shares issued in response to applications received. If a scale back is necessary, the scale back will be applied at the discretion of the Company having regard to the holding of the applicant at the Record Date.</p>
Proposed use of funds:	<p>Funds raised under the Offer will be applied:</p> <ul style="list-style-type: none"> <li>to provide additional capital to drive the Carbon Central solution globally targeting various high growth sectors, including both domestic and global aviation, the gas and broader energy industry, and the burgeoning hydrogen market, with a specific focus on turquoise hydrogen; and</li> <li>to fund general working capital requirements.</li> </ul>
Is the Offer underwritten?	No, the Offer is not underwritten.
Offer Date:	5 September 2024, being the date of this Offer Booklet.
Eligibility:	Shareholders at the Record Date with an address in the Company's register of members in Australia or New Zealand are eligible to participate in the SPP and apply for Shares under the Offer.
Record Date (for determining recipients of this Offer):	7:00pm Melbourne time on 14 August 2024, being the business day before the date on which the SPP was announced to ASX.
Closing Date:*	5:00pm Melbourne time on 27 September 2024. Please allow time for processing of your payment for Shares under the Offer. Late applications will not be accepted unless the Company agrees.
Anticipated issue of new Shares:*	4 October 2024
Anticipated commencement of trading of new Shares: *	4 October 2024
Anticipated dispatch of holding statements and (if applicable) refunds: *	4 October 2024

*Custodians (within the meaning of ASIC Instrument 2019/547) may apply for up to \$30,000 (1,200,000 Shares) on behalf of each distinct beneficiary represented, by returning by email their completed Application Form and Custodian Schedule which can be obtained from the Company or the Share Registrar and making payment in accordance with the instructions provided by the Share Registrar. Further details are provided below.*

*\* The Company is seeking to raise up to \$300,000 before costs under the Offer. If total applications exceed the maximum amount to be raised the Company may at its discretion, accept oversubscriptions above this amount, subject to applicable law including compliance with the Listing Rules and ASIC Instrument 2019/547. If total applications exceed the maximum amount to be raised (including after acceptance of oversubscriptions, if any) the Company will scale back (reduce) the number of Shares issued in response to an application as described above. The Company will refund to the applicant the difference between the application monies received by the Company and application monies payable for the number of Shares actually issued to the applicant. Refunds will be paid to the applicant either by EFT (if bank account details are held by the Share Registrar) or if no bank account details are held by the Share Registrar, a withheld notice will be sent to the registered address of the applicant held on file by the Share Registrar. No interest is or will be payable on refunds.*

*\*The above dates other than the Record Date and the Offer Date are indicative only. The Company reserves the right to change any date (other than the Record Date and the Offer Date) without notice including by postponing the closing date or closing the Offer early, or to withdraw or cancel the Offer. The Company reserves the right to vary dates via lodgement of an announcement with ASX and eligible Shareholders are therefore encouraged to monitor the Company's ASX announcements available via [www.asx.com.au](http://www.asx.com.au), search code "NVQ". Applicants should be aware of and take into account any transaction or transfer limits imposed by their financial institution and their financial institution's cut-off time (for*

*example, where a payment is to be processed overnight) and it is the applicant's responsibility to ensure funds are submitted correctly by the closing date and time. If the applicant has any questions regarding making payment, they should contact the Company by email to [investors@noviqtech.com](mailto:investors@noviqtech.com).*

If you wish to participate in this SPP you must apply and subscribe for Shares using the details in this Offer Booklet and the personalised Application Form accompanying this Offer Booklet (including instructions from the Company and/or the Share Registrar). If you are a Custodian and wish to apply on behalf of distinct beneficiaries, you must complete and return by email the personalised Application Form and Custodian Schedule which can be obtained from the Company or its Share Registrar and make payment in accordance with the instructions provided by the Share Registrar. If any of your details on the Application Form are incorrect, or you wish to discuss any aspect of the SPP including but not limited to payment methods, please contact the Company by email to [investors@noviqtech.com](mailto:investors@noviqtech.com).

