



**Entyr Limited**  
ABN 90 118 710 508

ETR  
MR SAM SAMPLE  
123 SAMPLE STREET  
SAMPLETOWN VIC 3000



**SRN/HIN:**  
X9999999991

17 May 2023

**NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES**

## **SHARE PURCHASE PLAN**

Dear Shareholder,

On Wednesday 10 May 2023, Entyr Ltd (**Entyr** or **the Company**) announced that it was undertaking an offer under a Share Purchase Plan (**SPP Offer**) to raise approximately \$3 million.

Under the SPP Offer, Eligible Shareholders will be able to apply for new ordinary shares (**New Share**) at the issue price of \$0.017 per New Share up to a maximum application size of \$30,000, with one free attaching option exercisable at \$0.04 each on or before 31 December 2024 (**New Option**) for every two New Shares issued, without paying any brokerage, being the same price to be paid by participants in the \$7.58 million Placement announced by Entyr on 10 and 16 May 2023.

In respect of the SPP Offer, Eligible Shareholders, are shareholders who:

- held Entyr ordinary shares at 7:00pm (AEST) on 9 May 2023 (**Record Date**);
- had a registered address in Australia or New Zealand; and
- are not located in the United States, and not acting for the account or benefit of persons in the United States,

(**Eligible Shareholder**).

Eligible Shareholders may apply for New Shares in the following increments, from a minimum of \$2,000 up to a maximum of \$30,000.

	SPP Offer Application Amount	Number of New Shares which may be purchased	Number of free New Options
<b>Offer A</b>	\$30,000	1,764,705	882,352
<b>Offer B</b>	\$25,000	1,470,588	735,294
<b>Offer C</b>	\$20,000	1,176,470	588,235
<b>Offer D</b>	\$15,000	882,352	441,176
<b>Offer E</b>	\$10,000	588,235	294,117
<b>Offer F</b>	\$7,500	441,176	220,588
<b>Offer G</b>	\$5,000	294,117	147,058
<b>Offer H</b>	\$2,000	117,647	58,823

Participation in the SPP Offer is optional. Depending on applications received, the Company may, in its absolute discretion, undertake a scale back so that not more than \$3,000,000 is raised under the SPP Offer (or alternatively, may accept oversubscriptions). Scale back decisions are made by the Board in consultation with the Joint Lead Managers and are final. In the case of a scale back, an Eligible Shareholder may receive less New Shares than they applied for, should this occur, subject to the Terms and Conditions, Entyr will refund any excess application funds.

The SPP Offer is subject to the terms and conditions set out in the prospectus issued under section 713 of the *Corporations Act 2001* (Cth) (**Prospectus**) (**Terms and Conditions**). By lodging an Application for New Shares (and attaching New Options) under the SPP Offer you agree to be bound by the SPP Offer Terms and Conditions. A copy of the Prospectus, along with instructions on how to apply for New Shares under the SPP Offer, and submit payment by BPAY, is available online at [www.computershare.com.au/etr](http://www.computershare.com.au/etr), or you can request a physical copy of the Prospectus from the Company by following the instructions below.

If you have any questions in relation to the SPP Offer please contact the Company via email at [meetings@entyr.com.au](mailto:meetings@entyr.com.au).

**This letter is to notify you that the SPP Offer is now open and provide you with instructions as to how to access a copy of the Prospectus and your personalised Application Form.**

#### **How to access a copy of the Prospectus and your personalised Application Form**

- 1. ONLINE** The Prospectus and your personalised Application Form are available to view online at [www.computershare.com.au/etr](http://www.computershare.com.au/etr). To access this website, you will need your SRN or HIN, which is displayed at the top of this letter.
- 2. PAPER** You can request a paper copy of the Prospectus and a personalised Application Form by contacting Entyr at [meetings@entyr.com.au](mailto:meetings@entyr.com.au).

Please note that there may be delays in the delivery of the Prospectus and your personalised Application Form via post. The Company takes no responsibility for any late delivery of the Prospectus and strongly encourages you to apply online.

**The SPP Offer is scheduled to close at 5:00pm (AEST) on 21 June 2023 (Closing Date). Your Application and Payment must be received before this time.**

You should read the Prospectus carefully and in its entirety before deciding whether to participate in the SPP Offer. Entyr strongly advises that you seek advice from your stockbroker, solicitor, accountant or other professional advisor to determine if this investment is suitable for you.

## Key Dates<sup>1</sup>

Record Date	7:00pm, 9 May 2023
Lodgement of Prospectus with ASIC and ASX	16 May 2023
Despatch of Prospectus	17 May 2023
Opening Date of SPP Offer and Placement Options Offer	17 May 2023
Issue of New Shares under the Placement	18 May 2023
Closing Date for SPP Offer and Placement Options Offer	21 June 2023
General Meeting	23 June 2023
Issue of New Shares and New Options under the SPP Offer (with the New Options as approved at the General Meeting)	28 June 2023
Issue of New Shares under the Placement (those requiring Shareholder approval) as approved at the General Meeting	28 June 2023
Issue of New Options under the Placement Options Offer as approved at the General Meeting	28 June 2023
Despatch of Holding Statements for Shares under SPP Offer	29 June 2023
Trading commences for Shares under SPP Offer	29 June 2023

(1) Entyr reserves the right to close the SPP Offer earlier than this date or extend the SPP Offer for longer.

## General Meeting

The issue of New Options under the SPP Offer is subject to Shareholder approval being obtained at the general meeting proposed to be held on 23 June 2023 (**General Meeting**). No New Options will be issued pursuant to the SPP Offer until such time as Shareholder approval has been obtained.

## Action required by Eligible Retail Shareholders

Eligible Shareholders may participate in the SPP Offer by:

- submitting a BPAY payment if you are an Eligible Shareholder with a registered address in Australia; or
- making a payment by direct transfer, if you are an Eligible Shareholder with a registered address in New Zealand

in accordance with the instructions provided.

**Application Monies must be paid in Australian currency and be received before 5:00pm (AEST) on 21 June 2023 (Closing Date). Entyr reserves the right to close the SPP Offer early or extend the SPP Offer at its sole discretion.**

Participation in the SPP Offer is optional and Eligible Shareholders may elect to do nothing. If you choose to do nothing, you will continue to hold the same number of Entyr Shares, however, your interest in Entyr will be diluted. Your right to participate in the SPP Offer is not transferable.

As noted above, you may obtain a copy of the Prospectus along with information about how to apply online at [www.computershare.com.au/etr](http://www.computershare.com.au/etr).

Yours Sincerely,  
On behalf of Entyr Ltd



**Phillip MacLeod**  
Company Secretary