

07 September 2022

Renee Hutchens
Adviser, Listings Compliance
20 Bridge Street
Sydney NSW 2000

SPP OFFER BOOKLET DISPATCH

Dicker Data Limited (**Dicker Data**) (ASX:DDR) confirms that the offer booklet (**SPP Offer Booklet**) in relation to the Company's recently announced Share Purchase Plan (**SPP**) was dispatched to eligible shareholders earlier today. As such, the SPP is now open.

The key dates for the SPP are set out below:

Event	Date
Record date for SPP	7pm (Sydney time), 29 August 2022
SPP offer opens	7 September 2022
SPP offer closes	20 September 2022
Announcement of results of the SPP	23 September 2022
SPP allotment date	27 September 2022
Normal trading of New Shares issued under the SPP	28 September 2022
Dispatch of holding statements in respect of New Shares issued under the SPP	28 September 2022

Note: The timetable is indicative only and subject to change.

Yours sincerely,



Erin McMullen
Company Secretary



DICKER

D A T A

ABOUT DICKER DATA

Dicker Data (ASX: DDR) is an Australian-owned and operated, ASX-listed technology hardware, software, [cloud, access control and surveillance](#) distributor with over 44 years of experience. Our sales and [presales](#) teams are experienced product specialists who are dedicated to helping you tailor solutions to suit your client's needs.

As a distributor, we sell exclusively to our valued partner base of over 8,200 resellers across ANZ. We pride ourselves on developing strong long-term relationships with our customers, and [helping them grow](#). This customer-first approach means we are proactive in engaging with our resellers and allows us to dynamically shift with changing market conditions, in turn helping to [increase profitability](#).

Dicker Data distributes a [wide portfolio of products](#) from the world's leading technology vendors, including [Cisco](#), [Citrix](#), [Dell Technologies](#), [Hewlett Packard Enterprise](#), [HP](#), [Lenovo](#), [Microsoft](#), and other Tier 1 global brands. As the leading Australian distributor for many of these vendors, Dicker Data is dedicated to helping our partners deliver industry-leading [solutions](#) built on the world's best technologies. <https://www.dickerdata.com.au/>

EXPERIENCE
is the difference

PH: 1800 688 586
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investors@dickerdata.com.au

Dicker Data Limited

ACN 000 969 362

Share Purchase Plan

Including the Terms and Conditions

Opening date: 7 September 2022

This is an important document and should be read carefully and in its entirety. The Share Purchase Plan does not take into account the individual investment objectives, financial situation or particular needs of any Eligible Shareholder. If you are in any doubt about the action you should take or the contents of this document, please seek independent financial advice from your broker, accountant, solicitor or other professional adviser without delay. The contents of this document have not been reviewed by any regulatory authority. An investment in Dicker Data's shares should be considered as a speculative investment.

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

Letter from the Chairman & CEO

Dear Shareholder

Opportunity to participate in Dicker Data's Share Purchase Plan

On behalf of the board of directors (**Board**) of Dicker Data Limited ACN 000 969 362 (**Dicker Data or Company**), I am pleased to offer Eligible Shareholders (defined below) the opportunity to participate in the Company's recently announced share purchase plan (**Share Purchase Plan or SPP**).

The SPP follows the Company's successful placement under which it raised gross proceeds of \$50 million from a number of existing institutional shareholders and new institutional investors (**Institutional Placement**¹ and, together with the SPP, the **Offer**).

The Share Purchase Plan gives Eligible Shareholders the opportunity to subscribe for up to \$30,000 worth of new fully paid ordinary shares in the Company (each, a **New Share**), without incurring any brokerage or transaction costs. The SPP aims to raise up to \$10 million² and is not underwritten.

To the extent it is necessary to scale back the number of New Shares that will be issued to Eligible Shareholders under the SPP, Dicker Data intends to do so having regard to the pro rata shareholdings of Eligible Shareholders (i.e. as at the SPP Record Date) who apply for New Shares³.

