ABN 80 004 661 205

All Registry communications to:
MUFG Corporate Markets (AU) Limited
A division of MUFG Pension & Market Services
Locked Bag A14
Sydney South NSW 1235 Australia
Telephone: 1800 132 875
From outside Australia: +61 1800 132 875
ASX Code: WZR
Website: au.investorcentre.mpms.mufg.com

17 November 2025

Dear Shareholder,

On 7 November 2025, Wisr Limited ACN 004 661 205 (**Wisr** or the **Company**) announced to the ASX an equity capital raise of up to $11.4M, comprising:

- a strongly supported $9.4M institutional placement to sophisticated and professional investors (**Placement**); and
- an opportunity for eligible existing shareholders to participate in a non-underwritten Share Purchase Plan (**SPP**) to raise up to $2.0M, on the same terms as the Placement.

On behalf of the directors of the Company, I am pleased to offer eligible existing shareholders the opportunity to apply for shares under the SPP. Directors of the Company also intend to participate in the SPP. The SPP offer price of $0.031 is identical to the Placement offer price and represents a discount of 8.8% to the closing price of the Company's shares on the last trading day before announcing the Placement and SPP.

On 7 November 2025, the Company also announced a pending refinance of the Company's corporate debt facility on a materially lower interest margin, which has now been completed. As a result of the capital raise and refinancing of the Company's corporate debt facility, Wisr is upgrading its FY26 guidance and expects to achieve Cash NPAT profitability in H2FY26.

Eligible Wisr shareholders can participate in the SPP by investing up to A$30,000 to subscribe for additional new fully paid ordinary shares in Wisr (**New Shares**) without incurring brokerage or other transaction costs.

The indicative timetable for the SPP is as follows:

**Summary of key dates:**

| | |
|---|---|
| SPP record date | Thursday, 6 November 2025 |
| SPP offer opens<br>SPP booklet dispatched to shareholders | Monday, 17 November 2025 |
| SPP offer closes | Friday, 28 November 2025 |
| Announce results of SPP<br>Allotment of New Shares under the SPP | Friday, 5 December 2025 |

The SPP will close at 5.00pm (Sydney time) on **28 November 2025**. Therefore, if you wish to apply for New Shares under the SPP, you should follow the instructions outlined in the attached Application Form so payment is received at our Share Registrar by that date in cleared funds. Eligible Shareholders who wish to apply for New Shares under the SPP must make a payment by BPAY® or electronic funds transfer in accordance with the instructions on your personalised Application Form. Electronic funds transfer payments are only available to Eligible Shareholders in New Zealand (in addition to BPAY®).

If you wish to participate in the SPP, please visit the offer website at https://events.miraqle.com/wzr-offer.

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For further information please contact the Wisr SPP Information Line on:

Phone: 1800 132 875 if calling from within Australia

Phone: +61 1800 132 875 if calling from outside Australia

Yours sincerely

Matthew Brown
Non-Executive Chair
Wisr Limited

Level 9, 333 Kent St
Sydney NSW 2000

contact@wisr.com.au
wisr.com.au

**WISR LIMITED**

# SHARE PURCHASE PLAN

**17 NOVEMBER 2025**

**OFFER OPENS**
9:00 am (AEDT) on 17 November 2025

**OFFER CLOSES**
5:00 pm (AEDT) on 28 November 2025

This is an important document offering eligible shareholders the opportunity to apply to purchase up to A$30,000 of new fully paid ordinary shares in Wisr Limited (subject to scaleback) without paying brokerage or transaction costs.

In applying for shares, you represent to Wisr Limited that the total value of shares to be issued to you under the Share Purchase Plan and any similar share purchase plan arrangement operated by Wisr Limited in the past 12 months does not exceed A$30,000.

The offer contained in this document does not take into account the individual investment objectives, financial situation or particular needs of each eligible shareholder. You should consider seeking independent financial and taxation advice before making a decision as to whether or not to accept the offer. In particular, you are strongly cautioned to not place undue reliance on any forward-looking statement or guidance contained in this document.

