MARKET UPDATE AND EQUITY RAISE PRESENTATION

Gratifii Limited (ASX: GTI)
13 June 2023

Disclaimer

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KEY RELATIONSHIP

- Gratifii has provided rewards services to RACV's **2.1 million** members for over 10 years
- In FY22, Gratifii earned more than **$4 million** revenue from its existing contract with RACV
- In FY22, RACV members saved some **$2.7 million** on the recommended retail price (RRP) of **over 262,000** rewards purchased from Gratifii

Transformational 3-year contract signed with RACV expected to generate approx $8.8 million in additional inflows in FY24,* a 42% increase

- Gratifii has signed an additional 3-year contract with **RACV**, with the option to extend for two further 3-year terms.
- The additional contract is expected to:

  a) be Gratiffi's largest SaaS contract by licence fees to date, with up to $360k per annum in contracted licence fees, from November 2023 'go-live' date, proving the scalability of the platform

  b) provide an **extended range of rewards** to RACV members, and affiliate companies

  c) generate **$8.8 million* an approx. 42% increase in Gratifii's operating cash inflows compared to the last 12 months results ended March 2023 of $21 million**, delivering **positive cashflows within FY24** (refer to slide 4 for further details)

* Based on RACV volumes in the prior 12 months.

Contract forecast cashflows*

$m	FY24 (f)	FY25 (f)
Inflows		
SaaS Licence Fees	0.28	0.40
Rewards	6.04	8.75
3rd Party Rewards	0.51	0.95
Travel	2.00	2.90
Total Inflows	**8.83**	**13.00**

- **SaaS Licence Fees** is the contracted revenue from implementation of Gratifii's Mosaic loyalty platform under the new three-year contract with RACV.
- **Rewards** inflows represents forecast movie ticket and other revenue to be earned by Gratifii under the expanded relationship between Gratifii and RACV.
- **3rd Party Rewards** inflows represent Gratifii's estimated commission-only component of Gratifii's product purchases by RACV members and affiliates.
- **Travel** inflows relates to expected sales from the build-out of Gratifii's comprehensive travel rewards offering, as outlined on slide 5.

* Based on RACV volumes in the prior 12 months.

Gratifii's largest SaaS contract to-date is expected to enable the scale and required platform development to deliver positive cashflows within FY24 for Gratifii

- Gratifii will manage a three stage project to deliver the extended functionality required by RACV :
  - The build will include 3 phase integration of RACV's reward offerings into Mosaic, including the addition of a comprehensive travel rewards offering with holiday packages, accommodation and cruises for Gratifii's network
  - Additionally, Gratifii has the opportunity to cross-sell these travel listings to Gratifii's existing 70 enterprise clients and their 16 million end users
- Further benefits to Gratifii in addition to the revenue opportunities presented on slide 4 include:
  - Accelerated roadmap for Gratifii's other clients/prospects, bringing additional SaaS revenue
  - Easier conversion of existing Gratifii rewards clients into higher margin platform clients
  - Further revenue opportunities via Gratifii's ability to offer design and marketing services to RACV and other clients
  - Clear differentiation of Gratifii's offering from other SaaS platform suppliers

To deliver on this expanded contract and to engage the required resources to facilitate this and other forecast contract wins, Gratifii has elected to launch a capital raise.

Company update: FY23 H2 YTD has delivered continued revenue growth and client implementations

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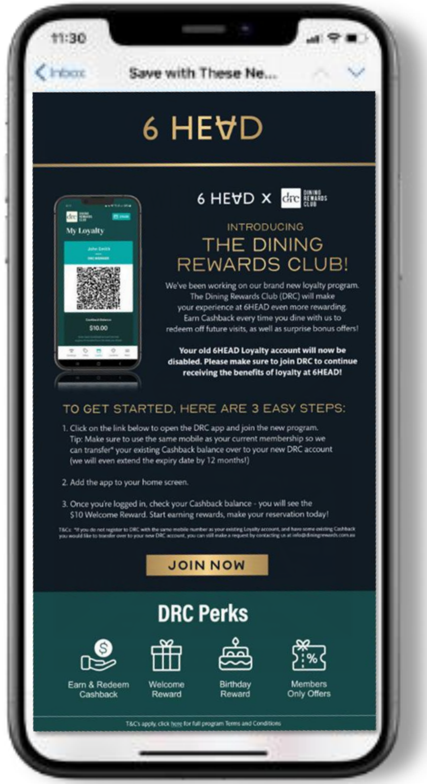
- FY23 4Q expected to be 10th consecutive record quarter of cash receipts, with 4Q revenue already exceeding Q3 after two months
- Key client delivery highlights during current quarter include:

Client	Key developments
SEAGRASS BOUTIQUE HOSPITALITY GROUP	• 'Dining Rewards Club' loyalty program now live in Hunter & Barrell and 6HEAD restaurants under material SaaS contract to deploy Mosaic to six restaurant brands.
Large health services provider	• Private medical centre client's digital loyalty program powered by Gratifii now rolled out to 7 medical centres with over 46,000 patients signed up to date.

- Loyalty and rewards sector demand continues to grow as people look for better value in a slowing economy
- Pipeline continues to grow, with further substantial client contract wins expected this quarter



To deliver on the expanded RACV contract and to engage the required resources to facilitate this and other forecast contract wins, Gratifii has elected to launch a capital raise.

STRATEGIC RATIONALE

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Gratifii is to undertake an equity raising to accelerate its growth and profitability.
Proceeds will enable the company to accelerate and deliver its strategic priorities.

TRANSFORMATIONAL GROWTH

Opportunity to increase sales to top 5 client (RACV) via strategic partnership and expanded market offering.

$8.9m FORECAST ADDITIONAL REVENUE*

IMPROVED CASHFLOW

Strengthen balance sheet and move to cashflow positive.

SCALE BENEFITS

Significant additional capitalised investment in our technology platform to meet growing client demand.^

* Based on RACV volumes in the prior 12 months (see slide 4).
^ Refer to slide 9 for use of funds under the Equity Raising.

Overview Of Equity Raising

Offer Structure	1. Institutional placement to eligible institutional, sophisticated and professional investors to raise $1.84m (**Tranche 1**). 2. A deferred shares issue to raise $0.91 million subject to shareholder approval at an EGM in August 2023 (**Tranche 2**).
Placement Size	$1.84 million Placement through the issue of 115.3 million new GTI shares (**Tranche 1 Shares**) to be issued under GTI's existing ASX Listing Rule 7.1 & 7.1A placement capacity. $905k Deferred Issue to raise 56.6m new GTI shares **(Tranche 2 Shares).**
Offer Pricing	Offer price of $0.016 per New Share represents the last closing price on Wednesday 7 June 2023.
Ranking	Placement Shares and Deferred Issue shares will rank equally with existing fully paid ordinary shares on issue.
Lead Manager	MST Financial Services Pty Ltd (**MST**) and Candour Advisory **(Candour)** as co-manager.

Transaction funding

Sources and uses of funds

SOURCES	$m
1. Tranche 1	1.84
2. Tranche 2	0.91
Total sources	**2.75**

USES	$m
1. Capitalised technology development	0.75
2. Inventory purchasing to support contract	0.75
3. Spendless acquisition*	0.20
4. Working capital	0.85
5. Approximate transaction costs	0.20
Total uses	**2.75**

* As announced to ASX on 9 May 2023.

Key risks

This section sets out some of the potential risks associated with Gratifii's business, the industry in which it operates, and the risks associated with an investment in its shares. Gratifii is subject to risk factors that are both specific and those that are more general in nature. Any of these risk factors may, if they eventuate, have an adverse effect on Gratifii's business, financial position, operating and financial performance, growth and/or the value of its shares. Many of the circumstances giving rise to these risks and the occurrence of consequences associated with each risk are partially or completely outside of Gratifii's control.

The risks set out below are not listed in order of importance and do not constitute an exhaustive list of all risks involved with an investment in Gratifii. Before investing in Gratifii, you should be aware that an investment in Gratifii has a number of risks, which are specific to Gratifii and some of which relate to listed securities generally, and some of which are beyond the control of Gratifii. Before investing in Gratifii shares, you should consider whether the investment is suitable for you. Potential investors should consider publicly available information on Gratifii (such as that available on the websites of Gratifii and the ASX), carefully consider their personal circumstances and consult their stockbroker, solicitor, accountant or other professional adviser before making an investment decision.