The funds raised under the Offer, will be used by the Company:

- (a) to expand the Company's warehouse facility in Kurnell; and
- (b) for general working capital (including to pay the costs of the Offer) purposes.

Issue Price

Eligible Shareholders may subscribe for up to \$30,000 worth of New Shares under the SPP at the issue price per New Share of \$10.30 (**Issue Price**). The Issue Price per New Share under the SPP is the same as the issue price that institutional investors paid for New Shares under the Institutional Placement.

The New Shares to be issued under the SPP are expected to be issued by the Company on 27 September 2022 (**Issue Date**).

Participation

Dicker Data is offering holders of existing Dicker Data shares with a registered address in Australia or New Zealand who are on the Company's share register at 7pm (Sydney time) on the SPP Record Date (defined below) and that are not in the United States or acting for the account or benefit of any person in the United States (**Eligible Shareholders**) the opportunity to participate in the SPP.

Participation in the SPP is optional and is open to Eligible Shareholders, including Eligible Shareholders who are custodians who apply for New Shares on behalf of "**participating beneficiaries**" (as that term is defined in *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (**ASIC SPP**)).

¹ For further information in relation to the Institutional Placement (and the proposed use of proceeds raised under the Offer), please see the Company's ASX announcement dated 30 August 2022.

² Dicker Data may (in its absolute discretion) decide to accept applications (either in whole or in part) under the SPP that results in the Company raising more or less than this amount.

³ However, Dicker Data may also, where considered appropriate, scale back the number of New Shares that will be issued to Eligible Shareholders who apply for New Shares in its absolute discretion.

Instrument)), provided that they do so on the terms and subject to the conditions of the SPP.

All New Shares issued under the SPP will rank equally with all other Dicker Data shares (including the New Shares the Company has now issued under the Institutional Placement) that are on issue on the Issue Date. The right of an Eligible Shareholder to participate in the SPP is not transferable to any other person.

How to apply

The SPP opens on 7 September 2022 and, unless closed earlier or withdrawn by the Company, is expected to close at 5pm (Sydney time) on 20 September 2022.

The New Shares the subject of the SPP are expected to be issued on 27 September 2022 and commence trading on ASX on a normal settlement basis on 28 September 2022.

Applications for New Shares can only be made in \$1,000 increments and must be for a minimum of \$1,000 and a maximum of \$30,000.

To apply for New Shares, you must either:

- (a) complete your personalised “**SPP Application Form**” and send it to the Share Registry (details below) along with your payment for New Shares by cheque, bank draft or money order; or
- (b) simply make your payment for New Shares via BPAY® in accordance with the instructions on your personalised SPP Application Form.

Eligible Shareholders who have elected to receive documents issued by the Company in electronic form will receive an email which will include a link to this SPP Offer Booklet and to their personalised SPP Application Form. All other Eligible Shareholders will receive a letter which will include details explaining how they may access this SPP Offer Booklet and their personalised SPP Application Form online.

Regardless, all Eligible Shareholders will be able to apply for New Shares under the SPP by downloading a copy of their personalised SPP Application Form from the following website: <https://events.miracle.com/DDR-Offer>.

In deciding whether to participate in the SPP, please take the time to read the enclosed Terms and Conditions and seek your own investment or taxation advice if applicable to you.

If you have any questions regarding the SPP, please contact the SPP Offer Information Line during business hours (Sydney time) on 1300 730 659.

On behalf of the Board, I thank you for your continued support of the Company and invite you to consider participating in the SPP.

Yours sincerely,



David Dicker
Chairman and CEO

SPP | Terms and Conditions

This SPP offer booklet (**SPP Offer Booklet**) and the accompanying SPP Application Form set out the terms and conditions of the SPP (**Terms and Conditions**). By accepting the offer to subscribe for New Shares under the SPP, you agree to be bound by these Terms and Conditions and to the Company's constitution.

