



Announcement Summary

Entity name

OPENPAY GROUP LTD

Date of this announcement

Thursday October 07, 2021

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	Warrants @ \$1.30428516 ex 6/4/2023 to 6/10/2026	1,022,271	06/10/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

OPENPAY GROUP 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

97637148200

1.3 ASX issuer code

OPY

1.4 The announcement is

New announcement

1.5 Date of this announcement

7/10/2021



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

Other

Please specify

As announced today OPY issued 1,022,271 warrants to Goldman Sachs in relation to a funding facility

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

Warrants @ \$1.30428516 ex 6/4/2023 to 6/10/2026

+Security type

Other

ISIN code

Date the +securities the subject of this notification were issued

6/10/2021

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

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

The warrants are exercisable (in full or in part) from the date which is 18 months after the issue date, until the 7th anniversary of the issue date. The Lender is also entitled to elect to receive a cash settlement in lieu of shares on exercise of the warrants, at an amount equal to the 5-day VWAP up to and including the relevant exercise date.

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

The Company entered into the Warrant Deed, under which these Warrants are agreed to be issued, and the issue of the Warrants occurred on the same day.



Issue details

Number of +securities

1,022,271

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 1.30428516

Purpose of the issue

Other

Additional Details

Warrants issued in consideration for the advancement of credit under a revolving credit facility.





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
OPY : ORDINARY FULLY PAID	105,929,052

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
OPYAJ : OPTION EXPIRING 20-JAN-2031 EX NIL	94,779
OPYAI : OPTION EXPIRING 20-JAN-2031 EX \$2.6377086	166,666
OPYAE : OPTION EXPIRING 09-DEC-2029 EX \$1.60	2,314,286
OPYAK : OPTION EXPIRING 17-MAR-2031 EX \$3.71	204,677
OPYAA : ORDINARY FULLY PAID RESTRICTED	24,844,664
OPYAH : OPTION EXPIRING 21-JAN-2030 EX NIL	125,000
OPYAP : OPTION EXPIRING 17-MAR-2031 EX NIL	359,884
OPYAF : OPTION EXPIRING 15-JUL-2030 EX \$1.60	1,162,371
OPYAG : OPTION EXPIRING 15-JUL-2030 EX NIL	508,538
OPYAL : OPTION EXPIRING 28-JUN-2031 EX \$3.71	68,122
OPYAM : OPTION EXPIRING 21-JAN-2031 EX NIL	35,040
OPYAN : OPTION EXPIRING 26-JUN-2031 EX NIL	103,742
OPYAO : PERFORMANCE RIGHTS	2,640,605



New class - code to be confirmed : Warrants @ \$1.30428516 ex 6/4/2023 to 6/10/2026

1,022,271



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?

1,022,271

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