Xryma Plc : Pre-Listing Liquidity Facility and Price Discovery Process

Nicosia, 24th July, 2026: **Xryma Plc** ("Xryma") announces its intention to reapply within the next twelve months for admission to list on Euronext Paris ("Euronext"), with such admission being subject to Euronext's approval. Before submitting its application, Xryma intends to launch a pre-listing liquidity facility and price discovery process, comprising a private placement to institutional and qualified investors alongside a secondary market offer to Xryma existing shareholders ("shareholders") wishing to exit prior to listing.

The admission referred to above that is subject to the approval of Euronext may also be subject to approval by relevant regulatory authorities, and no assurance can be given that approval will be granted or as to the timing of any admission.

The pre-listing liquidity facility and price discovery process is designed to:

- Enable shareholders seeking an exit to participate without the need to open an EU brokerage account,
- Provide a clear and orderly opportunity for existing shareholders to sell all or part of their holdings ahead of any potential admission to trading on Euronext Paris,
- Enable shareholders to sell all or part of their holdings at the same price at which qualified and institutional investors subscribe for shares in the Company,
- Establish, through a bookbuild with qualified and institutional investors, a market-validated referenced price for Xryma shares ahead of any potential admission on Euronext Paris (the "Primary Market Placement Price"),
- Support orderly trading upon potential admission.

Individual shareholder mailouts explaining the details of the pre-listing liquidity facility scheme with instructions and necessary documentation will be conducted during August 2026.

As the Primary Market Placement Price is to be determined by the subsequent bookbuild, shareholders will be given the opportunity to set a floor price which will result in the sale of their shares if the Primary Market Placement Price is higher. Shareholders will receive the Primary Market Placement Price minus applicable fees.

Shareholders and Investors may be scaled back to match corresponding demand from the other party, with partial fulfilment a possibility if the Company cannot match supply to demand.

Completion of the process is subject to achieving a level of institutional and qualified investor demand that the Board considers appropriate to support an orderly market should Xryma subsequently be admitted to trading on Euronext Paris.

Participation is entirely voluntary. Shareholders who do not wish to sell will simply retain their shares. Shareholders that do not intend to participate should continue to onboard with a Euronext participating broker, or a Euroclear ESES custodian, per previous communications.

The major shareholders, SCP Select All Enterprise (Monaco) and SCP Red 5 Solutions (Monaco) will not participate in the offer and will be subject to lock up arrangements.

Mr Nikogiannis (John) Karantzis, CEO of Xryma Plc comments: "Our shareholders have told us they would value a straightforward way to realise their holdings without the time and cost of opening an EU brokerage account. This process is our response to that feedback. We are structuring the placement to be large enough to establish a credible reference price whilst limiting dilution, with demand directed first towards meeting shareholder sell interest. We look forward to updating the market on the revised timetable in due course."

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This announcement includes statements that are, or may be deemed to be, 'forward looking statements'. These forward-looking statements can be identified by the use of forward looking terminology, including the terms 'believes', 'estimates', 'anticipates', 'expects', 'intends', 'may', 'will', or 'should' or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. By their nature, forward looking statements involve risk and uncertainty because they relate to future events and circumstances which may or may not occur. Many of these factors are beyond the control of the Company. Should one or more of these risks or uncertainties materialise, or should underlying assumptions prove incorrect, actual results and circumstances may vary materially from those described in this announcement as anticipated, believed, estimated or expected.

XRYMA PLC

Pre-Listing Liquidity & Price Discovery Process

Information for Shareholders · 24th July 2026

Overview

Xryma Plc is planning its admission to trading on Euronext Paris, which will be subject to re-application following successful completion of the below process. In preparation for that listing, the Company is implementing a pre-listing liquidity and price discovery process designed to do the following things for you as a shareholder:

- Enable shareholders seeking an exit to participate without the need to open an EU brokerage account.
- Provide a clear and orderly opportunity for existing shareholders to sell all or part of their holdings before trading commences.
- Enable shareholders to sell all or part of their holdings at the same price at which qualified and institutional investors subscribe for shares in the Company.
- Establish a market-validated opening price for Xryma shares on Euronext Paris through a bookbuild with institutional and qualified investors (the "Primary Market Placement Price").
- Support an orderly market upon admission

Important: this process is entirely voluntary.

