

ASX Code: FDV

13 April 2023

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

FDV Share Purchase Plan

Frontier Digital Ventures Limited ("**FDV**" or the "**Company**") announced on Wednesday, 5 April 2023 that it would be undertaking a non-underwritten share purchase plan ("**SPP**") to raise up to approximately A\$2.0m¹. The SPP is now open to eligible FDV shareholders to apply for up to A\$30,000 of new fully paid ordinary shares ("**New Shares**") without incurring brokerage or other transaction costs. Shareholders are eligible to participate in the SPP if they had a registered address in Australia or New Zealand on FDV's register at 7pm (Melbourne time) on Tuesday, 4 April 2023 ("**Eligible Shareholders**").

The SPP follows FDV's successfully completed A\$13.0m placement to institutional, professional and sophisticated investors, which was conducted at A\$0.56 per share (the "**Placement Price**").

The New Shares will be offered at the lower of:

- A\$0.56 per New Share, being the same as the Placement Price; and
- a 2.5% discount to the volume weighted average price of shares traded on the ASX during the five trading days up to (but not including) the date the SPP Shares are to be issued (expected to be Thursday, 4 May 2023), rounded to the nearest half cent.

Participation in the SPP is voluntary. New Shares will rank *pari passu* with existing shares in FDV on issue from their date of allotment.

The SPP is subject to the terms and conditions set out in a communication to Eligible Shareholders, which is being sent by post/email to Eligible Shareholders today, and the SPP booklet ("**SPP Booklet**"), which is available to view at <u>www.computersharecas.com.au/fdvspp</u>. If you are unable to access the website online, you can request a copy of the SPP booklet and personalised Application Form to be posted or emailed to you by contacting FDV's share registry ("**Registry**") on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).

Eligible Shareholders may participate in the SPP by applying online at <u>www.computersharecas.com.au/fdvspp</u> or by completing a personalised Application Form. Eligible Shareholders are encouraged to read the SPP Booklet carefully and in its entirety before deciding whether to apply, and if in any doubt about whether or not to apply for New Shares under the SPP offer, to consult with a financial or other professional adviser.

Shareholders with questions in relation to how to participate in the SPP may contact the Registry from Monday to Friday from 8.30am to 5.00pm on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).

¹ FDV may decide to accept applications (in whole or in part) that result in the SPP raising more or less than this amount in its absolute discretion.



Timetable*

Record date for SPP	7pm (Melbourne time), Tuesday, 4 April 2023
SPP offer opens	Thursday, 13 April 2023
SPP offer closes	5pm (Melbourne time), Thursday, 27 April 2023
Announcement of results of SPP and allotment of New Shares under the SPP offer	Thursday, 4 May 2023
Normal trading of SPP New Shares and dispatch of holding statements	Friday, 5 May 2023

*All dates are subject to change without notice and are indicative only. The commencement of trading and quotation of New Shares issued under the SPP is subject to confirmation from ASX. Unless otherwise specified, all dates and times refer to time in Melbourne, Australia. FDV reserves the right to amend any or all of these dates and times, subject to the *Corporations Act 2001* (Cth), the ASX Listing Rules and other applicable laws and regulations. In particular, FDV reserves the right to extend the closing date for the SPP, to accept late applications under the SPP (either generally or in particular cases) and to withdraw the SPP without prior notice. Any extension of the SPP offer closing date may have a consequential impact on the date that New Shares are issued and commence trading on the ASX. FDV also reserves the right not to proceed with the SPP in whole or in part at any time prior to allotment and issue of the New Shares. In that event, the relevant application monies (without interest) will be returned in full to applicants. Applicants are encouraged to submit their personalised acceptance forms as soon as possible after the SPP offer opens.

- ENDS -

This announcement is approved for release by the Founder and CEO, Mr. Shaun Di Gregorio.

For more information, please contact:

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About FDV

Frontier Digital Ventures (FDV) is a leading owner and operator of online marketplace businesses in fast growing emerging markets. Currently, FDV's portfolio consists of 15 market leading companies, operating across 20 markets in FDV LATAM, FDV Asia and FDV MENA. FDV works alongside local management teams across property, automotive and general classifieds, providing strategic oversight and operational guidance which leverages FDV's deep classifieds experience and proven track record. FDV seeks to unlock further monetisation opportunities beyond the typical classifieds revenue, to grow the equity value of its operating companies and realise their full potential. Find out more at frontierdv.com.

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This announcement is not financial product advice and has not taken into account your objectives, financial situation or needs. This announcement has been prepared for release in Australia. This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or in any jurisdiction in which such an offer would be illegal. The New Shares have not been, nor will be, registered under the U.S. Securities Act of 1933 (the "Securities Act") or the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may



not be offered or sold, directly or indirectly, to any person in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws.



FDV MR SAM SAMPLE 123 SAMPLE STREET SAMPLETOWN VIC 3000

SRN/HIN: X9999999991

Dear Shareholder

Share Purchase Plan – Letter to Eligible Shareholders

I write to you as a holder of Frontier Digital Ventures Ltd (ACN 609 183 959) (ASX: FDV) (**FDV** or the **Company**) shares (**Shares**) with a registered address in Australia or New Zealand as at the record date of Tuesday, 4 April 2023 (**Record Date**).

On behalf of the Directors, I am pleased to offer you the opportunity to participate in FDV's share purchase plan (**SPP**), announced on Wednesday, 5 April 2023 and following shortly after the successful non-underwritten placement of shares to domestic and international investors which raised A\$13.0 million (**Placement**).

The SPP aims to raise up to approximately \$2 million¹ and is not underwritten. The SPP is designed to recognise the support of FDV's existing shareholders (**Shareholders**), many of whom are long-term investors.

FDV intends to use the proceeds of the Placement and the SPP to partially fund the final cash contingent consideration payments for the acquisition of FDV LATAM businesses InfoCasas and Encuentra24, with the balance of the cash consideration payments funded from existing cash reserves.²

For further information on the Placement, please refer to the investor presentation issued by the Company on Wednesday, 5 April 2023. In particular, please have regard to the 'Risks' section on pages 9 – 13 of the investor presentation.

