



ASX ANNOUNCEMENT 24 NOVEMBER 2021

DIRECTOR PERFORMANCE RIGHTS SCHEME

333D Ltd (ASX:T3D or “Company”) is pleased to announce it has introduced a Director Performance Rights Scheme (the **Scheme**) to provide incentives and rewards to directors that are linked to shareholder value.

DIRECTOR PERFORMANCE RIGHTS SCHEME

The Scheme will reward executive and non-executive directors with the one-time issue of a tranche of Performance Rights (the **Performance Rights**) upon the achievement of specific market capitalisation milestones.

The Scheme will apply to directors Mr John Conidi, Dr Nigel Finch and Dr Richard Petty (the **Eligible Directors**).

The Board has reviewed several corporate performance share plans adopted by other comparable companies in the micro-cap and technologies sectors and used these as relevant benchmarks for comparison by the Company having regard to the size of the Company and its potential for future sustainable growth in the medium and long term.

The Company wishes to appropriately incentivise its Eligible Directors to work collaboratively as a team to practically achieve the Company’s growth aspirations.

The Board considered that the proposed milestones and the proposed number of Performance Rights were suitable and realistic having regard to the Company’s current trajectory in its development and its plans to for future growth.

Under the Scheme, Eligible Directors will be issued Performance Rights upon the achievement of certain milestones relating to the market capitalisation of the Company.

The Performance Rights will be issued to Eligible Directors for no consideration in tranches only upon the satisfaction of the following Performance Criteria:

Performance Criteria	Number of Performance Rights to be issued to each Eligible Director on satisfaction of the Performance Criteria		
	Mr John Conidi	Dr Nigel Finch	Dr Richard Petty
T3D Market Capitalisation			
\$20 million	15 million	15 million	10 million
\$40 million	15 million	15 million	10 million
\$60 million	15 million	15 million	10 million
\$80 million	15 million	15 million	10 million
\$100 million	15 million	15 million	10 million

The issuance of each of tranche of Performance Rights will also be conditional on each Eligible Director being a Director of the Company at the time of the performance milestone attaching to the relevant tranche of Performance Rights is satisfied.

The Performance Rights to be awarded to each Eligible Director:

- a) will not be quoted on ASX;
- b) will be issued only once upon the achievement of each market capitalisation milestone as described in the Performance Criteria;
- c) will not be transferable;
- d) will not carry any voting rights or rights to dividends declared or determined by the Company;
- e) will have no right to a return of capital on winding of the Company or in the event that the Company undertakes a reduction in capital or otherwise;
- f) have no right to participate in surplus profits or assets in the event of a winding up of the Company; and
- g) have no right to participate in any new issues of securities undertaken by the Company.

At the election of each Eligible Director, each Performance Right will convert to one fully paid ordinary share in the Company (**Shares**). The issuance of any Performance Right to directors of the Company will be subject to shareholders' approval.

The purpose of the Scheme is to incentivise Eligible Directors to reach the performance milestones attaching to the Performance Rights. No consideration will be received by the Company in respect of the issue of the Performance Rights or the Shares as they are being issued to Eligible Directors as consideration for the provision of services by them to the Company.

This announcement has been authorised for release by the **Board of 333D Limited**.

About 333D Limited

333D Limited (ASX: T3D) is Australia's leading 3D printing and technology licensing company. Our leading-edge approach unites the latest in next-generation digital and manufacturing technology to make 3D printed licensed merchandise for sports and entertainment organisations in Australia and around the world.

To find out more about 333D visit: www.333D.com.au

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