



Level 14, Suite 14.01
100 William Street
Woolloomooloo, NSW 2011
Australia
Telephone (+61) 2 9053 6753

TZ Limited

ABN 26 073 979 272

www.tz.net

ASX Announcement and Media Release

16 June 2026

TZ LIMITED ANNOUNCES PLACEMENT AND ENTITLEMENT OFFER OF ~A\$3.08 MILLION TO ACCELERATE GROWTH AND STRENGTHEN BALANCE SHEET

(ASX:TZL)

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Highlights:

- Capital raising to raise approximately A\$3.08 million (before costs), comprising:
 - A placement that has received firm commitments from sophisticated and professional investors to raise approximately A\$0.50 million (before costs); and
 - A 1 for 4 non-renounceable entitlement rights offer to eligible shareholders at an offer price of A\$0.03 (3 cents) per New Share to raise approximately A\$2.58 million (before costs).
- Proceeds to repay debt, fund Keyvision obligations, support product development and sales growth initiatives, and strengthen balance sheet and working capital requirements

TZ Limited (ACN 073 979 272) ("**TZL**" or the "**Company**") (**ASX:TZL**), is pleased announce a capital raising to raise up to A\$3.08 million (before costs) through a private placement to raise approximately A\$0.50 million (before costs) from sophisticated and professional investors ('**Placement**') and a non-renounceable entitlement offer ('**Entitlement Offer**'), made to eligible shareholders to raise a further A\$2.58 million (before costs), collectively (the '**Offer**').

Approximately 102,635,191 New Shares may be issued under the Placement and Entitlement Offer.

Think SMART. Think TZ.



Chairman's Comments, Peter Graham

"This capital raising is an important step in strengthening the Company's balance sheet and ensuring TZL is well positioned to pursue the significant opportunities emerging across our core businesses.

"The proceeds from the raising will enable TZL to reduce debt, meet strategic acquisition commitments and continue investing in production innovation and sales execution."

1. Placement

TZL has received firm commitments from sophisticated and professional investors to raise approximately A\$0.50 million (before costs).

New Shares under the Placement were offered at an offer price of A\$0.03 (3 cents) per New Share (**'Offer Price'**) and will result in the issue of 16,666,666 New Shares. New Shares issued under the Placement are not subject to shareholder approval and are expected to be issued on Tuesday, 23 June 2026, utilising the Company's currently available capacity under Listing Rule 7.1A capacity (10% enhanced placement capacity).

The New Shares under the Placement represent a discount of:

- a 16.7% discount to the last traded closing price of \$0.036 on the ASX as at 9 June 2026;
- a 1.7% discount to the Company's 15-day VWAP of \$0.0305 up to and including 9 June 2026; and
- a 13.6% discount to the Company's 30-day VWAP of \$0.0347 up to and including 9 June 2026.

New Shares issued under the Placement will not be entitled to participate in the Entitlement Offer.

2. Entitlement Offer

TZL will offer eligible shareholders the right to participate in the 1 for 4 Entitlement Offer to raise approximately A\$2.58 million (before costs).

New Shares under the Entitlement Offer will be offered at the Offer Price of A\$0.03 (3 cents) per New Share (the same Offer Price as the Placement).

The Entitlement Offer is not underwritten.

The Entitlement Offer will be open from 10.00am (Sydney time) on Wednesday, 24 June 2026 and is expected to close at 5.00pm (Sydney time) on Wednesday, 8 July 2026. Eligible



shareholders with a registered address in Australia and, subject to the restrictions outlined in the Offer Booklet, New Zealand, Hong Kong, Singapore and the United Kingdom, as at 7:00pm (Sydney time) on Friday, 19 June 2026 (**'Record Date'**) will be eligible to participate in the Entitlement Offer.

Under the Entitlement Offer, eligible shareholders can choose to take up all, part or none of their entitlement to New Shares.

Eligible shareholders (other than Directors and any other related parties of the Company) who take up their full entitlement under the Entitlement Offer will be eligible to subscribe for additional New Shares over and above their entitlement (capped at a maximum of 100% of their entitlement) under a shortfall offer, and otherwise subject to the allocation policy outlined in the offer booklet (**'Offer Booklet'**) lodged with ASX today.

