

## UNMARKETABLE PARCEL SALE FACILITY

Otto Energy Limited (ASX:OEL) (**Otto** or the Company) wishes to advise that it has established an Unmarketable Parcel Sale Facility (**Facility**) for shareholders who hold less than A\$500 worth of fully paid ordinary shares (**Shares**) in the Company (**Unmarketable Parcel**).

Based on the price of Shares at the close of trading on 24 October 2025 (Record Date), being A\$0.005, a holding of 99,999 Shares or less will constitute an Unmarketable Parcel.

The Company understands that small Shareholdings can be difficult or expensive to sell. The Company is providing the Facility to enable holders of Unmarketable Parcels to sell their Shares without incurring brokerage or handling costs that would otherwise make a sale of their Shares uneconomical or difficult. The Company will pay all costs associated with the sale and transfer of Shares through the Facility (excluding any tax consequences, which are the responsibility of the relevant shareholder).

The Company expects that the sale of Unmarketable Parcel through the Facility will also benefit the Company by reducing administrative costs, including printing costs, mailing costs and share registry expenses that are associated with maintaining a large number of Unmarketable Parcels.

All shareholders that hold an Unmarketable Parcel on the Record Date will be sent the attached letter and share retention form (**Share Retention Form**) in accordance with the Company's Constitution and the ASX Listing Rules.

Shareholders who hold an Unmarketable Parcel and wish to participate in the Facility do not need to take any action.

Shareholders who hold an Unmarketable Parcel and wish to retain their Shares must opt-out of the Facility by returning a duly completed Share Retention Form to the Company's share registry, MUFG Corporate Markets (**MUFG**), in accordance with the instructions on the Share Retention Form, by no later than 5:00pm (AWST) on 12 December 2025 (**Closing Time**). Any Shareholder who holds an Unmarketable Parcel and does not return a duly completed Share Retention Form so as to reach MUFG Corporate Markets before the Closing Time, will have their Shares automatically sold through the Facility. If Shareholders who currently hold an Unmarketable Parcel increase the value of their holding to be greater than A\$500 before the Closing Time, such that they no longer hold an Unmarketable Parcel, their holding will not be included in the Facility.

The Company has appointed Foster Stockbroking Pty Ltd (Sale Agent) to sell the Shares under the Facility. The proceeds from the sale of the Shares will be remitted to participating shareholders as soon as practicable following settlement of all Shares sold through the Facility.

The key dates in relation to the Facility are set out below:

<b>Event</b>	<b>Date</b>
Record Date	24 October 2025
ASX announcement	27 October 2025
Offer Letters Sent to shareholders holding Unmarketable Parcel	31 October 2025
Offer Opens	31 October 2025
Closing Date for receipt of <b>Notice of Retention</b> forms	<b>12 December 2025</b>

The Company reserves the right to change any of the dates referred to in this announcement or the enclosed letter and Share Retention Form, or to vary, cancel or delay the Facility or the sale of Shares at any time before Shares are sold, by making an announcement to ASX.

The Facility does not prevent shareholders who hold an Unmarketable Parcel from selling their Unmarketable Parcel themselves.

The Company has the ability to establish the Facility and facilitate the sale of Unmarketable Parcels under article 79 of its Constitution and rule 15.13 of the ASX Listing Rules.

The Company does not provide any recommendation or advice as to whether shareholders holding an Unmarketable Parcel should sell or retain their Shares.

If you have any questions about the operation of the Facility, please contact the Company's Share Registry, MUFG Corporate Markets on 1300 554 474 (within Australia) or + 61 1300 554 474 (outside Australia) between 8:30am and 5:30pm (AEST) Monday to Friday.

Attached to this announcement is a copy of the letter and Share Retention Form and Unmarketable Parcel Sale Facility terms and conditions that will be sent to eligible shareholders on 31 October 2025. Eligible shareholders who wish to retain their Shares must complete and return a Share Retention Form by 5pm (AWST) 12 December 2025.

This release is authorised by the Board of Otto.

