

ASX Announcement

6 December 2021

Damstra Technology

(ASX: DTC)

Successful Completion of Placement and Institutional Component of Entitlement Offer

Damstra Holdings Limited (ASX:DTC) (**Damstra** or the **Company**) is pleased to announce the results of its institutional placement (**Placement**) and the institutional component of its 1 for 6.75 fully underwritten accelerated non-renounceable pro-rata entitlement offer (**Entitlement Offer**) of fully paid ordinary shares in the Company (**New Shares**). The Placement and Entitlement Offer are expected to raise approximately \$20 million, which will be used to support growth in sales capability and resources, especially in the North American market, to ensure availability of funds for TIKS deferred consideration payment, to further invest in development of Damstra's Enterprise Protection Platform, and for the Company's general working capital purposes (including the costs of the Entitlement Offer).

The Placement and the institutional component of the Entitlement Offer (**Institutional Entitlement Offer**) closed on 3 December 2021, raising a total of approximately \$13.8 million at \$0.34 per New Share (**Offer Price**).

The Placement raised a total of approximately \$10.0 million and the Institutional Entitlement Offer raised a total of approximately \$3.8 million. The Placement and Institutional Entitlement Offer (including the Institutional Shortfall Bookbuild) were well supported by both existing institutional shareholders and new institutional investors.

Approximately 29.4 million New Shares subscribed for under the Placement are expected to be issued on 10 December 2021. The Company expects approximately 11.0 million New Shares subscribed for under the Institutional Entitlement Offer to be issued on the same date.

All New Shares issued under the Placement and Entitlement Offer will rank equally with existing fully paid ordinary shares on issue in the Company, and trading in the New Shares issued under the Placement and Institutional Entitlement Offer on the ASX is expected to commence from market open on Friday, 10 December 2021.

Shaw and Partners Limited acted as Lead Manager and Underwriter.

Retail Entitlement Offer

The fully underwritten retail component of the Entitlement Offer (**Retail Entitlement Offer**) will raise approximately \$6.3 million.

Eligible retail shareholders as at 7.00pm (AEDT) on Monday, 6 December 2021, with registered addresses in Australia and New Zealand will be invited to participate in the Retail Entitlement Offer at the Offer Price. The Retail Entitlement Offer will be open from 9.00am (AEDT) on Tuesday, 7 December 2021 to 5.00pm (AEDT) on Thursday, 16 December 2021 (**Retail Entitlement Offer Period**).

Eligible retail shareholders who have subscribed for all of their entitlement, may, in addition to their full entitlement, apply for a number of additional New Shares equal to a maximum of 50% of their full entitlement. The Company may, subject to any restrictions imposed by the Corporations Act or the ASX Listing Rules, and in consultation with the Lead Manager, scale back applications for additional New Shares or impose restrictions on the number of additional New Shares which can be taken up by any eligible retail shareholder, each in the Company's absolute discretion.

The terms and conditions under which eligible retail shareholders may apply for New Shares under the Retail Entitlement Offer are outlined in the Retail Offer Booklet to be lodged with ASX and dispatched to eligible retail shareholders on Tuesday, 7 December 2021. The Retail Entitlement Offer Booklet and the accompanying personalised entitlement and acceptance form (**Entitlement and Acceptance Form**) will contain instructions on how eligible retail shareholders can apply for their entitlements under the Retail Entitlement Offer. The Entitlement and Acceptance Forms and payments are due by no later than 5.00pm (AEDT) Thursday, 16 December 2021.

If you have any questions regarding the Entitlement Offer, please contact the Company's share registry on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) at any time from 8.30am to 5.00pm (AEDT) Monday to Friday, during the Retail Entitlement Offer Period. It is recommended that you consult with your stockbroker, accountant or other independent and appropriately licensed professional adviser if you are in any doubt as to whether to participate in the Retail Entitlement Offer.

Indicative key Dates for the Placement and Entitlement Offer

Request trading halt and announce Placement and Entitlement Offer with Appendix 3B and cleansing statement to ASX	Thursday, 2 December 2021
Placement and Institutional Entitlement Offer conducted while in trading halt	Thursday, 2 December 2021
Placement and Institutional Entitlement Offer closes	Friday, 3 December 2021
Announce results of Placement and Institutional Entitlement Offer	Monday, 6 December 2021
Trading halt lifted	Monday, 6 December 2021
Trading of DTC shares resumes ex-entitlement	Monday, 6 December 2021
Record Date for eligible participants in Retail Entitlement Offer (Record Date)	7.00pm AEDT on Monday, 6 December 2021
Entitlement Offer Booklet despatched to shareholders and lodged with ASX	Tuesday, 7 December 2021
Opening Date for Retail Entitlement Offer (Opening Date)	Tuesday, 7 December 2021
Settlement of Placement and Institutional Entitlement Offer Shares (Institutional Settlement Date)	Thursday, 9 December 2021
Lodge Appendix 2A for Placement and Institutional Entitlement Offer Shares and issue cleansing statement for Placement Shares	Thursday, 9 December 2021
Placement and Institutional Entitlement Offer Shares commence trading (Institutional Issue Date)	Friday, 10 December 2021



