

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) one 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.

A copy of the Prospectus is available on ASX's and Roots' website. Eligible CDI holders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than Tuesday, 25 June 2019. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible CDI holders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Options.

#### **Actions required of CDI holders**

There are a number of actions CDI holders may take:

- You may wish to accept all of your rights to subscribe for New Options pursuant to the Prospectus (**Entitlement**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Automatic Registry Services (**Share Registry**) by no later than 5:00pm (AEST) on Friday, 19 July 2019, by completing and returning your Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the amount indicated on the Entitlement and Acceptance Form or by making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form.
- You may wish to accept part of your Entitlement. To take up part of your Entitlement you will need to ensure your application money for the Entitlements you wish to take up is received by the Share Registry by no later than 5:00pm (AEST) on Friday, 19 July 2019, by completing and returning your

Entitlement and Acceptance Form by filling in the number of New Options you wish to accept in the space provided on the Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the appropriate application monies or by making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form (at \$0.04 per New Option).

- You may do nothing.

#### Key dates for the Offer

Event	Proposed Date
Prospectus and Appendix 3B lodged with ASX Notification sent to option holders	Monday, 17 June 2019
Notice of Rights Issue sent to security holders	Wednesday, 19 June 2019
Existing CDIs quoted on an 'ex' basis	Thursday, 20 June 2019
Record date	Friday, 21 June 2019
Despatch of Rights Issue Documents to Eligible CDI holders Offer Period Opens	Tuesday, 25 June 2019
Offer Period Closes	Friday, 19 July 2019
Securities quoted on a deferred settlement basis.	Monday, 22 July 2019
Notification of under-subscriptions to ASX (if any)	Tuesday, 23 July 2019
Shortfall Settlement date	Thursday, 25 July 2019
New Options Issued Holding statements despatched	Thursday, 25 July 2019

If you have any queries concerning the Rights Issue, or the action you are required to take to subscribe for New Options, 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