

Findi Limited ACN 057 335 672

Share Purchase Plan Offer Booklet

27 March 2025

Not for release to US wire services or distribution in the United States.

This is an important document and should be read carefully and in its entirety. The Share Purchase Plan does not take into account the individual investment objectives, financial situation or particular needs of any Eligible Shareholder. If you are in any doubt about the action you should take or the contents of this document, please seek independent financial advice from your broker, accountant, solicitor or other professional adviser without delay. The contents of this document have not been reviewed by any regulatory authority. An investment in FND shares should be considered as a speculative investment.

Important notice

This Share Purchase Plan Offer Booklet (**SPP Booklet** or **Booklet**) contains important information. You should read it carefully and in its entirety.

As announced to ASX on Thursday, 20 March 2025, each Eligible Shareholder has the opportunity to participate in the Share Purchase Plan offer (**SPP**) by applying for up to \$30,000 worth of fully paid ordinary shares in Findi Limited ACN 057 335 672 (ASX: FND) (**FND**) (**New Shares**) without incurring brokerage or transaction costs.

New Shares issued under the SPP are expected to be issued on Tuesday, 22 April 2025 (**Allotment Date**) and will rank equally with existing fully paid ordinary shares in FND (**FND Shares**) and carry the same voting rights and other entitlements. The New Shares are expected to commence quotation on ASX on Wednesday, 24 April 2025.

Further details of the SPP are set out in the remainder of this document.

Disclaimer

In particular, if you participate in the SPP, you are accepting the risk that the market price of FND Shares may change between the date of your Application and the Allotment Date.

FND recommends that you seek independent advice from your financial or other professional advisers regarding your participation in the SPP.

SPP

The offer of New Shares under the SPP is made in accordance with *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (Australia), which grants relief from the requirement to issue a disclosure document for the SPP. This Booklet is not a prospectus under Chapter 6D of the *Corporations Act 2001* (Cth) (**Corporations Act**).

If you have any questions in relation to how to participate in the SPP, please contact the Company's share registry, Automic Pty Ltd during the SPP offer period on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au.

This Booklet does not constitute or provide financial advice and has been prepared without taking into account your particular objectives, financial situation or needs. If you are in any doubt about whether to participate in the SPP, you should seek advice from your financial, taxation or other professional adviser before participating.

This Booklet does not constitute an offer to sell, or a solicitation of an offer to buy, any New Shares in the United States or in any jurisdiction in which such an offer would be illegal. The New Shares have not been, and will not be, registered under the U.S. Securities Act of 1933 or the securities laws of any U.S. state or other jurisdiction of the United States, and may not be offered or sold, directly or indirectly, in the United States except in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act, and the securities laws of any state or other jurisdiction in the United States.

New Zealand

The New Shares are not being offered or sold to the public within New Zealand other than to existing shareholders of FND with registered addresses in New Zealand to whom the offer of the New Shares is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021 (New Zealand).

This Booklet has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013. This Booklet is not a product disclosure statement

under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

For personal use only

1. Letter from the Executive Chairman

27 March 2025

Dear Shareholder

Invitation to participate in Share Purchase Plan

Findi Limited (**FND**) is pleased to present to Eligible Shareholders the opportunity to increase their investment in FND through an offer of fully paid ordinary shares under this Share Purchase Plan (**SPP**).

The SPP allows you to apply to purchase shares on the same terms as the Company's recent share placement to professional, institutional and sophisticated investors as announced on Thursday, 20 March 2025 (**Placement**).

Funds raised pursuant to the SPP are intended to contribute towards improving balance sheet flexibility, and be applied towards additional working capital.

Applicants should be aware that funds raised under the SPP may need to be supplemented by additional capital to be raised via equity or debt to meet FND's current and future funding requirements.

SPP

The SPP is offered exclusively to all shareholders who were recorded on FND's share register at 7:00pm (Sydney time) on Wednesday, 19 March 2025 with an address on the share register in Australia and New Zealand and are not acting for the account or benefit of a person in the United States (each an **Eligible Shareholder**).

The SPP provides Eligible Shareholders with an opportunity to buy a parcel of shares in FND with no brokerage or transaction costs, up to a maximum value of \$30,000. The FND Board does not intend to accept Applications from Eligible Shareholders that sell any of their Shares during the SPP offer period or Eligible Shareholders that do not hold a marketable parcel of FND Shares.

The offer price of the New Shares is \$4.00 (**Offer Price**). The Offer Price represents a 12.3% discount to the last closing price of \$4.56 for FND Shares on Thursday, 13 March 2025, being the last trading day prior to the announcement of the Placement and SPP. The Offer Price is equal to the price that investors acquired FND Shares under the Placement.