FDV is undertaking the SPP offer to Shareholders as at the Record Date. The issue price of shares to be issued under the SPP (**SPP Shares**) will be the lower of:

- \$0.56 per SPP Share, which is the same price as was paid for each Share by investors in the Placement; and
- a 2.5% discount to the VWAP of Shares during the five trading days up to (but not including) the date the SPP Shares are to be issued (expected to be Thursday, 4 May 2023), rounded to the nearest half cent,

(Issue Price).

This means the maximum Issue Price will be \$0.56 per SPP Share.

¹ FDV may decide to accept applications (in whole or in part) that result in the SPP raising more or less than this amount in its absolute discretion.

² This assumes that the minimum proportion of the anticipated final cash consideration payment is exchanged for equity in FDV LATAM under the subscription agreements between FDV and key shareholders of InfoCasas and Encuentra24. This is subject to satisfaction of certain conditions and discussions with the key shareholders regarding whether the equity will be issued by FDV LATAM or FDV. The cash consideration may be higher if the amount of the contingent consideration exchanged for equity is less than expected. Please refer to pages 9 and 10 of FDV's investor presentation lodged with the ASX on Wednesday, 5 April 2023 for further information in relation to the earn out payment exchanges.

The SPP will allow Eligible Shareholders (as defined below) to apply for up to \$30,000 worth of SPP Shares at the Issue Price.

An offer booklet in relation to the SPP was lodged with ASX today (**Booklet**). A copy of the Booklet along with information about how to apply under the SPP via BPAY[®] (or if you are New Zealand shareholder and unable to pay via BPAY[®], via electronic funds transfer) is available at www.computersharecas.com.au/fdvspp. If you would like to pay by cheque or have any questions in relation to how to participate in the SPP, please contact the Registry from 8.30am to 5.00pm (Melbourne time) Monday to Friday on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).

Unless otherwise defined, capitalised terms used in this letter have the meaning given in the Booklet.

Availability of the Share Purchase Plan

The SPP is available to all Shareholders registered on the Record Date whose registered address is in Australia or New Zealand, provided they are not in the United States or acting for the account or benefit of a person in the United States (**Eligible Shareholders**). The SPP is not being extended to any Shareholders with an address outside Australia and New Zealand.

The SPP is also being offered to Eligible Shareholders who are Custodians or nominees and who wish to apply for SPP Shares on behalf of certain Eligible Beneficiaries. Custodians and nominees are not required to participate on behalf of their Eligible Beneficiaries. Custodians and nominees may choose whether or not to extend the SPP to their Eligible Beneficiaries.

Key features of the Share Purchase Plan

The SPP allows Eligible Shareholders to apply for a minimum of \$1,000 and a maximum of \$30,000 worth of SPP Shares at the Issue Price.

Applications and payment of funds must be received by FDV on or before 5.00pm on Thursday, 27 April 2023, unless FDV extends the Closing Date for applications.

SPP Shares issued will be fully paid and rank equally with all existing Shares on issue.

Scale back

The amount that each Eligible Shareholder can apply for under the SPP is capped at \$30,000. The SPP aims to raise up to approximately \$2 million. FDV may decide to accept applications (in whole or in part) that result in the SPP raising more or less than this amount in its absolute discretion.

To the extent it is necessary to scale back the number of SPP Shares that will be issued to Eligible Shareholders under the SPP, FDV intends to do so in its discretion, having regard to factors including the pro rata shareholding of Eligible Shareholders (as at the Record Date) who apply for SPP Shares.

If there is a scale back, you may receive less than the parcel of SPP Shares for which you apply.

If a scale back produces a fractional number of SPP Shares when applied to your parcel, the number of SPP Shares you will be issued will be rounded up to the nearest whole number of SPP Shares.

If there is a scale back, the difference between the application monies received from you, and the number of SPP Shares allocated to you multiplied by the Issue Price will be refunded to you (without interest).



Key Dates

Record Date (the date that eligibility to participate in the SPP was determined)	7.00pm (Melbourne time) Tuesday, 4 April 2023
Opening Date for applications	Thursday, 13 April 2023
Closing Date for applications	5.00pm (Melbourne time) Thursday, 27 April 2023
Results of SPP announced	Before noon (Melbourne time) Thursday, 4 May 2023
Issue of SPP Shares	Before noon (Melbourne time) Thursday, 4 May 2023
SPP Shares commence trading on ASX	Friday, 5 May 2023
Despatch of holding statements	Friday, 5 May 2023

This timetable is indicative only and subject to change. FDV reserves the right to alter the dates above at its discretion, subject to the Listing Rules and Corporations Act. All references to times are to Melbourne time.

Actions required by Eligible Shareholders

Eligible Shareholders may participate in the SPP by applying online at www.computersharecas.com.au/fdvspp or by completing a personalised Application Form. To obtain your personalised Application Form, please contact the Registry on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia). Applications for SPP Shares can only be made by Eligible Shareholders invited to make an application under the SPP Offer.

FDV reserves the right to close the SPP early or extend the SPP in its discretion.

Participation in the SPP is entirely voluntary. Before you decide whether to participate in the SPP, FDV recommends you seek independent financial advice from your stockbroker, accountant or other professional adviser. Your right to participate in the SPP is not transferable.

As noted above, you may obtain a copy of the Booklet along with information about how to apply under the SPP at www.computersharecas.com.au/fdvspp. If you are unable to access the website online, you can request a copy of the Booklet and the personalised Application Form to be posted or emailed to you by contacting the Registry on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).

If you have any questions in relation to how to participate in the SPP, please contact the Registry. If you have any questions in relation to whether an investment in FDV through the SPP is appropriate for you, please contact your stockbroker, accountant or other professional adviser.

Yours sincerely

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Anthony Klok Independent Non-Executive Chairman Frontier Digital Ventures Ltd

13 April 2023

Frontier Digital Ventures Ltd Share Purchase Plan Booklet

This is an important document and requires your immediate attention. You should read this Booklet in full.

Eligible Shareholders have the opportunity to participate in the share purchase plan offer by applying for up to \$30,000 of new Shares without incurring brokerage or other transaction costs. Details of the offer and how to participate are set out in this Booklet.

Applications for new Shares under the SPP must be received by 5.00pm (Melbourne time) on Thursday, 27 April 2023.

