

22 April 2022

Company Announcements Platform  
ASX Limited

## HSR WAITING PERIOD FOR ZIP TRANSACTION EXPIRES

**Sezzle Inc.** (ASX: **SZL**) (**Sezzle** or **Company**) today announces that the waiting period for review by the Federal Trade Commission under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended (the “**HSR Act**”), of the previously announced proposed acquisition (the “**Proposed Transaction**”) of the Company by Zip Co Limited (“**Parent**”), pursuant to the Merger Agreement, dated February 28, 2022 (the “**Merger Agreement**”), by and between the Company, Parent and Miyagi Merger Sub, Inc. (“**Merger Sub**”), has expired.

Pursuant to the Merger Agreement and upon the terms and subject to the conditions thereof, at the closing of the transaction, Merger Sub will merge with and into the Company (the “**Merger**”) with the Company surviving the Merger as an indirect wholly-owned subsidiary of Parent.

The expiration of the waiting period under the HSR Act is one of the key conditions necessary for the closing of the Merger. The completion of the Merger remains subject to certain other conditions as described in the Merger Agreement.

This announcement has been approved by the Company’s CEO and Executive Chairman, Charlie Youakim, on behalf of the Sezzle Inc. Board.

### Contact Information

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## **About Sezzle Inc.**

Sezzle is a fintech company on a mission to financially empower the next generation. Sezzle’s payment platform increases the purchasing power for millions of consumers by offering interest-free installment plans at online stores and select in-store locations. Sezzle’s transparent, inclusive, and seamless payment option allows consumers to take control over their spending, be more responsible, and gain access to financial freedom.

For more information visit [sezzle.com](https://sezzle.com).

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, unless the re-sale of the CDIs is registered under the Securities Act or another 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.