

Dear Shareholder

Entitlement offer – notice to eligible shareholders

On 9 April 2018, Thred Limited (**Thred** or the **Company**) announced that it is seeking to raise approximately \$2.36 million (before costs) via a fully-underwritten, non-renounceable pro rata entitlement offer (**Offer**) of approximately 571 million fully paid ordinary shares in Thred (**New Shares**).

New Shares will be offered to eligible shareholders at an offer ratio of 1 New Share for every 2 existing Thred shares held on the record date of Friday, 13 April 2018 (**Record Date**) at an issue price of \$0.004 per New Share. Eligible Shareholders may also apply to take up additional New Shares under a shortfall facility (**Shortfall Offer**).

The Offer is fully underwritten by CPS Capital Group Pty Ltd.

The Directors are pleased to invite you to participate in the Offer. The funds raised under the Offer will be used to fund research and development, commercialise the Company's intellectual property, and to meet the Company's general working capital requirements.

The Offer is being made under section 708AA of the Corporations Act and does not require a prospectus. You will be sent an Offer Document relating to the Offer and a personalised Entitlement and Acceptance Form, on or about 16 April 2018. Those documents will contain important information about the Offer and the number of New Shares you are entitled to subscribe for under the Offer.

Eligible Shareholders

All shareholders who have a registered address in Australia or New Zealand (**Eligible Shareholders**) are encouraged to take part in the Offer. As an Eligible Shareholder, you may either:

- (a) take up all or part of your entitlement;
- (b) take up all of your entitlement AND apply for additional Shares under a shortfall facility; do
- (c) do nothing and allow all your entitlement to lapse.

Entitlements to New Shares under the Offer are non-renounceable, which means that rights will not be tradeable on ASX or otherwise transferable. If you do not take up your entitlement by the Closing Date (as specified in the timetable below), the Offer to you will lapse.

Effect on capital structure

As at the date of the announcement, the Company had 1,182,227,159 Shares and 60,200,00 unquoted options on issue. As the Offer is fully underwritten, the Company will issue 591,113,580 New Shares under the Offer (assuming no options are exercised prior to the Record Date). Once issued, the New Shares will rank equally in all respects with the Shares currently on issue.

Minimum holding buy back

Following the close of the Offer, the Company intends to undertake a minimum holding buy-back under Part 2J.1 of the Corporations Act, pursuant to which the Company will buy-back unmarketable parcels of shares. Shareholders holding unmarketable parcels (being parcels with a market value of less than \$500) after taking up their entitlement under the Offer may wish to subscribe for New Shares under the Shortfall Offer if they do not wish to participate in the subsequent minimum holding buy-back.

Key dates

The Company expects the Offer to be conducted according to the following timetable:

Event	Date
Announcement of Offer	Monday, 9 April 2018
Shares trading on an "ex" basis	Thursday, 12 April 2018
Record Date for eligibility to participate in the Offer	Friday, 13 April 2018
Offer Document and Entitlement and Acceptance Form despatched to Shareholders	Monday, 16 April 2018
Opening Date for the Offer	Monday, 16 April 2018
Closing Date for the Offer	Thursday, 26 April 2018
New Shares quoted on a deferred settlement basis	Friday, 27 April 2018
Notification to ASX of under subscriptions	Tuesday, 1 May 2018
Issue of New Shares and despatch of holding statements	Thursday, 3 May 2018
Normal trading of New Shares on ASX commences	Thursday, 3 May 2018

The Company reserves the right to amend any or all of these dates, subject to the Corporations Act, the ASX Listing Rules and other applicable laws and regulations. In particular, the Company reserves the right to extend the Closing Date, to accept late applications under the Offer and to withdraw the Offer at any time prior to the issue of the New Shares without prior notice. Any extension of the Closing Date may have a consequential impact on the date that New Shares are issued and commence trading on the ASX. Applicants are encouraged to submit their acceptances as soon as possible after the Offer opens.

