

Announcement Summary

Entity name

MMJ GROUP HOLDINGS LIMITED

Date of this announcement

Wednesday August 04, 2021

The +securities the subject of this notification are:

♥ +Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

Total number of +securities to be issued/transferred

| ASX +security code | Security description | Total number of +securities to be issued/transferred | Issue date |
|----------------------------------|---|--|------------|
| New class - code to be confirmed | Unlisted Class N options at an exercise price of AUD11.17 cents and expiry date of 29 July 2024 | 1,000,000 | 29/07/2021 |

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

MMJ 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

Registration number

ABN

91601236417

1.3 ASX issuer code

MMJ

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

4/8/2021



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

🗹 +Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

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

☑ does not have an existing ASX security code ("new class")



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

New +securities issued under an +employee incentive scheme

| ASX +security code | +Security description | |
|----------------------------------|---|--|
| New class - code to be confirmed | Unlisted Class N options at an exercise price of AUD11.17 cents and expiry date of 29 July 2024 | |

+Security type ISIN code

Options

Date the +securities the subject of this notification were issued

29/7/2021

Will all the +securities issued in this class rank equally in all respects from their issue date?

✓ Yes

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

Provide details of the KMP or +associates being issued +securities.

| Name of KMP | Name of registered holder | Number of +securities |
|--------------|---------------------------|-----------------------|
| James Hallam | James Hallam | 1,000,000 |

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

✓ Yes

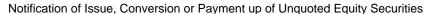
Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

2020 annual general meeting notice issued 23 October 2020 - https://www.mmjgh.com.au/investors/asx-announcements/ Subject to continuing service requirements, the Options shall vest and become exercisable over a period of two (2) years;

- (i) 250,000 Options will vest on the date that is six (6) months after the date of issue;
- (ii) 250,000 Options will vest on the date that is twelve (12) months after the date of issue;
- (iii) 250,000 Options will vest on the date that is eighteen (18) months after the date of issue; and
- (iv) 250,000 Options will vest on the date that is twenty-four (24) months after the date of issue.

Options Details

| +Security currency | Exercise price | Expiry date |
|-------------------------|----------------|-------------|
| AUD - Australian Dollar | AUD 0.11170000 | 29/7/2024 |





Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Ordinary share

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

2020 annual general meeting notice issued 23 October 2020 - https://www.mmjgh.com.au/investors/asx-announcements/

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

The Options are each exercisable into one Share at an exercise price of AUD11.17 cents on or before the expiry date of 29 July 2024.

Each Option will vest into a Share, subject to holder's payment of the exercise price and satisfaction of vesting conditions, comprising:

- Time based vesting conditions
- Continuing service vesting conditions

Issue details

Number of +securities

1,000,000



Part 4 - +Securities on issue

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)

ASX +security code and description

Total number of +securities on issue

MMJ: ORDINARY FULLY PAID 229,953,985

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

| ASX +security code and description | Total number of +securities on issue |
|--|---|
| MMJAD : PERFORMANCE RIGHTS | 13,750,000 |
| MMJAA : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES | 2,000,000 |
| New class - code to be confirmed : Unlisted Class N options at an exercise price of AUD11.17 cents and expiry date of 29 July 2024 | 1,000,000 |



Part 5 - Other Listing Rule requirements

- 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?
 ☑ Yes
- 5.1a Select the number of the applicable exception in Listing Rule 7.2

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