

ROOTS SUSTAINABLE AGRICULTURAL TECHNOLOGIES LTD
ARBN 619 754 540
SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 17 June 2019 (**Prospectus**) issued by Roots Sustainable Agricultural Technologies Ltd (ARBN 619 754 540) (**Company**).

This Supplementary Prospectus is dated 18 July 2019 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. The ASIC, the ASX and their respective officers take no responsibility for the contents of this Supplementary Prospectus.

This Supplementary Prospectus should be read together with the Prospectus. Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This Supplementary Prospectus will be issued with the Prospectus in hard copy or as an electronic copy and may be accessed on the Company's website at www.rootssat.com.

This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

1. BACKGROUND

By this Supplementary Prospectus, the Company makes the amendments to the Prospectus as set out in Section 2 in relation to the proposed participation of by the Directors in the Shortfall Offer (should there be any resulting Shortfall from the Offer) and the issue of 3,000,000 Options to EverBlu Capital as part of the fees that the Company will pay EverBlu Capital for its role as Lead Manager.

The amendments to the Prospectus outlined in Section 2 below should be read in conjunction with the Prospectus.

2. AMENDMENTS TO THE PROSPECTUS

2.1 Director participation in the Shortfall Offer

As stated in the Prospectus, at the Company's Annual General Meeting, Shareholder approval was obtained for each Director to participate in the Shortfall Offer (should there be any resulting Shortfall from the Offer). Shareholders' approval for the participation in the Shortfall Offer has lapsed, as the Options the subject of the Shareholder resolutions were not issued within one month of the approvals being obtained, and ASX has not granted the Company a waiver to issue the Options outside of the one-month period.

As a result, the Board has resolved to re-seek Shareholder approval for the Directors to participate in the Shortfall Offer (should there be any resulting Shortfall from the Offer), on the same terms as the resolutions approved at the Company's Annual General Meeting, at an upcoming general meeting.

If Shareholders approve these resolutions, and there is resulting Shortfall from the Offer, the Directors may participate in the Shortfall Offer to the maximum amounts set out in Section 5.9 of the Prospectus.

Any Options issued to Directors under the Shortfall Offer must be issued such that they are admitted to quotation by no later than 17 September 2019.

2.2 Lead manager fees

The Company also sought Shareholders' approval of the issue of 3,000,000 Options to EverBlu Capital at its Annual General Meeting (**EverBlu Options**). Shareholders' approval for the issue of the EverBlu Options has lapsed, as the EverBlu Options the subject of the Shareholder resolution were not issued within one month of the approvals being obtained, and ASX has not granted the Company a waiver to issue the EverBlu Options outside of the one-month period

As a result, the Board has resolved to re-seek Shareholder approval for the issue of the EverBlu Options, on the same terms as the resolution approved at the Company's Annual General Meeting, at an upcoming general meeting.

As a consequence, the 3,000,000 Options will be issued to EverBlu Capital after the Closing Date, subject to receipt of Shareholder approval at the upcoming general meeting.

3. DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.



Dr Sharon Devir
CEO and Executive Chairman
For and on behalf of
ROOTS SUSTAINABLE AGRICULTURAL TECHNOLOGIES LTD