



Xamble Group Limited (200612086W)

Listed on the ASX
ARBN 605 927 464

600 North Bridge Road
#23-01 Parkview Square
Singapore 188778

www.xamble.com

ASX RELEASE

20 August 2025

Xamble Launches Partially Underwritten Renounceable Rights Issue to Accelerate Growth and Product Innovation

Xamble Group Limited (ASX: XGL) "Xamble" or "the Company", a leading influencer marketing platform connecting businesses and brands with trusted influencers, is pleased to announce the launch of a partially underwritten renounceable pro-rata entitlement offer to raise approximately A\$1.35 million, before costs (**Offer** or **Entitlement Offer**). This capital raise will support the Company's immediate requirements for building on our momentum in accelerating platform adoption and growth, tech innovation, and creator-driven commerce.

Offer Highlights

- 1-for-3 renounceable entitlement offer at A\$0.012 per CDI with the target to raise approximately A\$1.35 million before costs.
- A\$1.15 million (85% of targeted raise) is underwritten or committed.
- Attractively priced at A\$0.012 representing an approximate 33% discount to the last trading price of A\$0.018 as at 19 August 2025.
- Offer includes a free-attaching option (exercisable at A\$0.025, each expiring 31 August 2028), issued on a 1-for-1 basis for each CDI subscribed. The Company will seek quotation of the free attaching options subject to meeting the ASX's quotation criteria.
- A\$550,000 underwritten by Eli Capital Pty Limited (Eli Capital) which includes a sub-underwriting of A\$48,000 by Non-Executive Director, Georg Johann Chmiel.
- In addition to the underwriting, Non-Executive Directors Ganesh Kumar Bangah and Robert William Sultan have committed to participating in the Offer to the amount of A\$604,633.
- Rights tradeable on ASX, providing flexibility for eligible CDI holders to trade their rights.

A short form prospectus for the Offer was lodged with ASIC and announced on the ASX today (**Short Form Prospectus**).

This renounceable structure enables CDI holders who do not wish to participate to sell their rights on-market, providing potential value for both participating and non-participating holders.

Eli Capital is the lead manager to the Offer. The Offer is also partially underwritten by Eli Capital to the amount of A\$550,000, pursuant to an underwriting agreement which includes standard terms and conditions, including termination events and indemnities. The Company will pay an underwriting fee of 1.5% on the underwritten amount. Eli Capital will also receive 10,000,000 options on the same terms as the free attaching options and a corporate advisory fee capped at A\$15,000. The underwritten amount includes a sub-underwriting commitment of A\$48,000 by Non-Executive Director, Georg Chmiel. As Mr



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Chmiel is not a resident of Australia or New Zealand, he will not be eligible to participate in the Offer and the amount of his sub-underwriting commitment represents that amount that he would have been entitled to had he been an eligible CDI holder. Mr Chmiel will not be paid any fees for his sub-underwriting commitment.

Eligible CDI holders are permitted to apply for additional CDIs in excess of their entitlement pursuant to a top-up facility.

Any shortfall not taken up under the Offer, the top up facility or the underwriting will be placed at the discretion of the Company, in consultation with Eli Capital, who will act as placement agent to place the remaining shortfall securities to institutional, sophisticated and professional investors. Eli Capital will be paid a fee of 5% on any monies raised by Eli Capital in respect of any shortfall securities placed by it.

Proceeds from the Offer will be deployed to:

Initiative	Description
Accelerate Creator Acquisition & Platform Adoption	Drive user growth through strategic influencer onboarding, paid acquisition, and brand campaigns. Localise platform and campaigns, establish in-market partnerships, and run go-to-market activations, in existing and, potentially, new markets
Technology Enhancement & Development	Build and integrate new features, including Affiliate and Fintech Modules, and leverage AI for personalisation and automation
Working Capital	Support day-to-day operations, fulfilment costs, and ensure financial runway during growth phase
Expenses of the Entitlement Offer	A combination of legal, brokerage, registry and shareholder communication costs, etc.

