Appendix 3G

Notification of issue, conversion or payment up of equity +securities

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.

If you are an entity incorporated outside Australia and you are issuing a new class of +securities other than CDIs, you will need to obtain and provide an International Securities Identification Number (ISIN) for that class. Further information on the requirement for the notification of an ISIN is available from the Create Online Forms page. ASX is unable to create the new ISIN for non-Australian issuers.

*Denotes minimum information required for first lodgement of this form, with exceptions provided in specific notes for certain questions. The balance of the information, where applicable, must be provided as soon as reasonably practicable by the entity.

Part 1 – Entity and announcement details

Question no	Question	Answer
1.1	*Name of entity We (the entity here named) give notice of the issue, conversion or payment up of the following unquoted +securities.	COSOL Limited
1.2	*Registration type and number Please supply your ABN, ARSN, ARBN, ACN or another registration type and number (if you supply another registration type, please specify both the type of registration and the registration number).	ABN 66 635 371 363
1.3	*ASX issuer code	cos
1.4	*This announcement is Tick whichever is applicable.	 ☑ A new announcement ☐ An update/amendment to a previous announcement ☐ A cancellation of a previous
1.4a	*Reason for update Mandatory only if "Update" ticked in Q1.4 above. A reason must be provided for an update.	announcement
1.4b	*Date of previous announcement to this update Mandatory only if "Update" ticked in Q1.4 above.	
1.4c	*Reason for cancellation Mandatory only if "Cancellation" ticked in Q1.4 above.	
1.4d	*Date of previous announcement to this cancellation Mandatory only if "Cancellation" ticked in Q1.4 above.	
1.5	*Date of this announcement	6 October 2020

Part 2 – Type of issue

Question No.	Question	Answer
2.1	*The +securities the subject of this notification are: Select whichever item is applicable. If you wish to notify ASX of different types of issues of securities, please complete a separate Appendix 3G for each type of issue.	 □ +Securities issued as a result of options being exercised or other +convertible +securities being converted and that are not to be quoted on ASX □ Partly paid +securities that have been fully paid up and that are not to be quoted on ASX □ +Securities issued under an +employee incentive scheme that are not being immediately quoted on ASX □ Other [please specify] If you have selected 'other' please provide the circumstances of the issue here:
2.2a.1	Please state the number and type of options that were exercised or other +convertible securities that were converted (including their ASX security code if available)? Answer this question if your response to Q2.1 is "securities issued as a result of options being exercised or other convertible securities being converted and that are not to be quoted on ASX".	
2.2a.2	And the date the options were exercised or other +convertible securities were converted: Answer this question if your response to Q2.1 is "securities issued as a result of options being exercised or other convertible securities being converted and that are not to be quoted on ASX". Note: If this occurred over a range of dates, enter the date the last of the options was exercised or convertible securities was converted.	
2.2b.1	Please state the number and type of partly paid +securities that were fully paid up (including their ASX security code if available)? Answer this question if your response to Q2.1 is "partly paid securities that have been paid up and that are not to be quoted on ASX".	
2.2b.2	And the date the *securities were fully paid up: Answer this question if your response to Q2.1 is "partly paid securities that have been paid up and that are not to be quoted on ASX". Note: If this occurred over a range of dates, enter the date the last of the securities was fully paid up.	

Appendix 3G Notification of issue, conversion or payment up of equity +securities

