



Announcement Summary

Entity name

SPIRIT TECHNOLOGY SOLUTIONS LTD

Date of this announcement

Monday October 16, 2023

The +securities the subject of this notification are:

☒ Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Convertible Notes	1,138,000	16/10/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

SPIRIT TECHNOLOGY SOLUTIONS LTD

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

73089224402

1.3 ASX issuer code

ST1

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

16/10/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ Other

Please specify

Appendix 3B lodged 29 September 2023 regarding issue of the Tranche 1 Convertible Notes.

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

☒ does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

Convertible Notes

+Security type

+Convertible debt securities

ISIN code**Date the +securities the subject of this notification were issued**

16/10/2023

Will all the +securities issued in this class rank equally in all respects from their issue date?☒ Yes**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?**☒ Yes**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

See ASX announcement dated 29 September 2023.

+Convertible debt securities Details**Type of +security**

Convertible note or bond

+Security currency

AUD - Australian Dollar

Face value

AUD 1.00000000

Interest rate type

Fixed rate

Frequency of coupon/interest payments per year

Quarterly

First interest payment date

21/1/2024

Interest rate per annum

8.00 %

Is the interest rate per annum estimated at this time?☒ No**s128F of the Income Tax Assessment Act status applicable to the +security**

Not applicable



Is the +security perpetual (i.e. no maturity)?

☒ No

Maturity date

21/9/2026

Select other feature(s) applicable to the +security

☒ Convertible

☒ Redeemable

Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?

☒ No

Details of the existing class of +security that will be issued if the securities are converted, transformed or exchanged

Other

Description

ST1: ORDINARY FULLY PAID

Any other information the entity wishes to provide about the +securities the subject of this notification

For further details, please refer to ASX announcement dated 29 September 2023.

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

N/A - Appendix 3B lodged 29 September 2023 regarding issue of the Tranche 1 Convertible Notes.

Issue details

Number of +securities

1,138,000

Were the +securities issued for a cash consideration?

☒ Yes

In what currency was the cash consideration being paid?

AUD - Australian Dollar

What was the issue price per +security?

AUD 1.00000000

Purpose of the issue

Other

Additional Details

Refer to ASX announcement dated 29 September 2023 which details the use of funds.

Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities 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)

ASX +security code and description	Total number of +securities on issue
ST1 : ORDINARY FULLY PAID	735,604,704

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
ST1AN : OPTION EXPIRING 01-JUL-2023 EX VARIOUS PRICES	18,000,000
ST1AB : PERFORMANCE RIGHTS	29,809,777
New class - code to be confirmed : Convertible Notes	1,138,000



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did 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?

1,138,000 Convertible Notes

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