Justin Clyne Interim Chairman +61 8 6467 8800 info@ottoenergy.com	Matt Worner Investor Relations <u>investor- relations@ottoenergy.com.</u>
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Dear Shareholder,

### Unmarketable Parcel Sale Facility

Otto Energy Limited ("**Otto**" or the "**Company**") is pleased to advise that it has established a share sale facility ("**Facility**") to enable shareholders who hold parcels of fully paid ordinary shares in the Company ("**Shares**") valued at less than \$500 ("**Unmarketable Parcel**") as at 5.00pm (AWST) on 24 October 2025 ("**Record Date**") the opportunity to dispose of their shares in a cost effective manner.

Based on the share price at the close of trading on the Record Date of \$0.005, a holding of 99,999 Shares or less constitutes an Unmarketable Parcel.

Unmarketable Parcels can be difficult or expensive to sell, so the Facility enables eligible shareholders to sell their Unmarketable Parcels without having to act through a broker and incur fees. The Company will pay the costs associated with the sale (excluding any income tax).

Otto will also significantly reduce the administrative costs associated with maintaining many small holdings through the Facility. The Company is always looking to reduce costs and has been actively engaging with shareholders to convert from paper-based to digital. Shareholders still elect post over email, and we urge these to make the switch by signing up to MUFG Corporate Services ("**MUFG**") on 1300 554 474 (within Australia) or + 61 1300 554 474 (outside Australia) between 8:30am and 5:30pm (AEST) Monday to Friday or emailing the Company on [investor-relations@ottoenergy.com](mailto:investor-relations@ottoenergy.com).

### Key Dates

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The Facility will apply to parcels of Shares with a market value of less than \$500 as at the Record Date. Shareholders with an Unmarketable Parcel are not obliged to sell their shares and can opt out of the Facility. Alternatively, the parcel will be sold and the relevant proceeds sent to the shareholders (see further details below).

The ability to establish the Facility and facilitate the sale of Unmarketable Parcels is in accordance with the Company's Constitution and ASX Listing Rule 15.13. Furthermore, pursuant to ASX Listing Rule 15.13.5, the Company will not sell your Shares in the event of a takeover offer. If, on the Closing Date, the share price has increased such that a parcel is no longer an Unmarketable Parcel, it will also not be sold.

**This letter is the first and final notice to holders of Unmarketable Parcels of Shares regarding the Facility.**

As a holder of an Unmarketable Parcel, your alternatives are described below:

1. **Purchase additional shares to increase your holding:** Shareholders can purchase additional shares on market such that they increase their holdings above the Unmarketable Parcel threshold before the Closing Date.
2. **Retain your Unmarketable Parcel:** If you do not wish to sell your Unmarketable Parcel, you MUST OPT OUT of the Facility by completing and returning the enclosed Notice of Retention (**Appendix A**) via post so that it is received by the share registry before the Closing Date otherwise the unmarketable parcel will be sold under the Facility.
3. **Consolidate your Unmarketable Parcel:** If you have more than one holding on the Company's share register, you may wish to consolidate your holding by contacting the share registry prior to the Closing Date of the Facility. This may result in the parcel no longer being classified as an Unmarketable Parcel. (Note that amalgamations of holdings under a Holder Identification Number (**HIN**) must be done via your broker.)
4. **Sell your Unmarketable Parcel:** If you wish to sell the Unmarketable Parcel through the Facility, you do NOT need to take any action, and you will be deemed to have irrevocably appointed the Company as your agent:
  - (a) to sell all of your Shares at a price to be determined by when and how the shares are sold, without any costs being incurred by you; and
  - (b) to deal with the proceeds as set out in this letter.

The Company has appointed Foster Stockbroking Pty Ltd ("FSB") to sell the Unmarketable Parcels. Proceeds will be forwarded to you following settlement of the Closing Date. The price you receive for the Shares will be the volume weighted average price of all Shares sold under the Facility. If your Shares are sold, the relevant bank transfer confirmation will be sent to your nominated bank account. Bank details need to be updated in the share registry as only EFT payments will be made. No cheques will be sent. Payment details can also be updated by contacting MUFG at <https://au.investorcentre.mpms.mufg.com/Login/Login> or on 1300 554 474 (within Australia) or + 61 1300 554 474 (outside Australia) between 8:30am and 5:30pm (AEST) Monday to Friday.

