# Alligator Energy

# ASX Announcement

13 August 2026

# Share Purchase Plan Open

**Alligator Energy Limited** (**ASX: AGE,** "**Alligator**" or the "**Company**") advises that the share purchase plan (**SPP**), previously announced on 6 August 2026, is now open.

The SPP is open to shareholders recorded as holding shares on the Company's register of members as at 7.00pm (AEST) on Wednesday, 5 August 2026 who have a registered address in Australia or New Zealand (**Eligible Shareholders**).

Eligible Shareholders are invited to subscribe for up to A$30,000 worth of new fully paid ordinary shares (**New Shares**) at A$0.045 per share, being the same price as the placement announced on 6 August 2026 (**Purchase Price**).

The key dates for the SPP are set out below, with further details contained in the invitation letter and SPP Offer Booklet, copies of which are enclosed with this announcement.

| Event | Date |
|---|---|
| SPP Record Date (7:00pm (AEST)) | Wednesday, 5 August 2026 |
| Opening of SPP and dispatch of Offer Booklet | Thursday, 13 August 2026 |
| SPP Closing Date (5:00pm (AEST)) | Thursday, 3 September 2026 |
| Announcement of SPP results and issue of New Shares under the SPP | Thursday, 10 September 2026 |
| Expected Quotation of New Shares issued under the SPP on ASX | Friday, 11 September 2026 |

The timetable is indicative only and subject to change. Alligator retains the discretion, subject to the listing rules of ASX and the *Corporations Act 2001* (Cth) (**Corporations Act**), to alter any or all of these key dates at its discretion (generally or in particular cases), without prior notice, including extending the closing date or to withdraw the SPP without prior notice.

This announcement was authorised for release by the Board of Alligator Energy Ltd.

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## Contacts

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13 August 2026

Dear Shareholder,

**Alligator Energy Limited – Share Purchase Plan**

On 6 August 2026, Alligator Energy Limited ACN 140 575 604 (ASX:AGE) (**Alligator** or **Company**) announced to the Australian Securities Exchange (**ASX**) the completion of a A$15 million placement of new fully paid ordinary shares in Alligator (**Shares**) to institutional investors (**Placement**) at an issue price of A$0.045 per Share (**Placement Price**).

Further details of the Placement, including the use of funds, are set out in that ASX Announcement dated 6 August 2026.

The board of directors of Alligator (**Board**) is pleased to offer Eligible Shareholders (as defined below) an opportunity to participate in Alligator's share purchase plan (**SPP**). The SPP will give all Eligible Shareholders an opportunity to apply for up to A$30,000 worth of new Shares at A$0.045 per Share, being the same price as the Placement Price (**Purchase Price**).

The capital raising proceeds will be used to progress work programs at Samphire and Big Lake, including the Samphire drilling program, Big Lake drilling program, Samphire feasibility study, Samphire mining lease applications and for business development, general working capital and costs of the capital raise.

The SPP is open to all shareholders recorded as holding Shares on the Company's register of members as at 7.00pm (AEST) on Wednesday, 5 August 2026 who have a registered address in Australia or New Zealand (and who otherwise meet the eligibility criteria set out in the attached SPP Offer Booklet) (**Eligible Shareholders**).

**The Directors of Alligator, each an Eligible Shareholder, have indicated that they will participate in the SPP.**

Other conditions of the SPP include:

(a) Eligible Shareholders may apply for a parcel of Shares with a dollar value of A$2,000, A$5,000, A$10,000, A$20,000 or A$30,000, with fractional entitlements to Shares being rounded up to the nearest whole number of Shares;

(b) applications, certificates (in the case of 'custodians') and full payment for Shares subscribed for under the SPP must be received by 5.00pm (AEST) on Thursday, 3 September 2026 unless the SPP is extended, in accordance with the instructions set out in the Application Form and the SPP Offer Booklet;

(c) the SPP attracts no brokerage or other transaction costs; and

(d) the SPP is targeting A$3 million under the SPP. However, the Board reserves the right in its absolute discretion to accept applications from Eligible Shareholders in excess of A$3 million or to scale back applications, if necessary, on an equitable basis. In the event of a scale back occurring, you may not receive the full number of Shares applied for under the SPP and the difference in any application monies will be refunded to you (without interest) following the issue of Shares under the SPP.