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Important information

This document is intended for use only in connection with the SPP Offer to Eligible Shareholders in Australia and New Zealand. No action has been taken to permit an offering of Shares in any jurisdiction outside of Australia and New Zealand. The distribution of this document may be restricted by law and persons (including Custodians and nominees) who come into possession of this document should observe any such restrictions.

This document may not be distributed or released in the United States. This document does not constitute an offer to sell, or a solicitation of an offer to buy, any Shares in the United States or in any jurisdiction in which such an offer would be illegal. The Shares to be offered and sold under the SPP have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any U.S. state or other jurisdiction of the United States, and may not be offered or sold, directly or indirectly, in the United States or to any person acting for the account or benefit of a person in the United States).

Dear Shareholder

As a valued Shareholder of Frontier Digital Ventures Ltd (ACN 609 183 959) (**FDV**), I am pleased to offer you the opportunity to participate in a share purchase plan (**SPP**), which allows Eligible Shareholders to subscribe for up to \$30,000 worth of new Shares in FDV (**SPP Shares**) without incurring brokerage or other transaction costs.

The SPP aims to raise up to approximately \$2 million¹ and is not underwritten. The SPP is designed to recognise the support of our existing Shareholders, many of whom are long-term investors.

On Wednesday, 5 April 2023, FDV announced that it had successfully raised gross proceeds of A\$13.0 million via a non-underwritten institutional placement to domestic and international investors (**Placement**).

FDV intends to use the proceeds of the Placement and SPP to partially fund the final cash contingent consideration payments for the acquisition of FDV LATAM businesses InfoCasas and Encuentra24, with the balance of the cash consideration payments funded from existing cash reserves.²

Vesparum Capital is acting as financial advisor, and Herbert Smith Freehills as Australian legal advisor, to FDV in relation to the Placement and SPP. Bell Potter Securities and Morgans Corporate Limited acted as Joint Lead Managers for the Placement.

For further information on the Placement, please refer to the investor presentation issued by FDV on Wednesday, 5 April 2023. In particular, please have regard to 'Risks' section on pages 9 - 13 of the investor presentation.

SPP

SPP Shares are being offered at the lower of:

- \$0.56 per SPP Share, which is the same price as was paid for each Share by investors in the Placement; and
- a 2.5% discount to the VWAP of Shares during the five trading days up to (but not including) the date the SPP Shares are to be issued (expected to be Thursday, 4 May 2023), rounded to the nearest half cent,

(Issue Price).

This means the maximum Issue Price will be \$0.56 per SPP Share.

Participation in the SPP

Participation in the SPP is voluntary and open to all Eligible Shareholders, being holders of Shares in FDV at 7.00pm (Melbourne time) on Tuesday, 4 April 2023 (**Record Date**) and whose address on the Register is in Australia or New Zealand. The SPP is also being extended to Eligible Shareholders who are Custodians or nominees to participate in the SPP on behalf of certain Eligible Beneficiaries on the terms and conditions set out in this booklet (**Booklet**).

Once issued, SPP Shares will rank equally with existing Shares in FDV.

¹ FDV may decide to accept applications (in whole or in part) that result in the SPP raising more or less than this amount in its absolute discretion.

² This assumes that the minimum proportion of the anticipated final cash consideration payment is exchanged for equity in FDV LATAM under the subscription agreements between FDV and key shareholders of InfoCasas and Encuentra24. This is subject to satisfaction of certain conditions and discussions with the key shareholders regarding whether the equity will be issued by FDV LATAM or FDV. The cash consideration may be higher if the amount of the contingent consideration exchanged for equity is less than expected. Please refer to pages 9 and 10 of FDV's investor presentation lodged with the ASX on Wednesday, 5 April 2023 for further information in relation to the earn out payment exchanges.

The terms and conditions of the SPP are provided in this Booklet. We urge you to read these materials in their entirety and seek your own financial and taxation advice in relation to the SPP, before you decide whether to participate.

How to apply for SPP Shares

The SPP opens on Thursday, 13 April 2023 and is expected to close at 5.00pm (Melbourne time) on Thursday, 27 April 2023.³ SPP Shares are expected to be issued on Thursday, 4 May 2023 and to commence trading on ASX on Friday, 5 May 2023.

Details of the SPP Offer and how to participate are set out in this document and are also available on www.computersharecas.com.au/fdvspp.

To apply for SPP Shares, you must, by **5.00pm (Melbourne time) on Thursday, 27 April 2023**, either:

- apply online at www.computersharecas.com.au/fdvspp and make a payment directly via BPAY^{®4} (or if you are New Zealand shareholder and unable to pay via BPAY[®], via electronic funds transfer (EFT)) by following the instructions set out on the website. This is the fastest and easiest way to apply and is strongly recommended in light of delays to postal services (you do not need to return the Application Form if you choose this option); or
- complete and return a hard copy personalised Application Form in accordance with the details on the form, together with payment via cheque drawn on an Australian bank in Australian dollars. To request your personalised Application Form, please contact the Registry on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).

If you do intend to participate, we strongly recommend using the online application and payment method. Items you send by mail may not reach the Registry before the Closing Date, which will lead to your application being rejected.

Scale back

The amount that each Eligible Shareholder can apply for under the SPP is capped at \$30,000. The SPP aims to raise up to approximately \$2 million. FDV may decide to accept applications (in whole or in part) that result in the SPP raising more or less than this amount in its absolute discretion.

To the extent it is necessary to scale back the number of SPP Shares that will be issued to Eligible Shareholders under the SPP, FDV intends to do so in its discretion, having regard to factors including the pro rata shareholding of Eligible Shareholders (as at the Record Date) who apply for SPP Shares.

If there is a scale back, you may receive less than the parcel of SPP Shares for which you apply.

If a scale back produces a fractional number of SPP Shares when applied to your parcel, the number of SPP Shares you will be issued will be rounded up to the nearest whole number of SPP Shares.

If there is a scale back, the difference between the application monies received from you, and the number of SPP Shares allocated to you multiplied by the Issue Price will be refunded to you (without interest).

³ FDV reserves the right to alter the dates of the SPP at its discretion, subject to the Listing Rules and Corporations Act.

⁴ Registered by BPAY Pty Ltd (ABN 69 079 137 518).