The minimum Application amount for New Shares is \$1,000, and subsequently in additional \$1,000 increments up to the maximum Application amount for New Shares of \$30,000.

FND is seeking to raise \$5 million under the SPP. However, if the total value of applications received under the SPP is greater than \$5 million, FND may increase the size of the SPP offer or may scale back the number of New Shares that will be allotted under the SPP such that you may be allocated fewer New Shares than the number for which you applied. In such a case, you will receive a proportionate refund of your application monies (without interest).

Participation in the SPP is optional and the right to participate is not transferrable. The offer to participate in the SPP closes at 5:00pm (Sydney time) on Friday, 11 April 2025. Full details on the SPP and how to participate are contained in this offer booklet.

If you wish to participate in the SPP, Eligible Shareholders can access the SPP Booklet and their personalised application form (**Application Form**) as follows:

- **Online** – Eligible Shareholders can access the Automic Investor Portal at <https://investor.automic.com.au/#/home> to receive a copy of the SPP Booklet and their Application Form.
- **Paper** – Eligible Shareholders can also contact the Company's share registry, Automic Pty Ltd during the SPP offer period on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au to request a copy of the SPP Booklet and their Application Form.

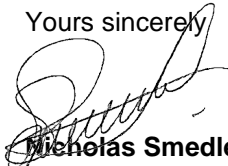
The Application Form will contain instructions on how Eligible Shareholders can participate in the SPP and Eligible Shareholders will be required to make payment via EFT or BPAY® in accordance with these instructions using their **unique entitlement reference number** or **CRN** to apply for New Shares under the SPP.

Shareholders in the United States are not eligible to participate in the SPP. Similarly, Shareholders (including Custodians and nominees) who hold FND Shares on behalf of persons in the United States or elsewhere outside Australia and New Zealand, or are acting for the account or benefit of such persons, are not eligible to participate in the SPP on behalf of those persons.

If you have any questions in relation to how to participate in the SPP, please contact the Company's share registry, Automic Pty Ltd during the SPP offer period on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au.

FND appreciates your continued support of our company.

Yours sincerely



Nicholas Smedley
Executive Chairman

2. Key dates

Event	Date
Record Date	Wednesday, 19 March 2025
Announcement of SPP and Placement	Thursday, 20 March 2025
Allotment of Placement Shares	Thursday, 27 March 2025
Lodgement of cleansing notice	
SPP offer opening date, SPP booklet made available and invitation letter sent to Eligible Shareholders	Thursday, 27 March 2025
SPP offer closing date (Closing Date)	Friday, 11 April 2025
Announcement of results of SPP	Tuesday, 22 April 2025
Allotment Date for New Shares	Tuesday, 22 April 2025
New Shares commence trading on ASX	Wednesday, 23 April 2025

**The Company reserves the right, subject to the ASX Listing Rules, to change the Closing Date or the proposed allotment date or any other date included in the table above (other than the Record Date), at any time by making an announcement to the ASX. The Company also reserves the right to terminate the SPP at any time prior to the issue of Shares pursuant to the SPP. If the Company terminates the SPP, it will refund application monies without interest.*

3. Summary of SPP

What is the Share Purchase Plan?

The SPP provides Eligible Shareholders with an opportunity to purchase additional fully paid ordinary shares in FND, without brokerage or transaction costs.

All New Shares issued under the SPP will rank equally with existing ordinary shares in FND, including with respect to voting rights and other entitlements.

Am I an Eligible Shareholder?

You are an Eligible Shareholder if, at 7:00pm (Sydney time) on Wednesday, 19 March 2025 (**Record Date**), you were registered as a holder of FND Shares with an address on the share register in Australia or New Zealand.

What is the Offer Price of the New Shares?

The Offer Price is \$4.00. The Offer Price represents a 12.3% discount to the last closing price of \$4.56 for FND Shares on Thursday, 13 March 2025, being the last trading day prior to the announcement of the Placement and SPP. The Offer Price is equal to the price that investors acquired FND Shares under the Placement.

The market price or value of FND Shares is subject to market volatility. This means that there is a risk that the price or value of FND Shares may be higher or lower, at any time, than the Offer Price of the New Shares you receive. The market price may change between the date of this SPP Booklet and the date when New Shares are issued or allotted to you under the SPP. You agree to pay the Offer Price per New Share for the number of New Shares that are allocated to you under the SPP in accordance with the terms and conditions of the SPP.

How many New Shares can I apply for under the SPP?

