Announcement Summary

Entity name

CUFE LTD

Announcement Type

New announcement

Date of this announcement

20/10/2026

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
CUF	ORDINARY FULLY PAID	1,609,133,103

Proposed +issue date

29/1/2027

Refer to next page for full details of the announcement

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Part 1 - Entity and announcement details

1.1 Name of +Entity

CUFE LTD

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	**Registration Number**
ACN	112731638

1.3 ASX issuer code

CUF

1.4 The announcement is
New announcement

1.5 Date of this announcement

20/10/2026

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

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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?
Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	29/1/2027	Estimated	

Comments

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

CUF : ORDINARY FULLY PAID

Number of +securities proposed to be issued

1,600,000,000

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

Consideration Shares proposed to be issued pursuant to a Share Sale Agreement (refer ASX Announcement).

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

0.052000

Will these +securities rank equally in all respects from their issue date with

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the existing issued +securities in that class?
Yes

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

CUF : ORDINARY FULLY PAID

Number of +securities proposed to be issued

9,133,103

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

Success fee payable to the Company's Financial Advisers (Sternship) pursuant to mandate. Payable at successful completion.

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

0.052000

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

29/1/2027

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?
Yes

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7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

29/1/2027

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

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

7D.3a Please enter, the number and +class of the +restricted securities and the date from which they will cease to be +restricted securities

1,600,000,000 Shares subject to 12 month restriction from date of issue. Refer response to 7F.2 for further details.

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?
No

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

Refer to Part 7B of this Appendix 3B (proposed issue of 9,133,103 Share to Financial Adviser).

Part 7F - Further Information

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

Consideration Shares proposed to be issued pursuant to a Share Sale Agreement (refer ASX Announcement).

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

CuFe has applied to ASX for a waiver of Listing Rule 10.7 so that the Consideration Shares are not required to be classified as restricted securities.

If ASX does not grant the waiver, the Consideration Shares will be classified as restricted securities and will be subject to escrow for 12 months from their date of issue. Separately, and regardless of the outcome of that application, 500,000,000 of the Consideration Shares will be subject to a holding lock under the Share Sale Agreement for 24 months as security for warranty claims by CuFe against the Sellers.

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)

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