

REGISTERED OFFICE

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31 October 2022

Zufishan Anjum – Adviser, Listings (Sydney)
ASX Limited
Exchange Centre, Level 6, 20 Bridge Street
SYDNEY NSW 2000

By email: zufishan.anjum@asx.com.au
and via the Company Announcements Platform

Dear Zufishan

Notice under Section 708A(5)(e) of the Corporations Act 2001 (Cth)

This notice is given by MotorCycle Holdings Limited (ASX:MTO) (**Company**) under section 708A(5)(e) of the *Corporations Act 2001 (Cth)* (**Act**).

The Company refers to its announcement on Friday 23 September 2022 regarding the acquisition of Mojo Motorcycles Pty Ltd and Mojo Electric Vehicles Pty Ltd (together **Mojo Group**) for a purchase price of up to \$60 million on a cash free, debt free basis, comprised of 11.539 million MTO shares (escrowed for two years) (**Consideration Shares**), \$20 million in cash and deferred consideration of up to \$10 million.

For the purposes of Listing Rule 7.1, shareholder approval for the issue of the Consideration Shares was obtained at the Company's Annual General Meeting on 27 October 2022.

The Company has issued the Consideration Shares today.

For the purposes of section 708A(6) of the Act, the Company confirms that:

- (a) the Consideration Shares were issued without disclosure to investors under Part 6D.2 of the Act;
- (b) this notice is being given under section 708A(5)(e) of the Act;
- (c) as at the date of this notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (ii) section 647 of the Act; and
- (d) as at the date of this notice, there is not excluded information of the type referred to in sections 708A(7) and 708A(8) of the Act that is required to be set out in this notice under section 708A(6)(e) of the Act.

For and on behalf of the Company,

Nicole Spink
Company Secretary