Final day to extend Retail Entitlement Offer	Monday, 13 December 2021
Closing Date for Retail Entitlement Offer (Closing Date)	5.00pm on Thursday, 16 December 2021
Announce results of the results of the Retail Entitlement Offer and settlement of Retail Entitlement Offer Shares (Retail Settlement Date)	Thursday, 23 December 2021
Lodge Appendix 2A for Retail Entitlement Offer Shares	Thursday, 23 December 2021
Retail Entitlement Offer Shares issued and commence trading	Friday, 24 December 2021
Request trading halt and announce Placement and Entitlement Offer with Appendix 3B and cleansing statement to ASX	Thursday, 2 December 2021

Dates and times in the above timetable are indicative only and may be subject to change. All times are in AEDT. The Company reserves the right, subject to the Corporations Act, ASX Listing Rules and other applicable laws, to withdraw or vary the dates and times set out above without notice. In particular, the Company reserves the right to extend the closing date of the Entitlement Offer, accept late applications, either generally or in particular cases, or withdraw the Entitlement Offer at any time, in each case without prior notice.

Further Information

For further information on the Entitlement Offer, please refer to the Company's ASX announcement and Investor Presentation released to ASX on 2 December 2021.

Ends

Authorised for release to ASX by the Board of Damstra Holdings.

Enquiries

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About Damstra

Damstra is a global leader in enterprise protection software. Its Enterprise Protection Platform (EPP) integrates an extensive range of modules and products that allows organisations to mitigate and reduce unforeseen and unnecessary business risks around people, workplaces, assets, and information.

Integral to the Damstra EPP, Damstra's Workforce Management, Learning Management and Connected Worker solutions combine to ensure Protected People. In creating workplaces that are Safe, Damstra's Access Control, Digital Forms and Safety Solutions are utilised. Assets are connected into operations, through integrated Asset Management enabling Asset mobilisation and offerings in RFID and IOT. And lastly Accessible Information, Reporting BI tools and Predictive Analytics are critical to ensuring customers are making the right decisions with the right information.



DAMSTRA
CONNECT + PROTECT YOUR WORLD

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For more information, please visit <https://www.damstratechnology.com> or visit our LinkedIn page <https://www.linkedin.com/company/damstra-technology>

Disclaimer

References to currency are expressed in Australian dollars. All amounts provided in this announcement are unaudited.

Nothing contained in this announcement constitutes investment, legal, tax or other advice. You should seek appropriate advice before making investment decisions.

This announcement contains "forward-looking statements." These can be identified by words such as "may", "should", "anticipate", "believe", "intend", "estimate", and "expect". Statements which are not based on historic or current facts may be forward-looking statements. Forward-looking statements are based on:

assumptions regarding the Company's financial position, business strategies, plans and objectives of management for future operations and development and the environment in which the Company will operate; and current views, expectations and beliefs as at the date they are expressed and which are subject to various risks and uncertainties.

Actual results, performance or achievements of the Company could be materially different from those expressed in, or implied by, these forward-looking statements. The forward-looking statements contained within the presentations are not guarantees or assurances of future performance and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of the Company, which may cause the actual results, performance or achievements of the Company to differ materially from those expressed or implied by forward-looking statements. For example, the factors that are likely to affect the results of the Company include general economic conditions in Australia and globally; exchange rates; competition in the markets in which the Company does and will operate; weather and climate conditions; and the inherent regulatory risks in the businesses of the Company. The forward-looking statements contained in this announcement should not be taken as implying that the assumptions on which the projections have been prepared are correct or exhaustive. The Company disclaims any responsibility for the accuracy or completeness of any forward-looking statement. The Company disclaims any responsibility to update or revise any forward-looking statements to reflect any change in the Company's financial condition, status or affairs or any change in the events, conditions or circumstances on which a statement is based, except as required by law. The projections or forecasts included in this presentation have not been audited, examined or otherwise reviewed by the independent auditors of the Company.

You must not place undue reliance on these forward-looking statements.