The distribution of this document (including electronic copies) outside Australia and New Zealand may be restricted by law. This document may not be released to US wire services or distributed in the United States.

## CONTENTS

# 1 Wisr Share Purchase Plan

1.1 Wisr Limited (**Wisr**) is pleased to provide eligible Wisr shareholders (as set out below) with the opportunity to participate in the Wisr Share Purchase Plan (**SPP**) by paying up to A$30,000 to subscribe for additional new fully paid ordinary shares in Wisr (**New Shares**) without incurring brokerage or other transaction costs subject to and in accordance with the terms and conditions set out below (**SPP Terms and Conditions**).

1.2 The SPP Terms and Conditions have been prepared in accordance with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 (**SPP Instrument**). Details of this offer and how to participate are set out below.

1.3 **Summary of key dates:**

| | |
|---|---|
| **Record date (the date that eligibility to participate in the SPP is determined)** | 6 November 2025 |
| **Announcement of the SPP** | 7 November 2025 |
| **SPP offer opens** | 17 November 2025 |
| **SPP offer closes** | 28 November 2025 |
| **Announcement of results, including scaleback policy announced (if applicable)** | 5 December 2025 |
| **Issue of New Shares** | 5 December 2025 |
| **Expected quotation of New Shares on ASX** | 8 December 2025 |
| **Dispatch of allotment confirmations/holding statements for New Shares** | 8 December 2025 |

The timetable above is indicative only and subject to change without notice. Subject to the requirements of the Corporations Act, the ASX Listing Rules and other applicable laws, Wisr reserves the right to amend this timetable at any time without notice (even if the offer has opened or applications have been received).

## 2 Purpose of the SPP

2.1 As announced to ASX Limited (**ASX**) on 7 November 2025, Wisr successfully conducted a A$9.4 million share placement at an issue price of A$0.031 per share (**Placement**). Further details are contained in the announcement released by Wisr to ASX on 7 November 2025.

2.2 Eligible Australian and New Zealand shareholders are now invited to participate in the SPP. Wisr intends to raise up to A$2 million under the SPP (subject to Wisr's discretion to increase this cap and accept oversubscriptions and/or scaleback applications).

2.3 Funds raised under the Placement and SPP will be applied primarily to repay $7.5 million of the Company's corporate debt facility, reducing the drawn balance from $35.0 million to $27.5 million, and provide additional working capital and liquidity to support loan origination growth and product development initiatives.

2.4 The Company's Directors, who are eligible shareholders, intend to participate in the SPP.

## 3 Eligibility to participate in the SPP

3.1 You are an eligible shareholder and may participate in the SPP (**Eligible Shareholder**) if you were a direct holder of fully paid ordinary shares in Wisr (**Shares**) at 7:00 pm (AEDT) on 6 November 2025 (**Record Date**) with an address on the share register in Australia or New Zealand, *unless:*

(a) you hold Shares on behalf of another person who resides outside Australia or New Zealand and do not hold Shares in any other capacity; or

(b) you are in the United States or acting for the account or benefit of a person in the United States.

3.2 The New Shares are not being offered or sold to the public within New Zealand other than to existing Shareholders of Wisr at the Record Date with registered addresses in New Zealand to whom the offer of New Shares is being made in reliance on the *Financial Markets Conduct Act 2013* and the *Financial Markets Conduct (Incidental Offers) Exemption Notice 2021*.

3.3 The board of directors of Wisr (**Board**) has determined that it is not practical for holders of Shares with registered addresses in jurisdictions other than Australia or New Zealand to participate in the SPP because of:

(a) various legal and regulatory requirements in countries other than Australia and New Zealand;

(b) the relatively small number of Shareholders or Shares that are held by Shareholders in certain countries; and

(c) the potential cost of complying with foreign securities laws and regulatory requirements in certain countries.