The Company does not provide any recommendation or advice on whether you should sell or retain your shares. If you are unsure, you should seek independent financial, legal or taxation advice prior to deciding as to whether you wish to participate in the Facility.

If you have any questions in relation to the Facility, please contact MUFG Corporate Markets by telephone on 1300 554 474 (within Australia) or + 61 1300 554 474 (outside Australia) between 8:30am and 5:30pm (AEST) Monday to Friday or consult your financial or other professional adviser.

Thank you for your continued support.

**Justin Clyne**

Interim Chairman – Otto Energy Limited

## Otto Energy Limited (ASX:OEL)

### Unmarketable Parcels Share Sale Facility (Facility) Terms and Conditions

#### 1. What is an Unmarketable Parcel?

An Unmarketable Parcel is a holding of fully paid ordinary shares in Otto Energy Limited (**Shares**), (**Company**) that is valued at less than \$500. Based on the closing price of Shares on 24 October 2025 (**Record Date**) of A\$0.005, this is equivalent to a holding of 99,999 Shares or less.

#### 2. Why has the Facility been established?

The Company has decided to establish an Unmarketable Parcel Sale Facility (**Facility**) to enable you to sell your Unmarketable Parcel without incurring brokerage or handling costs that could otherwise make a sale of your Unmarketable Parcel uneconomic or difficult. The sale of Unmarketable Parcels through the Facility will also enable the Company to reduce administrative costs associated with maintaining a large number of relatively small holdings of Shares.

#### 3. Why have I received this letter?

You have received this letter because our records indicate that you held an Unmarketable Parcel of Shares based on the price of Shares of A\$0.005 as at close of trade on the Record Date.

#### 4. What do I need to do to sell my Shares?

If you wish to sell your Shares you should **TAKE NO ACTION**. Your Shares will be sold through the Facility unless a duly completed Share Retention Form in respect of your Shares is received by the Company's Share Registry, MUFG Corporate Markets (**Share Registry**), before 5:00pm (AWST) on 12 December 2025 (**Closing Time**) in accordance with the instructions on the enclosed Share Retention Form.

The operation of this Facility does not prevent any shareholder of an Unmarketable Parcel to individually sell their holding. However, the costs and fees of an external sale not part of the Facility will not be covered by the Company.

#### 5. What if I do not wish to sell my Unmarketable Parcel?

If you do not wish to sell your Shares, you **MUST OPT-OUT** of the Facility by completing and returning the **enclosed** Share Retention Form to the address provided in the Share Retention Form so that it is received by the Share Registry prior to the Closing Time. If the Share Registry has not received your Share Retention Form by the Closing Time, your Shares will be sold through the Facility.

Alternatively, you can purchase more Shares on-market so that you hold at least \$500 worth of Shares as at the Closing Time. See Question 12 below for further information.

#### 6. How will my Shares be sold under the Facility?

The Company may arrange for the sale of the Shares under the Facility by way of on-market sale, or in any way they consider reasonable in the circumstances (e.g., off-market sale). The Company has appointed Foster Stockbroking Pty Ltd (**Sale Agent**) to assist for this purpose.

#### 7. What price will I receive for Shares sold through the Facility?

The price to be paid for the Shares sold under the facility has not been fixed. It will depend on when and how the Shares are sold. While the Company will endeavour to procure the best price for the Shares, there can be no assurance as to what this

price will be, or that it will be the best possible price.

If the Shares are sold on-market, the price received for them will depend on market conditions at the time of sale, as well as a number of other relevant factors. However, if the Shares are not sold on-market, the price will be the price that the Company (or the Sale Agent engaged by the Company to assist with the Facility) have been able to negotiate with the acquirer(s).

You will not have control over the time or price at which your Shares are sold, and the price you receive may not reflect the price of Shares appearing in the media or quoted by the ASX on any given day, nor be the best price for Shares available on the day your Shares are sold.

