



17 September 2020

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

flexigroup successfully completes retail entitlement offer

FlexiGroup Limited (ASX: FXL) (“**FXL**” or “**flexigroup**”) is pleased to advise that it has successfully completed the retail component (“**Retail Entitlement Offer**”) of the 1 for 3.20 pro rata accelerated non-renounceable entitlement offer (“**Entitlement Offer**”) which was announced on 26 August 2020.

The Retail Entitlement Offer closed at 5pm (AEST) on Tuesday, 15 September 2020. The Retail Entitlement Offer was 50% underwritten by Citigroup Global Markets Australia Pty Limited (**Lead Manager**), and raised gross proceeds of approximately A\$36 million at the same offer price of A\$1.14 per share as the Institutional Entitlement Offer.

Combined with the completion of the institutional component, the Entitlement Offer delivered combined proceeds of A\$115 million to **flexigroup**. This was the targeted capital raising amount under the partially underwritten Entitlement Offer structure, designed to secure funding certainty, whilst minimising shareholder dilution.

Following the Retail Entitlement Offer, approximately 2.6 million new fully paid ordinary shares in FXL will be issued to retail shareholders, with the balance going to institutions.

Eligible Retail Shareholders should confirm the actual number of new shares allocated and issued to them before trading in such shares, and the sale by any Eligible Retail Shareholder of new shares prior to receiving their holding statement is at their own risk.

The new FXL shares to be issued under the Retail Entitlement Offer will rank equally in all respects with the existing shares of **flexigroup**, and are expected to be allotted on Tuesday, 22 September 2020 and commence trading on the ASX on Wednesday, 23 September 2020.

Holding statements are expected to be despatched on Wednesday, 23 September 2020.

Authorised for release by the **flexigroup** Disclosure Committee.

-ENDS-

Investor Relations Contact

Suk Hee Lee – Corporate Affairs
+61 433 343 888

Media Contact

Roger Newby – Domestique Consulting
+61 401 278 906

FlexiGroup Limited
ACN 122 574 583
Level 7, 179 Elizabeth St, Sydney NSW 2000
Tel.+61-2-8905-2000

For personal use only

ABOUT FLEXIGROUP

flexigroup is a diversified full service payments company with leading offerings in buy now pay later, revolving credit and SME finance. Serving a broad footprint of millennial spenders, through to young families and small and medium businesses, it facilitates purchases for over 2.2 million customers. For more information visit: flexigroup.com.au

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. The New Shares to be offered and sold in the Institutional Offer and the Retail Entitlement Offer have not been, and will not be, registered under the United States Securities Act of 1933 (the "U.S. Securities Act"), or the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may not be offered or sold to persons in the United States, unless they have been registered under the U.S. Securities Act, or are offered and sold pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws.

This presentation contains certain "forward-looking statements" including statements regarding FXL's intent, belief or current expectations with respect to FXL's business and operations, market conditions, results of operations, financial condition, and risk management practices. The words "likely", "expect", "aim", "should", "could", "may", "anticipate", "predict", "believe", "plan" and other similar expressions are intended to identify forward-looking statements. Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. Forward-looking statements in this announcement include statements regarding the completion and timing of the Institutional Offer and the Retail Entitlement Offer. Forward-looking statements including projections, guidance on future earnings and estimates are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance.

All dollar values are in Australian dollars (A\$) unless otherwise stated. All times and dates refer to Australian Eastern Standard time (AEST).

LEAD MANAGER DISCLAIMER

The Lead Manager, together with its related bodies corporate, shareholders and affiliates, and each of their respective officers, directors, employees, affiliates, agents and advisers (each a Limited Party) have not authorised, permitted or caused the issue or lodgement, submission, dispatch or provision of this announcement and there is no statement in this announcement which is based on any statement made by the Lead Manager or any other Limited Party. To the maximum extent permitted by law, the Lead Manager and each other Limited Party expressly disclaim all liabilities (including for negligence) in respect of, and take no responsibility for, any part of this announcement, and make no representation or warranty (whether express or implied) regarding any part of this announcement, including as to the currency, accuracy, reliability or completeness of any information in this announcement.

Neither the Lead Manager nor any other Limited Party makes any recommendation as to whether any potential investor should participate in the Entitlement Offer. Further, neither the Lead Manager nor any other Limited Party accepts any fiduciary obligations to or relationship with any investor or potential investor in connection with the Entitlement Offer or otherwise, and by accessing this announcement each recipient expressly disclaims any such fiduciary relationship and agrees that it is responsible for making its own independent judgements with respect to the Entitlement Offer and any other transaction or other matter arising in connection with this announcement.

The Lead Manager and other Limited Parties may have interests in the securities of flexigroup. Further, they may act as market maker or buy or sell those securities or associated derivatives as principal or agent. Such persons may receive fees or other benefits for engaging in these activities.

Determination of eligibility of investors for the purposes of the Entitlement Offer is determined by reference to a number of matters, including legal and regulatory requirements, logistical and registry constraints and the discretion of flexigroup and/or the Lead Manager. To the maximum extent permitted by law, flexigroup, the Lead Manager and the Limited Parties each disclaim any duty or liability (including for negligence) in respect of the exercise of that discretion or otherwise. The Lead Manager may rely on information provided by or on behalf of institutional investors in connection with managing, conducting or underwriting the Entitlement Offer without having independently verified that information and the Lead Manager does not assume responsibility for the accuracy or completeness of the information.