

1 April 2022

Dear Shareholder

Notice to Ineligible Shareholders of Non-Renounceable Entitlement Offer

We write to you as the registered holder of Avenira Limited (ASX: AEV) (**Avenira** or the **Company**) shares. As advised in the Company's ASX announcement dated 28 March 2022, Avenira is undertaking a non-renounceable pro-rata entitlement offer (**Entitlement Offer**) to eligible shareholders of ordinary fully paid shares (**New Shares**) in the Company at an issue price of \$0.013 per share and on the basis of one (1) share for every eight (8) shares held at the record date on 31 March 2022 (**Record Date**). Every three New Shares subscribed for and issued pursuant to the Entitlement Offer will be accompanied by one attaching new option (**New Option**). The New Options will be exercisable at \$0.022 each and expire on 30 April 2024.

Pursuant to the Entitlement Offer, the Company will issue up to approximately 111.2 million New Shares and 37.1 million New Options to raise approximately \$1.45 million before costs.

The Entitlements Offer is available to all Avenira shareholders (Shareholders) registered on the Record Date whose registered address is in Australia or subject to certain offer restrictions, Egypt, the United Arab Emirates and New Zealand (**Eligible Shareholders**).

The Entitlement Offer is being made under a transaction-prospectus in accordance with section 713 of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Entitlement Offer is fully underwritten by Au Xingao Investments Pty Ltd, an existing substantial shareholder.

Ineligible Shareholders

The Company has determined that it would be unreasonable to make offers under the Prospectus to ineligible foreign shareholders, being those foreign holders with registered addresses outside of Australia, Egypt, the United Arab Emirates and New Zealand (**Ineligible Foreign Shareholders**).

Unfortunately, the Company wishes to advise that it will not be extending the Entitlements Issue to you and you will not be able to subscribe for New Shares under the Entitlement Offer.

You are not eligible to participate in the Entitlement Offer and you will not be sent a copy of the Prospectus. This decision has been made pursuant to Listing Rule 7.7.1(a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia, New Zealand, Egypt and the United Arab Emirates compared with the small number of Ineligible Shareholders and the number and value of New Shares to which they would otherwise be entitled.

The purpose of this letter is to inform you about the Entitlement Offer and to explain why you will not be able to subscribe for New Shares under the Entitlement Offer. This letter constitutes the notice that the Company is required to give each Ineligible Shareholder under ASX Listing Rule 7.7.1(b) and section 9A(3)(b) of the Corporations Act.

You are not required to do anything in response to this letter.

For all enquiries concerning the Entitlements Issue, please contact the Company Secretary by telephone on +61 9 264 7000.

Brett Clark
Executive Chairman
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