

Notice under section 708AA(2)(f) of the *Corporations Act 2001* (Cth)

MELBOURNE, 16 June 2025: This notice is given by TALi Digital Limited (ASX: TD1) (ACN 108 150 750) (**TALi** or the **Company**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84) (the **Act**).

TALi has today announced that it intends to raise up to approximately \$1.48 million (before costs) by undertaking a private placement of fully paid ordinary shares to sophisticated and professional investors and a non-renounceable entitlement offer of fully paid ordinary shares to existing eligible shareholders (**Entitlement Offer**).

The Entitlement Offer consists of an offer of one (1) new fully paid ordinary share (**New Shares**) for every six (6) shares held by eligible TALi shareholders as at 7.00 pm (Melbourne time) on Friday, 20 June 2025 (**Eligible Shareholders**) at an issue price of \$0.001 per New Share.

For the purposes of section 708AA(7) of the Act, the Company hereby notifies ASX that:

- (a) the New Shares to be issued pursuant to the Entitlement Offer will be offered without disclosure to Eligible Shareholders under Part 6D.2 of the Act;
- (b) this notice is given under section 708AA(2)(f) of the Act;
- (c) as at the date of this notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (ii) sections 674 and 674A of the Act;
- (d) as at the date of this notice, there is no other information that is 'excluded information' of the type referred to in sections 708AA(8) and 708AA(9) of the Act; and
- (e) the potential effect of the Entitlement Offer on the control of the Company will depend on a number of factors, including existing shareholdings, investor demand and the allocation of any shortfall under the Entitlement Offer. However, having regard to the structure of the Entitlement Offer being structured as a pro-rata issue, and the current level of holdings of substantial holders (based on the substantial holding notices that have been provided to TALi and lodged with the ASX on, or before, the date of this notice), the Company does not currently expect the issue of New Shares under the Entitlement Offer to have a material effect on the control of the Company.

This announcement was approved by the Board of the Company.



Tim Luscombe

Company Secretary & CFO