Participation in the SPP is completely optional. However, an Eligible Shareholder's entitlement to participate in the SPP is non-renounceable. This means that an Eligible Shareholder's right to participate in the SPP cannot be transferred to anyone else.

The SPP offer booklet (**Offer Booklet**) in relation to the Offer has been given to ASX and is available to view on the ASX website and Alligator website at https://alligatorenergy.com.au/announcements.

Alligator will not be printing / dispatching hard copies of the Offer Booklet or application forms. Instead, an electronic copy of the Offer Booklet and your application form is available and accessible by you (using your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) from your latest Holding Statement, and your postcode) at the following link: https://portal.automic.com.au/investor/home.

Shareholders should read the Offer Booklet in full prior to making an application under the Offer. Your application under the Offer must be made by making payment in accordance with the personalised payment instructions.

1. **ONLINE** - The Offer Booklet and personalised Application Form can be accessed via: https://portal.automic.com.au/investor/home
2. **PAPER** - Request a paper copy of the Offer Booklet and the personalised Application Form by contacting the Company's Share Registry, Automic on 1300 441 601 (within Australia), or +61 2 9698 7164 (international).

**You should be aware that your own financial institution may implement earlier cut-off times with regard to electronic payment, and you should therefore take this into consideration when making payment**. It is your responsibility to ensure that funds submitted through BPAY® or EFT are received by 5.00pm (AEST) on Thursday, 3 September 2026, unless the SPP is extended.

- **For further information about how to participate in the SPP, please contact Automic.**
- Email: corporate.actions@automicgroup.com.au
- Phone: 1300 441 601 (within Australia), or +61 2 9698 7164 (international) between 8:30am and 7:00pm (Sydney time) Monday to Friday.

**Important information**

The offer of new Shares under the SPP is made in accordance with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 issued by the Australian Securities and Investments Commission which grants relief from the requirement in the Corporations Act 2001 (Cth) to issue a disclosure document for the SPP.

The Board recommends that you read the Offer Booklet carefully and in its entirety before you decide whether to participate in the SPP.

In particular, you should note the future market price of Shares is uncertain and may rise or fall. This means the price you pay for Shares under the SPP may be either higher or lower than the Share price as traded on ASX at the time the Shares are issued to you under the SPP, with the effect that the value of your investment in the Shares could rise or fall.

This letter does not provide financial advice and has been prepared without taking account of any person's investment objectives, financial situation or particular needs. If you are in any doubt about the course of action you should follow, you should seek advice from your financial, taxation or other professional adviser in relation to the SPP before participating in the SPP.

Yours sincerely

Paul Dickson

Chairman

## IMPORTANT NOTICE AND DISCLAIMER

This document has been prepared for release in Australia and may not be released to US wire services or distributed in the United States. This document does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States, or in any jurisdiction in which such an offer would be illegal. The Shares have not been, and will not be, registered under the U.S. Securities Act of 1933 (**U.S. Securities Act**) or under the securities laws of any state or other jurisdiction of the United States and may not be offered or sold in the United States unless they have been registered under the U.S. Securities Act (which Alligator has no obligation to do or procure) or are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the U.S. Securities Act and any other applicable securities laws of any state or other jurisdiction of the United States. Shareholders resident in the United States or acting for the account or benefit of a person in the United States are not eligible to participate in the SPP.

# Share Purchase Plan Offer Booklet

## Part 1 – The Offer

Alligator Energy Limited ACN 140 575 604 (ASX: AGE) (**Alligator** or **Company**) invites eligible shareholders to apply for up to A$30,000 worth of new fully paid ordinary shares in Alligator (**Shares**) under a share purchase plan (**SPP** or **Offer**) at an issue price per Share of A$0.045 per Share, being the price per Share paid by institutional and sophisticated investors under the Placement (the **Purchase Price**).