SPP timetable:

SPP Record Date	7pm (Sydney time), Monday, 29 August 2022
Opening Date	Wednesday, 7 September 2022
Closing Date	Tuesday, 20 September 2022
Results Announcement	Friday, 23 September 2022
Issue Date	Tuesday, 27 September 2022
New Shares quoted on ASX	Wednesday, 28 September 2022
Despatch of updated holding statements	Wednesday, 28 September 2022

The above timetable is indicative only and subject to change. The commencement of trading and quotation of the New Shares the subject of the SPP is conditional upon confirmation from ASX. Subject to the requirements of the *Corporations Act 2001* (Cth) (**Corporations Act**), the ASX Listing Rules and other applicable rules, the Company reserves the right to amend this timetable at any time, including extending the period for the SPP or accepting late applications, either generally or in particular cases, without notice. Any extension of the Closing Date will have a consequential impact on the dates that follow the Closing Date.

1. What is the SPP?

The SPP gives Eligible Shareholders the opportunity to subscribe for up to \$30,000 worth of New Shares at the Issue Price without incurring brokerage or other transaction costs.

New Shares issued under the SPP will rank equally with all other fully paid ordinary Dicker Data shares on issue on the Issue Date.

2. How much will be raised under the SPP and how will the funds be used?

The Company is seeking to raise up to approximately \$10 million (before costs) under the SPP. Dicker Data may (in its absolute discretion) however decide to accept applications (either in whole or in part) under the SPP that results in the Company raising more or less than this amount. The funds raised under the Offer will be used by Dicker Data:

- (a) to expand Dicker Data's warehouse in Kurnell; and
- (b) for general working capital (including to pay the costs of the Offer) purposes.

3. Am I eligible to participate in the SPP?

You will be considered to be an “**Eligible Shareholder**” (and therefore will be eligible to participate in the SPP) if you were a registered holder of Dicker Data shares at 7pm (Sydney time) on Monday, 29 August 2022 (**SPP Record Date**) with a registered address either in Australia or New Zealand provided that you are not in the United States or acting for the account or benefit of a person in the United States. The Board has determined that it is not practical for holders of Dicker Data shares with registered addresses outside of Australia or New Zealand to participate in the SPP.

Persons who hold Dicker Data shares on behalf of a person who resides outside of Australia or New Zealand or who are “**US persons**” as defined in Regulation S under the United States Securities Act of 1933 (as amended) (**Securities Act**) or who act for the account or benefit of a US Person are not entitled to participate in the SPP. The New Shares to be issued under the SPP have not been and will not be registered under the Securities Act (or any other Act). Persons who are located in the United States or who are acting for the account or benefit of US Persons are not Eligible Shareholders and are not entitled to participate in the SPP.

4. Do I have to participate?

No. Participation in the SPP is entirely voluntary. If you do not wish to participate in the SPP, do nothing.

5. How much can I invest and how many New Shares will be issued to me?

Under the SPP, you may apply for a parcel of New Shares in \$1,000 increments from a minimum of \$1,000 up to a maximum of \$30,000. The \$30,000 limit applies irrespective of the number of Shares you hold on the SPP Record Date.

Subject to any scale backs or rejections as described in Section 15, the number of New Shares to be issued by the Company to each applicant will be calculated by dividing the dollar value provided by the applicant by the Issue Price.

No fractions of New Shares will be issued by the Company. Any fraction of a New Share will be rounded down to the nearest whole number of New Shares.

6. Can I transfer my right to purchase New Shares?

No. The offer under the SPP is non-renounceable. This means that you cannot transfer your right to acquire New Shares under the SPP to anyone else.

7. Will the New Shares rank equally with my existing Dicker Data shares?

Yes. New Shares issued under the SPP will rank equally with existing Dicker Data shares and will carry the same voting rights, dividend rights and other entitlements as at the Issue Date.