Each Eligible Shareholder is entitled to apply for a parcel of New Shares for a minimum Application amount of \$1,000 and thereafter in increments of \$1,000 up to a maximum of \$30,000. The \$30,000 limit applies regardless of the number of FND Shares that the Eligible Shareholder owns as at the Record Date.

If FND receives an application for New Shares (**Application**) for an amount that does not equal one of the amounts specified above, FND may either:

- reject the Application and refund in full the Application monies (without interest) to the Eligible Shareholder; or
- apply the dollar amount of the payment to the highest designated parcel that is less than the amount of the payment and refund the excess Application monies (greater than \$2.00 and without interest) to the Eligible Shareholder.

If an Eligible Shareholder holds FND Shares in more than one capacity (e.g. as both a joint holder and a sole holder), then the maximum amount that Eligible Shareholder can apply for under the SPP in all capacities is an aggregate of \$30,000.

By applying for New Shares under the SPP, you will have agreed to be bound by the terms and conditions of the SPP set out in the attached terms and conditions and the Application Form.

The FND Board does not intend to accept Applications from Eligible Shareholders that sell any of their Shares during the SPP offer period or Eligible Shareholders that do not hold a marketable parcel of FND Shares.

Can I transfer my rights under the SPP?

The offer made under the SPP is non-renounceable and therefore you cannot transfer your right to apply for New Shares under the SPP to another person.

How do I apply for New Shares under the SPP?

If you wish to participate in the SPP, Eligible Shareholders can access the SPP Booklet and their Application Form as follows:

- **Online** – Eligible Shareholders can access the Automic Investor Portal at <https://investor.automic.com.au/#/home> to receive a copy of the SPP Booklet and their Application Form.
- **Paper** – Eligible Shareholders can also contact the Company's share registry, Automic Pty Ltd during the SPP offer period on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au to request a copy of the SPP Booklet and their Application Form.

The Application Form will contain instructions on how Eligible Shareholders can participate in the SPP and Eligible Shareholders will be required to make payment via EFT or BPAY® in accordance with these instructions using their **unique entitlement reference number** or **CRN** to apply for New Shares under the SPP.

To participate in the SPP, you must ensure that your Application monies are received, whether via EFT or BPAY® before 5.00pm (Sydney time) on Friday, 11 April 2025 in accordance with the instructions set out on the Application Form and in the SPP Booklet.

The minimum Application amount for New Shares is \$1,000 and thereafter in increments of \$1,000 up to a maximum Application amount of \$30,000.

An Application cannot be withdrawn or revoked once payment has been received.

How much is FND seeking to raise?

FND is seeking to raise \$5 million under the SPP (before costs). However, if the total value of Applications received is more than \$5 million, FND may increase the size of the SPP offer or may undertake a scale back. No Eligible Shareholder will be entitled to apply for more than \$30,000 worth of New Shares.

The Board advises that it will have discretion to accept any oversubscriptions provided that the total number of New Shares issued under the SPP does not exceed a maximum of 30% of the issued capital of FND.

Will I receive the full amount that I apply for?

FND has a discretion as to the amount raised under the SPP, and this includes reserving the right to increase or scale back the size of the SPP offer.

If the total value of Applications received under the SPP is greater than \$5 million, FND may increase the size of the SPP offer. Alternatively FND may scale back the number of New Shares that will be allotted under the SPP and you may be allocated fewer New Shares than the number for which you applied. In such a case, you will receive a proportionate refund of your Application monies (without interest).

If a scale back is undertaken, Applications will be scaled back at the absolute discretion of FND.

FND will announce any increase to the size of the SPP offer or scale back to ASX.

How long does the SPP remain open?

The SPP opens on Tuesday, 27 March 2025 and is expected to close at 5:00pm (Sydney time) on Friday, 11 April 2025.

If you wish to participate, you should ensure that your EFT or BPAY® payment is received by FND's share registry, Automic Pty Ltd, by no later than 5:00pm (Sydney time) on Friday, 11 April 2025.

Is participation in the SPP mandatory?

Participation in the SPP is voluntary. Before participating in the SPP and applying for New Shares, FND recommends that you seek independent advice from your financial or other professional advisers.

Is the SPP underwritten?

No, the SPP is not underwritten.

Further assistance

If you have any questions in relation to the SPP, please contact your financial or other professional advisers.

If you have any questions in relation to how to participate in the SPP, please contact the Company's share registry, Automic Pty Ltd during the SPP offer period on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au.