If you are eligible to purchase Shares under the SPP and you decide to participate, you must purchase a minimum parcel of Shares with a dollar value of A$2,000 or a maximum parcel of Shares with a dollar value of A$30,000 (**Maximum**) or any of the other increments set out in the application form included with this SPP Offer Booklet (**Application Form**), namely parcels of Shares having a dollar value of A$2,000, A$5,000, A$10,000, A$20,000 or A$30,000 stated in the Application Form. If your application for Shares produces a fractional number of Shares when applied to your application, the number of Shares you will be allocated will be rounded up to the nearest whole number of Shares.

To apply for new Shares under the SPP, Eligible Shareholders can either:

- download a copy of the full SPP Offer Booklet and view their personalised application form online at https://portal.automic.com.au/investor/home; or
- contact the Registry on 1300 441 601 (within Australia), or +61 2 9698 7164 (international) or by email corporate.actions@automicgroup.com.au between 8:30am and 7:00pm (AEST) Monday to Friday to request a copy of the full Offer Booklet of the SPP and their personalised Application Form.

The Company is targeting A$3 million under the SPP. However, the Board reserves the right in its absolute discretion to accept applications from Eligible Shareholders in excess of A$3 million or to scale back applications, if necessary, on an equitable basis. In the event of a scale back occurring, you may not receive the full number of Shares applied for under the SPP and the difference in any application monies will be refunded to you (without interest) following the issue of Shares under the SPP (please see Section 13 of the SPP Offer Booklet for further information).

**Please carefully read these SPP Offer Booklet relating to the Offer, as you will be bound by them.**

## Key dates*

| Event | Indicative Date |
|---|---|
| SPP Record Date | 7:00pm (Sydney time), Wednesday, 5 August 2026 |
| Market announcement, Trading Halt lifted and trading to recommence | Thursday, 6 August 2026 |
| Settlement – New Shares issued under the Placement | Tuesday, 11 August 2026 |
| Allotment – New Shares issued under the Placement | Wednesday, 12 August 2026 |
| Expected Quotation of New Shares issued under the Placement on ASX | Thursday, 13 August 2026 |
| Opening of SPP and dispatch of Offer Booklet | Thursday, 13 August 2026 |
| SPP Closing Date | Thursday, 3 September 2026 |
| Announcement of SPP results and issue of New Shares under the SPP | Thursday, 10 September 2026 |
| Expected Quotation of New Shares issued under the SPP on ASX | Friday, 11 September 2026 |

* The timetable is indicative only and subject to change. Alligator retains the discretion, subject to the listing rules of ASX and the *Corporations Act 2001* (Cth) (**Corporations Act**), to alter any or all of these key dates at its discretion (generally or in particular cases), without prior notice, including extending the closing date or to withdraw the SPP without prior notice. Applicants are encouraged to submit their applications as soon as possible.

# Part 2 – The terms and conditions of the Offer

## 1. Important notices

This document has been prepared by Alligator and has been authorised for release by the Board.

The Offer of new Shares under the SPP is not a recommendation by Alligator to purchase Shares.

Nothing in this SPP Offer Booklet, the Application Form or any other accompanying documentation constitutes investment or financial product advice or is intended to influence your decision whether or not to participate in the SPP. The SPP documentation does not constitute a prospectus or a product disclosure statement and does not (and nor is it required under the Corporations Act to) contain all the information that a prospectus or a product disclosure statement is required to contain under the Corporations Act. Rather, the Corporations Act and *Australian Securities and Investments Commission* (**ASIC**) *Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (Instrument) allow an offer under share purchase plans to be made by providing certain confirmations to the market on the basis that all information that investors and their professional advisers would reasonably require to make an informed investment decision in relation to the SPP, when read with this SPP Offer Booklet and the accompanying information, is publicly available. Accordingly, you must rely on your own knowledge of Alligator, previous disclosures made by Alligator to the ASX and, if necessary, consult with your professional adviser when making your decision whether or not, and the extent to which, you wish to apply for Shares under the SPP (taking into account your own financial situation, needs and objectives).

