



NEW ZEALAND'S EXCHANGE
TE PAEHOKO O AOTEAROA

Capital Change Notice

Updated as at February 2025

Section 1: Issuer information	
Name of issuer	Pacific Edge Limited
NZX ticker code	PEB
Class of financial product	Ordinary shares (“ Shares ”)
ISIN (If unknown, check on NZX website)	NZPEBE0002S1
Currency	NZD
Section 2: Capital change details	
Number issued/acquired/redeemed	Issue of 69,836,561 Shares in aggregate, comprising the issue of: <ol style="list-style-type: none">62,704,581 Shares under a retail offer that opened on 14 May 2026 and closed on 28 May 2026 (“Retail Offer”);6,661,392 Shares to employees who received Shares in lieu of short term incentives, retention incentives and salary payments (“Employees”); and470,588 Shares in consideration for the provision of professional services in connection with the capital raising comprising the placement allotted 15 May 2026 (“Placement”) and the Retail Offer (“Professional services”).
Nominal value (if any)	N/A
Issue/acquisition/redemption price per security	NZ\$0.170 per ordinary share for 1, 2 and 3 above.
Nature of the payment (for example, cash or other consideration)	1 (Retail Offer) – Cash; 2 (Employees) – Non-cash consideration, being in recognition of performance as an employee in lieu of cash bonus, cash retention and cash salary payments; and 3 (Professional services) – Non-cash consideration, being in recognition of providing professional services during the Placement and Retail Offer.
Amount paid up (if not in full)	Paid in full
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	5.959%

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

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)	N/A
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	<p>1 (Retail Offer) Issue of Shares under the Retail Offer;</p> <p>2 (Employees) Issue of Shares in lieu of short term incentives, retention incentives and salary payments; and</p> <p>3 (Professional services) Issue of Shares in consideration for the provision of professional services in connection with the Placement and Retail Offer. The number of Shares to be issued has been calculated by dividing the relevant value of the services provided (\$80,000) by a nominal issue price of NZD\$0.170 per Share.</p>
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.	1,241,852,687 Shares
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	<p>1 (Retail Offer) – the issue of Shares under the Retail Offer was implemented as to 59,998,716 Shares under NZX Listing Rule 4.3.1(c) and as to 2,705,865 Shares under NZX Listing Rule 4.5.1, and was approved by the PEB board on 8 May 2026 (with the level of oversubscriptions approved by the PEB board on 2 June 2026);</p> <p>2 (Employees) – the issue of Shares to Employees was implemented under NZX Listing Rule 4.6.1 and was approved by the PEB board on 14 May 2026; and</p> <p>3 (Professional services) – the issue of Shares for Professional services was implemented under NZX Listing Rule 4.5.1 and was approved by the PEB board on 14 May 2026.</p>
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	Fully paid ordinary shares that rank equally with all other ordinary shares on the date of issue.



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Date of issue/acquisition/redemption²

4 June 2026

Section 3: Disclosure required for Placements made under Rule 4.5.1

Details of the approach in identifying investors who were able to participate in the offer and how their respective allocations in the offer were determined.

The explanation must set out the key objectives and criteria the Issuer adopted in the allocation process, whether one of those objectives was a best effort to allocate on a pro rata basis to existing holders of the Issuer's Equity Securities, and any significant exceptions or deviations from those objectives and criteria.

As part of the Retail Offer, Pacific Edge agreed to use its remaining available placement capacity under NZX Listing Rule 4.5.1 to issue Shares under that rule to those eligible New Zealand shareholders (or eligible New Zealand beneficial owners, in the case of holdings held by custodians) that participated in PEB's previous share purchase plan launched on 17 July 2025 ("**2025 SPP**") and participate in the Retail Offer, and whose allocations under the share purchase plan component of the Retail Offer have been adjusted down because of the NZ\$50,000 limit in the NZX Listing Rules on the amount that each such shareholder can participate in share purchase plans within 12 months of each other ("**Relevant Shareholders**") (the NZ\$ amount of the adjustment down in allocation for each Relevant Shareholder, being that shareholder's "**Shortfall**"). Under the Retail Offer, the amount of Shares to be issued under NZX Listing Rule 4.5.1 to each Relevant Shareholder will not exceed that Relevant Shareholder's Shortfall divided by the Retail Offer issue price of NZ\$0.170 (being that shareholder's "**Shortfall Entitlement**").

The only investors able to be issued Shares under the Retail Offer in reliance on NZX Listing Rule 4.5.1 were the Relevant Shareholders.

The key objective in the allocation process was to use Pacific Edge's available placement capacity to permit Relevant Shareholders to receive in the Retail Offer the same (or as near as possible the) number of Shares that they would have been able to receive in the Retail Offer had they not participated in the 2025 SPP. Given the total Shortfall Entitlements of all Relevant Shareholders exceeded Pacific

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).

	Edge's available placement capacity under NZX Listing Rule 4.5.1, the criteria that Pacific Edge adopted in the allocation process was to allocate shares under NZX Listing Rule 4.5.1 to the Relevant Shareholders in proportion to their holding of Shares at 7:00pm NZST on the Retail Offer record date of 8 May 2026, up to a limit for each Relevant Shareholder of their Shortfall Entitlement. There were no significant exceptions or deviations from this objective and criteria.
Section 4: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Grant Gibson
Contact person for this announcement	Grant Gibson
Contact phone number	+64 275 999 943
Contact email address	grant.gibson@pelnz.com
Date of release through MAP	4 June 2026