4. SPP terms and conditions

Purpose

The purpose of the Share Purchase Plan (**SPP**) is to offer existing shareholders of Findi Limited 057 335 672 (**FND**) the opportunity to acquire additional fully paid ordinary shares in FND (**New Shares**) up to a maximum value of \$30,000, without the need to pay brokerage or transaction costs and without the need for FND to issue a prospectus.

This document sets out the terms and conditions of the offer under the SPP.

Shareholder eligibility to participate

Participation in the SPP is only open to each person registered as a holder of ordinary shares in FND at 7:00pm (Sydney time) on the Record Date (being Wednesday, 19 March 2025), who is an Eligible Shareholder.

Due to foreign securities laws, it is not practical for shareholders who are resident in countries other than Australia or New Zealand to participate in the SPP.

Participation in the SPP is optional and is subject to these terms and conditions. Offers made under the SPP are non-renounceable meaning that Eligible Shareholders may not transfer their rights to New Shares offered under the SPP.

Joint shareholders are taken to be a single registered holding for the purpose of the SPP, and the joint holders are entitled to participate in the SPP in respect of that single holding only. If the same joint holders receive more than one offer under the SPP, those joint holders may only apply for an aggregate maximum parcel of New Shares (ie up to the value of \$30,000) between any joint or individual holdings.

If an Eligible Shareholder is a "Custodian" (as defined in *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (Australia)) (**Custodian**) and is the registered holder of FND Shares on behalf of one or more persons who have a registered address in either Australia or New Zealand and is not acting for the account or benefit of a person in the United States (each an **Eligible Beneficiary**), the offer is made to that Eligible Shareholder and it has the discretion whether to extend the offer to the Eligible Beneficiaries. Custodians must complete and submit a certificate that certifies the matters required by paragraph 8(3) of *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (Australia) (**Custodian Certificate**) when making an Application on behalf of Eligible Beneficiaries. To request a Custodian Certificate please email corporate.actions@automicgroup.com.au. Applications received from Custodians must be accompanied by a duly completed and signed Custodian Certificate. Applications that are not accompanied by a duly completed Custodian Certificate will be rejected.

If an Eligible Shareholder holds FND Shares as a trustee or nominee for another person, but is not a Custodian, that Eligible Shareholder cannot participate for the beneficiaries of that trust in the manner described above. In this case, the rules for multiple single holders apply.

By electing to participate in the SPP, an Eligible Shareholder is deemed to have certified that the aggregated maximum amount subscribed for under the SPP does not exceed \$30,000. Furthermore, Eligible Shareholders are deemed to have confirmed, in relation to all New Shares applied for by them under the SPP, that they do not make an Application for any other person in circumstances which might involve any breach of securities law of any jurisdiction other than Australia and New Zealand and have agreed to be bound by FND's constitution in respect of all the New Shares issued to them under the SPP.

Offer Price

The Offer Price is \$4.00. The Offer Price represents a 12.3% discount to the last closing price of \$4.56 for FND Shares on Thursday, 13 March 2025, being the last trading day prior to the

announcement of the Placement and SPP. The Offer Price is equal to the price that investors acquired FND Shares under the Placement.

The market price or value of FND Shares is subject to market volatility. This means that there is a risk that the price or value of Shares may be higher or lower, at any time, than the Offer Price of the New Shares you receive. The market price may change between the date of this SPP booklet and the date when New Shares are issued or allotted to you under the SPP. You agree to pay the Offer Price per New Share for the number of New Shares that are allocated to you under the SPP in accordance with the terms and conditions of the SPP.

Application and notices

Before taking any action, you should carefully read this SPP Booklet.

Each Eligible Shareholder is entitled to apply for a parcel of New Shares for a minimum Application amount of \$1,000 and thereafter in increments of \$1,000 up to a maximum Application amount of \$30,000. The \$30,000 limit applies regardless of the number of FND Shares that the Eligible Shareholder owns as at the Record Date.

If you wish to participate in the SPP, Eligible Shareholders can access the SPP Booklet and their Application Form as follows:

- **Online** – Eligible Shareholders can access the Automic Investor Portal at <https://investor.automic.com.au/#/home> to receive a copy of the SPP Booklet and their Application Form.
- **Paper** – Eligible Shareholders can also contact the Company's share registry, Automic Pty Ltd during the SPP offer period on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au to request a copy of the SPP Booklet and their Application Form.

The Application Form will contain instructions on how Eligible Shareholders can participate in the SPP and Eligible Shareholders will be required to make payment via EFT or BPAY® in accordance with these instructions using their **unique entitlement reference number** or **CRN** to apply for New Shares under the SPP.

