

Not for release to US wire services or distribution in the United States

19 August 2024

COMPLETION OF ZIP SHARE PURCHASE PLAN

Zip Co Limited (ASX: ZIP) (“**Zip**”, or the “**Company**”) is pleased to announce that it has raised approximately A\$50 million through the successful completion of an oversubscribed Share Purchase Plan (“**SPP**”) following the closing of applications on Wednesday, 14 August 2024. The SPP was announced to the ASX on Wednesday, 17 July 2024 in conjunction with a A\$217 million (before costs) fully underwritten equity placement (the “**Placement**”).

Zip has applied proceeds of the Placement to fund the repayment of its existing corporate debt facility and associated exit fee, and will use the proceeds from the SPP to support the optimisation of Zip’s capital structure and provide Zip with greater flexibility for future growth.

Zip received strong support from eligible shareholders under the SPP, with valid applications totaling approximately A\$85.1 million from 4,301 eligible shareholders. Valid applications received represented a participation rate of approximately 13% of eligible shareholders (representing 58.17% of eligible shareholdings), with an average application amount of approximately A\$19,800.

Zip Group CEO and Managing Director, Cynthia Scott said:

“There has been a high level of demand for the SPP and I would like to thank our existing shareholders for their ongoing support and confidence in Zip. The proceeds from the SPP will further optimise Zip’s capital structure and provide additional flexibility to support future growth.”

In accordance with the SPP terms, the issue price of each new fully paid ordinary share under the SPP (“**New Share**”) is A\$1.56, which represents the lower of the issue price under the Placement and a 2% discount to the 5-day volume weighted average price of Zip shares traded on the ASX, up to and including the closing date of the SPP (Wednesday, 14 August 2024), rounded down to the nearest cent (“**SPP Issue Price**”).

As the total value of applications received under the SPP exceeded the SPP target size of A\$50 million, Zip has implemented scale back arrangements as follows:

- eligible shareholders under the SPP who applied for A\$1,000 of New Shares will not be subject to any scale back and will receive the amount they applied for, rounded down to reflect a whole number of shares. Accordingly, those shareholders will receive 641 New Shares (for a total issue price A\$1,000); and
- eligible shareholders under the SPP who applied for more than A\$1,000 of shares have been subject to a scale back on a pro-rata basis having regard to their shareholding on the record date for the SPP, being Tuesday, 16 July 2024 subject to the A\$30,000 maximum application amount under the SPP and a minimum allocation of 641 New Shares, with remaining application monies to be refunded.

Approximately 32,051,250 New Shares are scheduled to be issued under the SPP on Wednesday, 21 August 2024. Trading of those New Shares on the ASX is expected to commence on Thursday, 22 August 2024. New Shares issued under the SPP will rank equally with existing Zip fully paid ordinary shares from their date of issue and holding statements are expected to be dispatched to shareholders on or around Friday, 23 August 2024.

Eligible shareholders should confirm the actual number of New Shares allocated and issued to them before trading in such shares. The sale by any eligible shareholder of New Shares prior to receiving their holding statement is at their own risk.

Further details of the Placement are set out in the investor presentation released to ASX on Wednesday, 17 July 2024.

Further details regarding the SPP are set out in the SPP Offer Booklet, released to ASX on Thursday, 25 July 2024.

Release approved by the Group Chief Executive Officer and Managing Director on behalf of the Board.

- ENDS -

For more information, please contact:

Investors

Rachel Cooper
Director, Investor Relations & Sustainability
rachel.cooper@zip.co

Media

Chloe Rees
Director, External Relations & Group Communications
chloe.rees@zip.co

For general investor enquiries, email investors@zip.co

About Zip

ASX-listed Zip Co Limited (ASX: ZIP) is a digital financial services company, offering innovative and people-centred products. Operating in two core markets - Australia and New Zealand (ANZ) and the United States (US), Zip offers access to point-of-sale credit and digital payment services, connecting millions of customers with its global network of tens of thousands of merchants.

Founded in Australia in 2013, Zip provides fair, flexible and transparent payment options, helping customers to take control of their financial future and helping merchants to grow their businesses.

For more information, visit: www.zip.co

For any shareholding and registry service enquiries, please contact Computershare. Phone: 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia). Shareholders who would like to receive email communications from Computershare for all future correspondence, visit <http://www.computershare.com.au/easyupdate/ZIP>

Important Notice

This announcement has been prepared for publication in Australia and may not be released to US wire services or distributed in the United States. This announcement does not constitute an offer of securities for sale in the United States or any other jurisdiction. Any securities described in this announcement may not be offered or sold in the United States absent registration under the US Securities Act of 1933 or an exemption from registration.