Announcement Summary

Entity name

ARCHTIS LIMITED

Announcement Type

New announcement

Date of this announcement

27/8/2025

The Proposed issue is:
A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	AR9PR17 - Restricted Stock Units	2,764,865

Proposed +issue date

31/10/2025

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

ARCHTIS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.
If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type	**Registration Number**
ACN	123098671

1.3 ASX issuer code

AR9

1.4 The announcement is
New announcement

1.5 Date of this announcement

27/8/2025

1.6 The Proposed issue is:
A placement or other type of issue

Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?
Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	31/10/2025	Estimated	No

Comments

The issue is subject to shareholder approval at the upcoming AGM.

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?
New class

Will the proposed issue of this +security include an offer of attaching +securities?
No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?
No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?
No

ASX +security code

New class-code to be confirmed

+Security description

AR9PR17 - Restricted Stock Units

+Security type

Performance options/rights

Number of +securities proposed to be issued

2,764,865

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?
No

Please describe the consideration being provided for the +securities

Subject to shareholder approval, the RSUs are proposed to be issued to certain key employees of Spirion to incentivise, retain and align their interests with those of archTIS shareholders.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

511,500.000000

Will all the +securities issued in this class rank equally in all respects from their issue date?
Yes

Performance options/rights details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0000	30/3/2028

Details of the type of +security that will be issued if the option is exercised

AR9AV : RESTRICTED STOCK UNITS

Number of securities that will be issued if the option is exercised

1

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Each restricted stock unit shall automatically vest into one fully paid ordinary share, subject to the holder remaining employed by the Company for a period of 30 months after closing of the Acquisition. The Restricted Stock Units will otherwise be issued on the same terms and conditions as securities issued to employees under the Company's employee incentive plan.

Part 7C - Timetable

7C.1 Proposed +issue date

31/10/2025

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?
Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

31/10/2025

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?
No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?
No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?
No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?
No

7E.2 Is the proposed issue to be underwritten?
No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

The securities are proposed to be issued to certain key employees of Spirion to incentivise, retain and align their interests with those of archTIS shareholders.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?
No

7F.2 Any other information the entity wishes to provide about the proposed issue

Subject to shareholder approval to be sought at the upcoming annual general meeting, the Company has agreed to issue restricted stock units to certain key Spirion employees, up to a deemed value of A$511,500 (US$330,000) to incentivise and align their interests with those of archTIS shareholders. If approved by shareholders, the number of restricted stock units to be issued shall be calculated with reference to the 15 day VWAP leading up to the closing date of the Acquisition. Accordingly, the date of issue, the date of the AGM and the number of securities quoted in this Appendix 3B are indicative estimates only.