



Announcement Summary

Entity name

SITEMINDER LIMITED

Announcement Type

New announcement

Date of this announcement

Wednesday April 12, 2023

The +securities to be quoted are:

☒ Other

Total number of +securities to be quoted

ASX +security code	Security description	Number of +securities to be quoted	Issue date
SDR	ORDINARY FULLY PAID	211,234	12/04/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

SITEMINDER 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

ACN

Registration number

121931744

1.3 ASX issuer code

SDR

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

12/4/2023



Part 2 - Type of Issue

2.1 The +securities to be quoted are:

☒ Other

2.2 The +securities to be quoted are:

☒ 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

Please refer to the Appendix 3B lodged on 12 April 2023.

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

SDR : ORDINARY FULLY PAID

Issue date

12/4/2023

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

211,234

Are the +securities being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Further to the Share Purchase Agreement, the proposed Shares are being issued to the sellers of GuestJoy as part of the Earnout Consideration.

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

3.380000

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

N/A

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

Other

Please provide additional details

For further details in relation to the acquisition of GuestJoy, please refer to the announcement lodged with ASX on

1. 23 August 2022:
<https://www.asx.com.au/asxpdf/20220823/pdf/45d4jwkyycl2zq.pdf>
2. 30 September 2022:
<https://www.asx.com.au/asxpdf/20220930/pdf/45fqngc47wdgwx.pdf>

**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:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance 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
SDR : ORDINARY FULLY PAID	275,066,106

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
SDRAO : PERFORMANCE RIGHTS	3,331,827
SDRAG : OPTION EXPIRING 08-NOV-2025 EX \$5.57	262,735
SDRAH : OPTION EXPIRING 08-NOV-2025 EX \$6.69	289,779
SDRAI : OPTION EXPIRING 08-NOV-2025 EX \$7.70	344,604
SDRAJ : OPTION EXPIRING 03-JUN-2029 EX \$1.61	1,000,000
SDRAL : OPTION EXPIRING 21-AUG-2029 EX \$1.61	222,200
SDRAM : OPTION EXPIRING 01-JUL-2030 EX \$3.45	1,530,000
SDRAN : OPTION EXPIRING 02-AUG-2031 EX \$4.19	720,000
SDRAP : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	1,465,583
SDRAC : OPTION EXPIRING 08-NOV-2023 EX \$5.57	395,190
SDRAF : OPTION EXPIRING 08-MAY-2024 EX \$5.57	800,000



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?

211,234 Fully Paid Ordinary 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)?

☒ N/A