2.2c.1	Please state the number and	I type of	(a) 1,500,00	00 options exercisable at \$0.90
2.20.1	+securities (including their A			fore 29 September 2024
	code) issued under an +emp			·
	incentive scheme that are no	t being	(b) 1,500,00	00 options exercisable at \$1.00
	immediately quoted on ASX			fore 29 September 2024
	Answer this question if your respons "securities issued under an employe			·
	scheme that are not being immediat		No ASX secur	ity codes have yet been
	ASX".		issued for thes	
2.2c.2	*Please attach a document of	or provide	See COSOL Limited Employee Option Plan	
	details of a URL link for a do	•		d to the Appendix 3G
	with ASX detailing the terms			SX on 8 May 2020
	+employee incentive scheme summary of the terms.	e or a	df/44hphhc4v	sx.com.au/asxpdf/20200508/p
	Answer this question if your respons	se to 02.1 is	<u>ui/44HpHHC4V</u>	(03]q.pui).
	"securities issued under an employe	ee incentive		
	scheme that are not being immediate ASX".	tely quoted on		
2.2c.3	*Are any of these +securities	heing issued	Yes	
2.20.0	to +key management person		165	
	an +associate	,		
	Answer this question if your respons			
	"securities issued under an employe scheme that are not being immediate			
	ASX".			
2.2c.3.a	*Provide details of the recipients and the number of +securities issued to each of ther			ies issued to each of them.
	Answer this question if your response to Q2.1 is "securities issued under an employee incentive scheme that are not being immediately quoted on ASX" and your response to Q2.2c.3 is "Yes". Repeat the detail in the table			
	not being immediately quoted on As below for each KMP involved in the	issue. If the securiti	ise to Q2.2c.3 is "Ye es are being issued	es". Repeat the detail in the table I to the KMP, repeat the name of the
		egistered holder". If	the securities are b	eing issued to an associate of a KMP,
	insert the hame of the associate in	Name or registered	noider .	
	Name of KMP	Name of regist	ered holder	Number of +securities
	Ben Buckley	Buckley Advisor Ltd <bft a="" c=""></bft>		3,000,000
0.01.1	*T1 / \ / -			
2.2d.1	*The purpose(s) for which the issuing the +securities is:	e entity is		dditional working capital
	Answer this question if your respons	se to 02.1 is	☐ To fund the	e retirement of debt
	"Other".	50 10 92.110		the acquisition of an asset
	You may select one or more of the i	items in the list.	[provide de	etails below]
				services rendered
				etails below]
			☐ Other [pro	vide details below]
			Additional deta	ails:

Appendix 3G Notification of issue, conversion or payment up of equity +securities

2.2d.2	Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including (if applicable) why the issue of the +securities has not been previously announced to the market in an Appendix 3B You must answer this question if your response to Q2.1 is "Other". If there is no other information to provide, please answer "Not applicable" or "N/A".	
2.3	*The +securities being issued are: Tick whichever is applicable	☐ Additional +securities in an existing unquoted class that is already recorded by ASX ("existing class")
		New +securities in an unquoted class that is not yet recorded by ASX ("new class")

Part 3A – number and type of +securities being issued (existing class)

Answer the questions in this part if your response to Q2.3 is "existing class".

Question No.	Question	Answer
3A.1	*ASX security code & description	
3A.2	*Number of +securities being issued	
3A.3a	*Will the +securities being issued rank equally in all respects from their issue date with the existing issued +securities in that class?	
3A.3b	*Is the actual date from which the +securities will rank equally (non-ranking end date) known? Answer this question if your response to Q3A.3a is "No".	
3A.3c	*Provide the actual non-ranking end date Answer this question if your response to Q3A.3a is "No" and your response to Q3A.3b is "Yes".	
3A.3d	*Provide the estimated non-ranking end period Answer this question if your response to Q3A.3a is "No" and your response to Q3A.3b is "No".	
3A.3e	*Please state the extent to which the +securities do not rank equally: • in relation to the next dividend, distribution or interest payment; or	
	• for any other reason Answer this question if your response to Q3A.3a is "No". For example, the securities may not rank at all, or may rank proportionately based on the percentage of the period in question they have been on issue, for the next dividend, distribution or interest payment; or they may not be entitled to participate in some other event.	

Part 3B – number and type of +securities being issued (new class)

Answer the questions in this part if your response to Q2.3 is "new class".