CEO Comments

"This rights issue is an important step forward as we position for our next phase of growth. Strengthening our balance sheet and funding our strategic initiatives ensures we can capture emerging opportunities and deliver long-term value," said CEO, Jason Thoe.

Jason adds, *"As a renounceable rights issue, this offer is designed squarely with our CDI holders in mind. It gives every investor the chance to maintain their stake at a discounted price, protecting against dilution while creating potential immediate value upside. Because the rights are tradeable, even those who choose not to participate can benefit by selling their entitlements on-market. This flexibility ensures fairness to all investors, potentially enhances liquidity in the stock, and hopefully strengthens market confidence, as it demonstrates a transparent and equitable approach to raising capital that rewards and prioritises existing CDI holders."*



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Key Dates

Below is an indicative timetable of key dates for the Offer:

Event	Date
Announcement of the Entitlement Offer Lodgement of Prospectus with ASIC Lodgement of Prospectus and Appendix 3B with ASX	Wednesday, 20 August 2025
"Ex" date for securities trading	Monday, 25 August 2025
Record Date for eligibility in the Entitlement Offer	7.00 pm (AEST) Tuesday, 26 August 2025
Prospectus dispatched, including personalised Entitlement and Acceptance Form	Friday, 29 August 2025
Entitlement Offer opens (Opening Date)	Friday, 29 August 2025
Rights trading ends	Thursday, 4 September 2025
Last day to extend the Entitlement Offer closing date	Monday, 8 September 2025
Entitlement Offer closes (Closing Date)	5.00 pm (AEST) Thursday, 11 September 2025
Announce results of Entitlement Offer	Thursday, 18 September 2025
Issue of New CDIs and New Options under the Entitlement Offer	Thursday, 18 September 2025
Quotation and normal trading on ASX of New CDIs and New Options issued under the Entitlement Offer	Friday, 19 September 2025

The dates set out above are indicative only and are subject to change without notice.

Next Steps

Eligible CDI holders within Australia and New Zealand will receive information on how to access the Short Form Prospectus and their Entitlement and Acceptance Form shortly. We encourage CDI holders to review the Short Form Prospectus in full and consider the benefits of participating. The Short Form Prospectus is also available on the Company's website at: <https://media.xamble.com/investors/XGL-entitlement-offer-prospectus.pdf>

The Company has determined that it is not reasonably practicable to extend the renounceable Offer and accompanying offer of free attaching options to CDI holders with registered addresses outside of Australia and New Zealand (**Ineligible CDI holders**), due to the legal and regulatory requirements in those jurisdictions. Accordingly, Ineligible CDI holders will not be entitled to participate in the offer. In accordance with ASX Listing Rules, the Company will appoint a nominee to sell the entitlements that would have been offered to Ineligible CDI holders and remit the net proceeds (if any) to those CDI holders. The amount, if any, to be distributed will depend on the price at which the entitlements are sold and the associated costs of the sale, and there is no guarantee that any proceeds will be realised or distributed.



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For additional information, please refer to the investor presentation and disclosures lodged with the ASX on 20 August 2025, or contact our Local Australian Agent on +61 450 394 931 or lee.tamplin@complycorporate.com.au

This announcement was approved for release by the Xamble Board of Directors.

For further information, please contact:

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Local Australian Agent

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About Xamble Group Limited

Xamble Group Limited is a leading platform of influencer-centric digital marketing solutions in South East Asia.

The Company provides its diverse client base of leading brands with results-focused growth strategies backed by end-to-end expertise spanning Influencer Marketing, Social Media Marketing, Performance Marketing and Social Commerce.

Listed on the Australian Securities Exchange Limited (ASX:XGL) and headquartered in Malaysia, Xamble aims to deliver wealth and value to its ecosystem of brands, influencers or 'creators', and consumers.