Announcement Summary

Entity name

SPENDA LIMITED

Announcement Type

New announcement

Date of this announcement

9/6/2026

The Proposed issue is:
An accelerated offer
A placement or other type of issue

Total number of +securities proposed to be issued for an accelerated offer

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Option exercisable at $0.006 per Option and expiring 30 June 2031	2,136,254,743
SPX	ORDINARY FULLY PAID	2,136,254,743

Trading resumes on an ex-entitlement basis (ex date)

10/6/2026

+Record date

11/6/2026

Offer closing date for retail +security holders

26/6/2026

Issue date for retail +security holders

8/7/2026

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
New class-code to be confirmed	Exercisable at $0.006 per Option and expiring 30 June 2031.	500,000,000
SPX	ORDINARY FULLY PAID	250,000,000

Proposed +issue date

17/8/2026

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

SPENDA 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	**Registration Number**
ACN	099084143

1.3 ASX issuer code

SPX

1.4 The announcement is
New announcement

1.5 Date of this announcement

9/6/2026

1.6 The Proposed issue is:
An accelerated offer
A placement or other type of issue

1.6b The proposed accelerated offer is

Accelerated renounceable entitlement offer (commonly known as an AREO)

Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?
No

Part 3B - Offer details

+Class or classes of +securities that will participate in the proposed issue and +class or classes of +securities proposed to be issued

ASX +security code and description

SPX : ORDINARY FULLY PAID

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?
Yes

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?
No

Details of +securities proposed to be issued

ASX +security code and description

SPX : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities do not have +CDIs issued over them)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

Has the offer ratio been determined?
Yes

The quantity of additional +securities to be issued

7

For a given quantity of +securities held

1

What will be done with fractional entitlements?

Maximum number of +securities proposed to be issued (subject to

	rounding)
Fractions rounded up to the next whole number	2,136,254,743

Offer price details for retail security holders

Has the offer price for the retail offer been determined?
Yes

In what currency will the offer be made?	**What is the offer price per +security for the retail offer?**
AUD - Australian Dollar	AUD 0.00400

Offer price details for institutional security holders

Has the offer price for the institutional offer been determined?
Yes

In what currency will the offer be made?	**What is the offer price per +security for the institutional offer?**
AUD - Australian Dollar	AUD 0.00400

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?
Yes

Describe the limits on over-subscription

No Eligible Shareholder will be permitted to increase their voting power in the Company above 19.99% .

Will a scale back be applied if the offer is over-subscribed?
Yes

Describe the scale back arrangements

In the event it is necessary to scale back applications, then the scale back will be at the discretion of the Directors in consultation with the Lead Manager and, in the first instance, on a pro rata basis, based on the Entitlements of the Eligible Shareholders.

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

Attaching +Security

Is the proposed attaching 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)?
New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities do not have +CDIs issued over them)

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

Will the entity be seeking quotation of the 'new' class of +securities on ASX?
Yes

ASX +security code

New class-code to be confirmed

+Security description

Option exercisable at $0.006 per Option and expiring 30 June 2031

+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

Has the offer ratio been determined?
Yes

The quantity of attaching +securities to be issued

1

For a given quantity of the new +securities issued

1

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

2,136,254,743

Offer price details for retail security holders

Has the offer price for the retail offer been determined?
Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.00000

Offer price details for institutional security holders

Has the offer price for the institutional offer been determined?
Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the institutional offer?

AUD 0.00000

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?
Yes

Describe the limits on over-subscription

No Eligible Shareholder will be permitted to increase their voting power in the Company above 19.99% .

Will a scale back be applied if the offer is over-subscribed?
Yes

Describe the scale back arrangements

In the event it is necessary to scale back applications, then the scale back will be at the discretion of the Directors in consultation with the Lead Manager and, in the first instance, on a pro rata basis, based on the Entitlements of the Eligible Shareholders.

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

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.0060

Expiry date

30/6/2031

Details of the type of +security that will be issued if the option is exercised

SPX : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share (ASX:SPX)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Refer to Section 6.2 of the Prospectus dated 9 June 2026.

