

**KLEVO REWARDS LIMITED
(FORMERLY 'MY REWARDS INTERNATIONAL LIMITED')
ACN 095 009 742
SUPPLEMENTARY PROSPECTUS**

IMPORTANT INFORMATION

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 12 September 2025 (**Prospectus**) issued by Klevo Rewards Limited (formerly 'My Rewards International Limited') (ACN 095 009 742) (**Company**).

This Supplementary Prospectus is dated 25 September 2025 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. The ASIC, the ASX and their respective officers take no responsibility for the contents of this Supplementary Prospectus.

This Supplementary Prospectus should be read together with the Prospectus. Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This Supplementary Prospectus will be issued with the Prospectus in hard copy or as an electronic copy and may be accessed on the Company's website at www.myrewardsinternational.com.

This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

1. BACKGROUND

This Supplementary Prospectus has been prepared to make certain amendments to the Prospectus and to provide additional disclosure, as set out in Section 3 below which should be read in conjunction with the Prospectus.

The amendments set out in Section 3 of this Supplementary Prospectus are not considered by the Directors to be materially adverse from the point of view of an investor.

2. NEW APPLICATIONS

Applications for Securities under the Offers after lodgement of this Supplementary Prospectus must be made using an application form attached to or accompanying this Supplementary Prospectus. Applications after the date of this Supplementary Prospectus must not be made on an application form attached to or accompanying the Prospectus and any such applications will not be valid.

Investors should refer to Sections 2.2 and 2.3 of the Prospectus for further details on how to apply under Entitlement Offer.

3. AMENDMENTS TO THE PROSPECTUS

3.1 Timetable

Section 1.1 of the Prospectus is amended by replacing the following rows:

ITEM	DATE
<i>Last day to extend the Closing Date</i>	3 October 2025
<i>Closing Date of the Entitlement Offer and the Secondary Offers as at 5:00pm*</i>	8 October 2025
<i>Shares quoted on a deferred settlement basis</i>	9 October 2025
<i>ASX and Underwriters notified of under subscriptions</i>	9 October 2025
<i>Underwriters subscribe for Shortfall under terms of Underwriting Agreement</i>	10 October 2025

ITEM	DATE
Issue date and lodgement of Appendix 2A with ASX applying for quotation of the Shares	13 October 2025
Issue of Options issued under the Secondary Offers and lodgement of Appendix 3G with ASX**	13 October 2025
Quotation of Shares issued under the Entitlement Offer*	14 October 2025

*The Directors may extend the Closing Date of the Entitlement Offer by giving at least 3 Business Days' notice to ASX prior to the Closing Date. Accordingly, the date the Shares are expected to commence trading on ASX may vary.

**The Company reserves the right to extend the Secondary Offer Closing Date or close the Secondary Offers early without prior notice.

3.2 Details of anticipated growth

Section 1.3.1 of the Prospectus is deleted and replaced with the following:

On 2 October 2023, ASX determined that the Company's financial condition was not adequate to warrant the continued quotation of its securities in accordance with ASX Listing Rule 12.2. Accordingly, the Company's securities were suspended from Official Quotation and remain in suspension as at the date of this Prospectus.

Since that date, the Company has undertaken a comprehensive review of its operations and formulated a sustainable financial strategy which is focused on:

- (a) improved gross margins through removal of loss-making product lines, optimized pricing and transaction fees;*
- (b) cost reduction initiatives, including process automation and AI-driven efficiencies; and*
- (c) revenue diversification, leveraging B2C product expansion and B2B growth.*

The Company has a clear business model, diversified revenue streams, and scalable international growth plans, including the expansion of B2B loyalty solutions, the Klevo Rewards Card, and Frankly Marketing Services.

