

12 December 2023

The Manager  
Market Announcements Office  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

## CLEANSING NOTICE

Dear Sir / Madam,

### **Atturra Limited (ASX Code: ATA)** **Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)**

This notice is given by Atturra Limited ACN 654 662 638 (**Company**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as modified by Australian Securities and Investments Commission Corporations (Non-Traditional Rights Issue) Instrument 2016/84 (**Legislative Instrument**).

The Company has today announced a pro-rata accelerated non-renounceable entitlement offer of 1 new fully paid ordinary share in the Company (**New Shares**) for every 4 fully paid ordinary share in the Company held by eligible existing shareholders as at 7pm (Sydney time) on Thursday 14 December 2023 (**Eligible Shareholders**) to raise approximately \$50 million before costs at an issue price of \$0.80 (**Entitlement Offer**).

The Entitlement Offer will also include a shortfall facility in respect of the retail component of the Entitlement Offer, which will allow eligible shareholders to subscribe for additional New Shares in excess of their entitlement.

With respect to the Entitlement Offer, the Company confirms the following:

- (a) the New Shares will be offered without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708AA(2)(f) of the Corporations Act, as modified by the Legislative Instrument.
- (c) as at the date of this notice, the Company has complied with:
  - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
  - (ii) sections 674 and 674A of the Corporations Act;
- (d) as at the date of this notice, there is no "excluded information" of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act;
- (e) in respect of section 708AA(7)(e), the potential effect that the issue of the New Shares will have on the control of the Company, and the consequences of that effect, will depend on

a number of factors, including the extent to which eligible shareholders take up New Shares under the Entitlement Offer and the extent to which eligible shareholders participate in the shortfall facility. The potential effect that the issue of New Shares will have on the control of the Company is as follows:

- (i) if all eligible shareholders take up all of their entitlements under the Entitlement Offer, it is not expected to have any material effect on the control of the Company;
- (ii) if some eligible shareholders do not take up all of their entitlements under the Entitlement Offer, then the interests of those eligible shareholders will be diluted;
- (iii) the proportional interests of ineligible shareholders (including those foreign shareholders who are not entitled to participate) will be diluted because such Shareholders are not entitled to participate in the Entitlement Offer;
- (iv) the issue of New Shares allocated to eligible retail shareholders under the shortfall facility may increase the proportional interests of those eligible retail shareholders; and
- (v) the issue of New Shares which are not taken up by eligible shareholders under the Entitlement Offer, including the shortfall facility, may increase the proportional interest of the underwriter, or sub-underwriters appointed by the underwriter.

The Entitlement Offer is joint lead managed by Unified Capital Partners Pty Ltd and Morgans Corporate Limited (**Joint Lead Managers**) and underwritten by Morgans Corporate Limited (**Underwriter**). The Joint Lead Managers are entitled to appoint sub-underwriters to the Entitlement Offer.

263 Finance Pty Ltd and Driftwood IT Pty Ltd (associates of Shan Kanji the Chairman) (**Kanji**) have committed to take up all of their entitlements under the Entitlement Offer. 263 Finance Pty Ltd has also committed to sub-underwrite the retail component of Entitlement Offer up to \$10 million (12.5 million New Shares) (**Sub-Underwrite Cap**).

If there is sufficient shortfall remaining after the retail component of the Entitlement Offer, including the shortfall facility available to eligible retail shareholders, to require 263 Finance Pty Ltd to acquire New Shares up to the Sub-Underwrite Cap under its sub-underwriting commitment, the total voting power of Kanji will increase from approximately 52.17% up to a maximum of 56.16%, compared to its voting power 6 months before the proposed acquisition of 55.92%. 263 Finance Pty Ltd will not be entitled to receive a fee for its sub-underwriting commitment. No other person is expected to acquire voting power in the Company of 20% or more as a consequence of the Entitlement Offer.

Yours faithfully,

**Kunal Shah**  
Company Secretary