

ASX ANNOUNCEMENT

14 August 2023

TESSERENT SECURITYHOLDERS TO VOTE ON TRANSACTION WITH THALES

Melbourne, Australia – Tesseract Limited (ASX: TNT) (**Tesseract** or the **Company**) refers to its announcement on 13 June 2023 that it had entered into a scheme implementation deed (**SID**) with Thales Australia Holdings Pty Ltd (**Thales Australia**) under which it is proposed that Thales Australia will acquire 100% of the shares in Tesseract for \$0.13 per share in cash by way of a court approved scheme of arrangement (**Share Scheme**) and that certain of its options and warrants (**Tesseract Options**) would be cancelled for a cash consideration in accordance with an agreed valuation methodology by way of a separate and concurrent court approved scheme of arrangement (**Option Scheme**).

Court had made orders convening the Scheme Meetings

Earlier today, the Federal Court of Australia made orders:

- directing Tesseract to convene a meeting of Tesseract shareholders to consider and vote on the Share Scheme (**Share Scheme Meeting**) and a meeting of holders of certain of Tesseract options and warrant holders to consider and vote on the Option Scheme (**Option Scheme Meeting**) (collectively, the **Scheme Meetings**); and
- approving the distribution to Tesseract securityholders of an explanatory statement providing information about the Share Scheme and Option Scheme, including the notices convening the Scheme Meetings (**Scheme Booklet**).

The Share Scheme Meeting will be held at 10.00am (Melbourne time) on Monday, 18 September 2023 as a virtual (online only) meeting conducted on the online platform at <https://meetnow.global/M6PYRPY> which allows for remote participation.

The Option Scheme Meeting will be held on the same day at 10.30am (Melbourne time) or as soon as reasonably practicable following the conclusion or adjournment of the Share Scheme Meeting (whichever is later) as a virtual (online only) meeting conducted on the online platform at <https://meetnow.global/MDAH2VQ> which allows for remote participation.

Scheme Booklet to be dispatched shortly

Information relating to the Share Scheme and the Option Scheme including the notices convening the Scheme Meetings, information on how to participate in the Scheme Meetings, as well as an independent expert's report, will be included in a Scheme Booklet expected to be sent to Tesseract securityholders on or before Friday, 18 August 2023, following registration of the Scheme Booklet by the Australian Securities and Investments Commission (**ASIC**).

A further announcement attaching the Scheme Booklet will be made by Tesseract following registration of the Scheme Booklet by ASIC.

This announcement is authorised for release by the Board of Directors of Tesseract.

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For further information please contact:

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