GENERAL INVESTMENT RISKS	
Speculative nature of investment	Any potential investor should be aware that subscribing for new shares in the Capital Raise involves various risks. The new shares to be issued pursuant to the Capital Raise carry no guarantee with respect to the payment of dividends, returns of capital or the market value of those shares. An investment in Gratifii shares should therefore be considered speculative.
Economic and financial market conditions may deteriorate	Gratifii is subject to general market conditions and the risks inherent to all entities whose securities are publicly listed on a securities exchange. General economic conditions (both domestically and internationally), long term inflation rates, exchange rate movements, interest rate movements and movements in the general market for ASX and internationally listed securities may adversely affect the market price of its shares (including the New Shares issued under the Offer) and its ability to pay dividends. None of Gratifii, its directors or any other person guarantees the market performance of the new shares issued under the Capital Raise or the payment of dividends.
Dilution risk	The Placement and share purchase plan may result in dilution of the existing holdings of Gratifii shareholders, in particular where shareholders do not participate in the Placement or share purchase plan.

Key risks

OPERATIONAL RISKS	
Execution of business strategy and growth objectives risk	Gratifii's growth and financial performance is dependent on its ability to successfully execute its business and growth strategy. This will be impacted by a number of factors, including Gratifii's ability to scale up its business profitability which Gratifii intends to achieve by reinvesting cashflows into customer growth using the existing assets to drive additional revenue streams while at the same time reducing customer acquisition cost through cross selling different offerings to its customer base. If Gratifii fails to execute on its business strategy, its business, financial condition and results of operations could be materially and adversely affected.
History of losses and uncertainty on future profits	Gratifii has reported net losses since listing on ASX and is expected to continue to experience net losses in the future. As it pursues profitability, Gratifii expects to make ongoing investments in the development and expansion of its business (including by acquisition) and as such operating expenses may increase Gratifii may not succeed in increasing revenues sufficiently to offset these higher expenses resulting in continued unprofitability. In addition, Gratifii may or may not achieve the results it is planning for, and the costs to execute its business strategy may be higher than currently anticipated.
Failure to retain existing customers and attract new customers of Gratifii's products and services	Gratifii's financial performance depends on its ability to retain customers and users, its ability to convert those customers and users to users of its other products and its ability to generate new business by attracting new customers and users to its Platform or other products and services. If Gratifii is unable to retain existing customers and users, and/or to attract new users to the platform or to its other products and services at the rate, and with the same pricing, revenues and costs Gratifii currently expects, this may have a materially adverse impact on Gratifii's operations and financial performance and/or growth.
Reliance on third parties and the internet	The operation of the Gratifii platform is reliant on the performance and availability of its technology and communication systems and that of its suppliers and other third parties. In addition, the Gratiffi platforms depend on the availability of the internet and to a lesser extent on the quality of users' access to the internet. Internet access is frequently provided by companies that have significant market power that could take actions that degrade, disrupt, or increase the cost of user access to the Gratifii platforms which would negatively impact Gratifii.

Key risks

OPERATIONAL RISKS (CONTINUED)	
Competition	Gratifii operates in an industry that is subject to significant change, driven by factors including advancements in technology and changing consumer behaviours. The barriers to entry into the industries that Gratifii operates in are not high, and there is a risk that increased competition from new or existing competitors (some of which have access to more resources and scale than Gratifii emerges in Australia and other markets in which we operate in the future. Management believe that Gratifii's platform and service offerings have a strong competitive advantage, with its technology and features which we believe are advanced compared to its competitors. Expansion to new product features will also ensure the minimisation of competitive trends and its impact on penetration and revenues.
Data loss, theft or corruption	Gratifii stores data in its own systems and networks and also with a variety of third-party service providers. Exploitation or hacking of any of the company's systems or networks could lead to corruption, theft or loss of the data which could have a material adverse effect on Gratifii's business, financial condition and results.
Key personnel risk	An investment in Gratifii is in large an investment in the Gratifii's key management team and personnel. The loss of key members of management, a change in the senior management team or the failure to attract additional skilled individuals to key management roles, could have a material adverse effect on Gratifii's operations and may hinder the ability of Gratifii to achieve its business strategy and growth objectives. A failure to attract and retain other executive, operational, technical and other personnel could limit the Company's ability to grow.
Changes in law and regulations	Gratifii may be adversely impacted by the introduction or changes in governmental policy, regulation or legislation applying to the services it provides.