To ensure that the Company's financial condition satisfies Listing Rule 12.2, the Company is proposing to undertake:

- (a) the Entitlement Offer to raise up to approximately \$4.117 million; and*
- (b) subject to Shareholder approval, the conversion of up to approximately \$2.22 million in existing liabilities of the Company through the issue of Shares at a deemed issue price of \$0.009 per Share (**Debt Conversion**). Approval for the issue of Shares in respect of the Debt Conversion was obtained at the Shareholder meeting held on 19 September 2025 and the Shares were issued on 22 September 2025. Further information in relation to the Debt Conversion is set out in Section 1.3.3.*

In addition, the Board anticipates that it will deliver revenue growth throughout the current financial year through improved gross margins and optimised operational costs, providing further cash flow to sustain its operations. The Company notes that:

- (a) as demonstrated in the Company's Appendix 4C disclosures, the Company's customer cash receipts have increased from 1 July 2024 from \$209,000 in respect of the quarter ended 30 September 2024 to \$1,459,000 in respect of the quarter ended 30 June 2025;*
- (b) since completing the Fly Wallet Acquisition in April 2025, the Company has successfully onboarded new clients to the integrated platform. The unaudited accounts reflect steady transactional growth month-on-month since launch, validating the strategic rationale for the Fly Wallet Acquisition*

and demonstrating the scalability of the Company's enhanced rewards and loyalty offering; and

- (c) the current client pipeline continues to expand, with discussions across B2B segments. These include corporates seeking white-label Mastercard-linked solutions and member-based organisations adopting the Company's integrated loyalty services.

The client pipeline, combined with the strong quarter-on-quarter growth in customer cash receipts provides the Board with confidence that the Company can achieve revenue growth and positive operating cash flows within the current financial year.

The Board considers that cash on hand, funds obtained under the Entitlement Offer and anticipated recurring revenues to be received through existing operations, will be sufficient for the Company to cover its stated objectives.

Following reinstatement, the Company will also be able to access available funding under:

- (a) a put option facility with LDA Capital Limited (**LDA Facility**), pursuant to which the Company has the discretion to access up to \$15 million subject to the conditions outlined in the agreement, including MRI obtaining Shareholder approval for the placement and restrictions on the amount of funding that can be drawn down under each cash call notice. Further details in respect of the LDA facility are set out in the ASX announcement released on 27 February 2023;
- (b) a binding agreement with Andrew Shi, pursuant to which the Company is able to access up to \$4.4 million in additional investment, with \$300,000 already secured. Availability of the remaining funding is subject to the Company's securities being reinstated on the ASX. Further details in respect of this agreement are set out in note 16(f) of the Annual Report released on 4 October 2024.

The Company made submissions to ASX that:

- (a) its current operations are more than sufficient to satisfy ASX Listing Rule 12.1; and
- (b) following completion of the Entitlement Offer and the Debt Conversion, its financial condition will be more than sufficient to satisfy ASX Listing Rule 12.2.

3.3 Reinstatement conditions

Section 1.3.2 of the Prospectus is deleted and replaced with the following:

As announced on 3 July 2025, the Company received confirmation from the ASX that based solely on the information provided by the Company to the ASX, ASX can see no reason why the securities of the Company should not be reinstated to Official Quotation, subject to compliance with a number of conditions precedent (**Reinstatement Conditions**).

ASX confirmed that it intends to reinstate Company's securities to Official Quotation upon satisfaction of the Reinstatement Conditions. ASX retains an absolute overarching discretion not to reinstate Company's securities to Official Quotation, which it can exercise at any time.

The Reinstatement Conditions include the following:

Debt Conversion	Shareholders approving all the resolutions required to effect the Debt Conversion and the issue of Shares under the Debt Conversion. This approval was obtained at the Shareholder meeting held on 19 September 2025 and the Shares under the Debt Conversion were issued on 22 September 2025.
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Entitlement Offer	<p>Close of the Entitlement Offer under a full-form prospectus as contemplated by section 710 of the Corporations Act and completion of the issue of Shares under the Entitlement Offer.</p> <p>Followings submissions made by the Company, in relation to its ability to issue a prospectus under section 713 of the Corporations Act in lieu of issuing a prospectus under section 710 of the Corporations Act, ASX advised that it does not object to the Company's use of a section 713 prospectus, subject to any determinations made by ASIC. Accordingly, the Company has elected to issue a prospectus under section 713 of the Corporations Act in respect of the Offers.</p>
Funds	Receipt of cleared funds for every Share issued pursuant to the Entitlement Offer.
Security issues	Confirmation that the Shares under the Entitlement Offer and Debt Conversion have been issued, statements required under ASX Settlement Operating Rule 8.9.1 or holding statements have been despatched and refund money has been paid.
ASX Listing Rule 12.1	The Company demonstrating compliance with ASX Listing Rule 12.1 to the satisfaction of ASX.
ASX Listing Rule 12.2	<p>The Company demonstrating compliance with ASX Listing Rule 12.2 to the satisfaction of ASX, including:</p> <ul style="list-style-type: none"> (a) provision of an updated pro-forma statement of financial position based on the actual amount of funds raised under the Entitlement Offer; (b) provision of an updated statement of commitments based on the actual amount of funds raised under the Entitlement Offer; (c) provision of a 'working capital statement' similar to that required by ASX Listing Rule 1.3.3(a) to the effect that, following the completion of the Entitlement Offer, the Company will have sufficient working capital at the time of reinstatement to carry out its activities; and (d) the Company confirming that, at the time of reinstatement, it will be funded for at least 12 months without having to raise any additional capital.
Impediments	The Company providing confirmation that there are no legal, regulatory or contractual impediments to the Company undertaking the activities the subject of its proposed use of funds.
ASX fees	Payment of all ASX fees including listing fees, applicable and outstanding (if any).
Reporting	Lodgement of all outstanding periodic or quarterly reports (if any) required to be lodged under Chapter 4 of the ASX Listing Rules and any other outstanding documents required by ASX Listing Rule 17.5.
Directors interest notices	Lodgement of Director's Interest Notices, being either Appendix 3Xs, 3Ys or 3Zs, as required.
Securities notices	Lodgement of all outstanding Appendices 2A, 3B and 3G (if any) with ASX for issues of new securities.
Chess sub-register	Reinstatement of the Company's CHESSE sub-register (if applicable).
MAP Lodgements	<p>Upon completion and settlement of the Entitlement Offer and Debt Conversion, the Company must provide the following in a form suitable for release to the Market Announcements Platform (MAP) to the satisfaction of ASX:</p> <ul style="list-style-type: none"> (a) a statement confirming completion of the Entitlement Offer, the Debt Conversion and closure of the Prospectus;

	(b)	an updated pro-forma statement of financial position based on the actual amount of funds raised under the Entitlement Offer;
	(c)	an updated statement of commitments based on the actual amount of funds raised under the Entitlement Offer;
	(d)	a 'working capital statement' similar to that required by ASX Listing Rule 1.3.3(a) to the effect that, following the completion of the Entitlement Offer, the Company will have sufficient working capital at the time of reinstatement to carry out its activities;
	(e)	a statement setting out the names of the 20 largest holders of each class of securities to be quoted, including the number and percentage of each class of securities held by those holders;
	(f)	a distribution schedule of the numbers of holders in each class of security to be quoted;
	(g)	a statement outlining the Company's capital structure at the time of reinstatement, following the issue of Shares under the Entitlement Offer and the Debt Conversion;
	(h)	a statement confirming that the Company is in compliance with the ASX Listing Rules and in particular ASX Listing Rule 3.1; and
	(i)	any further documents and confirmations that ASX may determine are required to be released to the market as pre-quotations disclosure.

The Reinstatement Conditions apply for until 17 November 2025 and are subject to any amendments to the ASX Listing Rules or changes in the interpretation or administration of the ASX Listing Rules and policies of ASX. If the Company has not satisfied the Reinstatement Conditions by 17 November 2025, the Company will be required to re-apply to ASX for confirmation of ASX's requirements for reinstatement of its securities to quotation.

The Company is at risk of being automatically delisted from the ASX on 17 November 2025 under ASX Guidance Note 33 due to its continued period of suspension. If the Company is unable to obtain an extension of this deadline or otherwise complete reinstatement conditions within the timeframe allowed, the reinstatement will not proceed, and the Company will likely be delisted from the ASX.

This Prospectus is issued for the purpose of satisfying certain Reinstatement Conditions, raising funds under the Entitlement Offer and completing the Secondary Offers.

3.4 Debt Conversion

Section 1.3.3 of the Prospectus is deleted and replaced with the following:

Following receipt of Shareholder approval at the annual general meeting of the Company held on 19 September 2025 (**Shareholder Meeting**), the Company has converted \$2,189,132 in accrued debt into Shares at a deemed issue price of \$0.009 per Share (**Debt Conversion**).