Question No.	Question	Answer
3B.1	*Security description	 (a) Options exercisable at \$0.90 on or before 29 September 2024 (b) Options exercisable at \$1.00 on or before 29 September 2024
3B.2	*Security type Select one item from the list that best describes the securities the subject of this form. This will determine more detailed questions to be asked about the security later in this section. Select "ordinary fully or partly paid shares/units" for stapled securities or CDIs. For interest rate securities, please select the appropriate choice from either "Convertible debt securities" or "Nonconvertible debt securities". Select "Other" for performance shares/units and performance options/rights or if the selections available in the list do not appropriately describe the security being issued.	 □ Ordinary fully or partly paid shares/units □ Options □ +Convertible debt securities □ Non-convertible +debt securities □ Redeemable preference shares/units □ Other
3B.3	ISIN code Answer this question if you are an entity incorporated outside Australia and you are issuing a new class of securities other than CDIs. See also the note at the top of this form.	
3B.4	*Number of +securities being issued	(a) 1,500,000 (b) 1,500,000
3B.5a	*Will all the +securities issued in this class rank equally in all respects from the issue date?	Yes
3B.5b	*Is the actual date from which the +securities will rank equally (non-ranking end date) known? Answer this question if your response to Q3B.5a is "No".	
3B.5c	*Provide the actual non-ranking end date Answer this question if your response to Q3B.5a is "No" and your response to Q3B.5b is "Yes".	
3B.5d	*Provide the estimated non-ranking end period Answer this question if your response to Q3B.5a is "No" and your response to Q3B.5b is "No".	
3B.5e	*Please state the extent to which the +securities do not rank equally: • in relation to the next dividend, distribution or interest payment; or • for any other reason Answer this question if your response to Q3B.5a is "No". For example, the securities may not rank at all, or may rank proportionately based on the percentage of the period in question they have been on issue, for the next dividend, distribution or interest payment; or they may not be entitled to participate in some other event, such as an entitlement issue.	

31 January 2020 Page 5

⁺ See chapter 19 for defined terms

Appendix 3G Notification of issue, conversion or payment up of equity +securities

3B.6 Please attach a document or provide a URL See COSOL Limited Employee Option Plan link for a document lodged with ASX setting Rules attached to the Appendix 3G out the material terms of the +securities released to ASX on 8 May 2020 (https://www.asx.com.au/asxpdf/20200508/ being issued pdf/44hphhc4vx3sjq.pdf) and the summary You may cross reference a disclosure document, PDS, information memorandum, investor presentation or below of the material terms of the options other announcement with this information provided it being issued. has been released to the ASX Market Announcements Platform. Summary of Material Terms Vesting 1,500,000 not subject to vesting condition. (a) 1,000,000 vest on 2/10/2022. Holder must remain employed in the COS Group at the time of exercise. Any options which do not vest will automatically lapse. Milestones (a) 1,500,000 - none. (b) 1,500,000 - as below. - 20% based on total shareholder return indexed against the ASX Small Industrials Index (50% vest if TSR equals the Index, and an additional 4% vest for each 1% by which TSR exceeds the Index) - 40% based on achieving M&A business case/budget numbers as defined by the board (4% vest for each percentile achieved above the 75th percentile) - 40% based on achieving budgeted COS NPAT and ROE (4% vest for each percentile achieved above the 75th percentile) The Board reserves the right to 'claw-back' vested options in the event that material errors in satisfaction of performance milestones are discovered. Acceleration Subject to accelerated vesting events including total & permanent disablement, redundancy, death and change of ownership of COS. 3B.7 *Have you received confirmation from ASX No that the terms of the +securities are appropriate and equitable under listing rule Answer this question only if you are an ASX Listing. (ASX Foreign Exempt Listings and ASX Debt Listings do not have to answer this question). If your response is "No" and the securities have any unusual terms, you should approach ASX as soon as possible for confirmation under listing rule 6.1 that the terms are appropriate and equitable. 3B.8a Ordinary fully or partly paid shares/units details Answer the questions in this section if you selected this security type in your response to Question 3B.2. *+Security currency This is the currency in which the face amount of an issue is denominated. It will also typically be the currency in which distributions are declared. *Will there be CDIs issued over the +securities?

