



## Announcement Summary

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**Entity name**

ZIP CO LIMITED.

**Announcement Type**

New announcement

**Date of this announcement**

Monday October 18, 2021

**The +securities to be quoted are:**

Other

**Total number of +securities to be quoted**

ASX +security code	Security description	Number of +securities to be quoted	Issue date
Z1P	ORDINARY FULLY PAID	2,850,412	18/10/2021

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

ZIP CO LIMITED.

We (the entity named above) apply for +quotation of the following +securities and agree to the matters set out in Appendix 2A of the ASX Listing Rules.

### 1.2 Registered number type

ACN

### Registration number

139546428

### 1.3 ASX issuer code

Z1P

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

18/10/2021



## Part 2 - Type of Issue

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### 2.1 The +securities to be quoted are:

Other

### 2.2 The +securities to be quoted are:

Additional +securities in a class that is already quoted on ASX ("existing class")

### 2.3c Have these +securities been offered under a +disclosure document or +PDS?

No

### 2.3d Please provide any further information needed to understand the circumstances in which you are applying to have these +securities quoted on ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

In connection with the acquisition of the remaining shares in Spotii Holdings Ltd as announced on 24/5/21. No prior Appendix 3B has been required. The timing of agreement to issue and allotment of shares have occurred concurrently, and therefore are able to be undertaken through an Appendix 2A.

### 2.4 Any on-sale of the +securities to be quoted 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 cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)



Part 3B - number and type of +securities to be quoted (existing class) where issue has not previously been notified to ASX in an Appendix 3B

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**Additional +securities to be quoted in an existing class**

**ASX +security code and description**

Z1P : ORDINARY FULLY PAID

**Issue date**

18/10/2021

**Will the +securities to be quoted rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes



Issue details

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**Number of +securities to be quoted**

2,850,412

**Are the +securities being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

In connection with the acquisition of the remaining shares in Spotii Holdings Ltd as announced on 24/05/21.

**Please provide an estimate (in AUD) of the value of the consideration being provided per +security for the +securities to be quoted**

19,411,306.000000

**Any other information the entity wishes to provide about the +securities to be quoted**

A portion of the securities are subject to voluntary escrow:

- a) 1,501,216 shares will be under a voluntary escrow for 12 months commencing 23 May 2021; and
- b) 104,515 shares will be under a voluntary escrow for 6 months commencing 23 May 2021.

**The purpose(s) for which the entity is issuing the securities**

To pay for the acquisition of an asset

**Please provide additional details**

In connection with the acquisition of the remaining shares in Spotii Holdings Ltd as announced on 24/05/21.

In Section 4.1

Z1P Ordinary Fully Paid = 567,491,358. This is incorrect as does not include the shares issued in the two App 2As allotted previous to this form. The correct total is 570,582,857 (567,491,358 + 2,000,000 + 1,091,499)

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Part 4 - Issued capital following quotation

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Following the quotation of the +securities the subject of this application, the issued capital of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

**4.1 Quoted +securities (total number of each +class of +securities quoted on ASX following the +quotation of the +securities subject of this application)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
Z1P : ORDINARY FULLY PAID	567,491,358

**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>
Z1PAK : WARRANTS	19,365,208
Z1PAL : CONVERTIBLE NOTES	1,000
Z1PAJ : EMPLOYEE OPTION	2,535,598
Z1PAE : PERFORMANCE SHARES	20,000,000
Z1PAH : PERFORMANCE OPTION EX 81C	5,880,000
Z1PAM : PERFORMANCE RIGHTS	6,314,672
Z1PAI : WARRANTS	14,615,000



Part 5 - Other Listing Rule requirements

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**5.1 Are the +securities being issued under an exception in Listing Rule 7.2 and therefore the issue does 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?**

No

**5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

2,850,412

**5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

N/A