The Debt Conversion resulted in the conversion of \$1,117,496 in unpaid Director fees from September 2022 to June 2025, \$58,765 in Director loans from June 2023 to February 2024, and \$1,012,871 in loans and associated interest payments from third parties from 6 June 2022 to 30 June 2025. Further details in relation to the Debt Conversion are set out below.

RECIPIENT	DEBT	DEBT CONVERSION SHARES
Conversion of Director's Fees		
Mr Alexander Gold	\$207,005	23,000,556 Shares
Mr David Vinson	\$240,453	26,717,000 Shares

RECIPIENT	DEBT	DEBT CONVERSION SHARES
Ms Maitreyee Khire	\$598,683	66,520,334 Shares
Mr Daniel Goldman	\$71,355	7,928,334 Shares
Conversion of Director Loans		
David Vinson	\$58,765	6,529,392 Shares
Conversion of Third-Party Loans		
Third party lenders	\$814,468	90,496,438 Shares
Shirley Koadlow	\$198,403	22,044,778 Shares
Total	\$2,189,132	243,236,832 Shares

Further information in relation to the Debt Conversion is set out in the notice of meeting for the Shareholder Meeting which was released on the ASX on 15 August 2025 (**Notice of Meeting**).

3.5 Company update

Inclusion of a new Section 1.3.4 of the Prospectus as follows:

1.3.4 Company Update

All resolutions at the Shareholder Meeting were approved by the required majority including resolutions relating to the Debt Conversion, the issue of the Director Options, the issue of the Consultancy Options and the change of the Company's name to 'Klevo Rewards Limited'.

The Shares under the Debt Conversion were issued on 22 September 2025.

The change of the Company's name took effect on 22 September 2025. The Company notes that the ASX ticker code of the Company will also change from 'ASX: MRI', to 'ASX: KLV'. The ticker code has been reserved with ASX.

3.6 Key Risk Factors

The 'ASX delisting deadline' and 'Litigation' risk factor summaries in Section 1.4 of the Prospectus are deleted and replaced with the following:

RISK	DESCRIPTION	FURTHER INFORMATION
ASX delisting deadline	<i>The Company is at risk of being automatically delisted from the ASX on 17 November 2025 under ASX Guidance Note 33 due to its continued period of suspension. If the Company is unable to obtain an extension of this deadline or otherwise complete reinstatement conditions within the timeframe allowed, the reinstatement will not proceed, and the Company will likely be delisted from the ASX, as outlined in Section 1.3.</i>	Section 5.2
Litigation	<i>The Company is exposed to possible litigation risks including, but not limited to, intellectual property ownership disputes, contractual claims, environmental claims, occupational health and safety claims and employee claims. Further, the Company may be involved in disputes with other parties in the future which may result in litigation. Any such claim or dispute if proven, may impact adversely on the Company's</i>	Section 5.3 and Section 6.1

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RISK	DESCRIPTION	FURTHER INFORMATION
	<p>operations, financial performance and financial position.</p> <p>Details of litigation that the Company and its Subsidiaries are currently engaged in is set out below.</p> <p><u>My Rewards Pty Ltd</u></p> <p>The Company's Subsidiary, My Rewards Pty Ltd, received a statutory demand from a former employee, seeking payment of an aggregate of \$108,249.06 in wages and benefits owing. The Company has applied to set aside the statutory demand on the basis of genuine dispute as to the date the employment came to an end and the date to which wages and benefits have accrued. This application is expected to be heard on 25 November 2025.</p> <p>My Rewards Pty Ltd also received a creditors statutory demand from the Commissioner of State Revenue Victoria on 3 June 2025 in relation to a claim for payment of \$62,047.43. As My Rewards Pty Ltd did not settle the debt or apply for the demand to be set aside within 21 days of service of the demand on My Rewards Pty Ltd, the Commissioner of State Revenue Victoria may result on failure to comply with the demand as grounds for an application for the winding up of My Rewards Pty Ltd. Whilst, the Company continues to seek to engage with the Commissioner of State Revenue Victoria in relation to entry into a payment plan in respect of this debt, there is a risk that the Commissioner of State Revenue Victoria could apply to wind up My Rewards Pty Ltd.</p> <p>The Company intends to satisfy the debt owed to the Commissioner of State Revenue Victoria through funds raised under the Entitlement Offer. Notwithstanding this, the Company is considering a restructure which may involve putting My Rewards Pty Ltd into voluntary administration.</p> <p><u>My Rewards International Limited</u></p> <p>The Company also entered into a settlement agreement with Frankly Agency Pty Ltd (ACN 614 877 995) in its personal capacity and in its capacity as trustee for the Frankly Agency Discretionary Trust (Frankly), whereby the Company is required to repay the settlement sum totalling \$685,700 in instalments. Further information in respect of this payment plan are set out in the ASX announcement titled 'Settlement of Frankly Dispute' released on 12 November 2024. As the Company has not satisfied the payment of the agreed amounts owing for 30 June 2025 and 30 September 2025, Frankly is entitled to issue a default notice on the Company, requiring these payments to be made within five business days. If a default notice is issued and the default is not remedied, Frankly may file judgement orders with the Court and obtain a judgment that Frankly's claim be reinstated which will result in the Company being required to pay Frankly the amount owed plus Frankly's costs. The Company intends to satisfy the debt owed to Frankly through funds raised under the Entitlement Offer and revenues from future operations.</p>	