#### **ABOUT NOVIQTECH LIMITED**

NoviqTech Limited (ASX: NVQ) harnesses the power of artificial intelligence and distributed ledger technology to provide trusted and transparent reporting across supply chains, carbon emissions reporting, and guarantee of origin. The NoviqTech brands – NoviqAI and Carbon Central deliver novel and innovative technologies to organisations across the globe in sectors from maritime to regenerative agriculture, empowering them to make more informed decisions, track their carbon emissions with precision, and validate the authenticity of their products' origins all in real-time. Details of the Company's activities are in the announcements made to ASX ([www.asx.com.au](http://www.asx.com.au), search code "NVQ") and on the website of the Company ([www.NoviqTech.com](http://www.NoviqTech.com)).

#### **ABOUT USE OF FUNDS**

Funds raised under the Offer will be applied:

- to provide additional capital to drive the Carbon Central solution globally targeting various high growth sectors, including both domestic and global aviation, the gas and broader energy industry, and the burgeoning hydrogen market, with a specific focus on turquoise hydrogen; and
- to fund general working capital requirements (including the costs of the Offer).

#### **IMPORTANT INFORMATION**

Participation in the SPP is entirely optional and is subject to the terms and conditions specified in this Offer Booklet. Shares offered under the SPP are offered at an issue price of \$0.025 (2.5 cents) per Share. The price per Share under the SPP is the same as the price per Share offered to unrelated investors in the share placement announced to ASX at the same time as the SPP on 15 August 2024.

The price per Share under the SPP represents:

- a 16.67% discount to the volume weighted average price of the Shares traded on the ASX between 6 August 2024 and 12 August 2024 inclusive, being the last five days on which Shares were traded on ASX before the date the SPP was announced to ASX on 15 August 2024 (noting the securities of the Company were in trading halt on 13 August 2024 and 14 August 2024 and accordingly no trading of Shares occurred on these dates); and
- a 10.71% discount to the price at which the Shares closed on 12 August 2024, being the last trading day before the Offer was announced to ASX on 15 August 2024 (noting the securities of the Company were in trading halt on 13 August 2024 and 14 August 2024 and accordingly no trading of Shares occurred on these dates).

Each offer made under this SPP to eligible Shareholders is made on the same terms and conditions.

The Offer is not underwritten.

**Price Risk:** Applicants should specifically consider the risk of movement in market value of the Shares. The market price of the Shares may change between the Offer Date and the date when the Shares are issued to applicants under this SPP, with the effect that the price or value of the Shares which applicants receive under this SPP may be more or less than the price paid for the Shares. The closing price of the Shares on 12 August 2024, being the last trading day before the announcement of the SPP, was \$0.028 (2.8 cents). The closing price of Shares on 4 September 2024, being the last trading

day before the Offer Date, was \$0.021 (2.1 cents). The trading price of Shares may rise or fall after the Offer Date, after the date upon which the Shares are applied for, before the Shares are issued, on or after the date on which Shares are issued or before the Shares can be traded. There is no certainty applicants will be able to sell their Shares for more than or at the same price as they paid for them, or at all. Information about the prices at which the Shares trade on ASX can be obtained from the ASX website ([www.asx.com.au](http://www.asx.com.au)) using the code “NVQ”. Closing prices can also be found in daily newspapers.

No account has been taken of the particular objectives, financial situation or needs of recipients of this Offer Booklet. Because of this, recipients of this Offer Booklet should have regard to their own objectives, financial situation and needs.

Recipients of this Offer Booklet should make their own independent investigation and assessment of the Company, its business, assets and liabilities, prospects and profits and losses, and the risks associated with investing in the Company. Independent expert advice should be sought before any decision is made to apply for Shares under this SPP, or acquire additional Shares or other securities in the Company.

The Offer under this SPP is non-renounceable, meaning that a Shareholder cannot transfer the right to participate in the Offer to another person or entity. Participation in the Offer is not compulsory.

The Offer is made pursuant to ASIC Instrument 2019/547. The Company will not be issuing a prospectus in relation to the Shares offered under the SPP and is not required to seek the approval of Shareholders in relation to the Offer (noting that the Company is also making the Offer in reliance on Listing Rule 7.2 Exception 5 and, as it relates to participation in the Offer by related parties, Listing Rule 10.12 Exception 4).

