ASX Release 12 February 2026

Findi Completes Acquisition of Sphere

Findi Limited (ASX: FND) ("**Findi**" or the "**Company**") is pleased to advise that it has completed the acquisition of 100% of Sphere (For Good) Holdings Pty Ltd ("**Sphere**"), as previously announced on 21 October 2025.

On completion, Findi issued 2,438,784 ordinary shares at an issue price of A$1.18 per share, representing 50% of the total consideration.

The remaining consideration was satisfied through the issue of 2,692,572 deferred and earn-out shares, subject to the achievement of revenue milestones and in accordance with the Share Sale Agreement, as previously disclosed.

As part of the transaction the Company issued 140,243 options, of which 17,361 were issued to Mr Tineyi Matanda and 16,048 were issued to Mr Stephen Benton.

While the Company obtained shareholder approval on 29 December 2025 for the issue of director options to Mr Benton and Mr Matanda there was an unexpected delay to Completion of the acquisition of Sphere which resulted in the issue of the director options occuring outside of the period originally contemplated in the approval. Notwithstanding this, the Company considers that it may rely on Exception 12 in ASX Listing Rule 10.12 in connection with the issue of the director options. Exception 12 permits a company to issue securities to a director under an agreement or transaction if the relevant director would not otherwise be a director but for the agreement or transaction. Given both Mr Benton and Mr Matanda have become directors of Findi as a result of the Sphere transaction and are receiving their director options as part of the transaction, the Company is able to rely on Exception 12.

Commenting on the completion of the transaction, Executive Chairman Mr Nicholas Smedley said: *"The completion of the Sphere acquisition represents an important strategic milestone for Findi. Sphere's bank-grade loyalty, rewards and ESG technology is highly complementary to our existing platform and will now be integrated across FindiPay, BankIT and BC Max Centres to support enhanced customer engagement and monetisation.*

"We believe this acquisition strengthens our technology offering and supports our long-term growth strategy as we continue to scale the business and progress toward our planned Indian IPO."

Authorised for release by the Board of Findi Limited.

Investor Enquires
Nicholas Smedley
Executive Chairman
+61 447 074 160
nsmedley@findi.co

Media Enquiries
John Hurst
Tribune Partners
+61 418 708 663
jhurst@tribunepartners.com.au