

Dear Shareholder

Notice to Eligible Shareholders of Renounceable Entitlement Offer

On 13 March 2024 Osteopore Limited (the **Company** or **OSX**) announced that it seeks to raise approximately \$3,000,000, before costs, from the issue of up to approximately 103,286,890 fully paid ordinary shares (New Shares) and 20,657,378 free attaching options to subscribe for shares, via a pro rata renounceable rights offer (**Offer** or **RRI**).

Under the Offer, for every one (1) share held, Eligible Shareholders (being shareholders with an address in Australia, New Zealand, Malaysia or Singapore on the register as at 18 March 2024 (**Record Date**)) will be entitled (**Entitlement**) to subscribe for ten (10) New Shares. For every five (5) New Shares issued, shareholders will receive one (1) free attaching unlisted option (**Option**). Each Option will be exercisable at \$0.0387 and have a term of 24 months from the Offer closing date.

In addition to subscribing for their Entitlements, Eligible Shareholders may apply for the shortfall. Allocation of Additional New Shares under the Shortfall Offer will be at the discretion of the Board. To the extent commercially practicable and taking into account the Company's requirements for funds, the Directors will endeavour to allot the Additional New Shares to a spread of Eligible Shareholders, in order to mitigate the control effects which may arise from issuing Additional New Shares to a single or small number of investors. If the Shortfall Offer is oversubscribed, scale back will be applied to applications under the Shortfall Offer on a pro-rata basis to the respective Shareholders of Eligible Shareholders.

The Entitlement Issue is made pursuant to a prospectus lodged with the Australian Securities and Investments Commission (**ASIC**) on 13 March 2024 (**Prospectus**) and released to the Australian Securities Exchange (**ASX**) on the same date. The Prospectus is available on the Company's website: www.osteopore.com or on the ASX website (company announcements section, ASX code:OSX): www.asx.com.au.

It is anticipated that the Company will send a communication to all Eligible Shareholders in Australia, New Zealand, Malaysia and Singapore on 19 March 2024 via their preferred communication preference which will contain instruction on how to access their personalised Entitlement and Acceptance Form and participate in the offer.

Proposed Timetable*

The current proposed timetable for the Entitlement Issue is set out below. The dates are indicative only and the Company reserves the right to vary the dates subject to the Corporations Act 2001 (Cth), the Listing Rules of the ASX (**Listing Rules**) and other applicable law.

Event	Date
Prospectus Lodgement Date	13 March 2024
Announcement of Prospectus & Appendix 3B with ASX	13 March 2024
"Ex" date	15 March 2024
Rights start trading	15 March 2024
Record date to determine Entitlements	18 March 2024
Prospectus with Application Form dispatched	19 March 2024
Entitlement Offer opens for receipt of Applications	19 March 2024
Rights trading ends at close of trading	22 March 2024
Securities quoted on a deferred settlement basis	25 March 2024

Last day to extend the Closing Date (before noon AEDT)	26 March 2024
Closing Date as at 5.00pm	2 April 2024
Announcement of results of the Entitlement Offer	5 April 2024
Issue of New Shares and New Options and lodgement of Appendix 2A with ASX applying for quotation of New Shares	8 April 2024
Quotation of New Shares issued under the Offer	9 April 2024
Issue of remaining Additional New Shares under Shortfall Offer (if any)	By no later than 3 months after the Closing Date

*The Directors may extend the Closing Date by giving at least three Business Days' notice to the ASX prior to the Closing Date. As such, the date the Shares are expected to commence trading on the ASX may vary.

Actions required of eligible shareholders.

There are a number of actions eligible shareholders may take:

- ☐ You may take up all or some of your rights to subscribe for Shares pursuant to the Prospectus (Entitlements). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Automic Group (Share Registry) by no later than 5.00pm on 2 April 2024. If you wish to subscribe for all or part of your Entitlement, you are required to make payment for your nominated portion of your Entitlement via BPAY® or EFT by following the payment instructions on your personalised Entitlement and Application Form. To access your personalised Entitlement and Application Form please visit <https://investor.automic.com.au/#/loginsah>.
- ☐ You may seek to sell all or some of your Entitlements on ASX. To sell all or part of your Entitlement on ASX, you must provide instructions to your stockbroker regarding the Entitlement you wish to sell on ASX. Trading of Entitlement rights will commence on ASX on 15 March 2024 and will cease on 22 March 2024. There is no guarantee that an Eligible Shareholder will be able to sell all or any part of their rights on ASX or that any particular price will be paid for the rights on ASX.
- ☐ You may transfer all or some of your Entitlements to another person other than on ASX. If the purchase of your Entitlement is an Ineligible Foreign Shareholder if they were a Shareholder, that purchaser will not be able to take up the Entitlement they have purchased. If you are a Shareholder on the Issuer Sponsored sub-register and you wish to transfer all or a proportion of your Entitlement to another person other than on ASX, submit a completed standard renunciation (obtainable from the Company's Share Registry) to the Share Registry by email as per the instructions within the Application Form and standard renunciation at any time after the issue of this Prospectus and on or before 5.00pm on 2 April 2024.
- ☐ You may transfer all or part of your Entitlement to or from another person on the CHESS sub register. To do this you must engage your CHESS controlling participant (usually your stockbroker). If the transferee wants to exercise some or all of the Entitlement, you should follow your stockbroker's instructions as to the most appropriate way to take up the Entitlement on their behalf. The Application Monies for New Shares the transferee of the Entitlement wants to acquire must be received in accordance with this Prospectus.
- ☐ You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

Information required to be given to you in accordance with Listing Rules:

Pursuant to the Listing Rules, the Company is required to provide you with certain information before proceeding with the Entitlement Issue. This letter contains all the information required by Appendix 3B of the Listing Rules which was provided to the ASX on 13 March 2024.