Related Parties who hold Shares as at the Record Date may participate in this Offer, subject to the terms and conditions set out in this Offer Booklet and the Application Form and in accordance with Listing Rule 10.12 Exception 4.

Subject to applicable law, the Company reserves the right to vary the terms and conditions of this SPP without notice and reserves the right to waive strict compliance with the terms and conditions of this SPP, including but not only by accepting applications received after the Closing Date.

The Company reserves the right to change any date (other than the Record Date and the Offer Date) without notice including by postponing the closing date or closing the Offer early, or to withdraw or cancel the Offer. The Company reserves the right to vary dates via lodgement of an announcement with ASX and eligible Shareholders are therefore encouraged to monitor the Company’s ASX announcements available via [www.asx.com.au](http://www.asx.com.au), search code “NVQ”.

The Company also reserves the right to terminate this SPP at any time. In the event of termination of this SPP, or rejection of any application for any reason, all monies received shall be refunded to the applicant by being returned to the transferring bank account for the applicant (if any) as identified by the Share Registrar. If no bank account details are held by the Share Registrar, a withheld notice will be sent to the registered address of the applicant held on file by the Share Registrar in respect of such refund. No interest is or will be payable on any refund.

The Company reserves the right to place any shortfall to unrelated professional, sophisticated and other exempt investors identified by the Company, subject always to compliance with applicable laws and the Listing Rules.

The Company’s rights and powers may be exercised by the Directors or any delegate of the Directors.

This SPP, Offer, and terms and conditions (including this Offer Booklet the Application Form) are governed by the laws applying in the State of Victoria, Australia. By applying for Shares under the Offer, applicants agree to submit to the exclusive jurisdiction of the courts of Victoria, Australia and the courts of appeal from those courts.

#### **SHARES OFFERED**

The Shares offered under this SPP are fully paid ordinary shares in the capital of the Company. Shares issued under this SPP shall rank equally with, and have the same terms as, the existing fully paid ordinary Shares on issue.

The maximum number of Shares that may be issued under the Offer is 12,000,000 Shares. The Company may, at its discretion, accept oversubscriptions above this amount subject to applicable law including compliance with the Listing Rules and ASIC Instrument 2019/547.

The Company will not be obliged to issue Shares, and the applicant will not be entitled to receive or be issued Shares, until the Board resolves to issue the Shares. After the Shares under the SPP are issued, the Company will promptly make an application to the ASX for the Shares issued under the SPP to be admitted to quotation. The anticipated timetable for issuing Shares under the SPP and sending holding statements to successful applicants is set out on page 2 of this Offer Booklet. It is the responsibility of applicants to determine their allocation prior to trading in Shares. Applicants trading Shares before they receive their holding statements will do so at their own risk.

### **APPLYING FOR SHARES UNDER THE SPP**

To apply for Shares under the SPP, unless you are a Custodian (see further below), please make your payment for one of the designated subscription amounts set out on page 1 of this Offer Booklet and on the Application Form.

Details of how to make payment for eligible shareholders are set out below. By making payment and applying for Shares under the SPP, you represent that the total of the application price for the following does not exceed \$30,000:

- The Shares the subject of your application under the Offer;
- Any Shares issued under any similar arrangement to the SPP in the 12 months prior to the date of your application for Shares under the Offer;
- Any other Shares which you have instructed a custodian to acquire on your behalf under the Offer; and
- Any other Shares issued to a custodian under an arrangement similar to the SPP in the 12 months prior to the date of your application for Shares under the Offer as a result of instructions given by you to the custodian or another custodian and which resulted in you holding a beneficial interests in such Shares.

If you are having difficulty making payment please contact the Company by email to [investors@noviqtech.com](mailto:investors@noviqtech.com).

#### ***BPAY®***

You can only make a payment by BPAY<sup>®1</sup> if you are the holder of an account with an Australian Financial Institution. There is no requirement to return the Application Form if you are paying by BPAY<sup>®</sup>.

