

March 10, 2025

Market Announcements Platform
ASX Limited

ESTABLISHMENT OF A SHARE SALE FACILITY Unmarketable Parcel Sale Facility

Motio Limited (ASX:MXO “Motio” or the “Company”) is pleased to announce that it has established a Share Sale Facility for holders of Unmarketable Parcels of shares in the Company (**Facility**).

The ASX Listing Rules define “Unmarketable Parcel” as one with a market value of less than A\$500.

The Facility will be open to all shareholders holding 17,857 or less shares in the Company, based on the closing price on the ASX of \$0.028 on 7 March 2025 (**Record Date**). MXO is providing the Facility to enable Unmarketable Parcels to be sold without the shareholder incurring any brokerage or handling costs.

In accordance with the ASX Listing Rules and MXO’s constitution, a copy of the letter and Share Retention Form being sent to eligible shareholders is attached.

Shareholders with an Unmarketable Parcel are not obliged to sell their shares. However, they will need to opt out of the Facility by returning the Share Retention Form by no later than 5.00pm (Perth time) on 28 April 2025 or their shares will be automatically sold for them. Eligible shareholders wishing to participate in the Facility and have their shares sold by MXO do not need to take any action.

The price at which shares will be sold will be determined by market conditions at or around the Closing Date of the Facility and may be different from the market price prevailing at the time. All shareholders who sell their shares through the Facility will receive the same price per share.

If on the Closing Date the value of any Unmarketable Parcel of shares has increased such that it no longer represents an Unmarketable Parcel (e.g., due to an increase in the Company’s share price or the number of shares held by an individual) these shares will NOT be sold.

A summary of the key dates in relation to the Facility is as follows:

Event	Date
Unmarketable Parcels Record Date	7 March 2025
Letters sent to Shareholders holding Unmarketable Parcels	12 March 2025
Sale Facility Opening Date	12 March 2025
Closing Date for receipt of Share Retention Forms	28 April 2025

Transfer of Proceeds

Expected on or around
26 May 2025

Attached is a copy of the letter sent to all shareholders holding an Unmarketable Parcel of the Company's shares at the Record Date.

This announcement has been authorised for release by the Managing Director.

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Investor Relations Contact

Adam Cadwallader
Managing Director
Motio

Media Relations Contact

Peter Laidlaw
Lighthouse Communications
0419 210 306 | peter@lighthousecomms.com.au

ABOUT MOTIO LIMITED

Motio redefines how brands connect with their audiences, through its unique digital place based network. It offers the best elements of Out-of-Home, Digital and Video with dedicated digital display channels carrying dynamic, engaging and hyper-relevant content tailored to the natural high dwell times of its environments. These include cafés, medical centres, indoor sports and Bar/Pub environments. Motio has unique characteristics enabling brands to tell their stories to people where they are naturally engaged. The Motio network includes more than 1500 state-of-art digital displays across in excess of 1000 high-value locations, underpinned by first party data and location intelligence technology to deliver brands with maximum returns. **By blending the storytelling power of video, the immediacy of digital, the effectiveness of place based Out of Home with the precision of contextual placement, Motio is a platform that isn't just seen, it's remembered.**

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March 12, 2025

Dear Shareholder

SALE OF YOUR UNMARKETABLE PARCEL OF MXO SHARES

I am writing to advise you that Motio Ltd (the **Company**) has established a share sale facility (**Facility**) for holders of shares valued at less than \$500 as at close of trade on 7 March 2025 (**Unmarketable Parcels**). The Facility has been established in accordance with the Company's Constitution and the ASX Listing Rules.

The Company is offering the Facility to assist holders of Unmarketable Parcels to sell their shares. Holders of Unmarketable Parcels who take advantage of the facility will have their shares sold without having to act through a broker or pay brokerage. The Company will also organise payment of other costs associated with the sale (although any tax consequences from the sale of your shares will be your responsibility).

Our records show that you held an Unmarketable Parcel based on the Company's share price of A\$0.028 as at close of trade on the record date of 7 March 2027 (**Record Date**). Unless you advise the Company that you do NOT wish to sell your shares by 5:00pm (WST) on 28 April 2025, the Company intends to sell your shares through the Facility in accordance with Clause 25.2 of the Company's Constitution and the ASX Listing Rules. Payment will be sent to you following settlement of the sale or otherwise as soon as is practicable.

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. The Company's directors may sell your shares on market or in any other way they consider fair and reasonable in the circumstances. If the shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale.

What should you do?

If you do NOT wish to sell your shares through the Facility, you must either elect online to retain your shares through a registered portfolio at <https://investor.automic.com.au/#/home> or complete and return the attached form (Share Retention Form) to the address on the form so that it is received by 5.00pm (WST) on 28 April 2025. Please read the instructions on your personalised Share Retention Form carefully before completing it.

If you want to sell your shares through the Facility, you do not need to take any action.

By refraining from taking any action, after the expiration of the time prescribed in the ASX Listing Rules and the Company's Constitution, you will be deemed to have irrevocably appointed the Company as your agent:

1. to sell all of your shares at a price to be determined by when and how the shares are sold and without any cost being incurred by you; and
2. to deal with the proceeds of the sale as set out in the attached information pack.

If you need help deciding what to do, or if you require information regarding the financial, legal or tax consequences of participating in the Facility you should consult your legal, financial or taxation adviser.