Accordingly, this offer is not made to holders of Shares with a registered address outside Australia or New Zealand.

3.4 **Single holders:** If you are the only registered holder of a holding of Shares, but you receive more than one offer under the SPP (for example, due to multiple registered holdings such as a holding in your personal name and a holding in your self-managed superannuation fund), you may only contribute up to a maximum of A$30,000 in applying for New Shares.

3.5 **Joint holders:** If you are recorded with one or more other persons as the joint holder of a holding of Shares, that joint holding is considered to be a single registered holder for the purpose of the SPP, and the joint holders are entitled to participate in the SPP in respect of that holding. If the same joint holders receive more than one offer under the SPP due to multiple identical holdings, the joint holders may only contribute up to a maximum of A$30,000 in applying for New Shares across all your holdings. An agreement, acknowledgment or certification given by any joint holder of Shares is taken to be an agreement, acknowledgement or certification given by all joint holders.

3.6 **Custodians:** Where a custodian (as defined in the SPP Instrument) is a registered holder of Shares and holds Shares on behalf of one or more persons (**Beneficiaries**), the SPP offer is made to the custodian and the custodian has the discretion whether to extend the SPP offer to the Beneficiaries. If a custodian applies for New Shares on behalf of a Beneficiary, Wisr will not issue New Shares unless the custodian provides a "**Custodian Certificate**" which certifies the following in writing to Wisr:

(a) either or both of the following:

(i) that the custodian holds the Shares on behalf of one or more persons that are not custodians (each a **Participating Beneficiary**); or

(ii) that another custodian (**Downstream Custodian**) holds beneficial interests in Shares on behalf of a Participating Beneficiary, and the custodian holds the Shares to which those beneficial interests relate on behalf of the Downstream Custodian or another custodian,

on the Record Date and that each Participating Beneficiary has subsequently instructed the following persons:

(iii) where sub-paragraph (a)(i) applies — the custodian; and

(iv) where sub-paragraph (a)(ii) applies — the Downstream Custodian,

to apply for Shares under the SPP on their behalf;

(b) the number of Participating Beneficiaries;

(c) the name and address of each Participating Beneficiary;

(d) in respect of each Participating Beneficiary:

(i) where sub-paragraph (a)(i) applies — the number of Shares that the custodian holds on their behalf; and

(ii) where sub-paragraph (a)(ii) applies — the number of Shares to which the beneficial interests relate;

(e) in respect of each Participating Beneficiary:

(i) where sub-paragraph (a)(i) applies — the number or the dollar amount of Shares they instructed the custodian to apply for on their behalf; and

(ii) where sub-paragraph (a)(ii) applies — the number or the dollar amount of Shares they instructed the Downstream Custodian to apply for on their behalf;

(f) there are no Participating Beneficiaries in respect of which the total of the application price for the following exceeds A$30,000:

(i) the Shares applied for by the custodian under the SPP in accordance with the instructions referred to in sub-paragraph (e); and

(ii) any other Shares issued to the custodian in the 12 months before the application as a result of an instruction given by them to the custodian or the Downstream Custodian to apply for Shares on their behalf under an arrangement similar to the SPP;

(g) that a copy of this SPP booklet was given to each Participating Beneficiary; and

(h) where sub-paragraph (a)(ii) applies — the name and address of each custodian who holds beneficial interests in the Shares held by the custodian in relation to each Participating Beneficiary.

3.7 Custodians must request a Custodian Certificate when making an application on behalf of Beneficiaries. To request a Custodian Certificate or further information about the custodian application process, please contact MUFG Corporate Markets (formerly known as Link Market Services Limited) via:

(a) email at: capital.markets.au@cm.mpms.mufg.com; or

(b) telephone on 1800 132 875 (within Australia) or +61 1800 132 875 (outside Australia) between 8.30am and 5.00pm (AEDT) Monday to Friday. Applications received from custodians must be accompanied by a duly completed and signed Custodian Certificate.