3.7 Directors' Interests in Securities

Note 5 in Section 1.5 of the Prospectus is deleted and replaced with the following:

- 5: The interests of Directors as shown in the table are shown on a fully-diluted basis and assume that:
- (a) 243,236,832 Shares are issued under the Debt Conversion;
 - (b) the Full Subscription is raised under the Entitlement Offer and those Entitlements not accepted by Eligible Shareholders are placed under the Shortfall Offer, resulting in the issue of 457,475,178 Shares. As outlined in Sections 1.7, 6.4.1 and 6.4.3, Mr Alexander Gold as the Trustee for Klevo Trust has agreed to partially underwrite the Entitlement Offer and to provide the Sub-Underwriting Commitment. If no Eligible Shareholders (other than Abreco and Nightfall who have provided Firm Commitments) accept their Entitlements under the Entitlement Offer, Mr Gold will be issued up to 75,827,206 Shares in his capacity as an Underwriter and may be allocated up to 62,346,814 Shares in respect of the Sub-Underwriting Commitment. Depending on the quantum and the allocation of the Shortfall, this may result in an increase of his Shareholding in the Company up to a maximum of 10.49% and result in a reduction to relevant interest of Abreco. Further details in relation to the potential control impact of the underwriting and sub-underwriting are set out in Section 1.7; and
 - (c) all Options on issue (including Options held by Directors) are exercised into Shares.

The second-last paragraph in Section 1.5 the Prospectus is deleted and replaced with the following:

As outlined in Sections 1.7, 6.4.1 and 6.4.3, Director, Mr Alexander Gold as the Trustee for Klevo Trust has agreed to partially underwrite the Entitlement Offer and provide the Sub-Underwriting Commitment. Further details in relation to the potential control impact of the underwriting and sub-underwriting are set out in Section 1.7.

3.8 Underwriting and Sub-Underwriting

Section 1.7 of the Prospectus is deleted and replaced with the following:

The Company has entered into underwriting agreements with each of Abreco Enterprises Pty Ltd (**Abreco**), Nightfall Limited (**Nightfall**) and Mr Alexander Gold as the Trustee for Klevo Trust (together the **Underwriters**), pursuant to which each of these parties has agreed to partially underwrite the Entitlement Offer up to \$3.4 million.

Abreco and Nightfall have also agreed to subscribe for their full Entitlements under the Entitlement Offer (**Firm Commitments**) as outlined in the table below.

SHAREHOLDER	CURRENT		ENTITLEMENT	
	SHARES	%	SHARES	\$
Abreco Enterprises Pty Ltd	158,333,333	17.31%	79,166,667	\$712,500
Nightfall Limited	138,888,889	15.18%	69,444,445	\$625,000

All valid applications received by the Company (including applications from Abreco and Nightfall in respect of their Firm Commitments) will go in relief of the obligations of the Underwriters.

Refer to Section 6.4.1 for further details in respect of the underwriting agreements entered into by each of the Underwriters.

