



SOR Restricted Share Purchase Plan

Strategic Elements Ltd (ASX: SOR) is pleased to announce a restricted Share Purchase Plan (SPP) exclusively available to shareholders registered as at 5.00 pm (AWST) on 19 May 2026 (**Eligible Shareholders**).

The amount to be raised under the SPP is \$1,000,000 however, the Board reserves the right, in its absolute discretion, to accept oversubscriptions, capped at \$2,500,000, to the SPP.

The SPP will allow you to apply to purchase up to \$30,000 worth of shares (**New Shares**) at an issue price of 3.5 cents per share (**SPP Share Offer**).

Participants in the SPP Share Offer are also entitled to one attaching option exercisable at 4 cents by 12 July 2027 (**New Option**) for every share subscribed for under the SPP Share Offer (**SPP Option Offer**).

The board intends to process applications on a first-received basis up to \$1,000,000, with any oversubscriptions up to the \$2,500,000 cap at the Directors' discretion, subject to all legal and regulatory requirements.

Use Of Funds

The Company operates under the Federal Government's Pooled Development Fund program. This program was established to increase the supply of capital to Australian small and medium-sized enterprises through patient capital and tax incentives for eligible investors. Funds will be primarily used for:

- **Energy Ink™:** Develop engineered moisture systems, demonstrate a breath-powered mobile phone call, progress longer-duration printable cells and investigate larger-scale moisture energy cells.
- **Stealth Technologies:** Extend revenue-generating EdgelQ pilot deployments with major mining companies and expand discovery activities in automation, robotics and edge computing across sectors.
- **New Ventures:** Significantly progress evaluation and execution of new Australian innovation opportunities where early advances can have an outsized impact.

These activities are expected to provide multiple opportunities for technical progress and shareholder updates throughout 2026.

Document Information

1. Eligible holders will be emailed their application form and documents. Eligible holders with mailing addresses only will be posted a document which will facilitate access to the application form and documents online.
2. There is no need to fill out and post the application form.
3. Please use the BPAY or EFT payment reference details printed on the application form.

If you did not receive your application form details – request a form and documents from the Automic Group:

- Phone: Call 1300 288 664 and provide holder name, address and name
- Email: Request including holder name, address and name to corporate.actions@automicgroup.com.au
- Login: Using your existing username and password - <https://investor.automic.com.au>
- Register: Using your HIN/SRN - <https://investor.automic.com.au>

Other

The issue price of 3.5 cents per New Share represents a 8.4% discount to the volume weighted average market price of the Company's shares over the five trading days prior to announcement of the Offers (defined below).

All Directors of the Company intend to participate in the SPP Share Offer and any participation by Directors in the SPP Option Offer will be subject to shareholder approval, if the Directors elect to participate in the SPP Option Offer.

If the SPP raises less than \$1,000,000 (before costs), the Company will seek to raise the shortfall funds (**Shortfall**) by way of an offer of the Shortfall to Eligible Shareholders and other investors invited to participate by the Company (**Shortfall Offer**). Any securities issued under the SPP Share Offer and SPP Option Offer will be deducted from the number of Shares and Options to be issued under the SPP Shortfall Offer, so that the maximum number of Shares and Options issued under the SPP Shortfall Offer will be 28,571,428 Shares and 28,571,428 Options.

The offer of New Shares under the SPP is made in accordance with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 and does not require a prospectus under Chapter 6D of the Corporations Act. The SPP Option Offer will be made under a transaction-specific prospectus to be lodged with ASIC on 20 May 2026.

If after the close of the SPP and Shortfall Offer, any Shortfall has not been subscribed for, the Company reserves the right to place any shortfall or oversubscriptions at a price no less than the SPP issue price, subject to the ASX Listing Rules and Corporations Act.

If the maximum number of oversubscriptions are accepted, the SPP is expected to result in the issue of 71,428,571 New Shares pursuant to Listing Rule 7.2 Exception 5, and those shares will not count towards the Company's Listing Rule 7.1 placement capacity.

The SPP Option Offer is not subject to shareholder approval.

SPP Key Dates

Details	Date
Record Date 5.00pm (AWST) The date of which the Company determines eligible shareholders.	Tuesday 19 May 2026
Dispatch of Offer Documents Emailed offers will be sent at 2pm AWST.	Wednesday 20 May 2026
Opening Date The date on which the Offer opens.	Wednesday 20 May 2026
Closing Date The date on which the Offer closes. Applications and payments must be received by 5.00pm (AWST).	Tuesday 9 June 2026
Announcement of results of SPP	Tuesday 16 June 2026
Issue Date The date New Shares are issued	Tuesday 16 June 2026
Quotation of New Shares under the SPP	Wednesday 17 June 2026
Issue New Options under the SPP The date New Options are issued	Wednesday 17 June 2026

The above dates are indicative only and may change at the discretion of the Directors (subject to the requirements of the Listing Rules and all other applicable law).

Documentation

The Offer Document and Prospectus contain further information regarding the SPP, the SPP Share Offer, the SPP Option Offer and the SPP Shortfall Offer (**Offers**). In particular, the Prospectus sets out the terms of the New Options and describes the risks associated with an investment in the Company. Eligible Shareholders should read the Prospectus and Offer Document before making any decision to invest.

The Offer Document and Prospectus do not consider the individual investment objectives, financial situation or needs of the Eligible Shareholder. Eligible Shareholders should consider seeking independent financial and taxation advice before deciding as to whether to accept the SPP Share Offer, the SPP Option Offer or the SPP Shortfall Offer.

Strategic Elements - Pooled Development Fund Program

ASX-listed Strategic Elements backs early-stage Australian innovation — where a single result can change everything™. The Company operates under the Federal Government's Pooled Development Fund (PDF) program, which was established to increase the supply of capital to Australian small and medium-sized enterprises through patient capital and tax incentives for eligible investors. Expansion of new project sourcing and evaluation activities has become a major focus during 2026 as Strategic Elements seeks to identify and back Australian innovation where early advances can have an outsized impact.

Authorised for release by the Board of Strategic Elements Ltd.

For further information: Matthew Howard, Company Secretary

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Further information regarding the Pooled Development Fund program is available at

<https://business.gov.au/grants-and-programs/pooled-development-funds>. Investors should consider obtaining independent taxation advice.