If applying and paying by BPAY<sup>®</sup>, you need to ensure your payment of application monies are received in clear and immediately available funds by no later than the Closing Date. Applicants should be aware their own financial institution may implement early cut off times for processing BPAY<sup>®</sup> payments, and/or may impose daily or per transaction limits.

#### ***EFT***

Arrangement for payment by EFT for those shareholders who are eligible to participate in the SPP but cannot make payment via BPAY<sup>®</sup> can be made by following the instructions on the Application Form.

#### ***General***

It is important that you make your payment in time and according to any limits so that payment for the full number of Shares you wish to apply for is received on time and in full. Late application monies received after the specified time will not be accepted, unless the Company otherwise agrees. Neither the Company nor the Share Registrar accepts any liability for applications being unsuccessful due to lost, delayed or misdelivered application forms or application monies, or for non or late receipt or processing of funds.

By making payment for Shares offered under this SPP, the applicant confirms that it is an eligible Shareholder, certifies the matters set out in the Application Form and agrees to be bound by the Constitution of the Company and by the terms and conditions set out in this Offer Booklet and the Application Form. Receipt by the Share Registrar of payment for Shares offered under this SPP constitutes an irrevocable and unconditional acceptance of the Offer in accordance with the terms and conditions of this Offer Booklet and the Application Form by the applicant.

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<sup>1</sup> ® Registered to Bpay Pty Ltd ABN 69 079 137 518

Applications can only be made in one of the designated amounts set out in the Application Form. The Company reserves the right to waive this requirement, or to accept the application for the number of Shares for which payment is received.

As noted above, the Company is seeking to raise up to \$300,000 before costs of the SPP. If total applications exceed the maximum amount to be raised the Company may, at its discretion, accept oversubscriptions above this amount subject to applicable law including compliance with the Listing Rules and ASIC Instrument 2019/547. If total applications exceed the maximum amount to be raised (including after acceptance of oversubscriptions, if any) the Company will scale back (reduce) the number of Shares issued in response to an application. If a scale back is necessary, the scale back will be applied at the discretion of the Board having regard to the holding of the applicant at the Record Date.

The Company reserves the right to reject an application and/or funds received, and/or may refuse to issue Shares under this SPP, if the Company believes that acceptance of the application or issue of the Shares may be contrary to any applicable law, the terms of ASIC Instrument 2019/547 (or any replacement instrument or its equivalent), the Listing Rules, or the terms and conditions of this SPP.

The Company may amend or complete any application received, waive strict compliance with or vary any term or condition of the Offer or resolve in any manner any anomaly, inconsistency, uncertainty or dispute if such amendment, waiver, variation or resolution would assist or permit the Company to issue and/or the applicant to receive Shares under the SPP, provided no amendment, waiver, variation or resolution shall result in the number of Shares to be issued exceeding the number of Shares which may be issued at the Offer price represented by the application monies received. If payment of application monies is not honoured, the Company may at its sole discretion issue Shares in response to the application and recover the application monies as a debt due or reject the application.

#### **EFFECT OF RECEIPT**

In addition to any certification or acknowledgment noted or provided for herein or in the Application Form, receipt of payment for Shares offered under this SPP pursuant to the Offer:

- you represent that the total of the application price for the following does not exceed \$30,000:
  - The Shares the subject of your application under the Offer;
  - Any Shares issued under any similar arrangement to the SPP in the 12 months prior to the date of your application for Shares under the Offer;
  - Any other Shares which you have instructed a custodian to acquire on your behalf under the Offer; and
  - Any other Shares issued to a custodian under an arrangement similar to the SPP in the 12 months prior to the date of your application for Shares under the Offer as a result of instructions given by you to the custodian or another custodian and which resulted in you holding a beneficial interests in such Shares.
- constitutes an irrevocable and unconditional acceptance of the Offer, subject to and in accordance with the terms and conditions set out in this Offer Booklet and the Application Form by the applicant;
- represents an acknowledgment that the applicant is lawfully permitted to accept the Offer to acquire the Shares under the SPP and participate in the SPP in accordance with the applicable laws in Australia and any other applicable laws in the jurisdiction in which the applicant and/or the beneficial owner of the Shares is situated;
- represents an acknowledgement that the applicant accepts the risk of participating in the SPP and subscribing for Shares under the Offer, including that the market price of the Shares may fall between the date on which the Application is submitted and the date the Shares the subject of the Offer are allocated and/or issued;
- represents an acknowledgement by the applicant that the Company is not liable for any exercise of its or its Share Registrar's discretions provided for in the terms and conditions of this Offer Booklet or the Application Form; and
- represents an acknowledgement by the applicant that under the terms and conditions of this Offer Booklet and the Application Form, to the maximum extent possible at law, the applicant releases the Company and its



