

4 December 2025

Company Announcements Platform
Australian Securities Exchange
Level 4
20 Bridge Street
SYDNEY NSW 2000

Via Electronic Lodgement

Dear Sir/Madam

CLEANSING NOTICE UNDER SECTION 708AA(2)(F) OF THE CORPORATIONS ACT 2001

This notice is given by Pathkey.AI Ltd (**Company**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Company has announced its intention to undertake an equity raising of up to approximately \$920,517 via a non-renounceable entitlement offer. The raising comprises a non-renounceable pro-rata entitlement offer of fully paid ordinary shares (**Shares**), on the basis of one (1) new Share for every four (4) Shares held as at 4:00pm (AEDT) on 10 December 2025 to eligible shareholders with a registered address in Australia or New Zealand (**Entitlement Offer**).

Based on the current capital structure (and assuming no options to acquire Shares (**Options**) are exercised prior to the Record Date) a total of an additional 76,709,767 Shares will be issued if the Entitlement Offer is fully subscribed and the amount raised will be approximately \$920,517. As at the date of this announcement the Company currently has 122,531,467 Options on issue. In order to participate in the Entitlement Offer these Options must be exercised prior to the Record Date.

The Entitlement Offer is managed by GBA Capital Pty Ltd (ACN 643 039 123) (**Lead Manager**). The Company will pay the Lead Manager a fee of 6% (excluding GST) of the amount raised under the Entitlement Offer, as well as reimbursement of expenses.

Any shortfall under the Entitlement Offer will be dealt with in accordance with the allocation policy set out in the offer document released together with this notice (**Offer Document**), provided that the Company will ensure that no investor acquires a voting power in the Company in excess of 20% as a result of the issue of shortfall Shares.

The Company gives notice pursuant to section 708AA(2)(f) of the Corporations Act that:

- (a) the Company will offer the Shares under the Entitlement Offer for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) the Company is providing this notice under paragraph 2(f) of section 708AA of the Corporations Act;
- (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) the potential effect that the issue of the new Shares pursuant to the Entitlement Offer will have on the control of the Company, and the consequences of that effect, will depend on several factors, including investor demand;

- (f) if all shareholders subscribe for their entitlements, then all shareholders will retain their percentage ownership in the Company, and the issue of Shares under the Entitlement Offer is not expected to have any material effect on the control of the Company;
- (g) given the size and pricing of the Entitlement Offer, the structure of the Offer as a pro-rata issue, the fact the Offer is not underwritten, that no shareholder can acquire a voting power in excess of 20% by virtue of its participation in the Entitlement Offer (based on current shareholdings), the issue of Shares under the Entitlement Offer is not expected to have any material effect or consequence on the control of the Company; and
- (h) it is not expected that any person will acquire a voting power of 20% or more in the Company as a result of participating in the Entitlement Offer.

Further details with respect to the Entitlement Offer are set out in the Offer Document.

This announcement is authorised for release by the Board of Pathkey.AI Ltd.

Yours faithfully

Jonathan Hart
Company Secretary

Authorised by the Board of Directors of Pathkey.AI Ltd