



Announcement Summary

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**Entity name**

MONADELPHOUS GROUP LIMITED

**Date of this announcement**

Monday November 21, 2022

**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>
New class - code to be confirmed	PERFORMANCE RIGHTS	472,275	21/11/2022

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**

MONADELPHOUS GROUP 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**

28008988547

**1.3 ASX issuer code**

MND

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

21/11/2022



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:**

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

**ASX +security code**

New class - code to be confirmed

**+Security description**

PERFORMANCE RIGHTS

**+Security type**

Other

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

21/11/2022

**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
Dino Foti	Dino Foti	16,577
Zoran Bebic	Zoran Bebic	14,282
Philip Trueman	Philip Trueman	11,828

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

A summary of the key terms of the Performance Rights is included in the announcement released to the ASX on 21 November 2022 and available at [https://www.monadelphous.com.au/media/5841888/221121-asx-announcement\\_grant-of-performance-rights.pdf](https://www.monadelphous.com.au/media/5841888/221121-asx-announcement_grant-of-performance-rights.pdf).

**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**

A summary of the key terms of the Performance Rights is included in the announcement released to the ASX on 21 November 2022 and available at [https://www.monadelphous.com.au/media/5841888/221121-asx-announcement\\_grant-of-performance-rights.pdf](https://www.monadelphous.com.au/media/5841888/221121-asx-announcement_grant-of-performance-rights.pdf).

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

Performance Rights are subject to a vesting condition of continued employment from grant date to the relevant vest date. Subject to the satisfaction of the employment vesting condition, Performance Rights will vest:

- One third (157,392) on 1 July 2023
- One third (157,392) on 1 July 2024



- One third (157,491) on 1 July 2025

If the vesting condition is not satisfied, or otherwise waived by the Board, Performance Rights will lapse.

A further 29,020 Performance Rights have been offered to the Company's Managing Director, Robert Velletri, with the issue being subject to shareholder approval under listing rule 10.14.

Any shares acquired on exercise of Performance Rights will be restricted from disposal until the earlier of:

- the opening of the share trading window following release of the 30 June 2025 financial results in or around August 2025; and

- the date on which the employee ceases to be employed by the Company or its subsidiaries;

or otherwise determined by the Board.

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#### Issue details

#### **Number of +securities**

472,275

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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>
MND : ORDINARY FULLY PAID	95,664,985

**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>
MNDAB : OPTION EXPIRING 14-SEP-2023 EX \$14.84	2,550,000
MNDAD : RETENTION RIGHTS	1,072,700
MNDAC : OPTION EXPIRING 14-SEP-2024 EX \$9.30	2,317,500
New class - code to be confirmed : PERFORMANCE RIGHTS	472,275



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?**

472275

**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