



Announcement Summary

Entity name

SPACETALK LTD

Announcement Type

New announcement

Date of this announcement

16/9/2024

The Proposed issue is:

An accelerated offer

Total number of +securities proposed to be issued for an accelerated offer

ASX +security code	+Security description	Maximum Number of +securities to be issued
SPAAAC	OPTION EXPIRING 22-SEP-2025 EX \$0.035	53,592,023
SPA	ORDINARY FULLY PAID	107,924,045

Trading resumes on an ex-entitlement basis (ex date)

18/9/2024

+Record date

18/9/2024

Offer closing date for retail +security holders

2/10/2024

Issue date for retail +security holders

9/10/2024

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

SPACETALK LTD

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ABN

**Registration Number**

93091351530

**1.3 ASX issuer code**

SPA

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

16/9/2024

**1.6 The Proposed issue is:**

An accelerated offer

**1.6b The proposed accelerated offer is**

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



## Part 3 - Details of proposed entitlement offer issue

## Part 3A - Conditions

**3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?**

No

## Part 3B - Offer details

**+Class or classes of +securities that will participate in the proposed issue and +class or classes of +securities proposed to be issued**

**ASX +security code and description**

SPA : ORDINARY FULLY PAID

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

Yes

**If the entity has quoted company options, do the terms entitle option holders to participate on exercise?**

No

## Details of +securities proposed to be issued

**ASX +security code and description**

SPA : ORDINARY FULLY PAID

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

**ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities do not have +CDIs issued over them)**

**Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)**

**Has the offer ratio been determined?**

Yes

**The quantity of additional +securities to be issued**

100

**For a given quantity of +securities held**

442

**What will be done with fractional entitlements?**

**Maximum number of +securities proposed to be issued (subject to**

**rounding)**

Fractions rounded up to the next whole number 107,924,045

**Offer price details for retail security holders**

**Has the offer price for the retail offer been determined?**

Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security for the retail offer?**

AUD 0.02400

**Offer price details for institutional security holders**

**Has the offer price for the institutional offer been determined?**

Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security for the institutional offer?**

AUD 0.02400

**Oversubscription & Scale back details**

**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

**Describe the limits on over-subscription**

Nil

**Will a scale back be applied if the offer is over-subscribed?**

Yes

**Describe the scale back arrangements**

At directors discretion

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes

Attaching +Security

**Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?**

Existing class

Attaching +Security - Existing class (additional +securities in a class that is already quoted or recorded by ASX)

**Details of attaching +securities proposed to be issued**

**ASX +security code and description**

SPAAAC : OPTION EXPIRING 22-SEP-2025 EX \$0.035

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

**ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities do not have +CDIs issued over them)**

**Offer ratio (ratio of attaching securities at which the new +securities will be issued)**

**Has the offer ratio been determined?**

Yes

**The quantity of attaching +securities to be issued**

1

**For a given quantity of the new +securities issued**

2

**What will be done with fractional entitlements?**

Fractions rounded up to the next whole number

**Maximum number of +securities proposed to be issued (subject to rounding)**

53,592,023

**Offer price details for retail security holders**

**Has the offer price for the retail offer been determined?**

Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security for the retail offer?**

AUD 0.02400

**Offer price details for institutional security holders**

**Has the offer price for the institutional offer been determined?**

Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security for the institutional offer?**

AUD 0.02400

**Oversubscription & Scale back details**

**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

**Describe the limits on over-subscription**

Nil

**Will a scale back be applied if the offer is over-subscribed?**

Yes

**Describe the scale back arrangements**

At directors discretion

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes



## Part 3D - Timetable

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### **3D.1a First day of trading halt**

16/9/2024

### **3D.1b Announcement date of accelerated offer**

16/9/2024

### **3D.2 Trading resumes on an ex-entitlement basis (ex date)**

18/9/2024

### **3D.5 Date offer will be made to eligible institutional +security holders**

16/9/2024

### **3D.6 Application closing date for institutional +security holders**

17/9/2024

### **3D.8 Announcement of results of institutional offer**

(The announcement should be made before the resumption of trading following the trading halt)

18/9/2024

### **3D.9 +Record date**

18/9/2024

### **3D.10a Settlement date of new +securities issued under institutional entitlement offer**

20/9/2024

### **3D.10b +Issue date for institutional +security holders**

23/9/2024

### **3D.10c Normal trading of new +securities issued under institutional entitlement offer**

24/9/2024

### **3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue**

23/9/2024

### **3D.12 Offer closing date for retail +security holders**

2/10/2024

### **3D.13 Last day to extend retail offer close date**

27/9/2024

### **3D.19 +Issue date for retail +security holders and last day for entity to announce results of retail offer**

9/10/2024



## Part 3E - Fees and expenses

**3E.1 Will there be a lead manager or broker to the proposed offer?**

Yes

**3E.1a Who is the lead manager/broker?**

Bell Potter Securities Limited

**3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

- (a) a management fee of 3% of the gross proceeds under the Offers; and
- (b) an underwriting fee of 3% of the gross proceeds under the Offers.

**3E.2 Is the proposed offer to be underwritten?**

Yes

**3E.2a Who are the underwriter(s)?**

Bell Potter Securities Limited

**3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?**

up to a value of \$2,664,635

**3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?**

Per 3E.1b

**3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated**

Market related termination events

- an announcement being made by ASX that the shares will be delisted, removed from quotation, withdrawn from admission to trading status or suspended from quotation;
- an application being made to a Governmental Authority (including the Takeovers Panel) for an order, declaration (including a declaration of unacceptable circumstances) or other remedy; and
- an adverse change occurring in the assets, liabilities, financial position or performance, profits, losses or prospects of the Company or its controlled entities.

**3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?**

No

**3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

**3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

ASIC, Legal, ASX and Registry fees of approximately \$76,000.

## Part 3F - Further Information

**3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

Acquisition of inventory, growth marketing and data and product development.

**3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?**

No

**3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?**

No



**3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue**

**3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities**

No

**3F.6 URL on the entity's website where investors can download information about the proposed issue**

<https://investorhub.spacetalk.co/corporate-governance>

**3F.7 Any other information the entity wishes to provide about the proposed issue**

**3F.8 Will the offer of rights under the rights issue be made under a +disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?**

Yes

**3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

The publication of a +disclosure document or +PDS for the +securities proposed to be issued