3.8 For the purposes of the SPP Instrument, you are a 'custodian' if you provide a custodian or depository service in relation to shares of a body or interests in a registered scheme and you:

(a) hold an Australian financial services licence covering the provision of a custodial or depository service;

(b) are exempt from the requirement to hold an Australian financial services licence covering the provision of a custodial or depository service;

(c) hold an Australian financial services licence covering the operation of an IDPS or are a responsible entity of an IDPS-like scheme;

(d) are a trustee of a self-managed superannuation fund or a superannuation master trust; or

(e) are a registered holder of shares or interests in the class and are noted on the register of members of the body or scheme as holding the shares or interests on account of another person.

3.9 **Trustees and Nominees:** If you hold Shares as a trustee or nominee for another person and are expressly noted on the Wisr register as holding Shares on account of another person (a beneficiary) but you are not a custodian, the beneficiary will be taken to be the registered holder of those Shares. In this instance, an Application by the trustee or nominee will be taken to be an Application by the beneficiary. This means the beneficiary will be treated as the registered holder and clause 3.4 applies.

3.10 Custodians, trustees and nominees may not participate in the SPP on behalf of beneficial shareholders in the United States or located elsewhere outside Australia and New Zealand.

3.11 The Company reserves the right to reject any Application to the extent it considers that the Application does not comply with these requirements.

## 4 Participation is optional

4.1 Participation in the SPP is entirely optional (subject to the eligibility criteria set out above). The offer to acquire New Shares is not a recommendation.

4.2 If you are in any doubt about this offer, whether you should participate in the SPP or how such participation will affect you (including taxation implications), you should contact a professional adviser. Wisr also recommends that you monitor the Wisr share price, which can be found on ASX's website at www.asx.com.au.

## 5 Issue Price

5.1 The issue price for each New Share under the SPP will be A$0.031 (the **Issue Price**). The Issue Price is the same price at which Shares were issued under the Placement.

5.2 The Issue Price represents a 6.7% discount to the 5-day volume weighted average market price for Shares calculated up to 4 November 2025, being the date of the last trade prior to announcement of the SPP.

5.3 No brokerage commission or other transaction costs are payable by shareholders in respect of the issue of New Shares under the SPP.

*5.4* In accordance with the requirements under ASX Listing Rules 7.2 and 10.12, the Issue Price is at least 80% of the VWAP for Shares over the last 5 days on which sales in the Shares were recorded before the date on which the SPP was announced or the date on which the issue is to be made.

5.5 You should note that Wisr's share price may rise or fall between the date of this offer and the date when New Shares are issued under the SPP. This means that the price you would pay per New Share pursuant to this offer may be either higher or lower than the Wisr share price at the time the New Shares are issued under the SPP. If you participate in the SPP, you are accepting the risk that the market price of Wisr's shares may change between the offer opening date and the date when New Shares are issued under the SPP. Once submitted, your application is unconditional and may not be withdrawn.

## 6 Number of New Shares offered under the SPP

6.1 An Eligible Shareholder may only apply for New Shares in A$1,000 increments. Applications may only be made for New Shares in the amounts as designated on your Application Form. These amounts must be a minimum of A$2,000 up to a maximum of A$30,000 (but subject at all times to A$1,000 increments).

6.2 Subject to scaleback, the number of New Shares that will be allotted to you will be determined by dividing the amount of your application monies by the Issue Price, rounded down to the nearest whole number of New Shares.

6.3 The maximum, aggregate number of New Shares that may be issued to Eligible Shareholders under the SPP is 64,516,129 New Shares.

6.4 You agree to pay the Issue Price per New Share for the number of New Shares that are allocated to you in accordance with these SPP Terms and Conditions.

## 7 Scaleback

7.1 Wisr intends to raise up to A$2 million under the SPP (subject to Wisr’s sole discretion to scaleback the amount to be raised or increase this cap and accept oversubscriptions).

