



ASX ANNOUNCEMENT

28 September 2021

Completion of Institutional Component of Entitlement Offer

Threat Protect Australia Limited (“**Threat Protect**” or the “**Company**”) (ASX: “**TPS**”) advises the successful completion of the institution component (**Institutional Entitlement Offer**) of its fully underwritten 23 for 1 pro-rata accelerated renounceable entitlement offer to raise approximately \$31.9 million (**Entitlement Offer**).

The proceeds raised by the Entitlement Offer are intended to be applied to debt reduction, transaction costs and growth initiatives.

Key Highlights

- **Institutional Entitlement Offer successfully completed, raising approximately \$15.0 million before costs**
- **Threat Protect shares recommence trading on the ASX today**
- **Retail Entitlement Offer opens on Monday, 4 October 2021**

Summary of the Institutional Entitlement Offer

The accelerated Institutional Entitlement Offer of 3,002,833,701 Shares to eligible institutional shareholders raised approximately \$15.0 million before costs from subscriptions for new fully paid ordinary shares (**New Shares**) at \$0.005 per New Share (**Offer Price**). The Institutional Entitlement Offer attracted strong support from institutional shareholders with a take-up rate by eligible institutional shareholders of approximately 30.1%.

This follows the successful issue of 36,143,441 Shares on Monday 27 September 2021 in accordance with the Placement announced on Friday 24 September 2021.

A bookbuild for shortfall shares under the Institutional Entitlement Offer was conducted on Friday, 24 September 2021 and Monday, 27 September 2021 (**Institutional Shortfall Bookbuild**) and created strong demand from both existing shareholders and other institutional investors.

Entitlements not taken up under the Institutional Entitlement Offer by eligible institutional shareholders were placed under the Institutional Shortfall Bookbuild at \$0.005 per New Share to investors and sub-underwriters.

The issue of Shares under the Institutional Entitlement Offer (including the shortfall) is expected to occur on Friday 1 October 2021.

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The Company also confirms that Black Crane ultimately agreed with Morgans Corporate Limited (**Underwriter**) to sub-underwrite an amount of A\$14,208,799.30 under the Entitlement Offer (being an amount less than the potential maximum that was set out in the Prospectus of \$15,406,250).

Commencement of the Retail Entitlement Offer

The retail component of the Entitlement Offer of approximately 3,370,459,836 Shares is expected to raise approximately \$16.9 million before costs (**Retail Entitlement Offer**). The Retail Entitlement Offer will open on Monday, 4 October 2021 and is fully underwritten.

Under the Retail Entitlement Offer, Eligible Retail Shareholders (as defined below) are being offered the opportunity to subscribe for 23 New Shares for every 1 existing share held as at 5.00 pm WST on Tuesday, 28 September 2021 (**Record Date**) at the Offer Price of \$0.005 per New Share.

Eligible Retail Shareholders are those shareholders who are registered as a holder of Threat Protect Shares as at the Record Date, are not an Eligible Institutional Shareholder and are eligible under all applicable securities laws to receive an offer under the Retail Entitlement Offer (**Eligible Retail Shareholders**).

The Retail Entitlement Offer is being offered to all Threat Protect shareholders at the Record Date who were not Eligible Institutional Shareholders. This includes shareholders with a registered address in Australia, New Zealand, Canada, Germany, Hong Kong, Isle of Man, Philippines, The United Republic of Tanzania, United Arab Emirates, United Kingdom and Zambia.

Eligible Retail Shareholders will be allotted entitlements (**Retail Entitlements**), which can be traded on the ASX. Retail Entitlements will trade under the ASX ticker "TPSR". If Eligible Retail Shareholders choose not to take up all or part of their Retail Entitlements, they can seek to sell all or part of their Retail Entitlements on the ASX or by transferring entitlements directly to another person on or before 11 October 2021.