Directors and officers from any liability for any loss the applicant may suffer as a result of making any investment in the Company under the SPP.

### **MAXIMUM APPLICATIONS**

Each eligible Shareholder who is not a Custodian may only apply for up to a maximum of \$30,000 (1,200,000 Shares) under the Offer. If a registered holder of Shares receives more than one offer under this SPP (for example, due to multiple registered holdings, including joint holdings), it may only apply for up to \$30,000 (1,200,000 Shares).

Applicants that are not required to complete the Custodian Schedule, by making payment in accordance with this SPP Booklet and the personalised Application Form that accompanies this SPP Booklet (including instructions from the Company and/or the Share Registrar), certify that the aggregate of the payment(s) paid by them are for:

- the parcel of Shares indicated on the Application Form or payment; and
- any other Shares applied for by them, or which they have instructed a Custodian to acquire on their behalf under the SPP or any other similar arrangement in the 12 months prior to making payment does not exceed \$30,000.

Joint holders are counted as a single Shareholder for the purposes of determining entitlements. A joint holder who receives more than one offer under the SPP due to multiple registered holdings (including both sole and joint holdings) may only apply for up to \$30,000 of Shares in total.

Applications counted in determining whether the \$30,000 limit would be exceeded include applications made through a Custodian or other nominee.

### **CUSTODIANS**

A registered Shareholder who is a Custodian holding Shares on behalf of two or more beneficial holders as at the Record Date may acquire multiple parcels with an application price totalling up to \$30,000 (1,200,000 Shares) on behalf of distinct beneficiaries, subject to compliance with the procedures and certification requirements set out in ASIC Instrument 2019/547. In addition, where requested by the Company, Custodians must provide evidence satisfactory to the Company of distinct holdings when accepting the Offer under this SPP. Custodians must establish that the issue of Shares applied for on behalf of a beneficiary will not result in the beneficiary acquiring Shares under this Offer (or under any other SPP of the Company or similar arrangement) with an application price totalling more than \$30,000 in the 12-month period prior to an application under this SPP.

Custodians must obtain a separate Custodian Schedule from the Company or the Share Registrar if they wish to accept multiple parcels on behalf of distinct beneficiaries. Payment of an amount by using details on a personalised Application Form which accompanies this Offer may be treated by the Company as an acceptance by the holder named on the form and not as being made on behalf of distinct beneficiaries.

When requesting a Custodian Schedule from the Company, Custodians must allow time for the dispatch, completion and return of the form. Requests should be made to the Company by email to [investors@noviqtech.com](mailto:investors@noviqtech.com). Requests made on or after the fifth business day before the Closing Date may not result in the Custodian Schedule and separate Application Form being received in sufficient time to allow for lodgement before the Closing Date.

If you are unsure whether you are a Custodian for the purposes of this Offer, you should obtain independent legal advice.

### **EXCLUDED APPLICANTS**

A Shareholder who alone or with its associates would obtain an interest in 20% or more of the issued voting Shares of the Company may be ineligible to accept an offer under this SPP. The Company reserves the right to refuse an application if the applicant (alone or with its associates) would obtain an interest in 20% or more of the issued voting Shares of the Company. The Company may amend any application received (including where the application is constituted by payment of application monies) so that the applicant's interest alone or with its associates is no more than 19.99% of the issued voting Shares of the Company. In the event that an application is adjusted, the Company will refund to the applicant by returning to the transferring to the bank account of the applicant as identified by the Share Registrar the difference between the application monies received by the Company and application monies payable for the number of Shares actually issued to the applicant. If no bank account details are held by the Share Registrar, a withheld notice will be sent

to the registered address of the applicant held on file by the Share Registrar in respect of such refund No interest is or will be payable on any refund.