Abreco has entered into a sub-underwriting agreement pursuant to which Mr Alexander Gold as the Trustee for Klevo Trust has agreed to sub-underwrite up to \$561,121.33 of the Shortfall allocated to Abreco, representing up to 62,346,814 Shares (**Sub-Underwriting Commitment**). No fees are payable in respect of the Sub-Underwriting Commitment. Refer to Section 6.4.3 for further details in respect of the Sub-Underwriting Commitment.

The Company has considered relevant Takeovers Panel Guidance Note 17 (**GN 17**) in seeking to put in place appropriate strategies to mitigate the potential control effects of the Entitlement Offer.

Prior to entering into the Underwriting Agreements, the Company considered alternative options to mitigate against any potential control effects. This included exploring several funding alternatives, and meeting with third party underwriters with no existing shareholding in the Company. The Company was not able to reach agreement in relation to any of these alternatives.

In the Board's opinion, in the current commercial environment and having explored all options, the partial underwriting by the Underwriters of a non-renounceable entitlement issue was the only feasible underwriting option that was available to the Company in the context of an urgent need for funding by the Company.

In order to further mitigate the potential control effects of the underwriting:

- (a) the Company included a shortfall facility for Eligible Shareholders to subscribe for extra Shares (the Shortfall Offer), as described in Section 2.6; and
- (b) the Underwriters have agreed with the Company that Eligible Shareholders who participate in the Shortfall Offer will be given priority over the Underwriters in respect of any Shortfall.

If the Entitlement Offer is oversubscribed (by take up of Entitlements and applications for Shortfall Shares by Eligible Shareholders), scale back will be applied to applications under the Shortfall Offer on a pro-rata basis to the respective shareholdings of Eligible Shareholders.

Allocation of the Shortfall Shares will be at the discretion of the Board in conjunction with the Underwriters. No Shares will be issued to an applicant under the Prospectus or via the Shortfall Offer if the issue of Shares would contravene the takeover prohibition in section 606 of the Corporations Act. To that end, in exercising their discretion regarding the allocation of the Shortfall, the Board will not do so in a manner which is likely to exacerbate a potential unacceptable control effect on the Company.

The Company has a clear need for funds which has not been contrived, and having regard to all available options, the Company has considered that entering into the Underwriting Agreements with each of the Underwriters provides the Company with the highest degree of certainty in the time available that the Entitlement Offer will be successful.

The Company did consider the issue of renounceability of the Entitlement Offer. The fact that the Entitlement Offer is non-renounceable should not be considered a significant factor given the Company considers that a market for rights is unlikely and the additional costs which would be incurred to make the Entitlement Offer renounceable.

In light of the above, the Company considers that the structure of the Entitlement Offer should not give rise to unacceptable circumstances.

Alexander Gold and related party considerations

Alexander Gold, is a related party of the Company for the purposes of the Corporations Act by virtue of being a Director. Mr Alexander Gold has agreed to partially underwrite the Entitlement Offer in his capacity as the Trustee for Klevo Trust and to provide the Sub-Underwriting Commitment to Abreco. The Board (other than Alexander Gold) considered prior Shareholder approval for the entry into the Underwriting Agreement with Mr Gold (which is deemed under the Corporations Act

to be the giving of a financial benefit to Alexander Gold) was not required on the basis that the terms of the agreement are considered to be 'arm's length'.

Having regard to ASIC Regulatory Guide 6: Takeovers: Exceptions to the general prohibition and Regulatory Guide 76: Related party transactions at section C, the Board considered the terms of the Underwriting Agreement to be on an arm's length basis for the following reasons:

- (a) an underwriting agreement on customary commercial terms (in similar circumstances) would provide for an underwriting fee payable to the underwriter, whereas no fee is payable to Alexander Gold and accordingly is considered less favourable than arm's length terms;
- (b) the remaining terms of the Underwriting Agreement (a detailed summary of which is included in Section 6.4.1 of the Prospectus) are considered arm's length including in particular the Termination Events. The Underwriting Agreements with each of Abreco and Nightfall were entered into on the same material terms;
- (c) the purpose of the underwriting is not to confer control on Mr Gold, but rather to provide a degree of certainty in raising funds under the Entitlement Offer (on the basis that all Eligible Shareholders will have (in priority) a pro-rata entitlement to subscribe for Shares under the Entitlement Offer if they choose to participate);
- (d) there are no undisclosed fees payable to Mr Gold;
- (e) Mr Gold will not receive any benefits from the Company's proposed use of capital raised (other than as a Shareholder); and
- (f) Mr Gold will underwrite the Entitlement Offer on the same terms and conditions as the other non-related underwriters.