Retail Entitlements not taken up under the Retail Entitlement Offer will form the retail shortfall (**Retail Shortfall**). Eligible Retail Shareholders are being offered the opportunity to apply for Shares in excess of their entitlements and these applications will be given priority under the Retail Shortfall.

The Retail Shortfall not subscribed for by Eligible Retail Shareholders in excess of their entitlements, will be offered for sale through a Retail Shortfall Bookbuild between Thursday, 21 October 2021 and Monday, 25 October 2021.

Eligible Retail Shareholders should carefully read the Prospectus and their personalised entitlement and acceptance form. Information as to how to access the Prospectus and personalised entitlement and acceptance forms will be dispatched to Eligible Retail



Shareholders on Monday 4 October 2021. The Prospectus will be made available on the Company's website.

It is the responsibility of purchasers of Retail Entitlements to inform themselves of the eligibility criteria for exercise. If holders to Retail Entitlements after the trading period do not meet the eligibility criteria, they will not be able to exercise the Retail Entitlements. In the event that holders are not able to take up their Retail Entitlements, those Retail Entitlements will be sold into the Retail Shortfall Bookbuild and holders may receive no value for them.

Resumption of trading

Threat Protect's ordinary shares are expected to resume trading from market open on Tuesday, 28 September 2021 on an ex-entitlement basis.

Summary of Key Dates

Event	Date
Announcement of results of Institutional Offer Quotation of Placement Shares Trading resumes on an ex-rights basis Retail Rights start trading on deferred settlement basis	Prior to market open on Tuesday 28 September 2021
Record Date for the Entitlement Offer	5:00pm (WST) on Tuesday 28 September 2021
Settlement of Institutional Offer Shares (including Institutional Offer Shortfall) Lodgment of Appendix 2A for the Institutional Offer (by 12:00 PM AEST / 10:00 AM WST)	Thursday 30 September 2021
Issue of Institutional Offer Shares (including Institutional Offer Shortfall) Quotation of Institutional Offer Shares	Friday 1 October 2021
Prospectus dispatched to Retail Shareholders Company announces dispatch has completed Opening Date for Retail Offer	Monday 4 October 2021
Retail Rights trading ends	Close of trading on Monday 11 October 2021
Securities quoted on a deferred settlement basis	Tuesday 12 October 2021
Last day to extend Retail Offer closing date*	Wednesday 13 October 2021
Closing Date of Retail Offer**	Monday 18 October 2021
Bookbuild for any Retail Offer Shortfall (if applicable)	Thursday 21 October 2021 to Monday 25 October 2021
Announcement of results of Retail Offer Shortfall bookbuild	Tuesday 26 October 2021
Settlement of Retail Offer Issue of Retail Offer Shares	Thursday 28 October 2021

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Event	Date
Lodgment of Appendix 2A with ASX	
Quotation of Retail Offer Shares	Friday 29 October 2021
Settlement of Retail Offer Shortfall Issue Retail Offer Shortfall Shares	On or before Monday 8 November 2021
Quotation of Retail Offer Shortfall Shares	Tuesday 9 November 2021

*These dates are indicative only and are subject to change without notice. All times and dates refer to times and dates in Perth, Australia. Subject to the requirements of the Corporations Act, the ASX Listing Rules and any other applicable laws, Threat Protect has the right, with the consent of the underwriters, to amend the timetable, including extending the Retail Entitlement Offer or accepting late applications (either generally or in particular cases) without notice

Further information and shareholder enquiries

Eligible retail security holders who have any questions regarding the Retail Entitlement Offer should contact the Threat Protect Shareholder Information Line when the Retail Entitlement Offer opens on Monday, 4 October 2021 on 1300 494 861 (within Australia) or +61 1300 494 861 (outside Australia), between 8.30am to 5.30pm (AEST/AEDT) Monday to Friday prior to the close of the Retail Entitlement Offer.

This announcement has been authorised by Dennison Hambling, Executive Director.

ENDS

For further information, contact:

Investors

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