Questions and further information

This Booklet contains important information about the SPP to assist you in deciding whether to participate in the SPP. You should read this Booklet carefully and in its entirety before deciding whether to apply, and in particular, you should also read the 'Risks' section on pages 9 – 13 of FDV's investor presentation released to the ASX on Wednesday, 5 April 2023.

If you have any questions in relation to how to participate in the SPP, please contact the Registry from 8.30am to 5.00pm (Melbourne time) Monday to Friday on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia) or consult your financial or other professional adviser. If you have any questions in relation to whether an investment in FDV through the SPP is appropriate for you, please contact your stockbroker, accountant or other professional adviser.

Thank you for your continued support of FDV.

Yours sincerely

hunder

Anthony Klok Independent Non-Executive Chairman Frontier Digital Ventures Ltd 13 April 2023

Event	Date
Record Date (the date that eligibility to participate in the SPP was determined)	7.00pm (Melbourne time) Tuesday, 4 April 2023
Opening Date for applications	Thursday, 13 April 2023
Closing Date for applications	5.00pm (Melbourne time) Thursday, 27 April 2023
Results of SPP announced	Before noon (Melbourne time) Thursday, 4 May 2023
Issue of SPP Shares	Before noon (Melbourne time) Thursday, 4 May 2023
SPP Shares commence trading on ASX	Friday, 5 May 2023
Despatch of holding statements	Friday, 5 May 2023

This timetable is indicative only and subject to change. FDV reserves the right to alter the dates above at its discretion, subject to the Listing Rules and Corporations Act. All references to times in this Booklet are to Melbourne time.

3 Summary of SPP

You should read this section in conjunction with the terms and conditions of the SPP set out in section 4 of this Booklet.

Key SPP details	Summary
SPP Offer	Eligible Shareholders of FDV may subscribe for up to \$30,000 of SPP Shares without brokerage or other transaction costs.
Purpose of the SPP	The proceeds of the SPP will be used to partially fund the final cash contingent consideration payments for the acquisition of FDV LATAM businesses InfoCasas and Encuentra24, with the balance of the consideration payments funded from existing cash reserves. ⁵
Voluntary participation	Participation in the SPP is entirely voluntary.
	Before you decide whether to participate in the SPP, FDV recommends you seek independent financial advice from your stockbroker, accountant or other professional adviser.
	If you do not wish to participate in the SPP, do nothing.
Issue Price of the SPP Shares	 The Issue Price of the SPP Shares will be the lower of: \$0.56 per SPP Share, which is the same price as was paid for each Share by investors in the Placement; and a 2.5% discount to the VWAP of Shares during the five trading days up to (but not including) the date the SPP Shares are to be issued (expected to be Thursday, 4 May 2023), rounded to the nearest half cent. There is a risk that the market price of Shares may rise or fall between the date of this Booklet and the time of issue of SPP Shares under the SPP. This means that the price you pay for the SPP Shares issued to you may be less than or more than the market price of Shares.
	Your application is unconditional and may not be withdrawn even if the market price of Shares is less than the Issue Price.
Eligible Shareholders	Eligible Shareholders are eligible to participate in the SPP, being Shareholders who were registered holders of Shares at 7.00pm

⁵ This assumes that the minimum proportion of the anticipated final cash consideration payment is exchanged for equity in FDV LATAM under the subscription agreements between FDV and key shareholders of InfoCasas and Encuentra24. This is subject to satisfaction of certain conditions and discussions with the key shareholders regarding whether the equity will be issued by FDV LATAM or FDV. The cash consideration may be higher if the amount of the contingent consideration exchanged for equity is less than expected. Please refer to pages 9 and 10 of FDV's investor presentation lodged with the ASX on Wednesday, 5 April 2023 for further information in relation to the earn out payment exchanges.

Key SPP details	Summary
	(Melbourne time) on Tuesday, 4 April 2023 with a registered address in either Australia or New Zealand as shown on the Register.
	The SPP is also being extended to Eligible Shareholders who are Custodians or nominees to participate in the SPP on behalf of Eligible Beneficiaries on the terms and conditions provided in this Booklet.
	Notwithstanding the foregoing, Shareholders in the United States are not eligible to participate in the SPP. Similarly, Shareholders who hold Shares on behalf of persons in the United States, or are acting for the account or benefit of persons in the United States, are not eligible to participate in the SPP on behalf of those persons.
Not transferable	The SPP Offer cannot be transferred.
Investment amount	Eligible Shareholders may apply for SPP Shares in parcels valued at \$1,000, \$2,500, \$5,000, \$7,500, \$10,000, \$12,500, \$15,000, \$20,000, \$25,000 or \$30,000.
	The number of SPP Shares issued to an applicant will be rounded up to the nearest whole number after dividing the application monies by the Issue Price. Applications may be scaled back at the discretion of FDV.
How to apply	An electronic copy of the Booklet, along with information with respect to applying for SPP Shares, is accessible at www.computersharecas.com.au/fdvspp.
	If you are unable to access the website, you can request a hard copy of the Booklet and a personalised Application Form to be posted or emailed to you by contacting the Registry on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).
	If you wish to participate in the SPP, you need to do one of the following:
	Option 1: Apply via BPAY [®] or EFT
	This is the fastest and easiest way to apply. To apply via $BPAY^{\circledast}$ you will need to:
	 visit www.computersharecas.com.au/fdvspp to access the specific biller code and customer reference number (CRN) that is required to identify your shareholding. You will need to provide your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) and follow the instructions provided;
	 be an account holder with an Australian branch of a financial institution; and
	 ensure that your payment for the appropriate amount is received by the Registry before 5.00pm (Melbourne time) on Thursday, 27 April 2023. Financial institutions may implement earlier cut-off times with regard to electronic payment, and you should therefore take this into consideration when making payment.

