

Capital Change Notice

Updated as at February 2025

Please do not amend or delete individual rows. As this template relates to prescribed content, changes to content should only be made where it is clearly indicated that this is permitted, otherwise, if an Issuer considers a particular element does not apply, mark the row as N/A. Any other changes to this prescribed form must first be approved by NZX as required under NZX Listing Rule 3.26.1.

Section 1: Issuer information	
Name of issuer	PaySauce Limited
NZX ticker code	PYS
Class of financial product	Unquoted Restricted Share Units (RSUs)
ISIN (If unknown, check on NZX website)	N/A
Currency	NZD
Section 2: Capital change details	
Number issued/ acquired / redeemed	1,500,000 RSUs
Nominal value (if any)	N/A
Issue/acquisition/redemption price per security	The RSUs were issued at a value of \$0.2576 each, being the Average Market Price immediately preceding their date of issue. No cash consideration is required to be paid for the RSUs to convert to ordinary shares in PYS.
Nature of the payment (for example, cash or other consideration)	Non-cash consideration for Chris Ridd agreeing to provide services to PaySauce under a Contract for Services.
Amount paid up (if not in full)	N/A
Percentage of total class of Financial Products issued/acquired/redeemed/ (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence) ¹	100%
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	Exercise: On the vesting and conversion of the RSUs, PYS will issue one ordinary share in PYS (Ordinary Share) for every one RSU that vests. Exercise Price: The exercise price for a RSU is nil. Ranking: Any Ordinary Shares issued on the exercise of the RSUs will rank equally with all other Ordinary Shares on issue. Vesting and Conversion Dates: 46,975 RSUs vest each month for which Chris Ridd provides services to PYS. 187,500 RSUs will vest annually for each year Chris Ridd provides services to PYS.

¹ The percentage is to be calculated immediately before the issue, acquisition, redemption or Conversion.

	Conditions: The 187,500 RSUs to vest annually are subject to performance hurdles as set out in Chris Ridd's individual letter of invitation.
Reason for issue/ acquisition/redemption and specific authority for issue/ acquisition/redemption / (the reason for change must be identified here)	As consideration for services to be provided and authorised by Board Resolution.
Total number of Financial Products of the Class after the issue/ acquisition/redemption/Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue/ acquisition/redemption .	1,500,000
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	N/A
Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made	Board Resolution and NZX Listing Rule 4.6.1
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	As set out above.
Date of issue/ acquisition/redemption ²	05/11/2025
Section 4: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Jaime Monaghan
Contact person for this announcement	Jaime Monaghan
Contact phone number	+64 22 5246366
Contact email address	jaime@paysauce.com
Date of release through MAP	05/11/2025

² Continuous issuers using this form in reliance on Rule 3.13.2, please indicate the period during which the relevant issue/acquisition/redemptions were made (for example, 1 January 2019 to 31 January 2019).