Appendix 3G Notification of issue, conversion or payment up of equity +securities

-			payment up of equity +securities
	*CDI ratio Answer this question if you answered "Yes" to the previous question. This is the ratio at which CDIs can be transmuted into the underlying security (e.g. 4:1 means 4 CDIs represent 1 underlying security whereas 1:4 means 1 CDI represents 4 underlying securities).		
	*Is it a partly paid class of +security?		
	*Paid up amount: unpaid amount		
	Answer this question if answered "Yes" to the previous question.		
	The paid up amount represents the amount of application money and/or calls which have been paid on any security considered 'partly paid'		
	The unpaid amount represents the unpaid or yet to be called amount on any security considered 'partly paid'.		
	The amounts should be provided per the security currency (e.g. if the security currency is AUD, then the paid up and unpaid amount per security in AUD).		
	*Is it a stapled +security? This is a security class that comprises a number of ordinary shares and/or ordinary units issued by separate entities that are stapled together for the purposes of trading.		
3B.8b	Option details	I	
	Answer the questions in this section if you selected this	security	type in your response to Question 3B.2.
	*+Security currency	AUD	 Australian Dollar
	This is the currency in which the exercise price is payable.		
	*Exercise price	(a)	\$0.90 AUD
	The price at which each option can be exercised and convert into the underlying security. If there is no exercise price please answer as \$0.00.		(based on 30% above 5 day VWAP prior to grant date)
	The exercise price should be provided per the security currency (i.e. if the security currency is AUD, the exercise price should be expressed in AUD).	(b)	\$1.00 AUD (based on 45% above 5 day VWAP prior to grant date)
	*Expiry date The date on which the options expire or terminate.	(a)	29 September 2024
	, ,	(b)	29 September 2024
	*Details of the number and type of +security (including its ASX security code if the +security is quoted on or recorded by ASX) that will be issued if an option is exercised For example, if the option can be exercised to receive one fully paid ordinary share with ASX security code	(a)	1 fully paid ordinary share ASX:COS for each option exercised (1,500,000 COS fully paid ordinary shares will be issued if all options are exercised)
	ABC, please insert "One fully paid ordinary share (ASX:ABC)".	(b)	1 fully paid ordinary share ASX:COS for each option exercised (1,500,000 COS fully paid ordinary shares will be issued if all options are exercised)

3B.8c	Details of non-convertible +debt securities, +convertible debt securities, or redeemable preference shares/units			
	Answer the questions in this section if you selected one 3B.2.	wer the questions in this section if you selected one of these security types in your response to Question		
	Refer to Guidance Note 34 and the "Guide to the Namin			
	*Type of +security	☐ Simple corporate bond		
	Select one item from the list	□ Non-convertible note or bond		
		☐ Convertible note or bond		
		☐ Preference share/unit		
		☐ Capital note		
		☐ Hybrid security		
		☐ Other		
	* Coourity ourroppy			
	*+Security currency This is the currency in which the face value of the security is denominated. It will also typically be the currency in which interest or distributions are paid.			
	Face value			
	This is the principal amount of each security. The face value should be provided per the security currency (i.e. if security currency is AUD, then the face value per security in AUD).			
	*Interest rate type	☐ Fixed rate		
	Select one item from the list	☐ Floating rate		
	Select the appropriate interest rate type per the terms of the security. Definitions for each type are provided	☐ Indexed rate		
	in the Guide to the Naming Conventions and Security Descriptions for ASX Quoted Debt and Hybrid	☐ Variable rate		
	Securities	☐ Zero coupon/no interest		
		☐ Other		
	Frequency of coupon/interest payments	☐ Monthly		
	per year	☐ Quarterly		
	Select one item from the list.	☐ Semi-annual		
		☐ Annual		
		□ No coupon/interest payments		
		☐ Other		
	First interset neumant date			
	First interest payment date A response is not required if you have selected "No coupon/interest payments" in response to the question above on the frequency of coupon/interest payments			
	Interest rate per annum			
	Answer this question if the interest rate type is fixed.			
	*Is the interest rate per annum estimated at this time?			
	Answer this question if the interest rate type is fixed.			
	If the interest rate per annum is estimated, then what is the date for this information to be announced to the market (if known) Answer this question if the interest rate type is fixed			
	and your response to the previous question is "Yes". Answer "Unknown" if the date is not known at this time.			