This document and the accompanying materials do not constitute an offer of securities for sale in the United States and may not, directly or indirectly, be sent or disseminated in the United States. The new Shares to be issued under this Offer have not been and will not be registered under the U.S. Securities Act of 1933 (**U.S. Securities Act**) or the securities laws of any state of the United States and may not be offered, sold or otherwise transferred in the United States except pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable state securities laws.

If you apply to participate in the SPP, you are accepting the risk that the market price of Alligator's Shares may change between the date on which you receive this document or send in an Application Form and the date on which Shares are issued to you under the SPP (**Issue Date**). This means that it is possible, that up to or after the Issue Date, you may be able to buy Shares at a lower price than the price you pay under the SPP. Alligator encourages you to consider seeking professional, financial and taxation advice before participating in the SPP.

## 2. Opening and closing date of the Offer

The Offer opens at 9.00am (AEST) on Thursday, 13 August 2026. The Offer closes at 5.00pm (AEST) on Thursday, 3 September 2026, unless the Offer is extended, and is being made to each Eligible Shareholder on the terms and conditions set out in this SPP Offer Booklet. **No late applications will be accepted** (subject to Section 13).

## 3. Who is an Eligible Shareholder?

You are eligible to apply for Shares in the SPP if you are a shareholder of Alligator and:

(a) your registered address as recorded in Alligator's register of members is in Australia or New Zealand;

(b) you were registered as a holder of Shares in Alligator as at 7.00pm (AEST) on Wednesday, 5 August 2026;

(c) you are not in the United States or acting for the account or benefit of a person in the United States; and

(d) you do not hold Shares on behalf of another person who resides outside Australia or New Zealand (unless you also hold Shares in another eligible capacity),

(an **Eligible Shareholder**).

Alligator has determined that it is not practical for holders of Shares with addresses on the Company's register of members in jurisdictions outside Australia and New Zealand to participate in the SPP (see Section 22 for further information).

In applying for Shares, each Eligible Shareholder must comply with the terms of the Instrument to the extent that it applies to them. What is required in order to comply with the Instrument is set out in the section titled 'ASIC Instrument 2019/547' below.

The Offer to each Eligible Shareholder is made on the same terms and conditions. The Offer is non-renounceable (i.e. you may not transfer your right to apply for Shares under the SPP to anyone else).

To the extent that an Eligible Shareholder holds Shares on behalf of another person resident outside Australia or New Zealand, it is their responsibility to ensure that any acceptance complies with all applicable foreign laws.

In order to comply with relevant securities laws, the Shares to be issued under this SPP may not be offered to Alligator shareholders located in the United States or to Alligator shareholders who are, or who are acting for the account or benefit of, persons in the United States.

Because of these legal restrictions, you must not send copies of the SPP Offer Booklet or any other material relating to the SPP to any person resident in the United States or elsewhere outside Australia and New Zealand.

## 3.1 ASIC Instrument 2019/547

This invitation to apply for Shares under the SPP is made in accordance with the requirements of the Instrument. The Instrument grants relief from the requirement to prepare a prospectus or other disclosure document for the invitation to apply for Shares under the SPP. As set out above, in applying for Shares, Eligible Shareholders must comply with the Instrument to the extent it applies to them.

If you are a custodian, trustee or nominee within the definition of 'custodian' in the Instrument (**Custodian**) you must do those things set out in the section titled 'Custodians, Trustees and Nominees' below as well as make an application in accordance with the terms and conditions set out in this SPP Offer Booklet, in order to comply with the Instrument.

If you are not a Custodian, by making an application in accordance with the terms and conditions set out in this SPP Offer Booklet, you will have complied with the requirements of the Instrument.

For the purposes of the Instrument you are a 'custodian' if you are an Eligible Shareholder that:

(a) holds an Australian financial services licence covering the provision of a 'custodial or depository service' (as defined in section 766E of the Corporations Act, disregarding subsection (3) of that section);

(b) is exempt from the requirement to hold an Australian financial services licence covering the provision of a custodial or depository service;

(c) holds an Australian financial services licence covering the operation of an IDPS or is a responsible entity of an IDPS-like scheme;

(d) is a trustee of a self-managed superannuation fund or a superannuation master trust; or

(e) is a registered holder of Shares and is noted on the register of members of Alligator as holding the Shares on account of another person.