Remittance will be calculated as a volume-weighted average price received by the Sale Agent of all Shares sold under the Facility.

#### **8. Do I need to pay anything if I participate in the Facility?**

The Company will pay all costs and expenses arising in connection with the Facility. Any tax payable, or other tax consequences from the sale, will be your responsibility.

#### **9. When will I receive the proceeds for the Shares sold?**

Payment will be remitted to you following settlement of all Shares sold under the Facility as soon as reasonably practicable. **If your direct credit details or address requires updating**, you can amend your details online through the Share Registry website at <https://au.investorcentre.mpms.mufig.com>. Payment will be made in Australian dollars.

#### **10. What are the advantages and disadvantages of participating in the Facility?**

You may consider the following consequences of participating in the Facility to be advantageous to you:

- receiving a cash payment from the sale of your Unmarketable Parcel;
- avoiding any brokerage or related selling expenses in connection with the sale of your Shares; and
- utilising a cost-effective way of disposing of an Unmarketable Parcel.

You may consider the following consequences of participating in the Facility to be disadvantageous to you:

- no longer holding any Shares in the Company (unless you subsequently buy more Shares);
- possible capital gains tax being payable; and
- the price of the Company's Shares subsequently rising following the sale of your Shares (although there is no way of predicting whether this would actually occur).

#### **11. What if the price of Shares changes between the Record Date and the Closing Time?**

If the market price of Shares increases between the Record Date and the Closing Time, such that at the Closing Time the value of your Shares is equal to or greater than \$500, your Shares will not be sold through the Facility.

#### **12. If I buy more Shares in the Company, will I retain my holding?**

The Company will not sell your Shares if you increase your holding to a marketable parcel, being a holding of Shares with a market value of at least \$500 based on the price of Shares as at the Closing Time.

Please note that any additional Shares acquired must be registered by the Closing Time, under the same name and address and with the same holder number (SRN or HIN) as set out in the enclosed Share Retention Form.

**13. What if I hold multiple Unmarketable Parcels of Shares?**

If you hold multiple Unmarketable Parcels of Shares, you must complete and return a Share Retention Form for each separate Unmarketable Parcel that you wish to retain.

Alternatively, you may aggregate your multiple holdings to avoid them being sold. To do this, please contact the Share Registry 1300 554 474 (within Australia) or +61 1300 554 474 (outside Australia).

If you wish to sell your Unmarketable Parcels through the Facility, you should take no action.

**14. What if my holding of Shares in the Company is a CHESS Holding?**

If your Shares remain in a CHESS Holding, the Company may move those Shares to an Issuer Sponsored Holding and the Shares will then be sold under the Facility.

**15. Does the Company have the authority to establish the Facility?**

The Company has the ability to establish the Facility and facilitate the sale of Unmarketable Parcels under article 79 of the Company's Constitution and rule 15.13 of the ASX Listing Rules.

**16. Where can I obtain further information?**

If you have any other questions about the operation of the Facility, please contact the Company's Share Registry on 1300 554 474 (within Australia) or + 61 1300 554 474 (outside Australia) between 8:30am and 5:30pm (AEST) Monday to Friday.

**17. What if I am unsure of what to do?**

If you are in doubt about what to do, you should consult a financial, legal or taxation adviser. These Terms and Conditions do not constitute advice, nor is it a recommendation to sell, buy or hold Shares.

**18. Important notes**

The Company reserves the right to change any of the dates referred to in this letter or the enclosed Terms and Conditions or Share Retention Form, or to vary, cancel or delay the Facility or the sale of your Shares at any time before your Shares are sold, by making an announcement to ASX.

The Company is not bound to sell any or all of the Shares that may be available for it to sell under this Facility, and there is no guarantee that the Company will be able to sell your Shares. In addition, the sale proceeds may differ from the market value of your Shares on the Record Date, depending on movements in the market price of the Shares and on the Company appointed brokers' ability to procure purchasers.

You may obtain details of the market price of the Company's Shares by visiting [www.asx.com.au](http://www.asx.com.au).