

Vesting of performance and employee securities

Sydney | New York, 18 March 2022 -- Dough Ltd (ASX: DOU) (Company or Dough) advises that in accordance with the terms of the Performance Shares issued as part of the consideration for the acquisition of the business of Dough, the customer acquisition milestones for the Class A and Class B Performance Shares have been met. As a result, 50,000,000 Performance Shares have been converted to ordinary fully paid shares in the Company. Of these 36,190,912 remain subject to escrow provisions with 35,588,951 of these held by current Directors. Appendix 3Ys in this regard follow.

Additionally, employees have met service vesting conditions for securities issued to them resulting in the conversion of 527,562 securities into ordinary fully paid shares in the Company. The Company acknowledges these employees for their efforts and continued commitment.

Notice pursuant to Section 708A(5)(e) of the Corporations Act 2001

The Corporations Act 2001 ("Act") restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A of the Act. By giving this notice, the 527,562 fully paid ordinary shares issued as noted in the Appendix 2A released today will fall within the exemption in section 708A(5) of the Act. Pursuant to section 708A(5)(e) of the Corporations Act 2001 (Cth) ("Corporations Act"), the Company gives notice that:

- a) the Company issued the shares without disclosure under Part 6D.2 of the Corporations Act; and
- b) as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and section 674 of the Corporations Act; and
- c) as at the date of this notice, there is no information to be disclosed which is excluded information (as defined in section 708A(7) of the Corporations Act) that is reasonable for investors and their professional advisers to expect to find in a disclosure document.

--End--

About Dough

[Dough](#) is a responsible financial super app, on a mission to help customers autonomously manage and grow their money to live financially healthier lives. Dough was launched in November 2020 by Andy Taylor, Co-founder of SocietyOne.

For more information contact:

Investor

info@dough.com

Media

press@dough.com

ASX Release approved by the Company Secretary on behalf of the Board.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity Douugh Limited
ABN 41 108 042 593

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mr Andrew Taylor
Date of last notice	31 December 2021

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	The Digital Bakery Limited
Date of change	18 March 2022
No. of securities held prior to change	191,676,612 Fully paid ordinary shares (escrowed for 24 months from issue) 52,275,440 Performance shares (escrowed for 24 months from issue) 52,275,440 Unlisted options ex \$0.04, expiry 4 years from issue (escrowed for 24 months from issue) 3,000,000 Fully paid ordinary shares 7,000,000 Performance rights
Class	Fully paid ordinary shares (Shares) Performance shares

+ See chapter 19 for defined terms.

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Appendix 3Y
Change of Director's Interest Notice

Number acquired	34,850,293 Shares (subject to escrow)
Number disposed	34,850,293 Performance shares (converted)
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	The Performance shares formed part of the consideration for the acquisition of the business of Douugh.
No. of securities held after change	226,526,905 Fully paid ordinary shares (escrowed for 24 months from issue) 17,425,147 Performance shares (escrowed for 24 months from issue) 52,275,440 Unlisted options ex \$0.04, expiry 4 years from issue (escrowed for 24 months from issue) 3,000,000 Fully paid ordinary shares 7,000,000 Performance rights
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Acquisition of Shares upon milestones of Performance shares being met.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	

+ See chapter 19 for defined terms.

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Appendix 3Y
Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity Douugh Limited
ABN 41 108 042 593

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mr Steve Bellotti
Date of last notice	31 December 2021

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Ultra Alpha Ltd
Date of change	18 March 2022
No. of securities held prior to change	4,062,618 Fully paid ordinary shares (escrowed for 24 months from issue) 1,107,986 Performance shares (escrowed for 24 months from issue) 1,107,986 Unlisted options ex \$0.04, expiry 4 years from issue (escrowed for 24 months from issue) 500,000 Fully paid ordinary shares 1,000,000 Performance rights
Class	Fully paid ordinary shares (Shares) Performance shares

+ See chapter 19 for defined terms.

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Appendix 3Y
Change of Director's Interest Notice

Number acquired	738,658 Shares (subject to escrow)
Number disposed	738,658 Performance shares (converted)
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	The Performance shares formed part of the consideration for the acquisition of the business of Douugh.
No. of securities held after change	4,801,276 Fully paid ordinary shares (escrowed for 24 months from issue) 369,329 Performance shares (escrowed for 24 months from issue) 1,107,986 Unlisted options ex \$0.04, expiry 4 years from issue (escrowed for 24 months from issue) 500,000 Fully paid ordinary shares 1,000,000 Performance rights
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Acquisition of Shares upon milestones of Performance shares being met.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	

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Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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