Applications for New Shares under the SPP offer will not be accepted unless received by FND's share registry, Automic Pty Ltd, by no later than 5:00pm (Sydney time) on Friday, 11 April 2025 (**Closing Date**).

Any Applications for less than \$1,000 will be returned (without interest).

Oversubscriptions or refunds (greater than \$2.00) will be returned without interest by direct credit to the shareholder's bank account recorded on their shareholding.

Cooling off rights do not apply to an investment in New Shares. You cannot withdraw your Application or payment once it has been accepted, except as allowed by law.

Acknowledgements

By making an Application and making a payment by EFT or BPAY®, you:

- are deemed to have accepted the SPP offer and you irrevocably and unconditionally agree to the terms and conditions of the SPP and the terms and conditions of the Application Form and agree not to do any act or thing that would be contrary to the spirit, intention or purpose of the SPP;
- warrant that all details and statements in your Application are true and complete and not misleading;

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- (c) agree that your Application will be irrevocable and unconditional (that is, it cannot be withdrawn);
 - (d) agree that your Application is only effective when received or deemed to be received by FND's share registry;
 - (e) warrant that you are an Eligible Shareholder and eligible to lawfully participate in the SPP and apply for the New Shares, in each case in accordance with these terms and conditions as well as any applicable laws;
 - (f) acknowledge that no interest will be paid on any Application monies held pending the issue of New Shares or subsequently refunded to you for any reason;
 - (g) acknowledge that FND and its officers and agents are not liable for any consequence of the exercise or non-exercise of its discretions referred to in these terms and conditions;
 - (h) agree to pay the Offer Price per New Share up to the maximum value of your EFT or BPAY® payment;
 - (i) acknowledge and agree that:
 - (i) you are not in the United States and are not acting for the account or benefit of a person in the United States;
 - (ii) the New Shares have not been, and will not be, registered under the *United States Securities Act of 1933*, as amended (**US Securities Act**) or the securities laws of any state or other jurisdiction of the United States, and accordingly, the New Shares may not be offered, sold or otherwise transferred without registration under the US Securities Act unless the New Shares are offered, sold or otherwise transferred in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act, and the securities laws of any state or other jurisdiction in the United States;
 - (iii) you have not, and will not, send this Booklet or any materials relating to the SPP to any person in the United States or to any person located in any other country outside Australia and New Zealand;
 - (iv) if in the future you decide to sell or otherwise transfer the New Shares, you will only do so in the regular way for transactions on the ASX where neither you nor any person acting on your behalf know, or have reason to know, that the sale has been pre-arranged with, or that the purchaser is, a person in the United States; and
 - (v) if you are acting as a trustee, nominee or Custodian, each beneficial holder on whose behalf you are participating is a resident in Australia or New Zealand, and you have not sent this Booklet, or any materials relating to the SPP, to any person in the United States or elsewhere outside Australia and New Zealand;
 - (j) if you are applying on your own behalf (and not as a Custodian), acknowledge and agree that:
 - (i) you are not applying for New Shares for which Application monies of more than \$30,000 are payable under the SPP (including by instructing a Custodian to acquire New Shares on your behalf under the SPP);
 - (ii) the total Application monies payable for the following does not exceed \$30,000:
 - (A) the New Shares the subject of the Application;
 - (B) any other FND Shares issued to you under a SPP or any similar arrangement in the 12 months before the Application;

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- (C) any other New Shares which you have instructed a Custodian to acquire on your behalf under the SPP; and
 - (D) any other FND Shares issued to a Custodian in the 12 months before the Application as a result of an instruction given by you to the Custodian to apply for FND Shares on your behalf under an arrangement similar to the SPP,

even though you may have received more than one offer under the SPP or received offers in more than one capacity under the SPP;

