



## 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**

<b>ASX +security code</b>	<b>Security description</b>	<b>Total number of +securities to be issued/transferred</b>	<b>Issue date</b>
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

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**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

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**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****Purpose of the issue**

To pay for the acquisition of an asset

**Additional Details****Name of company or asset being acquired****New +securities****ASX +security code****+Security description****+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.**

## 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

<b>+Security currency</b>	<b>Exercise price</b>	<b>Expiry date</b>
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)**

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

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

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
FNDAAC : OPTION EXPIRING 27-FEB-2029 EX \$2.50	120,000
FNDAAD : OPTION EXPIRING 27-FEB-2029 EX \$3.00	175,000
FNDAAE : OPTION EXPIRING 27-FEB-2029 EX \$3.50	270,000
FNDAAA : OPTION EXPIRING 06-SEP-2028 EX \$0.90	4,500,000
FNDAAB : OPTION EXPIRING 06-SEP-2028 EX \$2.00	3,000,000
FNDAAI : OPTION EXPIRING 08-AUG-2027 EX \$4.25	2,235,295
FNDAAF : OPTION EXPIRING 15-JAN-2028 EX \$0.90	200,000
FNDAAG : OPTION EXPIRING 15-JAN-2028 EX \$3.00	810,000
FNDAAH : 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

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**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