7.2 Wisr may in its absolute discretion scaleback applications on an equitable basis if it receives applications of more than the aggregate amount of funds it determines to be raised. A “scaleback” is a reduction in the number of New Shares issued (compared to the number applied for).

7.3 If applications are scaled back, Wisr will refund to applicants the difference between the New Shares issued to that applicant and the parcel that applicant applied for (calculated at the Issue Price), without interest payable to the applicant.

7.4 Any residual amounts that are less than the price of one share (being the Issue Price) will be retained by Wisr as it is not practical to refund such an amount.

7.5 If a scaleback produces a fractional number of New Shares when applied to your parcel, the number of New Shares you will be issued will be rounded down to the nearest whole number of New Shares.

## 8 Maximum Applications

8.1 The offer under the SPP needs to comply with requirements prescribed by the Australian Securities and Investments Commission (**ASIC**). Under the SPP Instrument, Eligible Shareholders may only pay up to A$30,000 to subscribe for and be issued additional New Shares under a share purchase plan in any 12-month period. Wisr has not conducted a share purchase plan in the previous 12 months.

8.2 Under these requirements, the maximum limitation applies irrespective of the number of Shares you held on the Record Date. This limit applies irrespective of whether you hold Shares in more than one account or capacity or are sent more than one Application Form.

8.3 Please note that as part of your application for New Shares under the SPP you must certify that the aggregate application amount of all your applications under the SPP for which you are issued New Shares, together with any other Shares acquired by and issued to you (or a Custodian (or Downstream Custodian) on your behalf) under the SPP does not exceed A$30,000.

8.4 Wisr reserves the right to reject or reduce any application for New Shares under the SPP to the extent it considers that the application (whether alone or in conjunction with other applications) does not comply with these requirements or any other requirements set out in the SPP Instrument (including in respect of the provision of a Custodian Certificate).

## 9 Shareholder approval

9.1 The total number of New Shares capable of being issued under the SPP will not exceed 30% of the number of Shares already on issue. Further, the Issue Price is at least 80% of the VWAP for Shares over the last 5 days on which sales in the Shares were recorded before the date on which the SPP was announced or the date on which the issue is to be made.

9.2 Accordingly, the Company will issue the New Shares under ASX Listing Rule 7.2 Exception 5 and ASX Listing Rule 10.12 Exception 4. Shareholder approval is not required for the issue of New Shares under the SPP.

## 10 Non-renounceable offer

10.1 The offer to purchase New Shares under the SPP is non-renounceable. This means that you cannot transfer your right to purchase New Shares under the offer to anyone else.

## 11 No other participation costs

11.1 No brokerage, commission or other participation costs are payable by you in respect of the acquisition of New Shares under the SPP.

## 12 Ranking of New Shares

12.1 All New Shares issued under the SPP will rank equally with existing Shares from the date of issue, and therefore will carry the same voting rights, dividend rights and other entitlements as existing Shares.

## 13 Binding terms

13.1 By accepting the offer to purchase New Shares under the SPP, you agree to be bound by these SPP Terms and Conditions and Wisr's constitution.

## 14 New Zealand

14.1 The New Shares are not being offered or sold to the public within New Zealand other than to existing Shareholders of Wisr at the Record Date with registered addresses in New Zealand to whom the offer of New Shares is being made in reliance on the *Financial Markets Conduct (Incidental Offers) Exemption Notice 2021*.

14.2 This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013. This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to obtain.

## 15 Applying for New Shares under the SPP

15.1 To participate in the SPP, please carefully read these SPP Terms and Conditions.

15.2 Eligible Shareholders can participate in the SPP as follows:

**Online:** Eligible Shareholders can make an application online through the SPP offer website at https://events.miraqle.com/wzr-offer and receive personalised BPAY® payment details. You will need to provide your Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**) and postcode and follow the instructions to apply for New Shares; or

**Paper:** Eligible Shareholders can contact the Company's share registry, MUFG Corporate Markets (formerly known as Link Market Services Limited) during the SPP offer period on 1800 132 875 (within Australia) or +61 1800 132 875 (outside Australia) between 8.30am and 5.00pm (AEDT) from Monday to Friday during the SPP offer period to request a copy of the SPP Booklet and their personalised Application Form.