- (k) if you are a Custodian and are applying for New Shares on behalf of an Eligible Beneficiary on whose behalf you hold FND Shares, acknowledge and agree that:
 - (i) you are a Custodian (as that term is defined in *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (Australia));
 - (ii) you held FND Shares on behalf of the Eligible Beneficiary as at the Record Date who has instructed you to apply for New Shares on their behalf under the SPP and that the Eligible Beneficiary has been given a copy of this Booklet;
 - (iii) you are not applying for New Shares on behalf of any Eligible Beneficiary for which Application monies of more than \$30,000 are payable under the SPP;
 - (iv) your Application will not be accepted unless you duly complete and submit a Custodian Certificate; and
 - (v) the information in the Custodian Certificate submitted with your Application is true, correct and not misleading;
- (l) accept the risk associated with any refund that may be processed by direct credit to the shareholder's bank account recorded on their shareholding;
- (m) agree to be bound by the constitution of FND (as it may be amended from time to time in the future);
- (n) acknowledge that none of FND, its officers, advisers or agents, has provided you with any financial product or investment advice or taxation advice in relation to the SPP, or has any obligation to provide such advice;
- (o) acknowledge that an investment in FND is speculative and involves many risks (many of which are outside the control of FND) and that any such investment may result in the loss of some or all your invested capital;
- (p) acknowledge that FND may at any time irrevocably determine that your Application is valid, in accordance with the terms and conditions of the SPP;
- (q) authorise FND and its officers and agents to do anything on your behalf necessary or desirable for New Shares to be issued to you in accordance with the terms of this SPP offer; and
- (r) authorise FND, and its officers and agents, to correct minor or easily rectified errors in, or omissions from, your Application and to complete the Application Form by the insertion of any missing minor detail.

Discretion to scale back or increase the size of the offer

FND may in its absolute discretion increase the size of the SPP offer or undertake a scale back to the extent and in the manner it sees fit. If the total value of Applications received under the SPP is

greater than \$5 million, FND may increase the size of the SPP offer or scale back the number of New Shares that will be allotted under the SPP.

If a scale back is undertaken, Applications will be scaled back at the absolute discretion of FND.

Without limiting such discretion, the FND Board intends to allocate priority to Applications from Eligible Shareholders that have increased the number of Shares held during the SPP offer period, provided that the total number of New Shares issued under the SPP does not exceed the prescribed limits under the ASX Listing Rules.

Accordingly, if FND undertakes a scale back you may not receive the full amount or any of the New Shares for which you have applied. If this is the case, the difference between the Application monies received, and the number of New Shares issued to you multiplied by the Offer Price, will be refunded to you (greater than \$2.00 and without interest) by direct credit to the shareholder's bank account recorded on their shareholding. If the scale back produces a fractional number of New Shares when applied to a parcel of New Shares, the number of New Shares allocated will be rounded down to the nearest whole number of New Shares.

FND will make an announcement to the ASX on the outcome of the SPP on or around Tuesday, 22 April 2025, including regarding the final size of the SPP and any scale back applied to Applications received under the SPP. New Shares will be issued to successful applicants on or around Tuesday, 22 April 2025.

New Shares issued under the SPP

New Shares issued under the SPP will rank equally in all respects with all other FND Shares from the Allotment Date.

Modification and termination of the SPP

FND may modify or terminate the SPP at any time.

FND will notify ASX of any modification to, or termination of the SPP. The omission to give notice of any modification to, or termination of, the SPP or the failure of ASX to receive such notice will not invalidate that modification or termination.

Dispute resolution

FND may settle in any manner it thinks fit, any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to any participant or Application, and the decision of FND will be conclusive and binding on all participants and other persons to whom the determination relates.

FND reserves the right to waive strict compliance with any provision of these terms and conditions. The powers of FND under these terms and conditions may be exercised by the directors of FND or any delegate of the directors of FND in their sole and absolute discretion.

Privacy

By applying for New Shares under the SPP, you acknowledge that you will be providing personal information to FND and its share registry. FND and its share registry may collect personal information to process your Application for New Shares, implement the SPP and administer your shareholding. The personal information held by the share registry is also used to facilitate payments and to make corporate communications (including financial results, annual reports and other information to be communicated to holders of FND Shares) and to ensure compliance with legal and regulatory requirements, including Australian taxation and company laws.

Chapter 2C of the Corporations Act requires information about you as securityholder (including your name, address and details of the securities you hold) to be included in FND's public register (which is maintained by the share registry). This information must continue to be held in the public

register even if you cease to be a shareholder. This information may be disclosed to stock brokers, third party service providers, professional advisers, to related entities of FND and its agents and contractors and to ASX and other regulatory authorities and in any case, where disclosure is otherwise required or allowed by law. In some cases, your personal information may be given to persons outside of Australia. A copy of FND's privacy policy may be found at <https://findi.co/privacy-policy/>.

ASIC relief

This offer of New Shares under the SPP is made in accordance with the relief granted under *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (Australia). This ASIC instrument grants relief from the requirement to prepare a prospectus for the offer of New Shares under the SPP.

Contact details

If Eligible Shareholders have any questions regarding the SPP or how to deal with this offer, they should contact their professional advisers or stockbrokers.

If Eligible Shareholders have any questions in relation to how to participate in the SPP, they may contact the Company's share registry, Automic Pty Ltd during the SPP offer period on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au.

