

On-market Share Buy-Back

15 February 2022

Thorn Group Limited (ASX: TGA) (**Thorn**) today announced its intention, as part of its ongoing capital management strategy, to conduct an on-market share buy-back program of up to 5% of Thorn's ordinary shares, or up to 16,994,615 ordinary shares, commencing 1 March 2022 and for up to a 12 month period (**Share Buy-Back**) on the terms specified in the Appendix 3C released today. This is in addition to the Special Dividend that was announced on 17 January 2022 and paid on 9 February 2022.

As announced on 17 January 2022 in relation to the Special Dividend, Thorn's directors have, in the period leading up to and following the completion of the Radio Rentals sale, been considering Thorn's ability to return surplus funds to shareholders. Given Thorn's continuing strong cash balance, Thorn's directors have been monitoring Thorn's cash balance having regard to its operating and cash flow requirements, including appropriate capital management initiatives. The Share Buy-Back represents a flexible and efficient capital management initiative that benefits shareholders and reflects confidence in Thorn's ongoing performance. The Board considers that the Share Buy-Back will not impact Thorn's current activities for the next 12 months.

The Share Buy-Back will be conducted within the "10/12 limit" as defined in the Corporations Act and accordingly does not require shareholder approval.

The timing and actual number of shares to be purchased under the Share Buy-Back, and other matters relating to the conduct of the Share Buy-Back, will depend on the prevailing share price, market conditions, forecast future capital requirements and any unforeseen circumstances.

Thorn's largest shareholder, Somers Limited (**Somers**) holds disclosed voting power of 47.31% of Thorn's issued shares. Subject to Somers participation in the Share Buy-Back, there may be potential control implications arising from the Share Buy-Back. For example, if Somers does not elect to participate in the Share Buy-Back and Thorn purchases the maximum number of shares within the 5% parameter, Somers' voting power would increase to approximately 49.80%. However, this is indicative only and may vary depending on a range of factors some of which are noted above.

Thorn proposes to instruct its broker, Bell Potter Securities to take a position in the market only where the position maximises the benefit of the Share Buy-Back to Thorn. Thorn advises shareholders that there can be no certainty that Thorn will acquire **any or all** shares under the Share Buy-Back.

Thorn may vary, suspend, or terminate the Share Buy-Back based on a range of factors noted above.

Thorn is committed to further enhancing returns to shareholders with specific capital management initiatives including the Share Buy-Back being announced today. As previously foreshadowed, Thorn will

also continue to assess and evaluate investment opportunities in the financial services sector that align with Thorn's core business strategy as a diversified financial services organisation.

This release has been authorised by the **Board of Directors**.

End of release.

For further information, please contact:

Pete Lirantzis

Chief Executive Officer

0411 012 035

Investor.Relations@thorn.com.au

Alexandra Rose

General Counsel & Group Company Secretary

+61 (02) 9101 5122

Company.Secretary@thorn.com.au

ABOUT THORN GROUP LIMITED (ASX: TGA, www.thorn.com.au)

Thorn is a diversified financial services company providing financial solutions to consumers and businesses. Thorn Business Finance is a provider of leasing and other financial services to small and medium enterprises. Thorn has been listed on the ASX since 2006, is licensed under the National Consumer Credit Protection Act 2009 and operates a responsible lending policy.