1. On the basis that the Offer is fully subscribed, up to 103,286,890 fully paid shares and up to 20,657,378 free attaching options will be issued pursuant to the Entitlement Issue.
2. There is no minimum subscription for the Entitlement Offer.
3. Eligible shareholders may, in addition to their Entitlement, apply for such Additional New Shares, regardless of the size of their present holding.
4. If the Shortfall Offer is oversubscribed, scale back will be applied to applications under the Shortfall Offer on a pro-rata basis to the respective shareholders of Eligible Shareholders.
5. The Shares issued under the Entitlement Issue will rank equally in all respects from the date of allotment with the existing class of quoted Shares.
6. The issue price of the Shares will be \$0.029 each.
7. The free attaching options have an exercise price of \$0.0387 each and an expiry date of 24 months from the Offer closing date.
8. The Company will apply for quotation of the Shares on ASX.
9. The Shares will be fully paid ordinary shares in the capital of the Company.
10. The funds raised by the Entitlement Issue will be used primarily to support sales momentum, develop and launch new breakthrough products, secure regulatory clearances in new markets, provide capacity for continued exploration of potential partnerships and acquisition of complementary technologies and business aimed at increasing Company value, provide general working capital; and to pay the costs of the Offer.
11. It is expected that the Shares will be entered into uncertificated holdings on 8 April 2024.
12. The total number and class of all securities of the Company quoted on the ASX (including the maximum number of Shares and Options to be issued under the Entitlement Issue, including oversubscriptions, will be as follows:

Number	Class
113,615,579	Fully paid ordinary shares
24,180,042	Unlisted options to acquire fully paid ordinary shares (exercisable at \$0.0387 each on or before a date which is 24 months from date of issue)
3,510,164	Listed options to acquire fully paid ordinary shares (exercisable at \$3.375 each on or before 24 April 2026)
900,004	Performance rights
12,500	Unlisted options to acquire fully paid ordinary shares (exercisable at \$9.36 each on or before 24 November 2025)

13. The Company currently has no dividend policy.

14. The Entitlement Issue is renounceable. This means that eligible shareholders who do not wish to subscribe for all or some of the Shares offered under the Entitlement Issue are able to sell or trade any of their respective Entitlement.
15. The Shares to be offered under the Entitlement Issue will be offered on the basis of ten (10) New Shares for every one (1) Share held by eligible shareholders at 5.00pm WST on the Record Date. One (1) free attaching Option will be issued for every five (5) New Shares issued.
16. The offer under the Entitlement Issue relates to ordinary fully paid shares in the capital of the Company.
17. The Record Date to determine Entitlements is 18 March 2024.
18. The Ex-date is 15 March 2024.
19. The Company only has one register.
20. Eligible shareholders will be offered ten (10) New Shares for every one (1) Share held on the Record Date. Fractional Entitlements will be rounded up.
21. The Company will not be offering securities under the Entitlement Issue to any shareholders who are not recorded on the Company register as resident in Australia, New Zealand, Malaysia and Singapore as at the Record Date.
22. The Closing Date for receipt of acceptances is 5.00pm WST on 2 April 2024.
23. The Company will pay Advance Capital Partners Pte Ltd a fee of up to \$90,000 (being 3% of the proposed maximum subscription of \$3,000,000) as a result of the Entitlement Offer (in the event the Entitlement Offer is fully subscribed).
24. The Company has appointed ACNS Capital Markets Pty Ltd, trading as Alto Capital, as its nominee to sell the Entitlements of Ineligible Shareholders in accordance with section 9A(3) of the Corporations Act (the Nominee Appointment). In connection with the Nominee Appointment, the Company will pay the Nominee a fee of \$10,000 plus GST.
25. The Prospectus for the Entitlement Issue and the accompanying Entitlement and Acceptance Form will be sent to shareholders on 19 March 2024.
26. The latest date for entry of the securities offered under the Entitlement Issue into your security holdings is 2 April 2024.

This letter is not a prospectus and does not constitute an offer of securities. An offer of securities under the Entitlement Issue will only be made in, or accompanied by, a copy of the Prospectus sent to all eligible shareholders. Before deciding whether to apply for Securities under the Entitlement Issue, you should consider the terms of the Prospectus carefully. If in doubt, consult with your professional adviser.

For enquiries concerning the Application Form, your Entitlement or general enquiries, please contact the Share Registry on 1300 288 664 (within Australia) and +61 2 9698 5414 (outside Australia) or consult your professional advisor. Enquiries relating to this Prospectus should be directed to the Company Secretary by telephone on +61 2 8072 1400. You should also consult your stockbroker, solicitor, accountant or other suitably qualified professional adviser to evaluate whether or not to participate in the Offers.

Yours faithfully



Mark Leong
Executive Chairman
Osteopore Limited