8. What is the Issue Price?

Eligible Shareholders may subscribe for up to \$30,000 worth of New Shares under the SPP at the Issue Price per New Share of \$10.30. The Issue Price per New Share under the SPP is the same as the issue price that institutional investors paid for New Shares under the Institutional Placement.

The current (and historical) share price for Dicker Data's existing shares can be found at www.asx.com.au.

You should note that the price of Dicker Data shares on ASX might rise or fall between the date that you subscribe for New Shares and the date on which the New Shares are issued (i.e. the Issue Date). This means that the price you pay for a New Share may be higher or lower than the market price of Dicker Data shares at the time the New Shares are issued to you.

Your application for New Shares, once made, is irrevocable and may not be withdrawn even if the market price of Dicker Data shares falls below the Issue Price. The offer to acquire New Shares under the SPP is not a recommendation. Before you decide whether to participate in the SPP, Dicker Data recommends that you seek independent professional advice.

9. Will I be entitled to receive the Interim Dividend?

The New Shares that may be issued under the SPP are scheduled to be issued on 27 September 2022. As such and because these new shares were not on issue on the record date (which was 17 August 2022) for Dicker Data's recently declared interim dividend (**Interim Dividend**) holders of New Shares will not be entitled to receive the Interim Dividend in relation to their New Shares. Shareholders will, however, still be entitled to receive the Interim Dividend in respect of the Dicker Data shares they held on the record date for the Interim Dividend and will also be entitled to receive any future dividend in relation to their (then held) Dicker Data shares that Dicker Data decides in its absolute discretion to declare and pay in the future.

10. How do I apply for New Shares under the SPP?

To apply for New Shares under the SPP, Eligible Shareholders must:

- (a) complete their personalised SPP Application Form and send it to Link Market Services (**Share Registry**) at the address provided on their application form along with payment for the total number of New Shares that they wish to subscribe for by cheque⁴, bank draft or money order, in each case such that their application and payment is received by no later than 5pm (Sydney time) on Tuesday, 20 September 2022 (**Closing Date**); or
- (b) make a BPAY® payment by using the reference number shown on their personalised SPP Application Form, which is required to identify your holding. Payment made in this way must be received by 5pm (Sydney time) on the Closing Date. If an Eligible Shareholder chooses to pay for New Shares by BPAY®, they do not also need to submit their personalised SPP Application Form.

Eligible Shareholders who have elected to receive documents issued by the Company in electronic form will receive an email which will include a link to of this SPP Offer Booklet and to their personalised SPP Application Form. All other Eligible Shareholders will receive a letter which will include details explaining how they may access this SPP Offer Booklet and personalised SPP Application Form online.

Regardless, all Eligible Shareholders will be able to apply for New Shares under the SPP by downloading a copy of their personalised SPP Application Form from the following website: <https://events.miraqle.com/DDR-Offer>.

Applications received after 5pm (Sydney time) on the Closing Date will not be accepted.

⁴ If you are paying for New Shares by cheque, you should ensure that sufficient funds are held in the relevant account to cover your payment. If the amount of your cheque is insufficient to pay for the number of New Shares you have applied for, you will be taken to have applied for such lower number of New Shares as your cleared funds will pay for (and taken to have specified that number of New Shares on your SPP Application Form). Alternatively, your application will not be accepted. All cheques must be made payable to Dicker Data Limited, crossed "not negotiable" and drawn in Australian dollars.

Applications and any payments received under the SPP may not be withdrawn once they have been received. Application money will not bear interest in any circumstances.