The Company followed robust protocols to ensure conflicts of interest were appropriately managed in negotiating and structuring the underwriting, including ensuring that Mr Gold was recused from Board considerations and abstained from voting on the matter.

3.9 Effect on control

The following paragraphs are inserted at the end of Section 1.8 of the Prospectus:

Abreco has received the Sub-underwriting Commitment from Mr Alexander Gold as the Trustee for Klevo Trust for up to \$561,121.33, representing up to 62,346,814 Shares. No fees are payable in respect of the Sub-Underwriting Commitment.

If no Eligible Shareholders (other than Abreco and Nightfall who have provided Firm Commitments) accept their Entitlements under the Entitlement Offer, Mr Gold will be issued up to 75,827,206 Shares in his capacity as an Underwriter and may be allocated up to 62,346,814 Shares in respect of the Sub-Underwriting Commitment (being an issue of up to 138,174,020 Shares). Depending on the quantum and the allocation of the Shortfall, this may result in an increase of his Shareholding in the Company up to a maximum of 10.49% and result in a reduction to relevant interest of Abreco

3.10 Director Options Offer

The following paragraph is inserted at the end of Section 2.10.1 of the Prospectus:

This Prospectus is not intended to be an offer, sale or invitation (directly or indirectly) for subscription or purchase of securities to the public in Thailand. This Prospectus has not been registered as a prospectus and registration statement with the Office of the Securities and Exchange Commission of Thailand. Accordingly, this Prospectus and

any other document relating to the offer, sale or invitation for subscription or purchase, of the Director Options may not be circulated or distributed, nor may the securities be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to the public of Thailand. This Prospectus may be distributed in Thailand solely to Directors of the Company and in compliance with any applicable notification and regulation regarding filing requirements and to existing Shareholders of the Company (as noted in Section 2.9).

3.11 Use of funds

The use of funds table and accompanying notes which are included in Section 3.1 of the Prospectus are deleted and replaced with the following:

PROCEEDS OF THE ENTITLEMENT OFFER	UNDERWRITTEN AMOUNT		FULL SUBSCRIPTION	
	(\$)	(%)	(\$)	(%)
Debt reduction ¹	\$2,500,000	74%	\$2,500,000	61%
Marketing	-	0%	\$534,766	13%
Working capital and administration costs ²	\$818,813	24%	\$1,000,000	24%
Expenses of the Offers ³	\$81,187	2%	\$82,510	2%
Total	\$3,400,000	100.00%	\$4,117,276	100.00%

Notes:

1. Includes:
 - (a) amounts payable in respect of the settlement of the Frankly dispute (see Section 6.1 for further information), which the Company anticipates on applying approximately \$146,425 towards (being amounts payable prior to 15 October 2025);
 - (b) the payment of \$292,500 of the consideration owing for the Fly Wallet Acquisition, (being amounts payable prior to 15 October 2025);
 - (c) the replacement of the Mastercard collateral of USD\$436,034 in respect of the Fly Wallet Acquisition (further details in respect of which are set out in the ASX Announcement released on 29 April 2025 and the Notice of Meeting), which the Company anticipates on applying approximately \$663,081 towards based on the current exchange rate; and
 - (d) the payment of \$1,397,994 in aged payables.
2. Includes:
 - (a) amounts payable from 15 October 2025 in respect of the settlement of the Frankly dispute (see Section 6.1 for further information), which the Company anticipates on applying approximately \$219,637 towards if the Underwritten Amount is raised, with the final payment of \$73,213 which is due in September 2026 to be satisfied from the Company's future revenue;
 - (b) payments of an aggregate of \$292,500 of the consideration which will be payable for the Fly Wallet Acquisition in respect of the period from 15 October 2025;
 - (c) technology related expenses, including costs associated with platform hosting charges, licensing and 3rd party development costs which the Company intends to apply approximately \$160,000 towards if the Underwritten Amount is raised; and
 - (d) general operational and administration costs including the general costs associated with the management and operation of the Company's business including administration expenses, management salaries, directors' fees, rent and other associated costs (which are not otherwise payable under paragraph (c) above), which the Company intends to apply approximately \$146,676 towards if the Underwritten Amount is raised.
3. Refer to Section 6.8 for further details relating to the estimated expenses of the Offers.

