

ASX Announcement

9 October 2024

Chairman's Address to Shareholders

Good morning, Ladies and Gentlemen. My name is Cary Stynes. As Chairman of the Board of Traffic Technologies Limited, I would like to welcome you to today's meeting and thank you for your attendance and for your continued support.

As the time is now 10.00 a.m. and a quorum is present, I formally declare open this Extraordinary General Meeting of Traffic Technologies Limited.

I am joined by my fellow Directors Mr. Con Liosatos, Mr. Luke Donnellan along with the Company Secretary, Mr. Peter Crafter.

As you are aware, this Extraordinary General Meeting of the Company is being conducted as a "virtual" meeting using Zoom.

The **Notice of Meeting** has been given in accordance with the Company's Constitution. I will take the Notice of Meeting as read.

Before turning to the business of the Extraordinary General Meeting, I would like to give you an update on the Company and its recent trading performance.

Background to the meeting

The Company's results for the financial year ended 30 June 2024 were significantly impacted by the structure of its working capital facilities which were inadequate to support the Company's business and trading. The Board and management have been working to address this.

The Company announced on 28 August 2024 that it had entered into binding agreements for the refinancing of its existing debt facilities. The agreement also includes a placement of new shares in the Company to improve its working capital position to fund its ongoing operations. The key terms of the refinancing of the debt facility and placement can be summarised as follows:

- TTI entering a 3-year convertible note agreement for US \$3million (approximately, AUD \$4.5 million) and a manufacturing service agreement with a Hong Kong-based electronic manufacturing services provider, the Season Group.
- Season Group taking a share placement in TTI of A\$904,783 through the issue of approximately 146 million shares at A\$0.0062 (0.62 cents) per share.
- TTI entering a 3-year convertible note agreement for A\$1m, a A\$0.5m equity conversion and a A\$0.5m debt facility with First Samuel Ltd to replace part of its existing \$2 million term loan.

The purpose of today's meeting of shareholders is to seek the necessary approvals to give effect to the refinancing.

I will now explain the business of the Extraordinary General Meeting, further details of which are contained in the Notice of Meeting and Explanatory Memorandum sent to you last month.

Resolution 1: seeks approval for the issue of USD \$3 million convertible notes to Adia Venture Limited, part of the Season Group, and subsequent issue of Shares.

Resolution 2: seeks approval for the placement of 146 million shares to Adia Venture Limited part of the Season Group, to raise \$904,783.

Resolution 3: seeks approval for the issue of \$1 million convertible notes to First Samuel Limited and subsequent issue of Shares, to replace part of its existing \$2 million term loan.

Resolution 4: seeks approval for the proposed issue of \$500,000 shares to First Samuel Limited, to replace part of its existing \$2 million term loan.

I will now explain how the meeting will be conducted.

- All Attendees will be on mute for the duration of the EGM.
- At question time, participants will be able to raise their hand to ask a question. During this process the participant will be unmuted, a pop-up will appear on the participant's screen to allow the 'unmute' permission to speak. Following this, once the question has been asked, the participant will then be put back on mute by the moderator.
- If you would like to type your question out, simply press on the "*speech bubble icon*". This will open a new screen before you. At the bottom of that screen, there is a section for you to type your question. Once you have finished typing the question, please hit the arrow symbol to send.
- Please note that you can submit relevant questions from now on any of the proposed resolutions detailed in the notice of meeting and then, before putting each resolution to a vote, the Company will respond to any relevant shareholder questions on that resolution.
- In terms of meeting efficiency, for this virtual meeting and to give all shareholders the opportunity to ask a question on any of the resolutions, questions may be moderated or, if we receive multiple questions on one topic, those questions may be amalgamated together.
- Finally, due to time constraints, we may run out of time to answer all your questions. If this happens, we will answer them in due course via email or posting responses later.
- To vote in the meeting, you can log in by entering the following URL <https://meetnow.global/MRFZ9YL> on your computer, tablet or smartphone.
- Detailed instructions on how to vote online are set out in the "How to Vote" section of the Notice of Meeting and the "Online Voting Guide" located on page 8 of the Notice of Meeting.

I will now turn to the formal Resolutions.

Announcement authorised for release by the Board of Traffic Technologies.