## 3.2 Single holders

If you are the only registered holder of a holding of Shares, but you receive more than one Offer under the SPP (e.g. because you have multiple registered holdings), you may only apply for one parcel of Shares up to the Maximum.

## 3.3 Joint holders

If you are registered with one or more other persons as the joint holders of a holding of Shares, that joint holding is taken to be a single registered holding for the purposes of the SPP and the certifications, representations and warranties given by a joint holder when applying to participate in the SPP will be taken to have been given by all joint holders. If the same joint holders receive more than one offer under the SPP (e.g. if the joint holders have multiple joint holdings), the joint holders may only apply for a parcel of Shares up to the Maximum.

### 3.4 Custodians, trustees and nominees

If you are a Custodian and hold Shares on behalf of one or more Beneficiaries (defined below) (each a **Participating Beneficiary**), you may only apply for a parcel of Shares up to the Maximum for each Participating Beneficiary. However, Alligator will not allocate Shares under the SPP unless the Custodian certifies the matters set out in paragraph 8(3) of the Instrument in a certificate (**Custodian Certificate**).

A **Beneficiary** is a person who resides in Australia or New Zealand for whom a Custodian (being an Eligible Shareholder) held Alligator Shares on behalf of the Beneficiary on the record date for the SPP and who is not, or is not acting for the account or benefit of a person in the United States.

If you hold Shares as a trustee or nominee for another person, but are not a Custodian, you cannot participate for beneficiaries in the manner described above. In this case, the rules for multiple single holdings (above) apply.

Where a Custodian holds Shares jointly on behalf of two or more Participating Beneficiaries, the Custodian:

- may participate jointly in respect of those Participating Beneficiaries up to the Maximum as if the Custodian held Shares on behalf of a single Participating Beneficiary; and
- is taken to have been instructed to apply for Shares under the SPP on behalf of those Participating Beneficiaries if the Custodian has received such an instruction in accordance with the terms on which the Shares are held or where the terms on which the Shares are held do not cover the giving of such instructions, the Custodian has received such instructions from any of those Participating Beneficiaries.

A Custodian holding Shares on behalf of persons in the United States, or are acting for the account or benefit of persons in the United States, are not eligible to participate in the SPP on behalf of those persons.

Custodian Certificates will not be provided with this SPP Offer Booklet. Custodian Certificates can be obtained by contacting the Share Registry 1300 441 601 (within Australia), or +61 2 9698 7164 (international) or by email corporate.actions@automicgroup.com.au between 8:30am and 7:00pm (AEST) Monday to Friday.

Applications received from Custodians that are not accompanied by a Custodian Certificate will be rejected. A completed Custodian Certificate must be emailed to: custodialcertificates@automicgroup.com.au**,** failure to do so will result in the Application being rejected.

Custodians will not be entitled to participate in the SPP if their participation would be in breach of the Instrument.

## 4. Purchase Price

The purchase price for each Share under the Offer will be the price paid by institutional and sophisticated investors in the Placement, being A$0.045 per Share (**Purchase Price**).

## 5. Rights attaching to Shares

The Shares issued under the SPP will rank equally with all other Shares on issue in the Company (including in respect of dividend and voting rights) with effect from their date of issue. Alligator will apply for the Shares issued under the SPP to be quoted on ASX immediately following their issue.

## 6. Application for Shares

If you are an Eligible Shareholder, you can only apply for Shares under this Offer by electing, and making payment under, one of the following options:

| Offer | Amount Payable |
|---|---|
| Offer A | A$2,000 |
| Offer B | A$5,000 |
| Offer C | A$10,000 |
| Offer D | A$20,000 |
| Offer E | A$30,000 |

The number of Shares that will be allocated to Eligible Shareholders under the SPP will be based on the Purchase Price and, if your application for Shares produces a fractional number of Shares when applied to your application, the number of Shares you will be allocated will be rounded up to the nearest whole number of Shares.