Only Shareholders whose address in the Company's register of members was in Australia and New Zealand at the Record Date may apply for Shares under the Offer. Regardless of their address in the register, applicant's residing in countries outside Australia and New Zealand should consult their professional advisers as to whether any governmental consent or other consent is required or whether formalities need to be observed to enable them to apply for and accept Shares.

The Offer of Shares under the SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.

This Offer Booklet and the Application Form do not constitute an offer of Shares in any place in which, or to any person to whom, it would not be lawful to make such an offer. Payment of application monies and/or return of a Custodian Schedule will be taken by the Company to constitute a representation by the applicant or Custodian (as applicable) that there has been no breach of such requirements.

#### **BROKERAGE**

No brokerage is payable by applicants in respect of applications or the issue of Shares to applicants under the SPP.

#### **ENQUIRIES**

You should seek independent legal and/or financial advice if you are in any doubt about the terms of this Offer or whether to accept this Offer. If you have any questions about this SPP or how to accept this Offer, please contact your stockbroker or professional adviser or the Company by email to [investors@noviqtech.com](mailto:investors@noviqtech.com).

## GLOSSARY

<b>ASIC Instrument 2019/547</b>	means ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547, as amended.
<b>ASX</b>	means ASX Limited [ACN 008 624 691] and the prescribed financial market known as the Australian Securities Exchange.
<b>Application Form</b>	means the personalised application and acceptance form which accompanies this Offer Booklet.
<b>Closing Date</b>	means 5:00pm Melbourne time on 27 September 2024 (unless varied by the Company).
<b>Company</b>	means NoviqTech Limited ABN 37 622 817 421.
<b>Corporations Act</b>	means the <i>Corporations Act 2001</i> (Cth).
<b>Custodian</b>	means a custodian within the meaning of ASIC Instrument 2019/547.
<b>Custodian Schedule</b>	means a separate schedule which can be requested, completed and submitted by a Custodian.
<b>Director</b>	means a Director of the Company.
<b>EFT</b>	means electronic funds transfer.
<b>Listing Rules</b>	means the Listing Rules of ASX.
<b>Offer</b>	means the offer of fully paid ordinary shares to eligible Shareholders under the SPP made in this Offer Booklet.
<b>Offer Booklet</b>	means this SPP offer booklet.
<b>Record Date</b>	means 7:00pm Melbourne time on 14 August 2024.
<b>Share</b>	means an ordinary fully paid share in the capital of the Company and “ <b>Shares</b> ” has a corresponding meaning.
<b>Shareholder</b>	means a person who holds Shares.
<b>SPP</b>	means the share purchase plan described in this Offer Booklet.
<b>Share Registrar</b>	means Automic Group.

[EntityRegistrationDetailsLine1Envelope]  
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[EntityRegistrationDetailsLine3Envelope]  
[EntityRegistrationDetailsLine4Envelope]  
[EntityRegistrationDetailsLine5Envelope]  
[EntityRegistrationDetailsLine6Envelope]

Holder Number:  
**[HolderNumberMasked]**

Record Date:  
**7.00pm (Melbourne time) on  
14 August 2024**

## SHARE PURCHASE PLAN APPLICATION FORM

**OFFER CLOSES 5:00PM (MELBOURNE TIME) 27 SEPTEMBER 2024 (WHICH MAY CHANGE WITHOUT NOTICE)**

This Offer entitles each Eligible Shareholder in NoviqTech Limited (**the Company**) to subscribe through the Company's Share Purchase Plan (**SPP**) for a maximum of \$30,000 worth of fully paid ordinary shares in the Company (**New Shares**). The SPP offer is being made by the Company pursuant to an offer booklet dated 5 September 2024 (**Offer Booklet**). The Company announced the SPP to raise up to a total of \$300,000 (subject to the discretion of the Company to accept oversubscriptions as described in the Offer Booklet). The SPP is open to all shareholders recorded as holding fully paid ordinary shares (**Shares**) on the Company's Register as at the Record Date with a registered address in Australia or New Zealand. The issue price of the New Shares is \$0.025 (**Price**).

