



7 April 2020

ASX Release

Company Announcements Platform

Appendix 3Y – Charlie Youakim

Attached is an Appendix 3Y in relation to the transfer of CHESS Depositary Interests (**CDIs**) held by the Company's CEO and Executive Chairman, Charlie Youakim.

The purpose of the transfer is for estate planning purposes with those CDIs now held in the name of the '*Charles G. Youakim 2020 Irrevocable GST Trust*', with the beneficiaries being direct current and future family members of Mr. Youakim.

While the Company is not subject to the provisions of Chapter 6 of the *Corporations Act, 2001 (Cth)* dealing with notification of substantial shareholders, the Company advises the substantial shareholding details of the new entity as follows:

Name of Substantial Holder:	Record Holder (if different)	Number of CDIs	% of total shares on issue
Charles G. Youakim 2020 Irrevocable GST Trust	South Dakota Trust Company LLC <Charles G Youakim A/C>	9,553,571	5.34%

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About Sezzle Inc.

Sezzle is a rapidly growing fintech company on a mission to financially empower the next generation. Sezzle's payment platform increases the purchasing power for more than one million Active Customers across the U.S. and Canada by offering interest-free installment plans at online stores and select in-store locations. Sezzle's transparent, inclusive, and seamless payment option allows consumers to take control over the spending, be more responsible, and gain access to financial freedom. When End-customers apply, approval is instant, and their credit scores are not negatively impacted.



This increase in purchasing power for End-customers leads to increased sales and basket sizes for the more than 12,000 Active Merchants that offer Sezzle in the U.S. and Canada.

For more information visit sezzle.com.

Sezzle's CDIs are issued in reliance on the exemption from registration contained in Regulation S of the US Securities Act of 1933 (Securities Act) for offers of securities which are made outside the US. Accordingly, the CDIs, have not been, and will not be, registered under the Securities Act or the laws of any state or other jurisdiction in the US. As a result of relying on the Regulation S exemption, the CDIs are 'restricted securities' under Rule 144 of the Securities Act. This means that you are unable to sell the CDIs into the US or to a US person who is not a QIB for the foreseeable future except in very limited circumstances until after the end of the restricted period, unless the re-sale of the CDIs is registered under the Securities Act or an exemption is available. To enforce the above transfer restrictions, all CDIs issued bear a FOR Financial Product designation on the ASX. This designation restricts any CDIs from being sold on ASX to US persons excluding QIBs. However, you are still able to freely transfer your CDIs on ASX to any person other than a US person who is not a QIB. In addition, hedging transactions with regard to the CDIs may only be conducted in accordance with the Securities Act.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Sezzle Inc.
ARBN	633 327 358

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Charlie Youakim
Date of last notice	3 March 2020

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	3 April 2020
No. of securities held prior to change	78,806,238 CDIs and 500,000 unlisted options exercisable at US\$0.84 each and expiring 24 July 2029 all escrowed for a period of 24 months from the date of the Company's admission to the ASX being 30 July 2021. 9,553,571 CDIs.
Class	CDIs
Number acquired	Nil
Number disposed	9,553,571
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil consideration

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

No. of securities held after change	<p>78,806,238 CDIs and 500,000 unlisted options exercisable at US\$0.84 each and expiring 24 July 2029 all escrowed for a period of 24 months from the date of the Company's admission to the ASX being 30 July 2021.</p> <p>9,553,571 CDIs in the name of South Dakota Trust Company LLC <Charles G Youakim A/C> <i>(Charlie Youakim has no legal, beneficial or notifiable interest in the CDIs in the trust however these are disclosed herein for transparency purposes)</i></p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Transfer of CDIs

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

+ See chapter 19 for defined terms.

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.