



Announcement Summary

Entity name

CREDIT CLEAR LIMITED

Announcement Type

New announcement

Date of this announcement

22/10/2025

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
CCR	ORDINARY FULLY PAID	92,108,000

Proposed +issue date

27/10/2025

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

CREDIT CLEAR LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ACN

Registration Number

604797033

1.3 ASX issuer code

CCR

1.4 The announcement is

New announcement

1.5 Date of this announcement

22/10/2025

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	10/12/2025	Estimated	

Comments

Shareholder approval is required for the issue of 32,000,000 Tranche 2 Placement Shares (subscribed for by Company Chair, Paul Dwyer). Refer to the announcement titled 'ARC Europe Acquisition & Completion of Placement' released 22 October 2025 for further information.

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +security code and description

CCR : ORDINARY FULLY PAID

Number of +securities proposed to be issued

51,000,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.25000

Will these +securities rank equally in all respects from their issue date with



the existing issued +securities in that class?

Yes

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +security code and description

CCR : ORDINARY FULLY PAID

Number of +securities proposed to be issued

32,000,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.25000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +security code and description

CCR : ORDINARY FULLY PAID

Number of +securities proposed to be issued

9,108,000

Offer price details

Are the +securities proposed to be issued being issued for a cash



consideration?

No

Please describe the consideration being provided for the +securities

Upfront scrip component of the consideration for the acquisition of ARC Europe.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

2,277,000.000000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

27/10/2025

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

60,108,000 ordinary shares (Tranche 1 and ARC Initial Consideration Shares) are expected to be issued under the Company's available 15% LR 7.1 placement capacity.

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

Yes

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

9,108,000 ordinary class shares (estimated - the final number will be determined by the 5 day VWAP prior to completion date - around 20 December 2025). This is the upfront Consideration Shares to be issued to ARC Vendors and will be subject to 12 months voluntary escrow.



Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

Yes

7E.1a Who is the lead manager/broker?

Morgans Corporate Limited (Morgans) and Shaw and Partners Limited (Shaw and Partners) are together the Joint Lead Managers.

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

The Company will pay the Joint Lead Managers, in their respective portions, a base fee of 3.50% ex GST of the Gross Proceeds of the Offer.

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

ASX quotation and legal fees

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

Proceeds from the Placement will be used to fund future acquisitions (currently in the early stages of assessment) and growth initiatives.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

The date given in the Timetable (7C) in this 3B relates only to the 52m Tranche 1 Placement shares. The 32m to be issued to a Related Party are subject to shareholder approval to be sought at an EGM to be held around 10/12/2025 and issued immediately thereafter. The 9,108,000 shares included in this Appendix 3B is the estimate of the upfront scrip component of the consideration for the acquisition of ARC Europe which will be determined on the completion date around 20/12/2025 and issued thereafter. Under the Share Purchase Agreement, additional shares may be issued for the earn-out consideration, subject to performance conditions over the first and second earn-out years. The number of any earn-out shares will be determined and will be notified in a separate Appendix 3B at that time, and will be subject to shareholder approval under Listing Rule 7.1.

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)