



Announcement Summary

Entity name

FINDI LIMITED

Date of this announcement

Thursday February 12, 2026

The +securities the subject of this notification are:

Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Hold Back Shares	244,779	12/02/2026
New class - code to be confirmed	T1 Earn Out Shares	1,223,896	12/02/2026
New class - code to be confirmed	T2 Earn Out Shares	1,223,896	12/02/2026
New class - code to be confirmed	Options @ \$0.0001	140,243	12/02/2026

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

FINDI LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ACN

Registration number

057335672

1.3 ASX issuer code

FND

1.4 The announcement is

New announcement

1.5 Date of this announcement

12/2/2026



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

Other

Please specify

Issue of unquoted securities pursuant to the Sphere Transaction

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class)

New +securities

ASX +security code

New class - code to be confirmed

+Security description

Hold Back Shares

+Security type

Ordinary fully or partly paid shares/units

ISIN code

Date the +securities the subject of this notification were issued

12/2/2026

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-03029522-3A682552&v=undefined>

Ordinary fully or partly paid shares/units Details

+Security currency

AUD - Australian Dollar

Are there +CDIs issued over the +securities?

No

Is it a Partly Paid class of +security?

No

Is it a stapled class of +security?

No

Any other information the entity wishes to provide about the +securities the subject of this notification

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

The number of shares to be issued was to be determined upon completion of the transaction. Please see Notice of Extraordinary Meeting released to the ASX on 27 November 2025



Issue details

Number of +securities

244,779

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Issue of Hold Back shares pursuant to the Sphere Acquisition.

Purpose of the issue

To pay for the acquisition of an asset

Additional Details**Name of company or asset being acquired**

Sphere (For Good) Holdings Pty Ltd

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

T1 Earn Out Shares

+Security type

Ordinary fully or partly paid shares/units

ISIN code**Date the +securities the subject of this notification were issued**

12/2/2026

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-03029522-3A682552&v=undefined>

Ordinary fully or partly paid shares/units Details

+Security currency

AUD - Australian Dollar

Are there +CDIs issued over the +securities?

No

Is it a Partly Paid class of +security?

No

Is it a stapled class of +security?

No

**Any other information the entity wishes to provide about the +securities the subject of this notification**

Issue of T1 Earn Out shares pursuant to the Sphere Acquisition.

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

The number of shares to be issued was to be determined upon completion of the transaction. Please see Notice of Extraordinary Meeting released to the ASX on 27 November 2025

Issue details

Number of +securities

1,223,896

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Issue of T1 Earn Out shares pursuant to the Sphere Acquisition.

Purpose of the issue

To pay for the acquisition of an asset

Additional Details**Name of company or asset being acquired**

Sphere (For Good) Holdings Pty Ltd

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

T2 Earn Out Shares

+Security type

Ordinary fully or partly paid shares/units

ISIN code**Date the +securities the subject of this notification were issued**

12/2/2026

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-03029522-3A682552&v=undefined>



Ordinary fully or partly paid shares/units Details

+Security currency

AUD - Australian Dollar

Are there +CDIs issued over the +securities?

No

Is it a Partly Paid class of +security?

No

Is it a stapled class of +security?

No

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue of T2 Earn Out shares pursuant to the Sphere Acquisition.

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

The number of shares to be issued was to be determined upon completion of the transaction. Please see Notice of Extraordinary Meeting released to the ASX on 27 November 2025

Issue details

Number of +securities

1,223,896

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Issue of T1 Earn Out shares pursuant to the Sphere Acquisition.

Purpose of the issue

To pay for the acquisition of an asset

Additional Details**Name of company or asset being acquired**

Sphere (For Good) Holdings Pty Ltd

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

Options @ \$0.0001

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

12/2/2026



Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-03029522-3A682552&v=undefined>

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.00010000	31/3/2029

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

FND : ORDINARY FULLY PAID

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue of Options pursuant to the Sphere Acquisition.

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

The number of options to be issued was to be determined upon completion of the transaction. Please see Notice of Extraordinary Meeting released to the ASX on 27 November 2025

Issue details

Number of +securities

140,243

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Issue of Options pursuant to the Sphere Acquisition.

Purpose of the issue

Other

Additional Details



Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

ASX +security code and description	Total number of +securities on issue
FND : ORDINARY FULLY PAID	61,801,221

4.2 Unquoted +securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
FND AAC : OPTION EXPIRING 27-FEB-2029 EX \$2.50	120,000
FND AAD : OPTION EXPIRING 27-FEB-2029 EX \$3.00	175,000
FND AAE : OPTION EXPIRING 27-FEB-2029 EX \$3.50	270,000
FND AAA : OPTION EXPIRING 06-SEP-2028 EX \$0.90	4,500,000
FND AAB : OPTION EXPIRING 06-SEP-2028 EX \$2.00	3,000,000
FND AAI : OPTION EXPIRING 08-AUG-2027 EX \$4.25	2,235,295
FND AAF : OPTION EXPIRING 15-JAN-2028 EX \$0.90	200,000
FND AAG : OPTION EXPIRING 15-JAN-2028 EX \$3.00	810,000
FND AAH : OPTION EXPIRING 15-JAN-2028 EX \$6.00	540,000
New class - code to be confirmed : Hold Back Shares	244,779
New class - code to be confirmed : T1 Earn Out Shares	1,223,896
New class - code to be confirmed : T2 Earn Out Shares	1,223,896
New class - code to be confirmed : Options @ \$0.0001	140,243



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

Yes

5.2a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

29/12/2025