



Announcement Summary

Entity name

XAMBLE GROUP LIMITED

Announcement Type

New announcement

Date of this announcement

20/8/2025

The Proposed issue is:

A standard pro rata issue (including non-renounceable or renounceable)

Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Options exercisable at \$0.025 per option, expiring 31 August 2028	113,004,749
XGL	CHESS DEPOSITARY INTERESTS 1:1	113,004,749

Ex date

25/8/2025

+Record date

26/8/2025

Offer closing date

11/9/2025

Issue date

18/9/2025

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

XAMBLE GROUP LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ARBN

Registration Number

605927464

1.3 ASX issuer code

XGL

1.4 The announcement is

New announcement

1.5 Date of this announcement

20/8/2025

1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

1.6a The proposed standard +pro rata issue is:

+ Renounceable

Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

No

Part 3B - Offer details

+Class or classes of +securities that will participate in the proposed issue and +class or classes of +securities proposed to be issued

ASX +security code and description

XGL : CHESS DEPOSITARY INTERESTS 1:1

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

Yes

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

No

Details of +securities proposed to be issued

ASX +security code and description

XGL : CHESS DEPOSITARY INTERESTS 1:1

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

ISIN Code for the tradable rights created under a renounceable right issue (if Issuer is foreign company and +securities do not have +CDIs issued over them)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities to be issued

3

For a given quantity of +securities held

1

**What will be done with fractional entitlements?**

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

113,004,749

Offer price details for retail security holders**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.01200

Oversubscription & Scale back details**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

Describe the limits on over-subscription

Applications for additional CDIs under the Top Up facility will be limited to the shortfall (if any) under the Offer.

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

In the event the Offer is over-subscribed, a scale back will be applied on a pro rata basis.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Attaching +Security

Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?

New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)****ISIN Code for the tradable rights created under a renounceable right issue (if Issuer is foreign company and +securities do not have +CDIs issued over them)****Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?****Will the entity be seeking quotation of the 'new' class of +securities on ASX?**



No

Yes

ASX +security code

New class-code to be confirmed

+Security description

Options exercisable at \$0.025 per option, expiring 31 August 2028

+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)**The quantity of attaching +securities to be issued**

1

For a given quantity of the new +securities issued

1

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

113,004,749

Offer price details for retail security holders**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.00000

Oversubscription & Scale back details**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

Describe the limits on over-subscription

Applications for additional CDIs under the Top Up facility will be limited to the shortfall (if any) under the Offer.

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

In the event the Offer is over-subscribed, a scale back will be applied on a pro rata basis.

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.0250

Expiry date

31/8/2028

Details of the type of +security that will be issued if the option is exercised

XGL : CHESS DEPOSITARY INTERESTS 1:1



Number of securities that will be issued if the option is exercised

One CDI (ASX:XGL)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

The material terms of the options are set out in Section 5.2 of the Prospectus which is available on the Company's website: <https://media.xample.com/investors/XGL-entitlement-offer-prospectus.pdf>

Part 3C - Timetable

3C.1 +Record date

26/8/2025

3C.2 Ex date

25/8/2025

3C.3 Date rights trading commences

25/8/2025

3C.4 Record date

26/8/2025

3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

29/8/2025

3C.6 Offer closing date

11/9/2025

3C.7 Last day to extend the offer closing date

8/9/2025

3C.8 Date rights trading ends

4/9/2025

3C.9 Trading in new +securities commences on a deferred settlement basis

5/9/2025

3C.11 +Issue date and last day for entity to announce results of +pro rata issue

18/9/2025

3C.12 Date trading starts on a normal T+2 basis

19/9/2025

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

23/9/2025



Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

Yes

3E.1a Who is the lead manager/broker?

Eli Capital

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Management Fee of 1.5% of the amount raised excluding related parties.
10,000,000 options on the same terms as the free attaching options

3E.2 Is the proposed offer to be underwritten?

Yes

3E.2a Who are the underwriter(s)?

Eli Capital

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

The underwritten amount is \$550,000.

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

1.5% on the Underwritten amount of \$550,000
5% of any shortfall securities placed.

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

The significant events that could lead to the underwriting being terminated are set out in Section 6.3(d) of the Prospectus.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

Yes

3E.2e (i) What is the name of that party?

Mr Georg Johann Chmiel

3E.2e (ii) What is the extent of their underwriting or sub-underwriting (ie the amount or proportion of the offer they have underwritten or sub-underwritten)?

\$48,000

3E.2e (iii) What fee, commission or other consideration is payable to them for acting as underwriter or sub-underwriter?

Mr Chmiel will not receive a fee for his sub-underwriting commitment.

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Other fees associated with the Entitlement Offer are set out in Section 2.18 of the Prospectus.

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Proceeds from the offer will be deployed to:
- Accelerate Creator Acquisition and Platform Adoption



- Technology Enhancement and Development
- Working Capital
- Expenses of the Entitlement Offer

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Any country outside of Australia and New Zealand

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

Nominees and custodians may not submit an Entitlement and Acceptance Form on behalf of any CDI holder resident outside of Australia or New Zealand without the prior consent of the Company, taking into account relevant securities law restrictions.

Return of a duly completed Entitlement and Acceptance Form will be taken by the Company to constitute a representation that there has been no breach of those regulations.

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://media.xamble.com/investors/XGL-entitlement-offer-prospectus.pdf>

3F.7 Any other information the entity wishes to provide about the proposed issue

3F.8 Will the offer of rights under the rights issue be made under a +disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

Yes

3F.9 Any on-sale of the +securities proposed to be issued 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 +disclosure document or +PDS for the +securities proposed to be issued