15.3 If you wish to participate in the SPP, Eligible Shareholders must make payment as follows:

(a) Pay by BPAY® – you can make a payment by BPAY®. To do this, you must use the Reference Number show on the Application Form or by making an Application via the SPP offer website at: https://events.miraqle.com/wzr-offer. If you make your payment with BPAY® you do not need to return your Application Form. You will not be able to withdraw or revoke your Application or BPAY® payment once you have submitted it or made it, or change the amount of the parcel for which you have applied.

(b) New Zealand Shareholders – if you are an Eligible Shareholder with a registered address in New Zealand and unable to pay by BPAY®, you may pay for New Shares by making an electronic funds transfer, in accordance with the instructions on your Application Form. You must use your unique reference number provided on your Application Form when making payment, or your application may not be able to be reconciled, and your funds may be returned. If you pay by electronic funds transfer, you must return your completed personalized Application Form to the Share Registry in accordance with the instructions on the Application Form.

Please note, cheque, bank draft, money order and cash payments will not be accepted.

15.4 It is your responsibility to ensure that your Application Form and payment is received by no later than 5.00 pm (AEDT), on 28 November 2025. You should be aware that your financial institution may implement earlier cut-off times with regards to electronic payment, and you should therefore take this into consideration when making payment. Applications received after that time will not be accepted.

15.5 Applications may only be made for New Shares in the amounts as designated on your Application Form. These amounts must be a minimum of A$2,000 up to a maximum of A$30,000 (but subject at all times to A$1,000 increments). If the amount of the payment received by Wisr pursuant to an Application is:

(a) less than A$2,000 – Wisr will not allot any New Shares to you and will refund your application money to you;

(b) greater than A$30,000 – subject to scaleback, Wisr will allot the maximum number of New Shares to you (equivalent to up to A$30,000) and will refund the excess application money to you; or

(c) for an amount between A$2,000 and A$30,000 that is not one of the designated amounts – subject to scaleback, Wisr will allot to you the number of New Shares that would have been allotted to you had you applied for the highest designated amount (rounded down to the nearest A$1,000 increment) that is less than the amount of your payment received, and will refund the excess application money to you.

15.6 Wisr will refund application monies received from persons it does not consider to be an Eligible Shareholder, subject to compliance with its legal obligations.

15.7 If your Application Form is incomplete, contains errors or is otherwise invalid or defective, Wisr may, in its sole discretion, accept, reject, correct or amend your application, issue such number of New Shares to you as it considers appropriate, refund your application money, or take any combination of these actions.

15.8 Applications and payments under the SPP may not be withdrawn once they have been received by Wisr. Application money will not bear interest under any circumstances.

15.9 Please read the enclosed Application Form for further details of how to apply for New Shares under the SPP.

## 16 Shareholder Representations

16.1 By applying to participate in the SPP by submitting payment, you will be deemed to have represented, warranted and agreed on behalf of each person on whose account you are acting that:

(a) your application is made in accordance with, and subject to, these SPP Terms and Conditions, the terms set out in the Application Form and that you cannot withdraw or cancel your application and your application is unconditional (even if the market price of the Shares is less than the Issue Price);

(b) you acknowledge that you have read these SPP Terms and Conditions and the terms set out in the Application Form in full and you warrant that all details and statements in your application are true and complete and not misleading;

(c) you are an Eligible Shareholder and are eligible to participate in the SPP, and represent and warrant that you are not in the United States and are not acting for the account or benefit of a person in the United States and are not a person to whom it would otherwise be illegal to make an offer or issue New Shares under the SPP;

(d) you acknowledge that no interest will be paid on any application monies held pending the issue of New Shares or subsequently refunded to you for any reason;

