



## Announcement Summary

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**Entity name**

ZIP CO LIMITED.

**Announcement Type**

New announcement

**Date of this announcement**

Wednesday March 23, 2022

**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
Z1P	ORDINARY FULLY PAID	432,639	23/03/2022

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of entity

ZIP CO 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

139546428

### 1.3 ASX issuer code

Z1P

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

23/3/2022



## Part 2 - Type of Issue

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### 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

Issued further to manual Appendix 3B lodged on 26 October 2020, at 9:53am.

### 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

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**Additional +securities to be quoted in an existing class**

**ASX +security code and description**

Z1P : ORDINARY FULLY PAID

**Issue date**

23/3/2022

**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

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**Number of +securities to be quoted**

432,639

**Are the +securities being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

The Milestone Consideration Shares are being issued in consideration for the acquisition of all the shares in Urge Holdings Pty Ltd under the Urge Acquisition.

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

1.920000

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

The payments will go to the original Urge Shareholders in their respective portions, with a holding lock of 12 months applied to 50% of the shares for the key sellers being a total of 186,360.

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

Other

**Please provide additional details**

For definitions refer 26 Oct 20 App 3B. The Milestone Consideration Shares are being issued in consideration for the acquisition of all the shares in Urge Holdings Pty Ltd as outlined and defined in the App 3B lodged on 26 Oct 20.

In section 4.1 below:

Z1P Ordinary Fully Paid = 667,552,662. This is incorrect as does not include the shares issued further to the App 2A allotted previous to this form. The correct total is 669,030,348 (667,552,662+ 1,477,686 = 669,030,348).



## 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)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
Z1P : ORDINARY FULLY PAID	667,552,662

**4.2 Unquoted +securities (total number of each +class of +securities issued but not quoted on ASX)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
Z1PAK : WARRANTS	19,365,208
Z1PAL : CONVERTIBLE NOTES	3,000
Z1PAJ : EMPLOYEE OPTION	1,590,561
Z1PAE : PERFORMANCE SHARES	20,000,000
Z1PAH : PERFORMANCE OPTION EX 81C	5,880,000
Z1PAM : PERFORMANCE RIGHTS	8,898,278
Z1PAI : WARRANTS	14,615,000



Part 5 - Other Listing Rule requirements

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**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?**

Yes

**5.1a Select the number of the applicable exception in Listing Rule 7.2**

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