The SPP may also be subject to the scale-back as described in Section 14 of this SPP Offer Booklet.

Applications may be made by:

- submitting a BPAY® payment for Eligible Shareholders with an address within Australia; or
- EFT for Eligible Shareholders,

for the amount payable in respect of the number of Shares which you have applied for. Custodians must also complete the Custodian Certificate and provide a copy of such certificate to Alligator.

To apply for new Shares under the SPP, Eligible Shareholders can either:

- download a copy of the full SPP Offer Booklet and view their personalised application form online at https://portal.automic.com.au/investor/home; or
- contact the Registry on 1300 441 601 (within Australia), or +61 2 9698 7164 (international) or by email corporate.actions@automicgroup.com.au between 8:30am and 7:00pm (AEST) Monday to Friday to request a copy of the full Offer Booklet of the SPP and their personalised Application Form.

## 7. Participation costs

The only cost to you in relation to your participation in the Offer will be the Purchase Price payable for the number of Shares you wish to acquire. Under the Offer, you do not have to pay for brokerage, commission or other transaction costs.

## 8. Participation is optional

Participation in the SPP is entirely optional (subject to the eligibility criteria set out in the terms and conditions of this SPP Offer Booklet). The invitation to apply for Shares under the SPP is not a recommendation. If you are in any doubt about the SPP, whether you should participate in the SPP or how participation will affect you, you should consider seeking financial, taxation or other professional advice before making a decision as to whether or not to participate in the SPP.

## 9. Issue of Shares

The Shares to be issued under this Offer are expected to be issued on Thursday, 10 September 2026 or as soon as possible after that date and Alligator expects new Shares issued under the SPP to be quoted on ASX on Friday, 11 September 2026. Alligator expects that Automic Pty Ltd will dispatch a holding statement or confirmation advice in respect of Shares allocated to you under the SPP on Monday, 14 September 2026. You should confirm your holding before trading in any Shares you believe have been allocated to you under the SPP.

## 10. Payment for Shares

All amounts in this Offer are expressed in Australian dollars. If you would like to participate in the SPP, you must pay for the Shares by:

- submitting a BPAY® payment for Eligible Shareholders with an address within Australia; or
- EFT for Eligible Shareholders,

in accordance with the instructions on the online Application Form. Payments must be in Australian dollars.

For Eligible Shareholders with an Australian bank account, you may apply for Shares under the SPP by making a BPAY® payment on the internet by using the personalised customer reference number shown on your Application Form which is required to identify your holding.

Eligible Shareholders with a registered address in New Zealand who do not have an Australian bank account and who are otherwise unable to submit payment via BPAY® will be able to pay by EFT. EFT is not available to Eligible Shareholders with a registered address in Australia.

If you make a payment using BPAY® or EFT you do not need to return your Application Form, but are taken to make the certifications, representations and warranties described in this SPP Offer Booklet. However, Custodians applying for Participating Beneficiaries must still complete and return a Custodian Certificate. Please note that your financial institution may apply limits on the use of your BPAY® or EFT and that you should make enquiries about the limits that apply in your personal circumstances.

## 11. Important information on price risk to consider and other risks associated with the Offer

The Purchase Price for each Share under the Offer will be A$0.045 per Share.

Before deciding whether or not to apply for Shares under this Offer, you should refer to the current market price of the Shares which can be obtained from the financial pages of major metropolitan and national newspapers, your stockbroker, or the ASX (www.asx.com.au) (ASX code: AGE). However, it is important to remember that the current market price of the Shares may rise or fall between the date of this Offer and the date on which Shares are issued to you under this Offer. This means that it is possible that, up to or after the Issue Date, you may be able to buy existing Shares at a lower price than the Purchase Price for Shares under the SPP.

