

14 November 2023

The Manager  
Market Announcements Office  
Australian Securities Exchange  
Level 5, 20 Bridge Street  
SYDNEY NSW 2000  
By electronic lodgement

### **BIR Financial Limited (ASX:BIR)**

BIR Financial Limited (**BIR** or the **Company**) refers to the Notice of Meeting for the Extraordinary General Meeting to be held this Friday 17 November 2023 at 11:00 am (Brisbane time) (**NOM**) and advises:

#### **Resolution 4.**

Resolution 4 is being withdrawn from consideration.

Since signing the conditional Share Sale Agreement to acquire 100% of the issued capital of Investor Centre Pty Ltd (**IC**) in return for cash and equity (**Acquisition**), as announced to the market on 7 March 2023, and dispatching the NOM to shareholders on or about 19 October 2023, IC has expanded its investment income. As a result, BIR in consultation with IC have decided to make the IC acquisition conditional on IC operating under an appropriate AFS Licence. The parties are in discussion with another party which holds an appropriate AFS Licence and would enable IC to trade under that Licence as a Corporate Authorised Representative (CAR).

BIR is pleased to advise that the parties have today signed a deed varying the terms of the Share Sale Agreement whereby:

- The completion date for the Acquisition has been extended to 30 April 2024 (or such later date as the parties may agree).
- The Acquisition is conditional on Investor Centre holding a retail AFSL or being a Corporate Authorised Representative of a holder of a retail AFSL which is wide enough to cover all services currently offered and any potential future services it may provide.

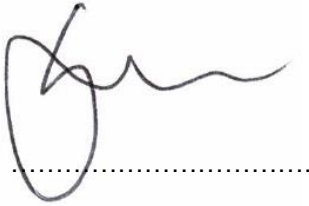
A resolution to approve the Acquisition will be put to Shareholders at a later date.

#### **Resolutions 6 to 8**

Resolutions 6 to 8 deal with the issue of 2,000,000 10 Cent Options to each of the Directors. The Board considers the issue of options to the directors to be part of their reasonable remuneration and that the issue falls within the exemption set out in section 211(1) of the Corporations Act. Accordingly, the Board considers that shareholder approval is not needed under Part 2E of the Corporations Act.

However, Resolutions 6 to 8 will still be put to shareholders for approval at the Meeting on Friday 17 November 2023 for the purposes of ASX Listing Rule 10.11.

Authorised for release by the Board of Directors.



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Greg Starr  
Company Secretary  
BIR Financial Limited