3.12 Pro-forma balance sheet

Section 3.4 of the Prospectus is amended by replacing the phrase "Liability under dispute" with the phrase "Other liabilities⁸" and inserting a corresponding note as follows:

8. Other liabilities include consideration payments of \$585,000 payable in respect of the Fly Wallet Acquisition and \$489,275 payable in respect of the settlement of the Frankly

dispute. The Company intends to apply funds raised under the Entitlement Offer to satisfy the consideration payments payable in respect of the Fly Wallet Acquisition and to partially satisfy the amounts payable in respect of the settlement of the Frankly dispute. Refer to Section 3.1 for further information.

3.13 Company Specific Risk Factors

The 'ASX delisting deadline' risk factor summaries in Section 5.2 of the Prospectus is deleted and replaced with the following:

RISK	DESCRIPTION
ASX delisting deadline	<i>The Company is at risk of being automatically delisted from the ASX on 17 November 2025 under ASX Guidance Note 33 due to its continued period of suspension. If the Company is unable to obtain an extension of this deadline or otherwise complete reinstatement conditions within the timeframe allowed, the reinstatement will not proceed, and the Company will likely be delisted from the ASX, as outlined in Section 1.3.</i>

3.14 Litigation

Section 6.1 of the Prospectus is amended by deleting the last sentence of the paragraph which appears under the heading "My Rewards International Limited" and replacing it with the following:

The Company intends to satisfy the debt owed to Frankly through funds raised under the Entitlement Offer and revenues from future operations.

3.15 Additional announcements

Section 6.2 of the Prospectus is amended by including the following announcements:

DATE	DESCRIPTION OF ANNOUNCEMENT
24 September 2025	<i>Extension to the date for automatic removal of the Company</i>
23 September 2025	<i>Non-Renounceable Entitlement Offer – Dispatch of Prospectus</i>
22 September 2025	<i>Application for quotation of securities</i>
19 September 2025	<i>Proposed issue of securities - MRI</i>
19 September 2025	<i>Results of Meeting</i>
12 September 2025	<i>Proposed issue of securities - MRI</i>
12 September 2025	<i>Proposed issue of securities - MRI</i>
12 September 2025	<i>Proposed issue of securities - MRI</i>
12 September 2025	<i>Non-Renounceable Issue</i>
12 September 2025	<i>MRI announces pro-rata non-renounceable entitlement issue</i>

3.16 Sub-Underwriting Agreement

Inclusion of a new Section 6.4.3 of the Prospectus as follows:

6.4.3 Sub-Underwriting Agreement

*Abreco has entered into a sub-underwriting agreement with Mr Alexander Gold as the Trustee for Klevo Trust (**Sub-Underwriter**) in respect of the Sub-*

Underwriting Commitment (**Sub-Underwriting Agreement**), on the following material terms:

Sub-underwriting Commitment	<i>The Sub-Underwriter has agreed to sub-underwrite up to \$561,121.33 of the Shortfall allocated to Abreco, representing up to 62,346,814 Shares. The number of Shortfall Shares to be allocated to the Sub-Underwriter (if any) will be determined by the Company in conjunction with Abreco. This may result in the Sub-Underwriter not being issued any Shortfall Shares in respect of the Sub-Underwriting Commitment.</i>
Fee	<i>No fee is payable under the Sub-Underwriting Agreement.</i>
Termination	<i>The Sub-Underwriting Agreement shall terminate if Abreco's obligations under its Underwriting Agreement cease or are terminated.</i>
Other Terms	<i>The Sub-Underwriting Agreement is otherwise on terms and conditions considered standard for an agreement of its nature.</i>

4. CONSENT

The Company confirms that as at the date of this Supplementary Prospectus, each of the advisors that have been named as having consented to being named in the Prospectus (refer to Section 6.7) have not withdrawn that consent prior to the lodgement of this Supplementary Prospectus with the ASIC.

5. DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company, and its issue has been authorised by a resolution of the Directors.

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.

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