## 12. Effect of making an application

If you apply to participate in this Offer by submitting a BPAY® payment or EFT:

- you confirm that you are an Eligible Shareholder;
- you declare that all details and statements in your Application Form are true, complete and not misleading;
- unless you are applying as Custodian for one or more Participating Beneficiaries, you represent and warrant to Alligator, and irrevocably and unconditionally appoint Alligator as your agent to certify in writing (or otherwise) on your behalf, that the aggregate of the application price paid by you for:
  (i) the Shares the subject of such Application Form, BPAY® payment or EFT for this SPP; and
  (ii) any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf, under the SPP and/or any similar arrangement operated by Alligator in the 12 months prior to your application (Alligator has not conducted a similar arrangement in the preceding 12 months),

  does not exceed the Maximum;
- you agree that your application is made on the terms and conditions of the SPP set out in this document, the Application Form and the Company's constitution;
- you accept that you will not be able to withdraw or revoke your application, BPAY® payment or EFT once you have sent it in (or paid it, as the case may be);
- you authorise the Company (and its officers and agents) to correct any error or omission in your Application Form and to complete the Application Form by the insertion of any missing details;
- you acknowledge that Alligator may at any time determine that your Application Form is valid, in accordance with the terms and conditions set out in this SPP Offer Booklet, even if the Application Form is incomplete, contains errors or is otherwise defective;
- you accept the risk associated with any refund that may be sent to you by direct credit;
- you acknowledge that Alligator is not liable for any exercise of its discretions referred to in this SPP Offer Booklet;
- you irrevocably and unconditionally agree to the terms and conditions set out in this document;
- you are in compliance with all relevant laws and regulations (including, without limitation, section 1043A of the Corporations Act and laws and regulations designed to restrict terrorism financing and/or money laundering);
- you acknowledge that the market price of the Shares may rise or fall between the date the SPP opens and the Issue Date and that the price you pay per Share under the SPP may exceed the market price of the Shares at the time the Shares are issued to you under the SPP;
- you acknowledge that the Shares to be issued under the SPP have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any state or other jurisdictions in the United States and accordingly, the Shares may not be offered, sold or otherwise transferred in the United States except in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any other applicable securities laws;

- you represent and warrant that you are not in the United States, and are not applying under the SPP for or on behalf of a person in the United States;
- you represent and warrant that you have not sent and will not send any materials relating to the SPP to any person in the United States or elsewhere outside Australia and New Zealand;
- you agree that if in the future you decide to sell or otherwise transfer the Shares you will only do so in "regular way" transactions on ASX where neither you nor any person acting on your behalf knows, or has reason to know, that the sale has been pre-arranged with, or that the purchaser is, in the United States; and
- if you are acting as a nominee or custodian, each beneficial holder on whose behalf you are making an application is resident in Australia or New Zealand, and you have not sent and will not send, this document or any information related to the SPP to any person in the United States or elsewhere outside Australia and New Zealand.

## 13. Alligator's discretion regarding applications

Alligator may accept or reject applications to purchase Shares under this Offer, including (but not limited to) cases where:

- an Application Form (or Custodian Certificate, in the case of Custodians) is incorrectly completed, incomplete or otherwise determined by Alligator to be invalid;
- a BPAY® payment or EFT is not received, or is incomplete or invalid;
- an applicant appears to be applying for more than A$30,000 of Shares (in aggregate) at the Purchase Price;
- Alligator considers that any person holding Shares directly as a registered holder and/or directly through one or more Custodians as beneficial owner will otherwise receive in aggregate, Shares, having a total subscription price of more than the Maximum;
- an Application Form (and Custodian Certificate, in the case of Custodians) is received after the closing date. While Alligator has a discretion to accept late BPAY® payments, EFTs, Application Forms and Custodian Certificates, there is no assurance that it will do so. Late BPAY® payments, EFTs, Application Forms and Custodian Certificates, if not processed, will be returned to you at your registered address or refunded;
- Alligator considers, or is reasonably satisfied, that the application (whether alone or in conjunction with other applications) does not comply with the requirements of the Instrument; or
- Alligator believes an applicant is not an Eligible Shareholder (subject to compliance with any applicable ASIC or ASX requirements).

