

3 April 2020

Dear Option Holder

OtherLevels Entitlement Offer – notice to option holders

OtherLevels Holdings Limited (**OtherLevels**) today announced that it will raise approximately \$1.41 million through a non-renounceable entitlement offer (**Entitlement Offer**).

The proceeds of the Entitlement Offer will be applied principally to fund:

- working capital requirements; and
- balance sheet debt reduction (including related party debt to be satisfied by those related parties participating in the offer by taking up their entitlements and partially underwriting the offer in the manner desired in the Information Booklet which was lodged with ASX today).

The Entitlement Offer entitles eligible shareholders to subscribe for 1 new share for every 1 existing OtherLevels ordinary share (**New Shares**) held at 7.00pm (AEST) on Wednesday, 8 April 2020 (**Record Date**) at an offer price of \$0.005 per new share (**Entitlement**).

Your options do not entitle you to participate in the Entitlement Offer.

The purpose of this letter is to give you notice before the Record Date that you may exercise your options if you wish to participate in the Entitlement Offer. Accordingly, if you wish for some or all of the shares underlying your options to be counted as part of your Entitlement under the Entitlement Offer, you will need to exercise that portion of your vested and exercisable options for which you wish to participate and pay the current exercise price for them so that those shares are issued to you before the Record Date. Please contact the Company Secretary at 2020Rightsissue@otherlevels.com if you wish to exercise your options.

If you choose to participate in the Entitlement Offer by exercising some or all of your options before the Record Date, you will be sent an information booklet and personalised Entitlement and Acceptance Form containing important information about the Entitlement Offer. A copy of the information booklet will also be made available on the ASX website at www.asx.com.au and OtherLevels's website at www.otherlevels.com.

If you do not wish to participate in the Entitlement Offer (in respect of your options) you do not need to take any action. Before deciding whether to exercise all or any of your options, you should consider the terms of the Entitlement Offer carefully and consult with your professional adviser if necessary.

If you have any queries, please contact us at 2020Rightsissue@otherlevels.com during the offer period or, alternatively, consult your professional adviser.

Yours sincerely



Brian Mitchell
Chairman
OtherLevels Holdings Limited

Important information

This letter does not constitute an offer to sell or the solicitation of an offer to buy, any securities in the United States. No action has been or will be taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction outside Australia or New Zealand. In particular, the new shares under the Entitlement Offer have not been, and will not be, registered under the US Securities Act of 1933 (US Securities Act) or the securities laws of any state or other jurisdiction of the United States. The Entitlements may not be taken up by persons in the United States or by persons (including nominees or custodians) who are acting for the account or benefit of a person in the United States and the New Shares may not be offered, sold or resold, directly or indirectly, in the United States or to, or for the account or benefit of, a person in the United States, except in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act and any applicable securities laws of any state or other jurisdiction of the United States.