⁺ See chapter 19 for defined terms 31 January 2020

Appendix 3G Notification of issue, conversion or payment up of equity +securities

*Does the interest rate include a reference rate, base rate or market rate (e.g. BBSW or CPI)? Answer this question if the interest rate type is floating or indexed	
*What is the reference rate, base rate or market rate? Answer this question if the interest rate type is floating or indexed and your response to the previous question is "Yes".	
*Does the interest rate include a margin above the reference rate, base rate or market rate? Answer this question if the interest rate type is floating or indexed.	
*What is the margin above the reference rate, base rate or market rate (expressed as a percent per annum) Answer this question if the interest rate type is floating or indexed and your response to the previous question is "Yes".	
*S128F of the Income Tax Assessment Act status applicable to the +security Select one item from the list For financial products which are likely to give rise to a payment to which s128F of the Income Tax Assessment Act applies, ASX requests issuers to confirm the s128F status of the security: "s128F exempt" means interest payments are not taxable to non-residents; "Not s128F exempt" means interest payments are taxable to non-residents; "s128F exemption status unknown" means the issuer is unable to advise the status; "Not applicable" means s128F is not applicable to this security	 □ s128F exempt □ Not s128F exempt □ s128F exemption status unknown □ Not applicable
*Is the +security perpetual (i.e. no maturity date)?	
*Maturity date Answer this question if the security is not perpetual	

Appendix 3G
Notification of issue, conversion or payment up of equity +securities

		 1 - 3 1
+S Up is an	Select other features applicable to the security Ip to 4 features can be selected. Further information is available in the Guide to the Naming Conventions and Security Descriptions for ASX Quoted Debt and Hybrid Securities.	Simple Subordinated Secured Converting Convertible Transformable Exchangeable Cumulative Non-Cumulative Redeemable Extendable Extendable Reset Step-Down Step-Up Stapled
	Is there a first trigger date on which a right f conversion, redemption, call or put can	 None of the above
	e exercised (whichever is first)?	
An	If yes, what is the first trigger date unswer this question if your response to the previous uestion is "Yes".	
(ir +s iss cc An "cc "ex Fo 1,0	Details of the number and type of +security including its ASX security code if the esecurity is quoted on ASX) that will be saued if the securities to be quoted are converted, transformed or exchanged exceptions if the security features include converting", "convertible", "transformable" or exchangeable". For example, if the security can be converted into 1,000 fully paid ordinary shares with ASX security code ABC, please insert "1,000 fully paid ordinary thares (ASX:ABC)".	

Part 4 – Issue details

Question No.	Question	Answer
4.1	*Have the +securities been issued yet?	Yes
4.1a	*What was their date of issue? Answer this question if your response to Q4.1 is "Yes".	6 October 2020
4.1b	*What is their proposed date of issue? Answer this question if your response to Q4.1 is "No".	
4.2	*Are the +securities being issued for a cash consideration? If the securities are being issued for nil cash consideration, answer this question "No".	No

4.2a	*In what currency is the cash consideration being paid	
	For example, if the consideration is being paid in Australian Dollars, state AUD.	
	Answer this question if your response to Q4.2 is "Yes".	
4.2b	*What is the issue price per +security	
	Answer this question if your response to Q4.2 is "Yes" and by reference to the issue currency provided in your response to Q4.2a.	
	Note: you cannot enter a nil amount here. If the securities are being issued for nil cash consideration, answer Q4.2 as "No" and complete Q4.2c.	
4.2c	Please describe the consideration being provided for the +securities Answer this question if your response to Q4.2 is "No".	Issued as incentive remuneration as a new issue in accordance with COS's Employee Option Plan.
4.3	Any other information the entity wishes to provide about the issue	

Part 5 – Unquoted +securities on issue

Following the issue of the +securities the subject of this application, the unquoted issued +securities of the entity will comprise:

Note: the figures provided in the table in section 5.1 below are used to calculate part of the total market capitalisation of the entity published by ASX from time to time. Please make sure you include in the table each class of unquoted securities issued by the entity.

Restricted securities should be included in table 5.1.