By applying for New Shares under the SPP (and regardless of whether you apply for New Shares by completing your personalised SPP Application Form and providing it to the Register along with your application money or by making your payment by BPAY®), you:

- (a) will be deemed to have accepted the offer under the SPP and irrevocably and unconditionally agreed to the Terms and Conditions;
- (b) warrant (if applicable) that all details and statements on your completed SPP Application Form are true and complete and not misleading;
- (c) acknowledge that no interest will be paid on any application money held pending the issue of New Shares or subsequently refunded to you for any reason;
- (d) confirm that you are lawfully permitted to apply for New Shares and that you are not applying for New Shares on behalf of any person not so permitted;
- (e) acknowledge and agree that:
 - (i) you are not in the United States and are not acting for the account or benefit of any US Person;
 - (ii) the New Shares have not been, and will not be, registered under the Securities Act or any other Act;
 - (iii) you have not, and will not, send this SPP Offer Booklet or any materials relating to the SPP to any person who is not a resident of Australia or New Zealand;
 - (iv) if in the future you decide to sell any New Shares issued to you, you will only do so in regular way transactions on ASX where neither you nor the person acting on your behalf know, or have reason to know, that the sale has been pre-arranged with, or that the purchaser is, a US Person; and
 - (v) if you are acting as a trustee, nominee or custodian, each beneficial holder on whose behalf you are subscribing for New Shares is a resident of Australia or New Zealand, and that you have not sent this SPP Offer Booklet or any materials relating to the SPP to any person outside of Australia or New Zealand;
- (f) agree to be bound by the Company's constitution;
- (g) acknowledge that none of Dicker Data, its officers, employees, advisers or agents, have provided you with any financial product or investment or taxation advice in relation to the SPP, or have any obligation to provide such advice;
- (h) authorise Dicker Data and its officers and agents to do anything on your behalf necessary or desirable for New Shares to be issued to you in accordance with the Terms and Conditions;
- (i) acknowledge that none of the information contained in this SPP Offer Booklet is investment advice or a recommendation that New Shares are suitable for you, given your investment objectives, financial situation or particular needs;
- (j) acknowledge that an investment in the Company is speculative and involves many risks (many of which are outside of the control of the Company) and that any such investment may result in the loss of some or all of your invested capital;

- (k) acknowledge that none of Dicker Data, or any of its related bodies corporate, affiliates, directors, officers, employees, agents, consultants or advisers, guarantees the performance of the Company (or of the New Shares) or the repayment of capital;
- (l) without limiting paragraph (h) above, authorise Dicker Data and its officers and agents to correct minor or easily rectified errors in, or omissions from, your SPP Application Form; and
- (m) acknowledge that Dicker Data may determine that your application for New Shares is valid, in accordance with the Terms and Conditions, even if your SPP Application Form is incomplete, contains errors or is otherwise defective.

11. What are the participation costs of the SPP?

No brokerage or other transaction costs are payable by participants in the SPP. These costs will be paid by Dicker Data.

12. When will I receive the New Shares?

Dicker Data intends to issue the New Shares the subject of the SPP as soon as reasonably practicable after the Closing Date and will apply for quotation of the New Shares on ASX.

It is expected that New Shares will be issued on Tuesday, 27 September 2022 and will be quoted on ASX on a normal (i.e. "T+2") settlement basis on Wednesday, 28 September 2022.

You should receive your updated holding statement shortly after the Issue Date.

13. I have multiple holdings. Can I purchase multiple parcels of New Shares?

No. If you receive more than one offer to participate in the SPP (for example, because you hold more than one shareholding under separate share accounts), the maximum you may invest under the SPP in all capacities is \$30,000. If you are a custodian however, see section 14 below.

If two or more persons are registered on the Company's register as jointly holding Shares, they are taken to be a single registered holder of Dicker Data shares for the purposes of determining whether they are an Eligible Shareholder.

14. What do I do if I am a custodian?

If you are a custodian holding Shares as at the SPP Record Date on behalf of one or more persons who reside in Australia or New Zealand (each, a "participating beneficiary"), you may apply for up to a maximum of \$30,000 worth of New Shares for each participating beneficiary.

You must submit a Custodian Certificate that contains further certifications and details as required by the ASIC SPP Instrument before your SPP Application Form will be accepted. Applications by custodians that are not accompanied by a Custodian Certificate will be rejected.

