



Announcement Summary

Entity name

ISELECT LIMITED.

Announcement Type

New announcement

Date of this announcement

28/2/2022

The Proposed issue is:

☒ A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
ISU	ORDINARY FULLY PAID	3,761,090

Proposed +issue date

24/3/2023

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

ISELECT 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

ACN

Registration Number

124302932

1.3 ASX issuer code

ISU

1.4 The announcement is☒ New announcement**1.5 Date of this announcement**

28/2/2022

1.6 The Proposed issue is:☒ A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

☒ No

Part 7B - Issue details

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?

☒ No

Details of +securities proposed to be issued

ASX +security code and description

ISU : ORDINARY FULLY PAID

Number of +securities proposed to be issued

3,761,090

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

iSelect may elect to issue the Consideration Shares in part or full satisfaction of the following:

(a) the amount payable on achievement of three separate earnout milestones; and

(b) the deferred consideration,

in each case pursuant to the terms of the Share Sale and Subscription Deed (SSSD), further details of which have been provided to ASX in an announcement dated 28 February 2022.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

1,229,876.000000



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

☒ Yes

Part 7C - Timetable

7C.1 Proposed +issue date

24/3/2023

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

☒ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Up to 3,761,090

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

☒ No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

☒ No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

☒ Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

The Consideration Shares issued to satisfy the earnout amounts (if any) are subject to voluntary escrow arrangements from the date of issue until the date of the second anniversary of Completion pursuant to the terms of the SSDD. The Consideration Shares issued to satisfy the deferred consideration (if any) are not subject to escrow arrangements.



Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

☒ No

7E.2 Is the proposed issue to be underwritten?

☒ No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

N/A

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

ISU may elect to issue Consideration Shares to satisfy all or part of the earnout payable on satisfaction of each earnout milestone and to satisfy all or part of the deferred consideration payable by ISU, in each case pursuant to the terms of the SSSD.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

☒ No

7F.2 Any other information the entity wishes to provide about the proposed issue

The number of securities to be issued is at iSelect's election, in accordance with the terms of the SSSD, and is subject to the holder of the securities and its associates not holding more than 9.5% of the iSelect securities on issue as at the date of the issue. The value of the securities to be issued must not exceed \$5,840,000.

The issue price of the Consideration Shares is calculated by reference to the volume weighted average price at which ordinary shares in ISU are traded on the ASX (excluding special crossings and overnight sales) during the 90 day period ending on 27 February 2022.

7F.3 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 cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)