

8 March 2023

The Company Announcements Office  
Australian Securities Exchange  
*via electronic lodgement*

### **At-The-Market Subscription Funding Agreement established**

Traffic Technologies Limited (ASX:TTI) ("Traffic Technologies" or the "Company") is pleased to announce it has entered into an At-The-Market (ATM) subscription facility with Dolphin Corporate Investments (DCI).

The ATM agreement provides TTI with up to \$3,000,000 of standby equity over the next 3 years.

The ATM agreement allows the Company to retain full control over the subscription placement process and sole discretion as to whether or not to utilise the ATM, the number of shares to be issued, the minimum issue price of the shares and the timing of each subscription.

In the event Traffic Technologies utilises the ATM facility, the Company is able to set its own floor price and the final issue price will be calculated as the greater of the floor price set or a 5.5% discount to the Volume Weighted Average Price (VWAP) achieved by DCI over a period of the Company's election and sole discretion.

There are no requirements on the Company to utilise the ATM facility and under the terms of the agreement the ATM can be terminated at any time without termination costs. DCI does not place any restrictive covenants at any time on the Company raising capital through other methods. The minimum floor price is set by the Company at its sole discretion, by reference to the recent trading price of the Company's shares.

The Company has agreed to issue DCI with 35,500,000 shares as collateral under the ATM agreement from its LR7.1 capacity at nil consideration to DCI. The Company may, at any time, buy back the collateral shares for no consideration (subject to shareholder approval).

The securities were issued in a single tranche using the Company's existing placement capacity under the Company's LR7.1 placement capacity.

The Company has elected to enter into the ATM Facility with Dolphin Corporate Investments (DCI) as it provides the Company with the following features:

1. Ability to set floor price
2. Timing and control of issuance
3. Ability to terminate the facility at no cost to the Company
4. Alternative method of raising capital

To the extent that any shares issued as collateral remain in the possession of DCI at the expiry date of the ATM agreement, DCI may retain the shares for consideration, the Company may require the shares to be transferred to a nominee or the Company may buy-back the shares for nil consideration (subject to shareholder approval).

An initial one-off fee of \$25,000 is payable by the Company to DCI for arranging the transaction.



Additional details relating to the issue of shares are set out in the Appendix 2A announced to ASX today.

The release of this announcement was authorised by the Board of Traffic Technologies.

Yours faithfully

Con Liosatos  
Managing Director  
**Traffic Technologies Ltd**