### 1 SUBSCRIPTION

Eligible Shareholders may subscribe for any one of the following parcels (*subject to a maximum band or any scale back*) described below by paying the applicable Subscription Amount in accordance with the payment instructions in section 2 of this Application Form:

	Subscription Amount	Number of New Shares
Offer A	\$1,000 (Minimum)	40,000
Offer B	\$2,000	80,000
Offer C	\$5,000	200,000
Offer D	\$7,500	300,000
Offer E	\$10,000	400,000
Offer F	\$15,000	600,000
Offer G	\$20,000	800,000
Offer H	\$25,000	1,000,000
Offer I	\$30,000 (Maximum)	1,200,000

### 2 PAYMENT - YOU CAN PAY BY BPAY® OR ELECTRONIC FUNDS TRANSFER (EFT)

Payments must be made by BPAY® or by EFT and may not be made by cheque or money order. You do not need to return this Application Form.

#### Option A - BPAY®



**Biller Code:** [BPayBillerCd]

**Ref No:** [BPayCRN]

Please ensure you use the BPAY® details stated above as they are unique for each Offer.

**Note:** You do not need to return this form. Your BPAY® reference number or unique reference number will process your payment for your application for New Securities electronically.

#### Option B – Electronic Funds Transfer (EFT)

The unique reference number which has been assigned to your Application is: [HolderId]-[CorporateActionID]-[CompanyASXCode]

Funds are to be deposited in AUD currency directly to following bank account:

**Account name:** Automic Pty Ltd  
**Account BSB:** [CreditAccountBsb]  
**Account number:** [CreditAccountNumber]  
**Swift Code:** WPACAU2S

**IMPORTANT:** You must quote your unique reference number as your payment reference/description when processing your EFT payment. Failure to do so may result in your funds not being allocated to your application and Shares subsequently not issued.

### 4 ELECT TO RECEIVE COMMUNICATIONS ELECTRONICALLY

If you have received this Application Form by post, you have not provided your email address or elected to receive all communications electronically.

**We encourage you to elect to receive shareholder communications electronically to:**

- Help the Company reduce its printing and mailing costs
- Receive investor communications faster and more securely
- Help the environment through the need for less paper.

SCAN THE QR CODE TO VISIT  
[HTTPS://INVESTOR.AUTOMIC.COM.AU](https://investor.automic.com.au)  
AND UPDATE YOUR COMMUNICATION  
PREFERENCE



# INSTRUCTIONS FOR COMPLETION OF THIS APPLICATION FORM

The right to participate in the SPP is optional and is offered exclusively to all Shareholders (including Custodians) who are registered as holders of fully paid ordinary shares in the capital of the Company on the Record Date with a registered address in Australia or New Zealand (**Eligible Shareholders**).

If the Company rejects or scales-back an application or purported applications, the Company will refund or seek to refund to the Shareholder the relevant Application Monies, without interest as described in the Offer Booklet.

## HOW TO APPLY FOR SHARES UNDER THE SPP

### 1 Subscription

As an Eligible Shareholder, you can apply for up to a maximum of \$30,000 worth of Shares. Eligible Shareholders can select one of the parcels prescribed overleaf.

In order to comply with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547, the maximum value of Shares each Eligible Shareholder (irrespective of the size of their shareholding) may apply for under this Offer is \$30,000 (including through joint holding(s), multiple share accounts or any holding in which they have a beneficial interest(s)). This limit will apply even if you receive more than one offer from the Company (for example, because you are a joint holder of Shares or because you hold more than one shareholding under separate share accounts).

If the Company receives an amount that does not equal one of the amounts specified overleaf the Company may accept the payment at their discretion and refund any excess Application Money (without interest) to the Eligible Shareholder. If the Company receives a subscription of over \$30,000 worth of Shares by an Eligible Shareholder through multiple applications or joint holdings, the Company may refund any excess Application Money (without interest) to the Eligible Shareholder.