Part 3D - Timetable

3D.1a First day of trading halt

29/5/2026

3D.1b Announcement date of accelerated offer

9/6/2026

3D.2 Trading resumes on an ex-entitlement basis (ex date)

10/6/2026

3D.5 Date offer will be made to eligible institutional +security holders

9/6/2026

3D.6 Application closing date for institutional +security holders

9/6/2026

3D.7 Institutional offer shortfall book build date

9/6/2026

3D.8 Announcement of results of institutional offer
(The announcement should be made before the resumption of trading following the trading halt)

10/6/2026

3D.9 +Record date

11/6/2026

3D.10a Settlement date of new +securities issued under institutional entitlement offer

12/6/2026

3D.10b +Issue date for institutional +security holders

12/6/2026

3D.10c Normal trading of new +securities issued under institutional entitlement offer

15/6/2026

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

16/6/2026

3D.12 Offer closing date for retail +security holders

26/6/2026

3D.13 Last day to extend retail offer close date

23/6/2026

3D.17 Last day to announce results of retail offer, bookbuild for any shortfall (if applicable)

3/7/2026

3D.18 Entity announces results of bookbuild (including any information about the bookbuild expected to be disclosed under section 4.12 of Guidance Note 30)

6/7/2026

3D.19 +Issue date for retail +security holders

8/7/2026

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?
Yes

3E.1a Who is the lead manager/broker?

Peak Asset Management Pty Ltd

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Under the Lead Manager mandate agreement, the Lead Manager is entitled to receive a fee of 6% of the gross proceeds raised under the Entitlement Offer, and an equity-based success fee, subject to shareholder approval: (i) where the Company raises at least $6 million but less than $8 million under the Entitlement Offer, the Company will issue to the Lead Manager (or nominees) 125 million Shares and 250 million Broker Options (on the same terms as the Attaching Options); and (ii) where the Company raises $8 million or more under the Entitlement Offer, the Company will issue to the Lead Manager (or nominees) 250 million Shares and 500 million Broker Options.

3E.2 Is the proposed offer to be underwritten?
No

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?
No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Legal fees, ASX quotation and ASIC lodgement fees, printing, mailing, project management and registry fees.

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Retirement of secured finance debt; reduction of operating liabilities; restructuring and cost optimisation initiatives; product development and delivery; expense of the Offers; and general working capital.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?
No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?
No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

All countries other than Australia and New Zealand.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities
No

3F.6 URL on the entity's website where investors can download information about the proposed issue

https://investors.spenda.co

3F.7 Any other information the entity wishes to provide about the proposed issue

3F.8 Will the offer of rights under the rights issue be made under a +disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?
Yes

3F.9 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 +disclosure document or +PDS for the +securities proposed to be issued

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	13/8/2026	Estimated	

Comments

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

SPX : ORDINARY FULLY PAID

Number of +securities proposed to be issued

250,000,000

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

The shares are proposed to be issued as a success fee for the Lead Manager's services in connection with the Entitlement Offer. 250 million shares will be issued to the Lead Manager if at least $8 million is raised under the Entitlement Offer. If the amount raised is less than $8 million but at least $6 million, the Lead Manager will be issued 125 million shares. No shares will be issued to the Lead Manager if less than $6 million is raised.

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

1,000,000.000000

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)?
New class

Will the proposed issue of this +security include an offer of attaching +securities?
No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

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

Will the entity be seeking quotation of the 'new' class of +securities on ASX?
Yes

ASX +security code	+Security description
New class-code to be confirmed	Exercisable at $0.006 per Option and expiring 30 June 2031.

+Security type

Options

Number of +securities proposed to be issued

500,000,000

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

The options are proposed to be issued as a success fee for the Lead Manager's services in connection with the Entitlement Offer. 500 million options will be issued to the Lead Manager if at least $8 million is raised under the Entitlement Offer. If the amount raised is less than $8 million but at least $6 million, the Lead Manager will be issued 250 million options. No options will be issued to the Lead Manager if less than $6 million is raised.

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

1,000,000.000000

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

Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0060	30/6/2031

Details of the type of +security that will be issued if the option is exercised

SPX : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share (ASX:SPX)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Refer to Section 6.2 of the Prospectus dated 9 June 2026.

Part 7C - Timetable

7C.1 Proposed +issue date

17/8/2026

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?

Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

13/8/2026

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

No

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?

No

Part 7E - Fees and expenses

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

No

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

Part 7F - Further Information

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

Success fee equity based consideration payable to the Lead Manager of the Entitlement Offer.

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

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 +disclosure document or +PDS involving the same class of securities as the +securities proposed to be issued that meets the requirements of section 708A(11) or 1012DA(11)