By applying as a custodian on behalf of participating beneficiaries to purchase New Shares, you certify (amongst other things) that each participating beneficiary has not exceeded the \$30,000 limit as required by the ASIC SPP Instrument.

To request a Custodian Certificate or to obtain further information about the custodian application process, please contact the Share Registry during business hours (Sydney time) on 1300 730 659.

Custodians must not participate in the SPP on behalf of, and must not distribute this SPP Offer Booklet or any documents relating to the SPP to, any US Person. A custodian will be ineligible to participate in the SPP if their participation would be in breach of the ASIC SPP Instrument.

For the purposes of the SPP, a custodian is a “**custodian**” as that term is defined in the ASIC SPP Instrument.

Custodians should request a “**Custodian Certificate**” from the Share Registry when making an application on behalf of a participating beneficiary.

If you hold Shares as a trustee or nominee for another person, but are not a custodian, you cannot participate for beneficiaries in the manner described in this section 14.

15. Scale back

Dicker Data intends to raise up to \$10 million via the SPP. Dicker Data may, however, in its absolute discretion, decide to accept applications (either in whole or in part) that result in the SPP raising more or less than this amount.

If it is necessary to scale back the number of New Shares that will be issued to Eligible Shareholders, Dicker Data intends to do so after having regard to the pro rata shareholding of Eligible Shareholders (i.e. as at the SPP Record Date) who apply for New Shares.

However, Dicker Data may also, where appropriate, scale back the number of New Shares to be issued in its absolute discretion. If there is a scale back you may receive fewer New Shares than you expected (i.e. at the time you applied for the New Shares) to be issued with.

If there is a scale back, the difference between the application monies received from you, and the number of New Shares issued to you multiplied by the Issue Price will be refunded unless the amount is less than \$5, in which case it will be donated to a charity chosen by Dicker Data.

16. Changes and/or termination

The Company may change or terminate the SPP or the Terms and Conditions at any time, whether because of a change of law, ASIC requirements, ASX requirements or policy or because of the occurrence of any other circumstance relevant to the SPP or the Company. If Dicker Data terminates the SPP, it will notify ASX and refund any application moneys received.

17. Refusal of applications and refunds

The Company reserves the right to reject any application for New Shares or issue a fewer number of New Shares subscribed for under the SPP by any applicant in the Company’s absolute discretion, including if:

- (a) the Company has received applications from Eligible Shareholders which together amount to \$30,000 or more;
- (b) the Company believes that the Terms and Conditions have not been complied with by a particular applicant;
- (c) the applicant is not an Eligible Shareholder; or
- (d) the application might otherwise breach applicable law or the ASX Listing Rules.

If the amount of any payment is not equal to the amount of an application, the Company may in its absolute discretion either refund the application money in full (and not issue any New Shares to the applicant), or issue to the applicant the number of New Shares which may be issued based on the payment made, and refund the excess to the applicant.

18. Discretion and Disputes

The Company reserves the right to waive strict compliance with the Terms and Conditions including incorrect completion of a SPP Application Form. The Company may determine, in any manner it thinks fit, any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the SPP whether generally or in relation to any participant or application. A determination made by Dicker Data will be conclusive and binding on all participants and other persons to whom the determination relates.

19. Privacy

By applying for New Shares under the SPP, you acknowledge that you will be providing personal information to the Company and the Share Registry. The Company and the Share Registry may collect personal information to process your application for New Shares, implement the SPP and administer your shareholding. The personal information held by the Share Registry is also used to facilitate payments and to make corporate communications (including financial results, annual reports and other information to be communicated to holders of Dicker Data shares) and to ensure compliance with legal and regulatory requirements, including Australian taxation and company laws.

