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Felix Group Holdings Ltd (ACN: 159 858 509)

ASX Announcement **28 September 2026**

Not for release to US wire services or distribution in the United States

Firm commitments received for a A$5.54 million institutional placement to fund AI development and network activation and launch of SPP

Key Highlights:

- Felix has received firm commitments to raise A$5.54 million (before costs) through a two-tranche institutional placement of approximately 145.9 million new fully paid ordinary shares (**New Shares**) at an issue price of A$0.038 per New Share (**Offer Price**) (**Placement**)
- The Placement comprises tranche one to raise approximately A$2.6 million utilising the Company's available placement capacity under ASX Listing Rules 7.1 and 7.1A (**Tranche 1**), and tranche two to raise approximately A$2.9 million, subject to shareholder approval at the Company's annual general meeting to be held in November 2026 (**Tranche 2**)
- The Placement was strongly supported by existing shareholders and directors, reflecting confidence in Felix's new strategy, FY26 commercial momentum and FY27 outlook. The Company anticipates FY27 revenue to grow by at least 15% compared with FY26
- Directors Dominic O'Hanlon, George Rolleston and Robert Phillpot have subscribed for a total of $1,150,000 in New Shares in Tranche 2, subject to shareholder approval
- Eligible shareholders in Australia and New Zealand will be offered the opportunity to participate in a share purchase plan to raise up to a further A$1.0 million (before costs) at the Offer Price (**SPP**)
- Proceeds will be used to fund AI product development, activation of the Felix vendor network, platform development and working capital, together with the costs of the Offer
- Canaccord Genuity (Australia) Limited acted as Sole Lead Manager and Bookrunner to the Placement

BRISBANE Australia, Monday, 28 September 2026: Felix Group Holdings Limited (**ASX: FLX, Felix or the Company**) is pleased to announce that it has received firm commitments to raise A$5.54 million (before costs) under a two-tranche institutional Placement.

Approximately 145.9 million New Shares will be issued under the Placement at the Offer Price of A$0.038 per New Share.

The Offer Price of A$0.038 represents a:

- 18.75% premium to the Company’s last closing price of $0.032 on 23 September 2026.
- 6.5% discount to the 10-day volume weighted average price (**VWAP**) of A$0.040 per Share;
- 7.4% discount to the 15-day VWAP of A$0.041 per Share; and
- 11.7% discount to the 30-day VWAP of A$0.043 per Share.

The Placement was strongly supported by existing shareholders and directors, reflecting confidence in the Company's new strategy, the commercial momentum delivered in FY26 and the Company's FY27 outlook.

Separately, the Company will offer eligible shareholders with a registered address in Australia or New Zealand the opportunity to participate in an SPP to raise up to A$1.0 million (before costs) (**SPP Cap**) at the Offer Price.

Felix's Chief Executive Officer, Chris Atkin, commented:

"I'm grateful for the strong backing from our major shareholders, directors and new investors for our new strategy. Boosted by a new CFO and CRO, the team and I are working hard to deliver sustained revenue growth alongside a compelling uplift to Felix's vendor solution".

Use of funds and forward momentum and revenue growth in FY27

Proceeds from the Placement and the SPP will be applied to grow and deepen the Company's Enterprise business, activate the Vendor network, connect and develop the platform, support operating performance and working capital, and pay the costs of the Offer.

The Company anticipates FY27 revenue to grow by at least 15% compared with FY26. The guidance reflects the Company's current expectations for revenue growth across its existing businesses, including customer renewals & new customer acquisition in Enterprise and Nexvia, supported by revised product packaging and pricing for Nexvia.

Further detail on the use of funds and the Company's FY26 commercial momentum and FY27 outlook is set out in the investor presentation released to ASX today.

Placement

Tranche 1 of the Placement will raise approximately $2.6 million through the issue of ~67.9 million New Shares and will be issued utilising the Company's available placement capacity under ASX Listing Rules 7.1 and 7.1A, without shareholder approval; namely ~38.1 million New Shares under ASX Listing Rules 7.1 and ~29.8 million New Shares under ASX Listing Rules 7.1A.

