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16 June 2026

ASX Announcement

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

TZ Limited (**ASX: TZL**) (**"Company"**) has announced today a capital raising of approximately $3.08 million (before costs) through:

(a) a placement that has received firm commitments from sophisticated and professional investors to raise approximately $0.50 million (before costs) (**Placement**) with the issue of 16,666,666 New Shares[1]; and

(b) a non-renounceable entitlement offer to further raise up to approximately $2.58m (before costs) (**Entitlement Offer**) with the issue of 85,968,525 New Shares (subject rounding).

Under the Entitlement Offer, eligible shareholders will be invited to subscribe for 1 new fully paid ordinary share (**New Share**) for every 4 existing shares in the Company held as at 7.00pm (Sydney time) on 19 June 2026 (**Record Date**) at an issue price of $0.03 (3 cents) per New Share (**Entitlement**).

Further details of the Entitlement Offer are set out in the offer booklet released on the Company's ASX market announcement platform on 16 June 2026 (**Offer Booklet**).

The Placement and Entitlement Offer are managed by Henslow Pty Ltd ("**Lead Manager**").

Notice under section 708AA(2)(f) of the Corporations Act

In respect of the Entitlement Offer, the Company advises:

1. the New Shares will be offered without disclosure to investors under Part 6D.2 of the *Corporations Act 2001* (Cth) ("**Act**");
2. this notice is given under section 708AA(2)(f) of the Act, as modified by applicable legislative instruments including *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2026/98* and *ASIC Corporations (Disregarding Technical Relief) Instrument 2026/180*;
3. as at the date of this notice, the Company has complied with:
    a) the provisions of Chapter 2M of the Act as they apply to the Company; and
    b) sections 674 and 674A of the Act, as it applies to the Company;

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[1] The New Shares under the Placement will not be issued before the Record Date, and as such will not be eligible to participate in the Entitlement Offer.

4. as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) or 708AA(9) of the Corporations Act, which is required to be set out under section 708AA(7) of the Corporations Act; and

5. the potential effect that the issue of the New Shares will have on the control of the Company, and the consequences of that effect, is set out below:

   a) **General**

      - Given the structure of the Entitlement Offer as a pro-rata offer, if all eligible shareholders of the Company take up their Entitlements, the ownership interest (and voting power) in the Company of each eligible shareholder of the Company will remain largely unchanged and the effect on the control of the Company will be negligible. However, the Company will also undertake the Placement. New fully paid ordinary shares in the Company issued under the Placement will represent approximately 3.7% of the fully paid ordinary shares on issue in the Company following completion of both the Placement and the Entitlement Offer. Accordingly, existing shareholders of the Company will be diluted because of the Placement, even if they take up their Entitlements in full under the Entitlement Offer (but subject to any subscription for New Shares under the shortfall offer as further detailed in the Offer Booklet). The board of directors of the Company do not consider that the Placement will have any material impact on the control of the Company.

      - The voting power in the Company of ineligible foreign shareholders of the Company will be diluted as a result of the Entitlement Offer and Placement.

      - To the extent that any eligible shareholder of the Company fails to take up their Entitlement in full, the percentage holding in the Company of that eligible shareholder of the Company will be diluted by those other eligible shareholders of the Company who take up some, all or more than their Entitlements and as a result of the Placement.

      - So far as the Company is aware, no investor or existing Shareholder will have a voting power greater than 20% as a result of the successful completion of the Placement and the Entitlement Offer.

      - In light of the above, the Company is of the view that the Entitlement Offer will not affect the control (as defined by section 50AA of the Corporations Act) of the Company.

This announcement is authorised for release by the Company's Board of Directors.

Peter Graham Chairman
TZ Limited

Think SMArt. Think TZ.