Chapter 2C of the Corporations Act requires information about you as securityholder (including your name, address and details of the securities you hold) to be included in the Company's public register (which is maintained by the Share Registry). This information must continue to be held in the public register even if you cease to be a shareholder. This information may be disclosed to stock brokers, third party service providers, professional advisers, to related entities of Dicker Data and its agents and contractors and to ASX and other regulatory authorities and in any case, where disclosure is otherwise required or allowed by law. In some cases, your personal information may be given to persons outside of Australia⁵.

20. Currency

Any reference to "\$" or "A\$" is a reference to the lawful currency of Australia.

21. Risks

An investment in New Shares is subject to investment and other known and unknown risks, some of which are beyond the control of Dicker Data, including possible loss of income and capital invested. Dicker Data does not guarantee any particular rate of return or the performance of Dicker Data and nor does it guarantee the repayment of capital from Dicker Data or any particular tax treatment. This SPP Offer Booklet should also be read in conjunction with Dicker Data's continuous and periodic disclosures given to ASX which are available on ASX's website at www.asx.com.au. Past performance should not be relied upon as (and is not) an indication of future performance.

22. Not a prospectus or disclosure document

This SPP Offer Booklet is not a prospectus or disclosure document under the Corporations Act and has not (and will not) be lodged with ASIC or any other regulatory authority.

Cooling-off rights do not apply to an investment in New Shares. This means that applicants cannot withdraw their application for New Shares once it has been received by the Company.

⁵ A copy of the Company's privacy policy is available by request by emailing investors@dickerdata.com.au.

23. New Zealand

The New Shares are not being offered or sold to the public in New Zealand other than to holders of Dicker Data shares who have a registered address in New Zealand as at 7pm (Sydney time) on the SPP Record Date. The SPP is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021. This SPP Offer Booklet has been prepared in compliance with Australian law and has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013. This document is not a product disclosure statement under New Zealand law and is not required to, and does not, contain all the information that a product disclosure statement is required to contain under New Zealand law.

24. Governing Law

The SPP is governed by the laws in force in New South Wales. By participating in the SPP, you submit to the non-exclusive jurisdiction of the courts of that jurisdiction.

25. Where can I obtain further information in relation to the SPP?

If you have any questions about the Terms and Conditions, how to make an application or in relation to the SPP more generally, please contact the SPP Offer Information Line during business hours (Sydney time) on 1300 730 659.

Neither the Company nor the Share Registry, or any of their respective officers, employees, agents or professional advisers are or are to be taken to be, giving any securities recommendation or investment advice in relation to the SPP and nor do any of them have any obligation to do so.

Before you decide whether to participate in the SPP, the Company recommends that you seek independent financial advice from your broker, accountant, solicitor or other professional adviser and that you do so without delay.

DICKER

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ABN 95 000 969 362

All Registry communications to:
Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
Telephone: 1300 730 659
From outside Australia: +61 1300 730 659
ASX Code: DDR
Website: www.linkmarketservices.com.au

IID:
SRN/HIN:
Entitlement Number:
Record Date: 29 August 2022
Offer Opens: 7 September 2022

Offer Closes
5:00pm (Sydney Time): 20 September 2022

SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

How do I apply for Shares under this offer?

- Carefully read the SPP Terms and Conditions accompanying this form.
- Decide on the amount you wish to apply for.
- Pay for the Shares in accordance with the instructions outlined in the Terms and Conditions Booklet and further important instructions on the reverse of this form.
 - Option 1: Paying by BPAY®.
 - Option 2: Paying by Cheque, Bank Draft or Money Order.
- Payments must be in Australian dollars.

PAYMENT OPTIONS

Option 1: Paying by BPAY®

If paying by BPAY®, you do **NOT** need to complete or return the Acceptance Slip attached to this Application Form below. Payment must be received by the Registry by BPAY® by 5:00pm (Sydney Time) on 20th September 2022. By paying by BPAY®, you will be deemed to have completed an Application Form for the value of Shares the subject of your Application Payment.