[EntityRegistrationDetailsLine1Envelope]
 [EntityRegistrationDetailsLine2Envelope]
 [EntityRegistrationDetailsLine3Envelope]
 [EntityRegistrationDetailsLine4Envelope]
 [EntityRegistrationDetailsLine5Envelope]
 [EntityRegistrationDetailsLine6Envelope]

Holder Number:
[HolderNumberMasked]

Record Date:
**7.00pm (Sydney time) on
 19 March 2025**

SHARE PURCHASE PLAN APPLICATION FORM

OFFER CLOSSES 5:00PM (SYDNEY TIME) 11 APRIL 2025 (WHICH MAY CHANGE WITHOUT NOTICE)

This Share Purchase Plan offer entitles each Eligible Shareholder in Findi Limited ACN 057 335 672 (ASX: FND) (FND or the Company) to subscribe through the Company's Share Purchase Plan (SPP) for a maximum of \$30,000 worth of fully paid ordinary shares in the Company (New Shares). The Company announced the SPP on 20 March 2025 and is seeking to raise \$5 million under the SPP (before costs). The SPP is open to all shareholders recorded as holding fully paid ordinary shares (Shares) on the Company's Register as at the Record Date with a registered address in Australia or New Zealand. The issue price of the New Shares is \$4.00 (Offer Price).


1 SUBSCRIPTION

Each Eligible Shareholder is entitled to apply for a parcel of New Shares for a minimum Application amount of \$1,000 and thereafter in increments of \$1,000 up to a maximum Application amount of \$30,000 (subject to a maximum band or any scale back) described below by paying the applicable Subscription Amount in accordance with the payment instructions in section 2 of this Application Form:

	Application Amount	Number of New Shares
Maximum Application	\$30,000 (maximum)	7,500
Incremental Application	\$1,000 (per incremental application)	250 (per incremental application)
Minimum Application	\$1,000 (minimum)	250


2 PAYMENT - YOU CAN PAY BY BPAY® OR ELECTRONIC FUNDS TRANSFER (EFT)

Payments must be made by BPAY® or by EFT and may not be made by cheque or money order. You do not need to return this Application Form.

Option A - BPAY®	Option B – Electronic Funds Transfer (EFT)
 <p>Biller Code: [BPayBillerCd] Ref No: [BPayCRN]</p> <p>Please ensure you use the BPAY® details stated above as they are unique for each Offer.</p> <p>Note: You do not need to return this form. Your BPAY® reference number or unique reference number will process your payment for your application for New Securities electronically.</p>	<p>The unique reference number which has been assigned to your Application is: [HolderId]-[CorporateActionID]-[CompanyASXCode]</p> <p>Funds are to be deposited in AUD currency directly to following bank account:</p> <p>Account name: Automic Pty Ltd Account BSB: [CreditAccountBsb] Account number: [CreditAccountNumber] Swift Code: WPACAU2S</p> <p>IMPORTANT: You must quote your unique reference number as your payment reference/description when processing your EFT payment. Failure to do so may result in your funds not being allocated to your application and Shares subsequently not issued.</p>

3 ELECT TO RECEIVE COMMUNICATIONS ELECTRONICALLY

If you have received this Application Form by post, you have not provided your email address or elected to receive all communications electronically.

<p>We encourage you to elect to receive shareholder communications electronically to:</p> <ul style="list-style-type: none"> Help the Company reduce its printing and mailing costs Receive investor communications faster and more securely Help the environment through the need for less paper. 	<p>SCAN THE QR CODE TO VISIT HTTPS://INVESTOR.AUTOMIC.COM.AU AND UPDATE YOUR COMMUNICATION PREFERENCE</p> 
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INSTRUCTIONS FOR COMPLETION OF THIS APPLICATION FORM

The right to participate in the SPP is optional and is offered exclusively to all Shareholders (including Custodians) who are registered as holders of fully paid ordinary shares in the capital of the Company on the Record Date with a registered address in Australia or New Zealand (**Eligible Shareholders**).

If the Company rejects or scales-back an application or purported applications, the Company will return to the Shareholder the relevant Application Monies, without interest.

HOW TO APPLY FOR SHARES UNDER THE SPP

1 Subscription

As an Eligible Shareholder, you can apply for up to a maximum of \$30,000 worth of New Shares. Eligible Shareholders can apply for a parcel of New Shares for a minimum Application amount of \$1,000 and thereafter in increments of \$1,000 up to a maximum Application amount of \$30,000 (*subject to a maximum band or any scale back*).

