

25 May 2022

Market Announcements Office
ASX Limited
Level 4, Rialto North Tower
525 Collins Street
MELBOURNE VIC 3000

Dear Sir / Madam,

BikeExchange Limited – Notification under s 708AA(2)(f) of the Corporations Act

On 25 May 2022, BikeExchange Limited ACN 625 305 240 (ASX: BEX) (**Company**) announced a non-renounceable pro-rata entitlement offer (**Entitlement Offer**) of 1 fully paid ordinary share in the Company (**Share**) for every 1 Share held at 7.00 pm (Melbourne time) on Monday, 30 May 2022 by shareholders with a registered address in Australia or New Zealand, at an offer price of \$0.02 (2 cents) per Share to raise approximately \$6.34 million (before costs).

Further details regarding the Entitlement Offer are set out in the ASX announcement relating to the Entitlement Offer lodged with the ASX earlier today. An Offer Booklet for the Entitlement Offer is expected to be dispatched to eligible investors on Thursday, 2 June 2022.

This notice is given by the Company under section 708A(5)(e) of the *Corporations Act 2001 (Cth)* (**Corporations Act**).

The Company hereby confirms that:

1. The Shares to be issued under the Entitlement Offer (**New Shares**) will be offered without disclosure to investors under Part 6D.2 of the Corporations Act.
2. This notice is being given under section 708AA(2)(f) of the Corporations Act.
3. As at the date of this notice, the Company, as a disclosing entity under the Corporations Act, has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (b) sections 674 and 674A of the Corporations Act as it applies to the Company.
4. As at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) or 708A(8) of the Corporations Act, which is required to be disclosed by the Company.

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5. The potential effect the Entitlement Offer will have on the control of the Company and the consequences of that effect will depend on a number of factors, including investor demand and the extent to which eligible securityholders take up their entitlements. However, given:

- (a) the size and pricing of the Entitlement Offer; and
- (b) the current level of substantial holdings (based on substantial holding notices that have been lodged on or prior to the date of this notice) which mean that, based on the structure of the Entitlement Offer, no shareholder can increase their voting power beyond 20% by reason of the Entitlement Offer,

the Entitlement Offer is not expected to have a material effect or consequence on the control of the Company.

This ASX announcement dated 25 May 2022 has been authorised for release by the Board of Directors of the Company.

For further information, contact the Company Secretary on +61 2 8072 1400.

Yours sincerely,
BikeExchange Limited

David Hwang
Joint Company Secretary

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