Key SPP details	Summary
	You can only make payment via $BPAY^{\otimes}$ if you are the holder of an account with an Australian branch of a financial institution that supports $BPAY^{\otimes}$ transactions.
	If you are an Eligible Shareholder in New Zealand, you are encouraged to pay via EFT by:
	 following the instructions available online at www.computersharecas.com.au/fdvspp; and
	 ensuring that your payment for the appropriate amount is received by the Registry before 5.00pm (Melbourne time) on Thursday, 27 April 2023. Financial institutions may implement earlier cut-off times with regard to electronic payment, and you should therefore take this into consideration when making payment.
	If you are paying via BPAY [®] or EFT, there is no need to return the Application Form but you will be taken to have made the statements and certifications that are set out in the Application Form.
	Option 2: Pay by cheque by applying using your personalised Application Form
	To obtain a hard copy of your personalised Application Form, please contact the Registry on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).
	Please complete the personalised Application Form and return it with your cheque made payable to "Frontier Digital Ventures Ltd", drawn on an Australian branch of a financial institution and crossed "Not Negotiable" to:
	Mailing address: Computershare Investor Services Pty Limited GPO Box 505 Melbourne VIC 3001 Australia
	Your completed Application Form and cheque for the appropriate amount must be received by the Registry prior to the close of the SPP Offer at 5.00pm (Melbourne time) on Thursday, 27 April 2023 .
Rights attached to SPP Shares	SPP Shares will rank equally with all other Shares on issue.
Custodians and nominees	The SPP is being extended to Eligible Shareholders who are Custodians or nominees and who wish to apply for SPP Shares on behalf of certain Eligible Beneficiaries.
	The SPP is being offered to Custodians and nominees as the registered Shareholder. Custodians and nominees are not required to participate on behalf of their Eligible Beneficiaries. Custodians and nominees may choose whether or not to extend the SPP to their Eligible Beneficiaries.
	Notwithstanding the foregoing, Custodians and nominees may not participate in the SPP on behalf of, and may not distribute this Booklet or any documents relating to this SPP to, any person in the United

Key SPP details	Summary
	States. In the event that a Custodian or nominee is acting for the account or benefit of a person in the United States, it is not permitted to participate in respect of that person.
	If you wish to apply as a Custodian or nominee under the SPP to receive SPP Shares for one or more Eligible Beneficiaries, you must complete and submit an additional ' Custodian Certificate ' that contains further certifications and details (as required under the terms of <i>ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547</i>) before your application will be accepted. Applications by Custodians or nominees that are not accompanied by a duly completed Custodian Certificate will be rejected. By applying as a Custodian on behalf of Eligible Beneficiaries to purchase SPP Shares, you certify (amongst other things) that each Eligible Beneficiary has not exceeded the \$30,000 limit.
	To request a Custodian Certificate or for further information about the Custodian application process, please contact the Registry from 8.30am to 5.00pm (Melbourne time) Monday to Friday on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).
	A Custodian will be ineligible to participate in the SPP if their participation would be in breach of ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547.
Issue of SPP Shares	Holding statements are expected to be despatched on or around Friday, 5 May 2023.
Oversubscriptions and scale back	The amount that each Eligible Shareholder can apply for under the SPP is capped at \$30,000. The SPP aims to raise up to approximately \$2 million. FDV may decide to accept applications (in whole or in part) that result in the SPP raising more or less than this amount in its absolute discretion.
	To the extent it is necessary to scale back the number of SPP Shares that will be issued to Eligible Shareholders under the SPP, FDV intends to do so in its discretion, having regard to factors including the pro rata shareholding of Eligible Shareholders (as at the Record Date) who apply for SPP Shares. If this happens, you may be issued SPP Shares to a value that is less than the value of SPP Shares you applied for and the difference will be refunded to you (without interest).
Refunds	Any application monies refunded by FDV will be paid by cheque or direct credit (the payment method will be determined by FDV in its absolute discretion) in Australian currency. By applying for SPP Shares, each Shareholder authorises FDV to pay any monies to be refunded by using the Australian currency payment instructions of the Shareholder recorded in the Registry's records if FDV should elect to pay in this manner.
More information	If you have any questions in relation to how to participate in the SPP, please contact the Registry from 8.30am to 5.00pm (Melbourne time)

Key SPP details	Summary
	Monday to Friday on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia) or consult your financial or other professional adviser.
	If you have any questions in relation to whether an investment in FDV through the SPP is appropriate for you, please contact your stockbroker, accountant or other professional adviser.

4 Terms and conditions of the SPP

Important notice and disclaimer

This Booklet does not provide financial advice and has been prepared without taking account of any person's investment objectives, financial situation or particular needs. You should consider the appropriateness of participating in the SPP having regard to your investment objectives, financial situation or particular needs. Shareholders should seek independent financial and taxation advice before making any investment decision in relation to these matters.

The offer of SPP Shares under the SPP Offer is made in accordance with *ASIC Corporations* (*Share and Interest Purchase Plans*) *Instrument 2019/547*, which grants relief from the requirement for FDV to provide prospectus disclosure in relation to the SPP. This Booklet does not constitute a prospectus or product disclosure statement, and has not been lodged with ASIC. The issue of a prospectus or product disclosure statement is not required for the purpose of the SPP Offer. You must rely on your own knowledge of FDV, previous disclosure made by FDV to ASX and if necessary, consult with your professional adviser when deciding whether or not to participate in the SPP Offer.

If you participate in the SPP by completing and returning the Application Form or by making a payment by BPAY[®] or EFT, you are accepting the risk that the market price of Shares may change between the Record Date, the date on which you send the Application Form to the Registry or make a payment by BPAY[®] or EFT and the Issue Date. This means that, up to and/or after the Issue Date, you may be able to buy Shares on ASX at a lower price than the Issue Price.

Please read these terms and conditions carefully, as you will be bound by them in participating in the SPP. Shareholders accepting the SPP Offer will also be bound by the constitution of FDV.

The previous sections of this Booklet and the Application Form form part of these terms and conditions.

4.1 Offer

- (a) FDV offers each Eligible Shareholder the opportunity to purchase up to \$30,000 worth of SPP Shares under the SPP subject to and in accordance with the terms and conditions set out below, in the previous sections of this Booklet and the Application Form (SPP Offer).
- (b) The SPP Offer opens on Thursday, 13 April 2023 and closes at 5.00pm (Melbourne time) on Thursday, 27 April 2023 (or such other date as FDV determines, in its absolute discretion).
- (c) Participation in the SPP is voluntary. If you choose not to participate in the SPP, your right to participate lapses at the Closing Date, being 5.00pm (Melbourne time) on Thursday, 27 April 2023 (or such other date as FDV determines, in its absolute discretion).
- (d) The SPP Offer is non-transferable and, therefore, Eligible Shareholders cannot transfer their right to purchase SPP Shares to a third party.
- (e) The SPP Offer to each Eligible Shareholder (whether as a Custodian or on its own account) is made on the same terms and conditions.
- (f) All references to \$ or dollars in this Booklet are references to Australian dollars unless otherwise indicated.