The attached information pack sets out further details of the Facility, which you should read before making any decision. You can also contact the Company Secretary on 08 9420 8270 from 8.30am to 5.00pm (WST), Monday to Friday, if you have any queries about lodging your form or the practical operation of the Facility.

Yours Sincerely,

Matthew Foy
Company Secretary
Motio Limited

INFORMATION ON THE UNMARKETABLE PARCEL SALE FACILITY

1. What is an Unmarketable Parcel of shares?

An unmarketable parcel of share is a holding of Motio Ltd (**Motio** or the **Company**) (**ASX: MXO**) share valued at less than \$500 as at close of trade on the record date. Based on the price of MXO shares at the Record Date, this is a holding of 17,857 shares or less.

2. What price will I receive for shares sold through the Facility?

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. MXO directors may sell your shares on market or in any other way they consider fair and reasonable in the circumstances. If the shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale.

You will not have control over the time at which your shares are sold, the price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, may not be the best price on the day that your shares are sold and may be an average price per share based on the price obtained for all the shares sold under the Facility. If the Company's directors sell your shares other than on market, the price will be the price that the Company's directors have been able to negotiate with the acquirer(s).

3. What is the price of MXO shares?

The last sale price of MXO shares on 7 March 2025 was A\$0.028. The share price changes frequently and more recent prices are available in newspapers and from the ASX website (www.asx.com.au) under the ASX code 'MXO'.

4. What do I need to do to sell my Shares?

If you wish to have your shares sold, you should **TAKE NO ACTION**. Your Shares will be sold through Sale Facility.

5. What if I do not wish to sell my Shares?

If you do not wish to have your shares sold, you can opt-out of the Sale Facility by

- Making an online election; or
- Completing and returning the enclosed Retention Form,

in accordance with the instructions on the Retention Form so that it is received by Automic prior to 5:00pm (AWST) on Monday 28 April 2025 (Closing Date).

6. When will the proceeds from the sale of shares be sent to me?

Payment will be remitted to you as soon as reasonably practicable following settlements of all Shares sold under the Sale Facility. Payment will be made via a direct credit to your bank account at an Australian financial institution (where the Company has your details it upon nomination by you of a relevant bank account).

If your direct credit details require updating, you can amend your Australian banking details online through Automic Investor Portal accessible at <https://investor.automic.com.au/#/home>

Alternatively, you may contact Automic on 1300 288 664 (with Australia) or +61 2 9698 5414 (outside Australia).

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Payment will be made in Australian dollars.

7. If I buy more shares, will I retain my holding?

Yes, the Company will treat any purchase of additional shares to increase the value of a MXO shareholding to more than \$500 as an indication that you do not want your shares to be sold through the Facility.

For a purchase to be an effective notification that you wish to retain your shares, any additional shares must be registered by 4.00pm (WST) on 28 April 2025 under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

8. What if my shares are held in a CHESS holding?

If your shares remain in a CHESS holding at 4.00pm (WST) on 28 April 2025, the Company may move those shares to an issuer sponsored holding and the shares will be sold through the Facility.

9. Where can I get further information?

Should you have any questions concerning your shareholding or how the Facility will work, please contact the Motio Ltd Company Secretary on +61 8 9420 8270 between 8.30am to 5.00pm (WST), Monday to Friday.

10. Important notes

The Company reserves the right to change any of the dates referred to in this letter by notice to the ASX. This letter does not constitute advice nor a recommendation to buy, sell or hold shares nor that the Facility is the best way to sell MXO shares. If you are in any doubt about what to do, you should consult your legal, financial or taxation adviser.

NOTE: If you currently have more than one holding on the Company's share register, you may wish to consider amalgamating them. This may result in your amalgamated holding no longer being an Unmarketable Parcel. Under these circumstances your shares will not be sold as part of this facility.

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LODGING YOUR RETENTION FORM



**IMPORTANT! Retention Forms cannot be returned by fax or email.
Your Retention Form must be returned via one of the return methods provided below.**

Due to recent changes to delivery times by Australia Post, standard delivery may now take up to ten Business Days, or longer from regional areas. Shareholders should bear this in mind when returning their Retention Form using Australia Post.

ONLINE

Existing users: If you have an existing Automic Investor Portal account, with access to Motio Ltd, you do not need to register and can log in with your existing username and password at <https://investor.automic.com.au>

If you do not automatically see your MXO shareholding in your account, you can easily add it by selecting the "Add holding" button on the top right-hand corner of the screen and following the prompts.

New users: If you do not have an existing Automic account you will need to register for Investor Portal by visiting <https://investor.automic.com.au/#/signup> and following these steps:

1. In the Company Name field, select "Motio Ltd (MXO)"
2. Enter your Holder Number (SRN or HIN)
3. Enter the postcode (Australian address) or click "change country" to select the country code (overseas address) relevant to your holding
4. Tick the "I'm not a robot" box and click "Next"
5. Complete the prompts to set up your Username and Password

Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.

BY MAIL

Motio Ltd – Unmarketable Parcel Sale Facility
C/- Automic Group
GPO Box 5193
Sydney NSW 2001

BY HAND DELIVERY (Between Sydney office hours 9.00am – 5.00pm AEDT)

Automic Group
Level 5
126 Phillip Street
Sydney NSW 2000

**YOUR SHARE RETENTION FORM MUST BE RECEIVED BY NO LATER THAN
5.00PM (AWST) ON 28 APRIL 2025.**