Any application made under the SPP Offer is not guaranteed to result in the Eligible Shareholder receiving any Shares that have been applied for. The scale back of applications (if required) will be in accordance with the terms described in the Offer Booklet.

### 2 Payment

**By making a payment via BPAY or EFT, you agree that it is your responsibility to ensure that funds are submitted correctly and received by Automatic Share Registry by the closing date and time. Payment must be received by the Share Registry by 5:00pm (Melbourne time) on the closing date.**

**It is your responsibility to ensure your CRN or unique Payment Reference is quoted, as per the instructions in Section 2. If you fail to quote your CRN or unique Payment Reference correctly, Automatic may be unable to allocate or refund your payment. If you need assistance, please contact Automatic.**

**Payment by BPAY®:** You can make a payment via BPAY® if you are the holder of an account with an Australian financial institution that supports BPAY® transactions. To BPAY® this payment via internet or telephone banking use your reference number on this Form. Multiple acceptances must be paid separately.

**Payment by EFT:** You can make a payment via Electronic Funds Transfer "EFT". Multiple acceptances must be paid separately. Please use your unique reference on this Form. This will ensure your payment is processed correctly to your application electronically.

Applicants should be aware of Automatic's financial institution's cut off-time, their own financial institution's cut-off time and associated fees with processing a funds transfer. It is the Applicant's responsibility to ensure funds are submitted correctly by the closing date and time, including taking into account any delay that may occur as a result of payments being made after 5pm (Sydney time) and/or on a day that is not a business day (payment must be made to be processed overnight). You do not need to return this Form if you have made payment via BPAY® or EFT. Your reference number will process your payment to your application electronically and you will be deemed to have applied for such shares for which you have paid.

### 3 Elect to receive communications electronically

As a valued shareholder, the Company encourages shareholders to elect to receive their shareholder communications electronically. This will ensure you receive all future important shareholder communications in a faster and more secure way and reduce the environmental footprint of printing and mailing.

## IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase Shares under the SPP, there is no need to take action.
3. Please ensure you have read and understood the terms and conditions of the SPP in the Offer Booklet accompanying this Application Form and this section entitled "Important Information" before making payment by BPAY® or EFT.
4. The offer for Shares under the SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the meaning of "Custodian" as defined in ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547, you must complete and submit an additional certificate that contains further certifications and details (**Custodian Certificate**) that must be provided before your application will be received. The Custodian Certificate can be obtained by contacting the Share Registry on the telephone number set out below. Applications received by Custodians that are not accompanied by the Custodian Certificate will be rejected. A completed Custodian Certificate must be emailed to: [custodialcertificates@automaticgroup.com.au](mailto:custodialcertificates@automaticgroup.com.au), failure to do so will result in the Application being rejected.
6. For applicants that are not required to complete the Custodian Certificate, by making payment by BPAY® or EFT, you certify that the aggregate of the payment paid by you for:
  - the parcel of Shares indicated on this Application Form; and
  - any other Shares applied for by you, or which you have instructed a custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to making payment by BPAY® or EFT does not exceed A\$30,000.
7. The maximum subscription limitation of A\$30,000 will apply even if you have received more than one Application Form (whether in respect of a joint holding or because you have more than one holding under separate security accounts).
8. You are not guaranteed to receive any Shares that you have applied for and the Company may:
  - a. scale back any applications made; and
  - b. reject your application, without limit.
9. By making payment of application monies, you certify that:
  - you wish to apply for Shares under the SPP as indicated on this Application Form and acknowledge that your application is irrevocable and unconditional;
  - you received a copy of the Offer Booklet and you have read and understood the terms and conditions of the SPP;
  - you agree to be bound by the Constitution of the Company and the terms and conditions in the Offer Booklet;
  - you agree to accept any lesser number of Shares than the number of shares applied for; and
  - you are not in the United States and are not acting for the account or benefit of a person in the United States and have not sent any offering materials relating to the SPP offer to any person in the United States.

**If you require further information about the Offer, please contact the Company on +61 2 8000 0054 Monday to Friday or email [investors@noviqtech.com](mailto:investors@noviqtech.com).**