In order to comply with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547, the maximum value of New Shares each Eligible Shareholder (irrespective of the size of their shareholding) may apply for under this SPP is \$30,000 (including through joint holding(s), multiple share accounts or any holding in which they have a beneficial interest/s). This limit will apply even if you receive more than one offer from the Company (for example, because you are a joint holder of Shares or because you hold more than one shareholding under separate share accounts).

If the Company receives an amount that does not equal one of the specified parcels the Company may accept the payment at their discretion and refund any excess Application Money (without interest) to the Eligible Shareholder. If the Company receives a subscription of over \$30,000 worth of New Shares by an Eligible Shareholder through multiple applications or joint holdings, the Company may refund any excess Application Money (without interest) to the Eligible Shareholder.

Any application made under the SPP is not guaranteed to result in the Eligible Shareholder receiving any New Shares that have been applied for. Applications may be scaled back at the absolute discretion of the Company.

2 Payment

By making a payment via BPAY or EFT, you agree that it is your responsibility to ensure that funds are submitted correctly and received by Automic Share Registry by the closing date and time. Payment must be received by the Share Registry by 5:00pm (Sydney time) on the Closing Date.

It is your responsibility to ensure your CRN or unique Payment Reference is quoted, as per the instructions in Section 2. If you fail to quote your CRN or unique Payment Reference correctly, Automic may be unable to allocate or refund your payment. If you need assistance, please contact Automic.

Payment by BPAY®: You can make a payment via BPAY® if you are the holder of an account with an Australian financial institution that supports BPAY® transactions. To BPAY® this payment via internet or telephone banking use your reference number on this Form. Multiple acceptances must be paid separately.

Payment by EFT: You can make a payment via Electronic Funds Transfer "EFT". Multiple acceptances must be paid separately. Please use your unique reference on this Form. This will ensure your payment is processed correctly to your application electronically.

Applicants should be aware of Automic's financial institution's cut off-time, their own financial institution's cut-off time and associated fees with processing a funds transfer. It is the Applicant's responsibility to ensure funds are submitted correctly by the closing date and time, including taking into account any delay that may occur as a result of payments being made after 5pm (Sydney time) and/or on a day that is not a business day (payment must be made to be processed overnight). You do not need to return this Form if you have made payment via BPAY® or EFT. Your reference number will process your payment to your application electronically and you will be deemed to have applied for such shares for which you have paid.

3 Elect to receive communications electronically

As a valued shareholder, the Company encourages shareholders to elect to receive their shareholder communications electronically. This will ensure you receive all future important shareholder communications in a faster and more secure way and reduce the environmental footprint of printing and mailing.

IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase New Shares under the SPP, there is no need to take action.
3. Please ensure you have read and understood the terms and conditions of the SPP in the SPP Booklet accompanying this Application Form and this section entitled "Important Information" before making payment by BPAY® or EFT.
4. The offer for New Shares under the SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the meaning of "Custodian" as defined in ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547, you must complete and submit an additional certificate that contains further certifications and details (**Custodian Certificate**) that must be provided before your application will be received. The Custodian Certificate can be obtained by contacting the Share Registry on the telephone number set out below. Applications received by Custodians that are not accompanied by the Custodian Certificate will be rejected. A completed Custodian Certificate must be emailed to: custodialcertificates@automicgroup.com.au, failure to do so will result in the Application being rejected.
6. For applicants that are not required to complete the Custodian Certificate, by making payment by BPAY® or EFT, you certify that the aggregate of the payment paid by you for:
 - the parcel of New Shares indicated on this Application Form; and
 - any other Shares applied for by you, or which you have instructed a custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to making payment by BPAY® or EFT does not exceed A\$30,000.
7. The maximum subscription limitation of A\$30,000 will apply even if you have received more than one Application Form (whether in respect of a joint holding or because you have more than one holding under separate security accounts).
8. You are not guaranteed to receive any New Shares that you have applied for and the Company may, in its absolute and sole discretion:
 - a. scale back any applications made; and
 - b. reject your application, without limit.
9. By making payment of application monies, you certify that:
 - you wish to apply for New Shares under the SPP as indicated on this Application Form and acknowledge that your application is irrevocable and unconditional;
 - you received a copy of the SPP Booklet and you have read and understood the terms and conditions of the SPP;
 - you agree to be bound by the Constitution of the Company and the terms and conditions in the SPP Booklet;
 - you agree to accept any lesser number of New Shares than the number of shares applied for; and
 - you are not in the United States and are not acting for the account or benefit of a person in the United States and have not sent any offering materials relating to the SPP to any person in the United States.

If you require further information about the SPP, please contact Automic on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au.