

29 July 2019

## ASX RELEASE

Company Announcements Platform

### Substantial Holder Information

*Minneapolis, United States of America and Sydney, Australia.*

Sezzle Inc. (ARBN 633 327 358) (ASX:SZL) (**Sezzle** or **Company**) provides the following information for release to the market in connection with the commencement of official quotation of the Company's CHES Depository Interests (**CDIs**) over shares of common stock (**Shares**).

As a company incorporated in Delaware and listed solely on ASX, neither Chapter 6C of the *Corporations Act 2001* (Cth) (**Corporations Act**) or the corresponding provisions of the Securities Exchange Act of 1934 dealing with notification of substantial holdings apply to shareholders in Sezzle. However, the Company has agreed with ASX to release to the market certain information about a person (other than Sezzle itself) becoming a substantial holder in the Company within the meaning of section 671B of the Corporations Act, varying its substantial holding by 1% or more or ceasing to be a substantial holder.

It is important to note that:

- (a) the requirement to provide this information is limited to circumstances where the information is notified in writing to Sezzle by or on behalf of the holder or where Sezzle otherwise has specific knowledge that one or more of these events has occurred and has the relevant particulars;
- (b) Sezzle is not required to, and does not intend to, make enquiries of any person, including (without limitation) its shareholders, to identify or verify details of substantial holdings;
- (c) unless a holder advises Sezzle of the details of any associates (or other relevant persons) that have a relevant interest (or deemed relevant interest) in its Shares, Sezzle will be unaware of these other relevant interests, if any; and
- (d) accordingly, any information that Sezzle provides to ASX is provided only to the best of the knowledge and belief of Sezzle and Sezzle expressly disclaims responsibility for the accuracy and completeness of the information provided to the maximum extent permitted by law.

Having regard to the above qualifications and limitations, the table below sets out the information known to Sezzle at the date of this document concerning substantial holdings in Sezzle's CDIs. Terms which are defined in Chapter 6C of the Corporations Act are used with their defined meanings.

Name of Substantial Holder within the meaning of section 671B of the Corporations Act	Record Holder(s) (if different)	Number of CDIs in which the substantial holder holds a relevant interest	% of total shares on issue
Charlie Youakim	N/A	88,359,809	49.68%
Continental Investment Partners	N/A	10,389,407	5.84%
Paul Paradis	N/A	10,000,000	5.62%

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ENDS

**Further information**

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**About Sezzle Inc.**

Sezzle Inc. is a technology driven, payments company based in the United States and listed on the Australian Securities Exchange with the mission of financially empowering the next generation. Sezzle provides a payments platform that facilitates fast, secure payments between shoppers and retailers, via a short-term, interest-free instalment payment plan that delivers to shoppers both a budgeting and financing value proposition.

Sezzle's CDIs are issued in reliance on the exemption from registration contained in Regulation S of the US Securities Act of 1933 (Securities Act) for offers of securities which are made outside the US. Accordingly, the CDIs, have not been, and will not be, registered under the Securities Act or the laws of any state or other jurisdiction in the US. As a result of relying on the Regulation S exemption, the CDIs are 'restricted securities' under Rule 144 of the Securities Act. This means that you are unable to sell the CDIs into the US or to a US person who is not a QIB for the foreseeable future except in very limited circumstances until after the end of the restricted period, unless the re-sale of the CDIs is registered under the Securities Act or an exemption is available. To enforce the above transfer restrictions, all CDIs issued bear a FOR Financial Product designation on the ASX. This designation restricts any CDIs from being sold on ASX to US persons excluding QIBs. However, you are still able to freely transfer your CDIs on ASX to any person other than a US person who is not a QIB. In addition, hedging transactions with regard to the CDIs may only be conducted in accordance with the Securities Act.