If you make a payment by BPAY® and Dicker Data Limited receives an amount which is not between A\$1,000 and A\$30,000 Dicker Data Limited will round down the value of Shares applied for to the maximum value of Shares you can apply for. Your payment must be for a minimum of A\$1,000. Applications for New Shares can only be made in A\$1,000 increments.



Billers Code: 378646
Ref:

Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account. More info: www.bpay.com.au

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Option 2: Paying by Cheque, Bank Draft or Money Order

If paying by cheque, bank draft or money order, complete and return the Acceptance Slip attached to this Application Form with your Application Payment.

- Complete the value of Shares you wish to apply for at a minimum of A\$1,000 and maximum of A\$30,000.
- Enter your cheque, bank draft or money order details. Cheques, bank drafts or money orders must be drawn on an Australian branch of a financial institution in Australian currency, made payable to "Dicker Data Limited" and crossed "Not Negotiable". Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque, bank draft or money order for an amount that is not equal to your application amount Dicker Data Limited will round down the value of Shares that you are applying for equal to your payment. Your payment must be for a minimum of A\$1,000 and maximum of A\$30,000. Applications for New Shares can only be made in A\$1,000 increments.
- Enter your contact telephone number at which we may contact you regarding your application, if necessary.

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.

DICKER

D A T A

ABN 95 000 969 362

Please detach and enclose with payment

IID:
SRN/HIN:
Entitlement Number:



A I/We wish to purchase a parcel of Shares to the value of

A\$

B Make your cheque, bank draft or money order payable to "Dicker Data Limited" and crossed "Not Negotiable"

Drawer

Cheque Number

BSB Number

Account Number

Amount of Cheque

A\$.00

C Telephone Number – Business Hours

Telephone Number – After Hours

Contact Name

()

()

IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase additional Shares under this SPP, there is no need to take action.
3. Please ensure you have read and understood the SPP Terms and Conditions and this Important Information, before you make the Application Payment by BPAY® or you submit your Acceptance Slip with your Application Payment.
4. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the definition of "custodian" in ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 you must complete and submit an additional Schedule that contains additional certifications and details that must be provided ("the Schedule") before your Application will be received. The Schedule can be obtained by contacting the Dicker Data Limited SPP Offer Information Line. Applications received by custodians that are not accompanied by the Schedule will be rejected.
6. For applicants that are not required to complete the Schedule, by submitting the Acceptance Slip (with a cheque, bank draft or money order) or making payment by BPAY®, you certify that the aggregate of the Application Payment paid by you for:
 - the parcel of New Shares indicated on this Application Form or BPAY® payment; and
 - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Acceptance Slip or payment by BPAY® does not exceed A\$30,000.
7. Dicker Data Limited reserves the right to make amendments to this Application Form where appropriate.
8. Applicants are not assured of receiving the Shares for which they have applied as Dicker Data Limited may scaleback applications in its discretion.

SAMPLE

How to Lodge your Acceptance Slip and Application Payment

A reply paid envelope is enclosed for you to return your Acceptance Slip and Application Payment. No postage stamp is required if it is posted in Australia.

Acceptance Slip and the payment for New Shares must be received by the Registry no later than the closing date shown overleaf. If paying by BPAY® you do not need to complete or return the Application Form. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry by the close of the offer.

Mailing Address

Dicker Data Limited
C/- Link Market Services Limited
GPO Box 3560
Sydney NSW 2001

Make sure you send your Acceptance Slip and Application Payment allowing enough time for mail delivery, so Link Market Services Limited receives them no later than 5:00pm (Sydney Time) on 20th September 2022. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. Dicker Data Limited reserves the right not to process any Acceptance Slips and Application Payments received after the Closing Date.

If you require information on how to complete this Acceptance Slip please contact the Dicker Data Limited SPP Offer Information Line on 1300 730 659 if calling within Australia or +61 1300 730 659 if calling from outside of Australia.