Entitlements cannot be traded on the ASX or transferred. Eligible shareholders who do not take up their entitlements under the Entitlement Offer, in full or in part, will not receive any value in respect to those entitlements not taken up.

Further details about the Entitlement Offer is set out in the Offer Booklet, which TZL expects to make available to eligible shareholders on Wednesday, 24 June 2026. The Offer Booklet will also enclose a personalised entitlement and acceptance form and other details about how to apply for New Shares in the Entitlement Offer.

All New Shares issued under the Offer will rank equally with existing fully paid ordinary shares on issue.

3. Indicative Timetable

The indicative timetable for the Offer is set out below:

Event	Date (2026)
Announcement of results of Placement Announcement of Entitlement Offer, Offer Booklet and Cleansing Statement Appendix 3B for Placement and Entitlement Offer Voluntary suspension lifted	Tuesday, 16 June
Ex date	Thursday, 18 June
Record Date for determining eligibility to participate in the Entitlement Offer (7:00pm AEST)	Friday, 19 June
Settlement of New Shares issued under the Placement	Monday, 22 June
Allotment of New Shares issued under the Placement	Tuesday, 23 June
Offer Booklet and personalised Entitlement & Acceptance Form dispatched to eligible shareholders Entitlement Offer opens	Wednesday, 24 June
Last day to extend Entitlement Offer	Friday, 3 July



Entitlement Offer closes	Wednesday, 8 July (5:00pm, AEST)
New Shares under the Entitlement Offer quoted on a deferred settlement basis	Thursday, 9 July
Announcement of results of Entitlement Offer	Monday, 13 July
Settlement of New Shares issued under the Entitlement Offer	Tuesday, 14 July
Allotment of New Shares issued under the Entitlement Offer	Wednesday, 15 July

The timetable above is indicatively only and is subject to change and the Company reserves the right to withdraw or vary the timetable without notice subject to the Corporations Act, the Listing Rules and other applicable laws.

4. Use of Funds

Proceeds from the Offer are intended to be allocated towards:

- Repayment of Causeway debt facility – A\$0.50 million
- Keyvision acquisition deferred consideration (second tranche) – A\$0.80 million
- Product development and expand sales focus - A\$0.44 million
- Future debt coverage and working capital – A\$1.13 million
- Costs of the Offer – A\$0.21 million

The above is a statement of current intentions as at the date of this announcement. Investors should note that, as with any budget, the allocation of funds set out above may change depending on a number of factors, including market conditions, the development of new opportunities and/or any number of other factors (including the risk factors disclosed in the Company's investor presentation lodged with ASX today), and actual expenditure levels, may differ significantly from the above estimates. The use of further equity or debt funding may be considered by the Board where it is appropriate to accelerate a specific project or strategy. The Company may require further financing in the future.

The above assumes that the Entitlement Offer is fully subscribed. In the event that the Entitlement Offer is not fully subscribed, the Directors will need to reassess at that time the allocation of funds above, and intend to scale back the proposed use of funds by prioritising funds towards repayment of Causeway debt facility, future debt coverage and working capital, and then towards Keyvision acquisition deferred consideration and product development and expand sales focus on pro rata basis.



5. Investor Presentation

Further details of the Offer are set out in the investor presentation also lodged with ASX today.

Eligible shareholders should be aware that an investment in the Company, including taking up your entitlement, involves risks.

The investor presentation contains information that shareholders and investors should consider, including the risks associated with an investment in the Company and certain foreign offering restrictions with respect to the Offer.

[ENDS]

Authorised for release by the board of directors of TZ Limited and ceases the trading halt and voluntary suspension of the Company's securities on the ASX

Peter Graham
Chairman
TZ Limited

p.graham@tz.net
+61412 225 616



About TZ Limited

TZ Limited (ASX: TZL) is a technology company that develops and commercialises intelligent access control, smart locking and property technology solutions that transform physical assets into secure, connected and data-driven infrastructure.

The Company operates through three complementary business divisions:

Data Centre Cabinet Security – TZ provides advanced rack-level access control and monitoring solutions for data centres through its proprietary Centurion and Praetorian platforms, enabling real-time monitoring, auditability and enhanced security for critical infrastructure.