4.2 Eligible Shareholders

- (a) You are eligible to participate in the SPP Offer if you:
 - (1) were registered on the Register as a Shareholder at 7.00pm (Melbourne time) on Tuesday, 4 April 2023 (**Record Date**);
 - (2) had a registered address in either Australia or New Zealand at that time as shown on the Register; and
 - (3) are not in the United States and are not acting for the account or benefit of a person in the United States (or, in the event that you are acting for the account or benefit of a person in the United States, you are not participating in the SPP in respect of that person).
- (b) The SPP is also extended to Eligible Shareholders who are Custodians or nominees, in accordance with clauses 4.3(b) and 4.4(e) below.
- (c) The SPP Offer is not made to Shareholders with a registered address outside of Australia and New Zealand.

Shareholders in the United States are not eligible to participate in the SPP. Similarly, Shareholders who hold Shares on behalf of persons in the United States, or are acting for the account or benefit of persons in the United States, are not eligible to participate in the SPP on behalf of those persons.

4.3 Joint holders and Custodians and nominees

- (a) If two or more persons are registered on the Register as jointly holding Shares, they are taken to be a single registered holder of Shares for the purposes of determining whether they are an Eligible Shareholder and a certification given by any of them is taken to be a certification given by all of them.
- (b) Subject to these terms and conditions, Eligible Shareholders who are Custodians or nominees may participate in the SPP on behalf of each Eligible Beneficiary on whose behalf the Custodian or nominee is holding Shares. Due to legal restrictions, Custodians and nominees may not distribute the SPP Booklet to any person in, and may not participate in the SPP on behalf of any beneficial Shareholder in the United States. In the event that a Custodian or nominee is acting for the account or benefit of a person in the United States, it is not permitted to participate in respect of that person.

4.4 Applications for SPP Shares

- (a) Eligible Shareholders may apply for SPP Shares in parcels valued at \$1,000, \$2,500, \$5,000, \$7,500, \$10,000, \$12,500, \$15,000, \$20,000, \$25,000 or \$30,000.
- (b) No brokerage or other transaction costs will apply to the acquisition of SPP Shares.
- (c) Eligible Shareholders who wish to apply for SPP Shares must either:
 - (1) make a payment for the appropriate amount via BPAY[®] or EFT (for Eligible Shareholders in New Zealand only) in accordance with the instructions at www.computersharecas.com.au/fdvspp so that it is received prior to 5.00pm (Melbourne time) on Thursday, 27 April 2023; or
 - (2) **complete a hard copy of the Application Form** which can be obtained by contacting the Registry on 1300 850 505 (callers within

Australia) or +61 3 9415 4000 (callers outside Australia) and forward it with a cheque drawn for the appropriate amount from an Australian branch of a financial institution made payable to "**Frontier Digital Ventures Ltd**" and crossed "**Not Negotiable**" so that it is received prior to **5.00pm (Melbourne time) on Thursday, 27 April 2023**.

- (d) Eligible Shareholders who receive more than one offer under the SPP (for example, because they hold Shares in more than one capacity or in different registered holdings) may apply on different Application Forms for SPP Shares but may not apply for SPP Shares with an aggregate value of more than \$30,000.
- (e) If you wish to subscribe for SPP Shares as a Custodian or nominee for one or more Eligible Beneficiaries, you must also complete and submit an additional Custodian Certificate that contains further certifications and details (required under the terms of ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547) before your application will be accepted. Applications by Custodians or nominees that are not accompanied by a duly completed Custodian Certificate will be rejected. To request a Custodian Certificate or for further information about the Custodian application process, please contact the Registry from 8.30am to 5.00pm (Melbourne time) Monday to Friday on 1300 850 505 (callers within Australia) or +61 3 9415 4000 (callers outside Australia).
- (f) FDV may accept or reject your application for SPP Shares in whole or in part in its discretion including, without limitation, if:
 - (1) your application does not comply with these terms and conditions;
 - (2) it appears you are not an Eligible Shareholder;
 - (3) your Application Form and cheque or BPAY[®] or EFT payment is not received by the Closing Date;
 - (4) if paying by cheque, your Application Form is incomplete or incorrectly completed or is otherwise determined by FDV to be invalid;
 - (5) your cheque is dishonoured or has been incorrectly completed;
 - (6) it appears that you are applying to purchase more than \$30,000 of SPP Shares in aggregate (including as a result of Shares you hold directly, jointly or through a Custodian or nominee arrangement) or your application is not for an amount of \$1,000, \$2,500, \$5,000, \$7,500, \$10,000, \$12,500, \$15,000, \$20,000, \$25,000 or \$30,000;
 - (7) payment of the application monies is not submitted in Australian currency or, if payment is made by cheque, the cheque is not drawn on an Australian branch of a financial institution; or
 - (8) the amount of your BPAY[®] or EFT payment or cheque is not equal to the amount of your application.

If this occurs, FDV may:

- (9) refund in full your application monies and not issue any SPP Shares to you; or
- (10) issue to you the number of SPP Shares that would have been issued had you applied for the highest designated amount that is less than the amount of your payment and refund to you the excess of your application monies (without interest).
- (g) If you are entitled to a refund of all or any of your application monies, the refund will be paid to you in Australian currency, without interest, as soon as is practicable:

- (1) by direct credit to your nominated account (as recorded on the Register) or cheque; or
- (2) by returning your Application Form and cheque, if not processed, to your registered address (as recorded on the Register).

4.5 Issue Price

- (a) The Issue Price per SPP Share is the lower of:
 - (1) \$0.56 per SPP Share, which is the same price as was paid for each Share by investors in the Placement; and
 - (2) a 2.5% discount to the VWAP of Shares during the five trading days up to (but not including) the date the SPP Shares are to be issued (expected to be Thursday, 4 May 2023), rounded to the nearest half cent.
- (b) The current Share price can be obtained from ASX and is listed in the financial and business section of major daily newspapers circulating in Australia.
- (c) You agree to pay the Issue Price per SPP Share for the number of SPP Shares calculated under clause 4.6(a) or, if there is a scale back, the number of SPP Shares calculated under clause 4.10.

