



Announcement Summary

Entity name

CATAPULT GROUP INTERNATIONAL LTD

Announcement Type

New announcement

Date of this announcement

23/6/2021

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
CAT	ORDINARY FULLY PAID	15,166,377

Proposed +issue date

1/7/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

CATAPULT GROUP INTERNATIONAL LTD

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

53164301197

1.3 ASX issuer code

CAT

1.4 The announcement is

New announcement

1.5 Date of this announcement

23/6/2021

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis? Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	20/8/2021	<input checked="" type="checkbox"/> Estimated	No

Comments

The securities detailed in this appendix 3B consist of the Deferred Consideration Shares, First Tranche Earn-Out Shares and Second Tranche Earn-Out Shares, the issue of which are subject to shareholder approval. The Deferred Consideration Shares will be issued in 5 equal instalments over the 12 month period commencing on the anniversary of completion of the Acquisition. The First Tranche Earn-Out Shares and Second Tranche Earn-Out Shares will only be issued on achievement of certain performance indicators, and will be issued will be issued in 5 equal instalments over the 12 month period commencing on the relevant date earn-out payment date.

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

 Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

 No

Details of +securities proposed to be issued

ASX +security code and description

CAT : ORDINARY FULLY PAID

Number of +securities proposed to be issued

15,166,377

Offer price details



Are the +securities proposed to be issued being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

The shares are proposed to be issued as part consideration for the Acquisition. The value of the Deferred Consideration Shares is US\$20m. The value of the First Tranche Earn-Out Shares is up to US\$2.5m. The value of the Second Tranche Earn-Out Shares is up to US\$2.5m. The First and Second Tranche Earn-Out Shares will be issued subject to achievement of performance indicators in relation to the Acquisition. The AUD equivalent below is indicative only based on current exchange rates.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

32,553,159.000000

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

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

1/7/2022

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

20/8/2021

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

Yes



7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

15,166,377 fully paid ordinary

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

No

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

The proposed issue of shares are for part consideration of the acquisition by Catapult of SBG Sports Software Limited, and consideration of potential earn-out payments.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

The number of First Tranche Earn-Out Shares and Second Tranche Earn-Out Shares detailed in this Appendix 3B is indicative only and represents the maximum number of shares that may be issued if the performance conditions are achieved (subject to an adjustment for a reorganisation event).

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

Not applicable - the entity has arrangements in place with the holder that ensure the securities cannot be on-sold within 12 months in a manner that would breach section 707(3) or 1012C(6)