



Announcement Summary

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**Entity name**

COSTA GROUP HOLDINGS LIMITED

**Date of this announcement**

Friday September 17, 2021

**The +securities the subject of this notification are:**

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

**Total number of +securities to be issued/transferred**

<b>ASX +security code</b>	<b>Security description</b>	<b>Total number of +securities to be issued/transferred</b>	<b>Issue date</b>
CGCAE	OPTION EXPIRING 01-MAR-2026 EX \$4.00	62,240	17/09/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of entity**

COSTA GROUP HOLDINGS LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

**1.2 Registered number type**

ABN

**Registration number**

68151363129

**1.3 ASX issuer code**

CGC

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

17/9/2021



Part 2 - Issue details

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**2.1 The +securities the subject of this notification are:**

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

**2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:**

has an existing ASX security code ("existing class")



Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

**ASX +security code and description**

CGCAE : OPTION EXPIRING 01-MAR-2026 EX \$4.00

**Date the +securities the subject of this notification were issued**

17/9/2021

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class**

Yes

**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**

No

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**

- Performance period: CY21 - CY23
- Exercise price: \$4.00
- Vesting hurdles: 75% subject to EPS hurdle; 25% subject to strategic growth hurdle
- EPS hurdle: EPS compound annual growth rate over the performance period against thresholds previously set by the Board. Vesting on a sliding scale if minimum EPS threshold met. The Board retains discretion to adjust the EPS calculation, eg. to exclude impact of significant events during the performance period. EPS will be measured using NPAT-S.
- Growth hurdle: Based on Board assessment of diversification and growth designed to support sustainable long term value creation
- Exercise: If the exercise price is paid, one share is issued per exercised option. If exercised on a cashless basis, a lower number of shares is issued, based on a set formula reflecting the amount by which the market share price exceeds the exercise price at the time of exercise.
- Conditions: Vesting is subject to service conditions and Board retains clawback rights

**Any other information the entity wishes to provide about the +securities the subject of this notification**



Issue details

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**Number of +securities**

62,240

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Part 4 - +Securities on issue

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**Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:  
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)**

**4.1 Quoted +Securities (Total number of each +class of +securities quoted)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
CGC : ORDINARY FULLY PAID	464,378,621

**4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
CGCAA : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	2,240,320
CGCAC : OPTION EXPIRING 01-MAR-2025 EX \$2.44	1,530,535
CGCAE : OPTION EXPIRING 01-MAR-2026 EX \$4.00	1,542,433
CGCAD : PERFORMANCE RIGHTS	167,845



Part 5 - Other Listing Rule requirements

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**5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?**

No

**5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?**

No

**5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

62,240 unquoted long term incentive options have been issued. Each option will, on exercise, give the holder a right to receive 1 fully paid ordinary share per exercised option (or a lesser number of shares, if exercised on a cashless basis).

**5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No