4.6 Number of SPP Shares to be issued

- (a) If you apply for SPP Shares, you will apply for a certain value, rather than a certain number, of SPP Shares. If your application is accepted, FDV will divide the value of your application monies by the Issue Price (as determined under clause 4.5(a)) in order to determine the number of SPP Shares which, subject to scale back, will be issued to you.
- (b) If this calculation produces a fractional number, the number of SPP Shares issued will be rounded up to the nearest whole SPP Share.

4.7 Issue of SPP Shares

- (a) SPP Shares will be issued on the Issue Date.
- (b) SPP Shares will rank equally with existing Shares as at the Issue Date.
- (c) FDV will apply to ASX for the quotation of SPP Shares. It is anticipated that SPP Shares will be quoted on ASX the next trading day after their issue.
- (d) The Registry will send you a holding statement, confirming the issue of SPP Shares, on or around Friday, 5 May 2023.

4.8 Shareholders outside Australia and New Zealand

- (a) The laws of some countries prohibit or make impracticable participation in the SPP by certain overseas Shareholders. Shareholders who are not resident in Australia or New Zealand will not be able to participate in the SPP. The SPP does not constitute an offer of Shares for sale or issue in any other jurisdiction.
- (b) The SPP Shares are not being offered or sold to the public within New Zealand other than to existing Shareholders of FDV at the Record Date with registered addresses in New Zealand to whom the offer of SPP Shares is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021 (New Zealand).

- (c) This Booklet has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (New Zealand). This Booklet is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.
- (d) Shareholders in the United States are not eligible to participate in the SPP. Similarly, Shareholders (including Custodians and nominees) who hold Shares on behalf of persons in the United States, or are acting for the account or benefit of persons in the United States, are not eligible to participate in the SPP on behalf of those persons.

4.9 Acknowledgements

By returning an Application Form with a cheque or making a payment via BPAY® or EFT, you:

- (a) are deemed to have accepted the SPP Offer and you irrevocably and unconditionally agree to the terms and conditions of the SPP and the terms and conditions of the Application Form and agree not to do any act or thing that would be contrary to the spirit, intention or purpose of the SPP;
- (b) warrant that all details and statements in your application are true and complete and not misleading;
- (c) agree that your application will be irrevocable and unconditional (that is, it cannot be withdrawn);
- (d) warrant that you are an Eligible Shareholder and are eligible to participate in the SPP;
- (e) acknowledge that no interest will be paid on any application monies held pending the issue of SPP Shares or subsequently refunded to you for any reason;
- (f) acknowledge that FDV and its officers and agents, are not liable for any consequences of the exercise or non-exercise of its discretions referred to in these terms and conditions;
- (g) agree to pay the Issue Price per SPP Share up to the maximum of:
 - (1) the value you have selected on the Application Form; or
 - (2) the maximum value of your BPAY® or EFT payment or cheque;
- (h) acknowledge and agree that:
 - (1) you are not in the United States and are not acting for the account or benefit of a person in the United States (or, in the event that you are acting for the account or benefit of a person in the United States, you are not participating in the SPP in respect of that person);
 - (2) the SPP Shares have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any state or other jurisdiction of the United States, and accordingly, the SPP Shares may not be offered or sold, directly or indirectly in the United States;
 - (3) you have not, and will not, send this Booklet or any materials relating to the SPP to any person outside of Australia or New Zealand, including in the United States;
 - (4) if in the future you decide to sell or otherwise transfer the SPP Shares, you will only do so in the regular way for transactions on ASX where

neither you nor any person acting on your behalf know, or have reason to know, that the sale has been pre-arranged with, or that the purchaser is, a person in the United States; and

- (5) if you are acting as a trustee, nominee or Custodian, each beneficial holder on whose behalf you are participating is resident in Australia or New Zealand (and is not in the United States and is not acting for the account or benefit of a person in the United States), and you have not sent this Booklet, or any materials relating to the SPP to any person outside Australia and New Zealand (including, without limitation, to any person in the United States or to any person acting for the account or benefit of a person in the United States);
- (i) if you are applying on your own behalf (and not as a Custodian or nominee), acknowledge and agree that:
 - you are not applying for SPP Shares with an application price of more than \$30,000 under the SPP (including by instructing a Custodian or nominee to acquire SPP Shares on your behalf under the SPP); and
 - the total of the application price for the following does not exceed \$30,000:
 - (A) the SPP Shares the subject of the application;
 - (B) any other Shares issued to you under the SPP or any similar arrangement in the 12 months before the application;
 - any other SPP Shares which you have instructed a Custodian or nominee to acquire on your behalf under the SPP; and
 - (D) any other Shares issued to a Custodian or nominee in the 12 months before the application as a result of an instruction given by you to the Custodian or nominee to apply for Shares on your behalf under an arrangement similar to the SPP;
- (j) if you are a Custodian or nominee and are applying on behalf of an Eligible Beneficiary on whose behalf you hold Shares, acknowledge and agree that:
 - (1) you are a Custodian (as that term is defined in *ASIC Corporations* (*Share and Interest Purchase Plans*) *Instrument 2019/547*) or a nominee;
 - (2) you held Shares on behalf of the Eligible Beneficiary as at the Record Date who has instructed you to apply for SPP Shares on their behalf under the SPP and that that Eligible Beneficiary has been given a copy of this Booklet;
 - you are not applying for SPP Shares on behalf of any Eligible Beneficiary with an application price of more than \$30,000 under the SPP; and
 - (4) the information in the Custodian Certificate submitted with your Application Form is true, correct and not misleading;
- (k) accept the risk associated with any refund that may be despatched to you by direct credit or cheque to your address shown on the Register;
- are responsible for any dishonour fees or other costs FDV may incur in presenting a cheque for payment that is dishonoured;
- (m) agree to be bound by the constitution of FDV;

- (n) acknowledge that none of FDV, its advisers or agents, has provided you with any financial product or investment advice or taxation advice in relation to the SPP, or has any obligation to provide such advice;
- you authorise FDV, and its officers and agents, to do anything on your behalf necessary for SPP Shares to be issued to you in accordance with these terms and conditions;
- (p) you acknowledge that FDV may at any time irrevocably determine that your application is valid, in accordance with the terms and conditions of the SPP, even if the Application Form is incomplete, contains errors or is otherwise defective; and
- (q) you authorise FDV, and its officers and agents, to correct minor or easily rectified errors in, or omissions from, your Application Form and to complete the Application Form by the insertion of any missing minor detail.