Alligator also reserves the right to issue fewer Shares than an Eligible Shareholder applies for under the SPP, or no Shares at all, if Alligator believes the issue of those Shares to the Applicant would contravene any law or the ASX Listing Rules or result in non-compliance with the Instrument, or if Alligator undertakes a scale-back of applications received under the SPP as set out in Section 14 below.

No interest will be paid on any application money returned to you.

## 14. Applications may be scaled back

The SPP is targeting A$3 million under the SPP. However, the Board reserves the right in its absolute discretion to accept applications from Eligible Shareholders in excess of A$3 million or to scale back applications, if necessary, on an equitable basis.

If there is a scale-back you may receive less than the parcel of Shares you have applied for under the SPP. If a scale-back produces a fractional number of Shares when applied to your application, the number of Shares you will be allocated will be rounded up to the nearest whole number of Shares.

If there is a scale back, the difference between the value of the Shares issued to you (calculated using the Purchase Price) and the Application payment will be refunded to you, without interest.

## 15. Calculation of the number of Shares to be allocated to you under the SPP

If you apply for Shares under the SPP, you will apply for a certain value, rather than a certain number, of Shares. Subject to this SPP Offer Booklet, the number of Shares allocated to you under the SPP will be determined by:

- if there is no scale back, dividing the aggregate application money that you pay in applying for Shares under the SPP by the Purchase Price, with fractional entitlements to Shares being rounded up to the nearest whole number of Shares; or
- if there is a scale back, dividing the value of the parcel of Shares allocated to you under the SPP by the Purchase Price.

## 16. Change of Offer

Alligator may withdraw the Offer, or change, suspend or terminate the SPP, at any time. If Alligator does this, it will advise ASX. The omission to give notice of changes to, or suspension or termination of, the SPP or the non-receipt of notice will not invalidate the change, suspension or termination.

Where there is any uncertainty as to the operation of the SPP or the terms and conditions of this Offer, Alligator may make determinations about the operation of the SPP, and may do so in each case generally or in relation to any participant or application. Any change or determination that is made by Alligator will be conclusive and binding on all Eligible Shareholders and other persons to whom the change or determination relates. If the SPP is cancelled, all application money will be refunded without interest.

## 17. Dispute resolution

Alligator may settle any dispute in relation to the SPP in any manner it thinks fit, whether generally or in relation to any participant, application or Share. Alligator's decision will be conclusive and binding.

## 18. No underwriting

The SPP will not be underwritten.

## 19. Instrument compliance

The invitation to apply for Shares under the SPP is being made in accordance with the requirements of the Instrument.

## 20. Privacy

The Application Form requires you to provide personal information.

Alligator and its service providers such as the registrar may collect, hold and use your personal information to assess your application, service you as an investor and for other permitted purposes under the *Privacy Act 1988* (Cth).

Tax, company and anti-money laundering law also requires the collection of certain information in connection with your application. If you do not provide the information requested or provide us with incomplete or inaccurate information, your application may not be able to be processed efficiently, or at all. Your information may be disclosed to your financial adviser and to Alligator's agents and service providers on the basis that they deal with such information in accordance with the privacy policy of Alligator.

## 21. Binding terms

By accepting the offer to purchase new Shares under the SPP, you agree to be bound by the terms and conditions set out in this SPP Offer Booklet and the Company's constitution.

## 22. Foreign securities restrictions

This document does not constitute an offer of Shares in any jurisdiction in which it would be unlawful. In particular, this document may not be distributed to any person, and the Shares under the SPP may not be offered or sold, in any country outside Australia except to the extent permitted below.

### 22.1 New Zealand

The Shares under the Offer are not being offered or sold to the public within New Zealand other than to existing Shareholders of the Company with registered addresses in New Zealand to whom the Offer is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021.

This document has been prepared in compliance with Australian law and has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013. This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

## 23. Governing law

This SPP Offer Booklet is governed by the laws in force in South Australia.

If you have any questions regarding the SPP, please contact the Registry on 1300 441 601 (within Australia), or +61 2 9698 7164 (international) or by email corporate.actions@automicgroup.com.au between 8:30am and 7:00pm (AEST) Monday to Friday.