



Announcement Summary

Entity name

XREF LIMITED

Announcement Type

New announcement

Date of this announcement

Monday March 25, 2024

The +securities to be quoted are:

Other

Please refer to the response to Q2.3d for further information about the type of securities to be quoted and the circumstances of the issue.

On 23 November 2022 Xref announced that on the first anniversary following completion of the acquisition of Voice Project it would pay part of the purchase consideration in Xref script. The 2,906,977 shares represent the payment of the first anniversary acquisition cost instalment.

Total number of +securities to be quoted

ASX +security code	Security description	Number of +securities to be quoted	Issue date
XF1	ORDINARY FULLY PAID	2,906,977	19/03/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

XREF 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

ABN

Registration number

34122404666

1.3 ASX issuer code

XF1

1.4 The announcement is

New announcement

1.5 Date of this announcement

25/3/2024



Part 2 - Type of Issue

2.1 The +securities to be quoted are:

Other

Please refer to the response to Q2.3d for further information about the type of securities to be quoted and the circumstances of the issue.

2.2 The +class of +securities to be quoted is:

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

On 23 November 2022 Xref announced that on the first anniversary following completion of the acquisition of Voice Project it would pay part of the purchase consideration in Xref script. The 2,906,977 shares represent the payment of the first anniversary acquisition cost instalment.

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

Additional +securities to be quoted in an existing class

ASX +security code and description

XF1 : ORDINARY FULLY PAID

Issue date

19/3/2024

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

Number of +securities to be quoted

2,906,977

Are the +securities being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

The 2,906,977 shares represent the payment of the first anniversary acquisition cost instalment for the acquisition of Voice Project.

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

0.344000

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

The shares have been issued at a price of \$0.344, calculated in accordance with the terms of the agreement to purchase Voice Project as announced to ASX on 23 November 2022.

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

To pay for the acquisition of an asset

Please provide additional details

The shares have been issued as a partial payment for the purchase of Voice Project as announced to ASX on 23 November 2022. The shares will be subject to voluntary escrow until 3 January 2025.



Part 4 - Issued capital following quotation

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

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are 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)

ASX +security code and description	Total number of +securities on issue
XF1 : ORDINARY FULLY PAID	189,083,266

4.2 Unquoted +securities (total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
XF1AO : OPTION EXPIRING 01-MAY-2024 EX \$0.35	107,143
XF1AU : OPTION EXPIRING 20-FEB-2027 EX \$0.50	1,010,000
XF1AV : OPTION EXPIRING 20-FEB-2027 EX \$0.42	687,500
XF1AW : OPTION EXPIRING 20-FEB-2026 EX NIL	275,000
XF1AD : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	18,028,889
XF1AR : OPTION EXPIRING 05-JUL-2026 EX \$0.50	5,060,000
XF1AS : OPTION EXPIRING 05-JUL-2025 EX NIL	706,859
XF1AT : OPTION EXPIRING 05-JUL-2026 EX \$0.42	1,638,241
XF1AN : WARRANTS	11,428,572
XF1AG : OPTION EXPIRING 15-JAN-2024 EX 18C	4,000,000
XF1AP : OPTION EXPIRING 17-NOV-2024 EX \$0.54	2,700,000
XF1AQ : OPTION EXPIRING 17-NOV-2024 EX \$0.35	900,000



Part 5 - Other Listing Rule requirements

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?

2,906,977 shares

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)?

No