4.10 Scale back

- (a) To the extent it is necessary to scale back the number of SPP Shares that will be issued to Eligible Shareholders under the SPP, FDV intends to do so in its discretion, having regard to factors including the pro rata shareholding of Eligible Shareholders (as at the Record Date) who apply for SPP Shares.
- (b) If there is a scale back you may receive less than the parcel of SPP Shares for which you apply.
- (c) If a scale back produces a fractional number of SPP Shares when applied to your parcel, the number of SPP Shares you will be issued will be rounded up to the nearest whole number of SPP Shares.
- (d) If there is a scale back, the difference between the application monies received from you, and the number of SPP Shares allocated to you multiplied by the Issue Price will be refunded to you (without interest).

4.11 Dispute resolution

- (a) FDV may settle, in any manner it deems appropriate, any difficulties, anomalies, or disputes which may arise in connection with, or by reason of, the operation of the SPP whether generally or in relation to any participant or any application for SPP Shares, and its decision shall be conclusive and binding on all participants and other persons to whom the determination relates.
- (b) The powers of FDV under these terms and conditions may be exercised by the Directors or any delegate or representative of the Directors.

4.12 Variation and termination

- (a) FDV reserves the right at any time to:
 - (1) amend or vary these terms and conditions;
 - (2) waive strict compliance with any provision of these terms and conditions;
 - (3) withdraw the SPP Offer or suspend or terminate the SPP;
 - (4) vary the timetable for the SPP, including the Closing Date; and
 - (5) not accept an application, not issue SPP Shares or issue SPP Shares to a value less than that applied for under the SPP by an Eligible

Shareholder (including a Custodian or nominee applying on behalf of its Eligible Beneficiaries).

(b) In the event that the SPP is withdrawn or terminated, all application monies will be refunded. No interest will be paid on any money returned to you.

4.13 Privacy policy

- (a) Chapter 2C of the Corporations Act requires information about a shareholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. This information must continue to be included in the public register if you cease to be a shareholder.
- (b) FDV and the Registry may collect personal information to process your application, implement the SPP and administer your holding of Shares. The personal information contained in the Register is also used to facilitate payments and corporate communications (including financial results), annual reports and other information to be communicated to Shareholders, and to ensure compliance with legal and regulatory requirements, including Australian taxation laws and the Corporations Act.
- (c) Your personal information may be disclosed to joint investors, the Registry, securities brokers, third party service providers (including print and mail service providers, technology providers and professional advisers), related entities of FDV and its agents and contractors, and ASX and other regulatory authorities, and in any case, where disclosure is required or allowed by law (which may include disclosures to the Australian Taxation Office and other government or regulatory bodies or where you have consented to the disclosure). In some cases, the types of organisations referred to above to whom your personal information may be disclosed may be located overseas.
- (d) A copy of FDV's privacy statement, which describes how we manage your personal information, is available at https://frontierdv.com/wpcontent/uploads/2021/11/privacy-policypdf.pdf.

4.14 Underwriting

The SPP is not underwritten.

4.15 Governing law

These terms and conditions are governed by the laws in force in Victoria. Any dispute arising out of, or in connection with, these terms and conditions, or the SPP Offer, will be determined by the courts of Victoria. By accepting the SPP Offer, you agree to submit to the exclusive jurisdiction of the courts in Victoria.

5 Glossary

The following definitions apply throughout this Booklet unless the context requires otherwise.

Term	Meaning
\$	Australian dollars.
Application Form	your personalised application form.
ASIC	Australian Securities and Investments Commission.
ASX	ASX Limited (ACN 008 624 691), or the market operated by it, as the context requires.
Beneficiary	a person on whose behalf a Custodian or nominee is holding Shares at 7.00pm (Melbourne time) on the Record Date.
Booklet	Frontier Digital Ventures Ltd Share Purchase Plan Booklet.
BPAY®	BPAY Pty Ltd (ABN 69 079 137 518).
Closing Date	5:00pm (Melbourne time) on Thursday, 27 April 2023 (or such other date as FDV determines, in its absolute discretion).
Corporations Act	the Corporations Act 2001 (Cth).
Custodian	a custodian as defined in paragraph 4 of ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547.
Custodian Certificate	a certificate complying with paragraph 8(3) of ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547.
Directors	the directors of FDV.
EFT	electronic funds transfer.

Term	Meaning
Eligible Beneficiary	a Beneficiary with a registered address in either Australia or New Zealand, provided that such Beneficiary is not in the United States.
Eligible Shareholder	a Shareholder who is a registered holder of Shares at 7.00pm (Melbourne time) on the Record Date with a registered address in either Australia or New Zealand as shown on the Register.
FDV	Frontier Digital Ventures Ltd (ABN 25 609 183 959).
Issue Date	Thursday, 4 May 2023 (or such other date as FDV determines, in its absolute discretion).
Issue Price	the price per SPP Share as determined under section 4.5 of the terms and conditions set out in this Booklet.
Listing Rules	ASX Listing Rules.
Opening Date	Thursday, 13 April 2023.
Placement	the placement of Shares to institutional investors, announced to ASX on Wednesday, 5 April 2023.
Record Date	7.00pm (Melbourne time) on Tuesday, 4 April 2023.
Register	the register of Shareholders.
Registry	Computershare Investor Services Pty Limited (ACN 078 279 277).
Share	a fully paid ordinary share in FDV.
Shareholder	a registered holder of a Share.
SPP	the Share Purchase Plan offer made to Eligible Shareholders under the terms of this Booklet.

Term	Meaning
SPP Offer	the offer in section 4.1 of the terms and conditions set out in this Booklet.
SPP Shares	new Shares in FDV offered pursuant to the SPP Offer made to Eligible Shareholders under the terms of this Booklet.
U.S. Securities Act	the U.S. Securities Act of 1933, as amended.
VWAP	volume weighted average price.