You are not required to do anything. If you choose not to participate, you will simply remain on the register and your shares will need to be transferred to a Euronext-participating broker prior to the time of listing so they can be traded on the exchange. If you do not seek to participate, please continue with onboarding, per previous communications.

How the Process Works

The process has four components, which run in parallel between August and late November 2026.

1. Price Discovery — Bookbuild

During September to November 2026, Xryma's advisors and appointed securities brokers will conduct a series of investor meetings, attend conferences, and participate in roadshows with institutional and qualified investors. This process is called a bookbuild.

The bookbuild establishes the opening price for Xryma shares on Euronext Paris. Because that price is set by independent external investors — not by the Company or its existing shareholders — it provides a credible, market-validated valuation.

Timeline: September – November 2026, concluding late November 2026 / early December 2026 (target)

Who sets the price: Institutional and qualified investors through the bookbuild process

Outcome: A market price that becomes the validated opening price on Euronext Paris ("Primary Market Placement Price")

2. Institutional Placement (Primary Component)

During the bookbuild, the Company will offer a limited number of new shares to institutional investors. This is called the primary component.

The price paid by institutional investors for new shares will be the same as the bookbuild Primary Market Placement Price offered to participating shareholders— ensuring that all participants, whether selling existing shares or subscribing for new ones, are treated equitably.

Maximum size: Up to €10 million of new shares at the Primary Market Placement Price.

Pricing: The bookbuild Primary Market Placement Price — the same price as that which will also subsequently be offered to the secondary facility

Regulatory framework: Structured under Article 1(4) of the EU Regulation.

3. Liquidity Facility (Secondary Market Component)

This is the part of the process that is most relevant to you as an existing shareholder.

If you would seek to sell your shares before Xryma is admitted to trading on Euronext Paris, you will be invited to offer all or part of your holding into the liquidity facility. Incoming investors — who will have participated in the bookbuild — will purchase your shares at the bookbuild Primary Market Placement Price.

The liquidity facility is deliberately structured to prioritise the secondary market: the cash value raised from incoming investors is intended to exceed the primary component, so that the majority of proceeds go to shareholders selling existing shares, not to the Company raising new capital.

Note that this process will be run by the Company's advisors ex France, and not the Company itself. The aim here is to build 'blocks' of shares from smaller share lots held by multiple shareholders, such that these blocks can be purchased by institutional investors at the Primary Market Placement Price. Post this process, the Listing will thus have the benefit of a validated opening price, and those shareholders seeking early exit will have been exited during the previous process, providing confidence of an orderly market.

Priority allocation

Shareholders nominating to exit and holding small parcels of less than 2000 shares will be given first priority for a full exit at the bookbuild (Primary Market) price, or a partial exit if there is insufficient institutional and qualified investor demand.

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All other participating shareholders will be allocated pro-rata based on remaining investor demand after smaller parcels have been cleared.

Target size: To be assessed during October/November with Primary Market Placement Price to be advised following the bookbuild.

Who can participate: All shareholders — regardless of parcel size

How much to tender: You may offer all or any part of your holding

Settlement: EUR (IBAN), AUD (SWIFT/BSB), or via flykk® digital account

Offer fee: applicable - to be advised

FX Fee : applicable for non-EUR currency conversion

4. How You Will Be Contacted — Off-Market Transfer Agreement & Floor Price

During August 2026, all 9,969 registered Xryma shareholders will receive a personalised letter and an Off-Market Transfer Agreement (OMA) form from the Company's advisors, acting as facility agents on behalf of the Company.

The OMA is the document through which you register your intention to sell. Returning a signed OMA does not obligate you to complete the sale — the transfer only proceeds if the bookbuild Primary Market Placement Price meets or exceeds your nominated floor price.

When completing the OMA, you will need to specify two things:

- How many shares you wish to offer — this can be your whole holding, a specific number of shares, or a partial parcel subject to pro-rata scale-back.
- Your floor price — the minimum price per share at which you are willing to sell. If the bookbuild clears at or above your floor, your shares are sold and you receive the Primary Market Placement Price. If it clears below your floor, your OMA lapses and you retain your shares.

Tag-along option

Rather than setting a personal floor price, you may elect to tag-along — accepting whatever price the bookbuild clears at. This maximises your chance of a completed exit if certainty of sale is more important to you than achieving a specific price.