(e) Wisr, including its officers and agents, are not liable for any consequences of the exercise or non-exercise of its discretions referred to in these SPP Terms and Conditions;

(f) you acknowledge that the New Shares have not been, and will not be, registered under the *US Securities Act* of 1933 or the securities laws of any state or other jurisdiction of the United States, or in any other jurisdiction outside Australia or New Zealand, and accordingly, the New Shares may not be offered, sold or otherwise transferred in the United States except in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the *US Securities Act* and any other applicable US state securities laws;

(g) you have not, and will not, send, release or distribute this document or any materials relating to the SPP to any person in the United States or any other country outside Australia and New Zealand;

(h) if in the future you decide to sell or otherwise transfer the New Shares, you will do so in a regular way on ASX where neither you nor any person acting on your behalf know, or have reason to know, that the sale has been pre-arranged with, or that the purchaser is, a person in the United States;

(i) if you are acting as a trustee, nominee or custodian, each beneficial holder on whose behalf you are participating is resident in Australia or New Zealand, and you have not sent this document, or any materials relating to the SPP, to any person in the United States or elsewhere outside Australia and New Zealand;

(j) you accept the risk associated with any refund that may be despatched to you by direct credit or cheque to your address shown on Wisr's share register;

(k) you agree to be bound by the constitution of Wisr (as it may be amended from time to time);

(l) you acknowledge that none of Wisr, its advisers or agents, has provided you with any financial product or investment advice or taxation advice in relation to the SPP, or has any obligation to provide such advice;

(m) you authorise Wisr, and its officers and agents, to do anything on your behalf necessary for New Shares to be issued to you in accordance with these SPP Terms and Conditions;

(n) represent and warrant that the aggregate of the application price paid for by you in respect of an issue of:

    (i) the New Shares;

(ii) any other New Shares in the class applied for by you under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Application Form;

(iii) any other New Shares which you have instructed a Custodian to acquire on your behalf under the SPP; or

(iv) any other Shares issued to a custodian under an arrangement similar to the SPP in the 12 months before the date of your application under the SPP as a result of an instruction given by you to the Custodian or another custodian and which resulted in you holding beneficial interests in such Shares,

does not exceed A$30,000.00;

(o) acknowledge that you may receive a lesser number of New Shares than the number of New Shares you apply for. In which case, excess application monies will be returned to you without interest;

(p) if you are a Custodian and are applying on behalf of a Participating Beneficiary on whose behalf you hold Shares, that, in addition to the warranties and representations above:

(i) you are a 'custodian' for the purposes of the SPP Instrument;

(ii) you hold Shares on behalf of one or more Participating Beneficiaries;

(iii) you hold Shares on behalf of the Participating Beneficiaries as at the Record Date;

(iv) each Participating Beneficiary on whose behalf you are applying for New Shares has been given a copy of this document;

(v) the information in the Custodian Certificate submitted with your Application is true, correct and not misleading.

## 17 Shareholder Certification

17.1 By completing and submitting the Application Form with the application monies or making a BPAY payment **you certify** that the aggregate of the application price paid by you in respect of an issue of:

(a) the New Shares the subject of your Application Form or BPAY payment; and

(b) any other Shares applied for by you, or which you have instructed a Custodian (or Downstream Custodian) to acquire on your behalf, under the SPP or any similar share purchase plan arrangement operated by Wisr in the 12 months prior to the date of lodgement of the Application Form or BPAY payment,

does not exceed A$30,000.

17.2 Wisr reserves the right, and in certain circumstances may be required by the SPP Instrument or other conditions, to reject any application for New Shares under the SPP (in whole or in part), including where it considers that the application (whether alone or in conjunction with other applications) does not comply with these or any other legal requirements.

## 18 Allotment and quotation dates

18.1 New Shares are expected to be allotted under the SPP on 5 December 2025, and Wisr will apply for those New Shares to be listed for quotation on ASX.