Tranche 2 of the Placement will raise approximately $2.9 million through the issue of ~78.0m New Shares and is subject to shareholder approval at the Company's annual general meeting to be held on Monday, 9 November 2026 (**AGM**).

New Shares issued under the Placement will rank pari passu with Felix's existing fully paid ordinary shares from the date of issue. The Company will apply for quotation of the New Shares on ASX. Following completion of Tranche 1 and Tranche 2 of the Placement, approximately 444.4 million Shares will be on issue, increasing to approximately 470.8 million Shares assuming the SPP is subscribed to the SPP Cap.

Directors Dominic O'Hanlon, George Rolleston and Robert Phillpot will subscribe for a total of $1.15 million in New Shares, which is subject to shareholder approval at the AGM under Tranche 2.

It is anticipated that, following completion of Tranche 2 of the Placement, substantial shareholder Briarwood Chase Management LLC (**Briarwood**) will increase its relevant interest in the Company from 15.2% to an amount not exceeding 20%. As a result, Briarwood will be entitled to appoint a nominee director to the Board of the Company. Any such appointment will occur following the 2026 AGM.

Share Purchase Plan

The Company is pleased to offer an SPP to raise up to SPP Cap of A$1.0 million (before costs) at the Offer Price. The SPP will be offered to holders of fully paid ordinary shares in Felix as at 7:00pm (Sydney time) on Friday, 25 September 2026 (**Record Date**) who have a registered address in Australia or New Zealand (**Eligible Shareholders**) (**SPP Offer**).

The SPP is expected to open on Friday, 2 October 2026 and close at 5.00pm (Sydney time) on Friday, 16 October 2026. Full details of the SPP, including how to participate, will be set out in the SPP offer booklet to be despatched to eligible shareholders.

Shareholders should read the SPP offer booklet in its entirety and consult their professional adviser before deciding whether to participate.

Lead Manager

Canaccord Genuity (Australia) Limited acted as Sole Lead Manager and Bookrunner to the Placement.

Indicative timetable:

Event	Date (Sydney Time)
SPP Record Date	**Friday, 25 September 2026**
ASX Announcement of Placement and SPP and Trading resumes	**Monday, 28 September 2026**
Settlement of Shares to be issued under the Tranche 1 Placement	**Friday, 2 October 2026**
Issue of SPP Offer Booklet and opening date for SPP	**Friday, 2 October 2026**
Issue of Shares under Tranche 1 Placement	**Monday, 5 October 2026**
Closing date for SPP	**Friday, 16 October 2026**
Issue of Shares under the SPP	**Thursday, 22 October 2026**
Annual General Meeting	**Monday, 9 November 2026**
Settlement of Shares to be issued under the Tranche 2 Placement	**Friday, 13 November 2026**
Issue of Shares under Tranche 2 Placement	**Monday, 16 November 2026**

Please note the dates set out above are indicative only and are subject to change. All references to time are to Sydney, Australia time.

This announcement has been authorised for release by the Board of Directors of Felix Group Holdings Limited.

ENDS

Authorised for release by:

The Board

Felix Group Holdings Ltd

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About Felix – see more at felix.net

Felix Group Holdings Limited (ACN 159 858 509) is an Australian software company that provides a cloud-based software-as-a-service solution to its contractor and vendor customer base. The Group reports three operating segments — Contractor, Vendor and Nexvia. On 8 October 2025, the Company acquired Nexvia Pty Ltd, a software-as-a-service platform providing project and business management solutions to project-led, vendor, small and medium enterprises, extending the Group's software offering across the construction project lifecycle.

Disclaimers

Forward looking statements

This document contains certain "forward-looking statements". The words "expect", "anticipate", "estimate", "intend", "believe", "guidance", "should", "could", "may", "will", "predict", "plan" and other similar expressions are intended to identify forward-looking statements. Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this document are based on assumptions and contingencies that are subject to change without notice and involve known and unknown risks and uncertainties and other factors that are beyond the control of Felix, its directors and management. This includes statements about market and industry trends, which are based on interpretations of current market conditions.

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Not an offer in the United States

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