

19 June 2019

Dear CDI holder

**ROOTS SUSTAINABLE AGRICULTURAL TECHNOLOGIES LTD – PRO-RATA NON-RENOUNCEABLE RIGHTS ISSUE**

As announced on 17 June 2019 Roots Sustainable Agricultural Technologies Ltd (ARBN 619 754 540) (**Roots** or the **Company**) is undertaking a pro rata non-renounceable rights issue (**Rights Issue** or **Offer**) on the basis of one (1) listed option to acquire a CDI (**New Option**) for every two (2) CDIs held by those CDI holders registered at the Record Date to raise up to \$1,700,752. The price of New Options under the Offer is \$0.04 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 17 June 2019.

The funds raised from the Offer are planned to be used towards installation and engineering, sale, marketing and business development, general administration, expenses of the Offer and working capital.

The Offer is being made to all CDI holders of the Company named on its register of members at 5:00pm WST on Friday, 21 June 2019, whose registered address is in Australia, New Zealand or Israel.

New Options will have an exercise price of \$0.12 per Option and an expiry date which is three years from the date of issue. The Company will apply for quotation of the New Options.

Following completion of the Offer, the Company will have issued approximately 42,518,809 New Options under the Offer, resulting in total Options on issue of approximately 46,109,293.

**Ineligible CDI holders**

A CDI holder who has a registered address outside Australia, New Zealand or Israel (**Ineligible Shareholder**) will not be eligible to participate in the Offer.

You are not eligible to participate in the 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 and Israel compared with the small number of Ineligible Shareholders and the number and value of New Options to which they would otherwise be entitled.

If you have any queries concerning the Rights Issue, please contact the Company's share registry (Automic) on 1300 288 664 (within Australia) +61 (0)2 9698 5414 (outside Australia), email [hello@automic.com.au](mailto:hello@automic.com.au), or Sarah Smith, Company Secretary, on +61 8 6559 1792.

Yours sincerely

Sarah Smith  
Company Secretary