Further information

Please note that this letter is for information only and you need take no action at the moment. Eligible Shareholders will be sent the Offer Document and a personalised Entitlement and Acceptance Form on or about 16 April 2018. The documents will be sent by post, unless you have specifically notified the Company's share registry that you wish to receive such documents by email. If you do not receive any documents by post or email within a week of the Offer opening on 13 April 2018, please contact the Company's share registry, Advanced Share Registry, on +61 8 9389 8033.

Yours sincerely

THRED LIMITED

Damon Sweeny
Company Secretary

9 April 2018

Dear Shareholder

Entitlement offer – notice to ineligible shareholders

On 9 April 2018, Thred Limited (**Thred** or the **Company**) announced that it is seeking to raise approximately \$2.36 million (before costs) via a fully-underwritten, non-renounceable pro rata entitlement offer (**Offer**) of approximately 571 million fully paid ordinary shares in Thred (**New Shares**).

New Shares will be offered to eligible shareholders at an offer ratio of 1 New Share for every 2 existing Thred shares held on the record date of Friday, 13 April 2018 at an issue price of \$0.004 per New Share.

In accordance with ASX Listing Rule 7.7, the Company has determined that the Offer will not be extended to shareholders with registered addresses outside Australia and New Zealand. The Company has decided that it would be unreasonable to extend the offer to shareholders in other countries having regard to:

- (a) the relatively small number of shareholders outside of Australia and New Zealand as a proportion of all shareholders;
- (b) the number and value of the New Shares to be offered to shareholders outside of Australia and New Zealand; and
- (c) the cost of complying with the legal requirements of regulatory authorities in the overseas jurisdictions.

Accordingly, as you are a shareholder with a registered address outside Australia and New Zealand, the Offer will not be extended to you.

We appreciate your support for the Company to date and we regret that you are unable to participate in the Offer.

If you have any questions, please contact the lead manager, CPS Capital, on +61 8 9223 2222 or by email to jacob.goddard@cpscapital.com.au.

Yours sincerely

THRED LIMITED

Damon Sweeny
Company Secretary

9 April 2018

Dear Option Holder

Notice to Option Holders - non-renounceable pro rata entitlement offer

On 9 April 2018, Thred Limited (**Thred** or the **Company**) announced that it is seeking to raise approximately \$2.36 million (before costs) via a fully-underwritten, non-renounceable pro rata entitlement offer (**Offer**) of approximately 571 million fully paid ordinary shares in Thred (**New Shares**).

New Shares will be offered to eligible shareholders at an offer ratio of 1 New Share for every 2 existing Thred shares held on the record date of Friday, 13 April 2018 (**Record Date**) at an issue price of \$0.004 per New Share.

As at the date of the announcement, the Company had 60,200,000 unquoted options on issue. Under the terms of the options you currently hold, there is no entitlement to participate in the Offer unless you exercise your options and are entered onto the register as a shareholder on or before 5.00pm WST on the Record Date.

If you currently hold both Thred shares and options, you are eligible to participate in the Offer to the extent of your shareholding at the Record Date (with the possibility of applying for additional New Shares under a shortfall facility).

If you only hold options in the Company and you wish to participate in the Offer, you will need to provide the Company with a notice of exercise and pay the exercise price in accordance with the terms of your options well in advance of the Record Date to ensure that you are registered as a shareholder as at that date.

Option holders should note however that, as at the date of this letter, the Company's share price is well below the Company's current range of option exercise prices.

If you only hold options in the Company and do not wish to participate in the Offer, you do not need to take any action. If you are also a current shareholder in the Company, you will receive separate communications from the Company setting out details of the Offer.

Please contact the Company Secretary, Mr Damon Sweeny, on 08 6141 3394 or by email at shareholders@thred.im if you have any questions regarding your option holding or the Offer. Please also contact the Company Secretary if you are considering exercising options for the purpose of participating in the Offer, so that we can confirm whether there is sufficient time to do so before the Record Date.

Yours sincerely

THRED LIMITED

Damon Sweeny
Company Secretary