

ASX Announcement

2 December 2022

Unsolicited, Non-Binding, Conditional Offer from SQN Investors

Bigtincan Holdings Limited (**ASX:BTH**) ("**Bigtincan**", "**BTH**", the "**Company**"), a global software company providing a leading AI-powered sales enablement automation platform, announces that it has received an unsolicited, indicative, conditional and non-binding proposal from SQN Investors LP (**SQN**) to acquire all of the shares in BTH for A\$0.80 cash per BTH share ("**Offer Price**") by way of scheme of arrangement (**Indicative Proposal**).

SQN, a long/short equity investment adviser focused on technology and technology-related companies, is a substantial holder of Bigtincan and has a relevant interest in 74,940,121 shares or approximately 13.6% of BTH's issued share capital. Mr Farouk Hussein, a partner of SQN, has been a director of Bigtincan since October 2021.

Accordingly, the Bigtincan Board has established an Independent Board Committee (**IBC**), consisting of its current independent non-executive directors and its Chief Executive Officer and Executive Director, David Keane, to evaluate and respond to the Indicative Proposal.

SQN has indicated that it aims to fund the Indicative Proposal by a combination of equity by SQN and its affiliates, and possibly debt financing, although it does not currently have binding commitments in that regard. SQN have not been provided due diligence access at this time.

Bigtincan also notes that it has had preliminary discussions with other interested parties who have approached Bigtincan with indications of interest in respect of a potential control transaction. The IBC will consider the proposals in an orderly manner with its advisers and in the best interests of all Bigtincan shareholders.

There is no certainty that a control transaction capable of being considered by shareholders will eventuate.

Bigtincan shareholders do not need to take any action in relation to the Indicative Proposal.




Authorised for release by Tom Amos, Chairman of Bigtincan Holdings Limited.

For more information on the Bigtincan solution set visit www.bigtincan.com

Bigtincan is helping the world's leading brands facilitate the buying experience of the future.

Everything we offer is designed to be smart, flexible, and easily adapted to unique business processes with highly personalized experiences that people and brands love. We're on a mission to help companies deliver branded buying experiences that are engaging, personalized, provide value, and guide people to the best decisions with confidence. World-class companies like Nike, Guess, Prudential, and Starwood Hotels trust Bigtincan to enable customer-facing teams to intelligently prepare, engage, measure and continually improve the buying experience for their customers.

For more information about Bigtincan (ASX: BTH), visit: bigtincan.com or follow Bigtincan on social media:

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Investor Enquiries

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