18.2 Wisr's share registry will dispatch a holding statement or confirmation advice in respect of the New Shares allotted to you under the SPP. You should confirm your holding before trading in any New Shares you believe have been allotted to you under the SPP.

18.3 In advance of your receiving your statement or confirmation, you can check the number of New Shares issued under the SPP by logging onto https://au.investorcentre.mpms.mufg.com/Login/Login and following the instructions.

## 19 Foreign securities restrictions

19.1 This document does not constitute an offer of securities, or a solicitation of an offer to buy securities, in the United States or to, or for the account or benefit of, any person in the United States and may not be sent or disseminated in, directly or indirectly, the United States. The New Shares have not been, and will not be, registered under the *US Securities Act* of 1933, or the securities laws of any state or other jurisdiction of the United States and accordingly, the New Shares may not be offered, sold or otherwise transferred in the United States except in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the *US Securities Act* and any other applicable securities laws.

19.2 Because of these legal restrictions, you must not send any materials relating to the SPP to any person acting for the account or benefit of any person in the United States or to any person anywhere outside Australia and New Zealand.

19.3 Consistent with the representations contained in these SPP Terms and Conditions and the Application Form, you may not submit an application under this SPP for any person in the United States or anywhere else outside Australia and New Zealand. Failure to comply with these restrictions may result in violations of applicable securities laws.

## 20 ASIC compliance

20.1 This offer for New Shares under the SPP is made in accordance with the requirements of the SPP Instrument. The SPP Instrument grants relief from the requirement of the *Corporations Act 2001* (Cth) to prepare a prospectus / disclosure document for the offer of Shares under the SPP, subject to satisfaction of certain conditions.

## 21 Withdrawal, suspension, termination, anomalies and disputes

21.1 Wisr reserves the right to waive strict compliance with any provision of these SPP Terms and Conditions, to amend or vary these SPP Terms and Conditions and to withdraw this offer or to suspend or terminate the SPP at any time. Any such amendment, variation, withdrawal, suspension or termination will be binding on all Eligible Shareholders, even where Wisr does not notify you of that event. Wisr reserves the right at any time to not accept an application, not issue New Shares or issue New Shares to a value less than that applied for under the SPP by an Eligible Shareholder (including a custodian applying on behalf of its eligible beneficiaries).

21.2 In the event that the SPP is withdrawn or terminated all of your application monies will be refunded to you. No interest will be paid on any money returned to you.

21.3 Wisr may make determinations in any manner it thinks fit, in relation to any difficulties, anomalies, or disputes which may arise in connection with or by reason of the operation of the SPP whether generally or in relation to any participant or application. Any determinations by Wisr will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates.

21.4 Wisr's powers and rights under these SPP Terms and Conditions may be exercised by the Board or any delegate or representative of the Board.

## 22 Currency

22.1 References to “$” or “A$” means Australian dollars.

## 23 Privacy

23.1 Chapter 2C of the *Corporations Act 2001* (Cth) requires information about shareholders (including name, address and details of the shares held) to be included in Wisr's public register. If a shareholder ceases to be a shareholder, Chapter 2C of the *Corporations Act 2001* (Cth) requires this information to be retained in Wisr's public register. These statutory obligations are not altered by the *Privacy Act 1988* (Cth) as amended. Information is collected to administer shareholder's security holdings.

## 24 Governing law

24.1 This offer and these SPP Terms and Conditions are governed by the laws in force in New South Wales. By accepting this offer, you submit to the non-exclusive jurisdiction of the courts of New South Wales.

24.2 Other terms and conditions, rights and obligations of the New Shares are contained in the constitution of Wisr. These SPP Terms and Conditions prevail to the extent of any inconsistency with the Application Form.

## 25 Additional questions

25.1 If you have any questions in respect of the SPP, please contact the Company’s share registry, MUFG Corporate Markets (formerly known as Link Market Services Limited) during the SPP offer period on 1800 132 875 (within Australia) or +61 1800 132 875 (outside Australia) between 8.30am and 5.00pm (AEDT).