

3 May 2023

**ASX RELEASE**

Company Announcements Platform

## **Ceasing to be a Substantial Shareholder**

**Sezzle Inc. (ASX:SZL) (Sezzle or Company)** // Purpose-driven payment platform, **Sezzle**, advises that on 2 May 2023, Citicorp Nominees Pty Limited ceased to be a substantial holder of the Company now holding 9,017,205 CHESS Depositary Interests (CDIs) or 4.36% of the Company's CDIs on issue.

As a company incorporated in Delaware and listed solely on the ASX, Chapter 6 of the *Corporations Act 2001 (Cth.)* dealing with the notification of substantial holders in Sezzle does not apply. However, as disclosed to the ASX on 29 July 2019, the Company agreed with ASX to release to the market certain information about a holder including where a party ceased to be a substantial holder in the Company.

This announcement has been authorised for release by Justin Clyne, Company Secretary.

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**About Sezzle Inc.**

Sezzle is a fintech company on a mission to financially empower the next generation. Sezzle's payment platform increases the purchasing power for millions of consumers 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 their spending, be more responsible, and gain access to financial freedom.

For more information visit [sezzle.com](https://sezzle.com).

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**Current Trading Restrictions**

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. The CDIs have not been 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 currently '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, unless the re-sale of the CDIs is registered under the Securities Act or another exemption is available. To enforce the above transfer restrictions, all CDIs issued currently 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.