Smart Locker Solutions – TZ's proprietary Internet of Things (IoT) smart locking technology powers a range of secure locker and asset management solutions across corporate, education, logistics and commercial environments, delivering real-time monitoring, access management and operational insights.

Keyvision Property Technology – Keyvision provides a leading software platform that enables property owners and managers to streamline tenant engagement, communications, compliance management, facility bookings, parcel management and community interaction across residential, commercial and mixed-use developments.

TZ services a diversified portfolio of blue-chip customers globally, including Microsoft, IBM, Fujitsu, Apple, Samsung, NextDC, Charter Hall and more than 140 universities throughout North America.

Forward -Looking Statements

This announcement contains certain forward-looking statements. Forward-looking statements can generally be identified by the use of words such as "anticipate", "believe", "continue", "could", "estimate", "expect", "forecast", "guidance", "intend", "may", "plan", "potential", "predict", "project", "should", "target", "will" and other similar expressions.

Forward-looking statements in this announcement include, but are not limited to, statements regarding TZ Limited's future financial performance, growth prospects, recurring revenue opportunities, customer deployments, market expansion initiatives, commercial outcomes, product development activities, expected benefits of the capital raising, future operating performance, business strategy and other statements that are not historical facts.

Forward-looking statements are based on current expectations, assumptions and estimates available to TZ Limited as at the date of this announcement. Such statements involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of the Company, which may cause actual results, performance or achievements to differ materially from those expressed or implied by the forward-looking statements.



Factors that could cause actual results to differ materially from those anticipated in these forward-looking statements include, but are not limited to:

- general economic, market and business conditions;
- changes in technology, cybersecurity or data centre infrastructure markets;
- customer adoption rates and purchasing decisions;
- the timing and scale of customer deployments and commercial contracts;
- competition and technological innovation;
- the Company's ability to develop, commercialise and support new products and services;
- the availability of funding and access to capital;
- foreign exchange movements and inflationary pressures;
- supply chain disruptions and component availability;
- regulatory, legal and compliance developments;
- risks associated with acquisitions, integration activities and strategic partnerships;
- the ability to attract and retain key personnel;
- operational and execution risks; and
- other risks disclosed in TZ Limited's periodic and continuous disclosure announcements lodged with ASX.

Forward-looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. No representation, warranty or assurance (express or implied) is given as to the accuracy, completeness, likelihood of achievement or reasonableness of any forward-looking statement contained in this announcement.

Actual results, performance, achievements or events may differ materially from those expressed or implied in any forward-looking statement and investors are cautioned not to place undue reliance on such statements.

Except as required by law or the ASX Listing Rules, TZ Limited undertakes no obligation to update or revise any forward-looking statements contained in this announcement, whether as a result of new information, future events or otherwise.

Past performance information contained in this announcement is given for illustrative purposes only and should not be relied upon as, and is not, an indication of future performance.

Nothing contained in this announcement constitutes investment, legal, tax or other professional advice. Investors should consider their own objectives, financial situation and needs and seek appropriate professional advice before making any investment decision.

The forward-looking statements contained in this announcement speak only as at the date of this announcement.

Important notices

This announcement should be read subject to the important notice and disclaimer in the investor presentation released by the Company to the ASX today (as if references in that important notice



and disclaimer to "this presentation" were to "this announcement"). This announcement is not a financial product or investment advice, a recommendation to acquire Shares or financial, accounting, legal or tax advice. The information in this announcement does not contain all the information necessary to fully evaluate an investment. It should be read in conjunction with the other materials lodged with ASX in relation to the Offer (including the investor presentation and the key risks set out therein), and TZ Limited's other periodic and continuous disclosure announcements.

This announcement has been prepared without taking into account the objectives, financial or tax situation or needs of individuals. Before making an investment decision, prospective investors should consider the information in this announcement and in the investor presentation in relation to the Offer having regard to their own objectives, financial and tax situation and needs, and should seek legal, tax and other professional advice. TZ Limited is not licensed to provide financial product advice in respect of an investment in Shares.

Not for release to US wire services or distribution in the United States

This announcement has been prepared for publication in Australia and may not be released to US wire services or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction.

Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act and applicable US state securities laws.