5	1
J	

5.1		
	*ASX security code and description	*Total number of +securities on issue
	COSAA – Employee Incentive Options exercisable at \$0.3625 on or before 15 October 2021	2,000,000
	COSAB – Employee Incentive Options exercisable at \$0.415 on or before 15 October 2023	3,000,000
	COSAC – Employee Incentive Options exercisable at \$0.61 on or before 2 September 2022	762,500
	COSAD – Employee Incentive Options exercisable at \$0.70 on or before 2 September 2023	762,500
	Employee Incentive Options exercisable at \$0.90 on or before 29 September 2024	1,500,000
	Employee Incentive Options exercisable at \$1.00 on or before 29 September 2024	1,500,000

Part 6 – Other Listing Rule requirements

The questions in this Part should only be answered if you are an ASX Listing (ASX Foreign Exempt Listings and ASX Debt Listings do not need to complete this Part) and:

- your response to Q2.1 is "+securities issued under an +employee incentive scheme that are not being immediately quoted on ASX"; or
- your response to Q2.1 is "Other"

Question No.	Question	Answer
6.1	*Are the securities being issued under Listing Rule 7.2 exception 13 ¹ and therefore the issue does not need any security holder approval under Listing Rule 7.1? Answer this question if your response to Q2.1 is	No
	"securities issued under an employee incentive scheme that are not being immediately quoted on ASX".	
6.2	*Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1? Answer this question if the response to Q6.1 is "No".	No
6.2a	*Date of meeting or proposed meeting to approve the issue under listing rule 7.1 Answer this question if the response to Q6.1 is "No" and the response to Q6.2 is "Yes".	
6.2b	*Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1? Answer this question if the response to Q6.1 is "No" and the response to Q6.2 is "No".	Yes

Exception 13 is only available if and to the extent that the number of +equity securities issued under the scheme does not exceed the maximum number set out in the entity's prospectus, PDS or information memorandum (in the case of (a) above) or in the notice of meeting (in the case of (b) above).

Exception 13 ceases to be available if there is a material change to the terms of the scheme from those set out in the entity's prospectus, PDS or information memorandum (in the case of (a) above) or in the notice of meeting (in the case of (b) above).

+ See chapter 19 for defined terms 31 January 2020

¹ Exception 13 An issue of securities under an employee incentive scheme if within 3 years before the issue date:

⁽a) in the case of a scheme established before the entity was listed – a summary of the terms of the scheme and the maximum number of equity securities proposed to be issued under the scheme were set out in the prospectus, PDS or information memorandum lodged with ASX under rule 1.1 condition 3; or

⁽b) the holders of the entity's ordinary securities have approved the issue of equity securities under the scheme as an exception to this rule. The notice of meeting must have included:

[•] a summary of the terms of the scheme.

the number of securities issued under the scheme since the entity was listed or the date of the last approval under this rule;

the maximum number of +equity securities proposed to be issued under the scheme following the approval; and

a voting exclusion statement.

Appendix 3G Notification of issue, conversion or payment up of equity +securities

			payment up of equity +securities
	*How many +securities are being issued without +security holder approval using the entity's 157 placement capacity under	(a) (b)	1,500,000 options exercisable at \$0.90 on or before 29 September 2024
	listing rule 7.1? Answer this question if the response to Q6.1 is "No", the response to Q6.2 is "No" and the response to Q6.2b is "Yes".		1,500,000 options exercisable at \$1.00 on or before 29 September 2024
	Please complete and separately send by email to your ASX listings adviser a work sheet in the form of Annexure B to Guidance Note 21 confirming the entity has the available capacity under listing rule 7.1 to issue that number of securities.		
6.2c	*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)? Answer this question if the response to Q6.1 is "No"	No	
	and the response to Q6.2 is "No".		
6.2c.1	*How many +securities are being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?		
	Answer this question if the response to Q6.1 is "No", the response to Q6.2 is "No" and the response to Q6.2c is "Yes".		
	Please complete and separately send by email to your ASX listings adviser a work sheet in the form of Annexure C to Guidance Note 21 confirming the entity has the available capacity under listing rule 7.1A to issue that number of securities.		

Introduced 01/12/19; amended 31/01/20