Shares submitted by shareholders with a floor price above the bookbuild Primary Market Placement Price, or shares that cannot be fully placed due to demand being less than total supply (scale-back), will continue to be held and registered to you on the Xryma share register.

Note that shareholders with share parcels remaining post pro-rata allocation will need to transfer those shares to an Euronext participating broker. Shareholders will be assisted with onboarding to a Euronext-participating broker of their nomination, such that unplaced shares can be traded on Euronext Paris after listing. This process has already started, however the process is now temporarily paused until the offer close period, unless shareholders contact us on ir@xryma.com with their full name and SRN and request we continue.

Indicative Key Dates

August 2026: Board approval and term sheet prepared by Company's advisors and agents. Personalised letters and OMA forms dispatched to all shareholders by Company's advisors and agents, who will be advised in the offer mailout.

August – September 2026: Roadshows and shareholder communications. Transfer Form published at xryma.com/transfer.

September – October 2026: Institutional bookbuild and roadshow with qualified investors. Shareholder shares assembled into transfer blocks.

November 2026: Bookbuild price determined. Odd-lot parcels cleared first. Pro-rata allocation to all other participating shareholders. Residual balances confirmed.

Late November 2026: Settlement of proceeds (EUR/AUD/flykk).

Beyond November 2026 : within the next 12 months, reapply to Euronext for admission and listing date, subject to Euronext approvals.

Settlement

The Company will facilitate settlement of shareholders in either EUR to a EEA/EU domestic IBAN or flykk account, or, will transfer funds as AUD or other foreign currency, to shareholders nominated SWIFT addressable bank accounts. The Company is also responsible for the share register and share transfer on execution of the OMA, providing assurance of payment at time of register update.

Euronext Listing Date

The Company's approach is to successfully complete the above primary and secondary market actions, prior to re-applying to Euronext for admission to list and admission date. Euronext Paris admission is subject to Euronext approvals and listing scheduling, which may be delayed into 2027. Dates will be advised once the above process has been completed.

Legacy Shareholder Contact

Shareholders will be sent a personalised email or letter, dependent upon contact details in the Xryma Plc share register.

It is noted that shareholders received their entitlements as a consequence of the demerger in October 2021 from the previously ASX listed 'Southern Cross Payments Ltd' (ASX : SP1).

Southern Cross Payments Ltd (formerly iSignthis LTD (ASX : ISX)) has previously been known as :

- OTIS ENERGY LIMITED (ASX : OTE) until 25/02/2015
- FUTURE CORPORATION AUSTRALIA LIMITED (ASX: FUT) until 10/06/2011
- TELCO AUSTRALIA LIMITED (ASX : TLO) until 13/08/2002

The Company will endeavour to contact legacy shareholders at their last known address.

Onboarding to Euroclear Brokers and Custodians

Shareholders that do not respond to the mailout offer or are unsuccessful as their personal floor price exceeds the Primary Market Placement Price, will be onboarded to their nominated Euronext Participant broker or Euroclear Custodian.

In the meantime, onboarding will be paused during the offer period, unless shareholders confirm with the Company at ir@xryma.com, quoting their full name and SRN, that they wish to continue to be onboarded as they will not take up the offer.

The Company encourages holders to provide their decision in either case at their earliest opportunity.

Post Listing — Ongoing Liquidity Support

To support orderly trading and enhance liquidity following admission, the Company has appointed All Invest as its Liquidity Provider. Subject to the terms of the liquidity agreement, the Liquidity Provider will be allocated up to €5 million in cash together with up to 500,000 treasury shares to facilitate market-making activities in the Company's shares on Euronext.

Liquidity arrangements of this nature are commonly used by companies listed on Euronext and are intended to improve market liquidity by supporting tighter bid-offer spreads, enhancing trading continuity and reducing short-term volatility, particularly during the period following admission.

The major shareholders, SCP Select All Enterprise (Monaco) and SCP Red 5 Solutions (Monaco) will not participate in the offer, and will be subject to the Lock Up arrangements post admission to list.

This document is provided for information purposes only and does not constitute an offer or invitation to sell or subscribe for securities. Participation in the pre-listing liquidity facility is voluntary. Shareholders should seek independent financial and legal advice before making any decision regarding their shareholding.