

# ASX ANNOUNCEMENT

30 January 2024

## NOTICE OF SECOND COURT HEARING

Costa Group Holdings Limited (ASX: CGC) ("Costa") refers to the scheme of arrangement ("Scheme") under which Paine Schwartz Partners, LLC, Driscoll's, Inc and British Columbia Investment Management Corporation (together the "Consortium"), will acquire all of the ordinary shares in Costa that the Consortium and its Associates do not already own.<sup>1</sup>

As set out in Costa's announcement today, Costa Shareholders have approved the Scheme by the requisite majorities at the Scheme Meeting and Costa will now request that the Federal Court of Australia ("Court") approve the Scheme at a hearing that has been scheduled at 9.30am (Sydney time) on 7 February 2024 at the Federal Court ("Second Court Hearing").<sup>2</sup>

Costa Shareholders have the right to appear and be heard at the Second Court Hearing and may oppose the approval of the Scheme at the Second Court Hearing.

If you wish to oppose approval of the Scheme by the Court at the Second Court Hearing you must file with the Court, and serve on Costa, a notice of appearance in the prescribed form, together with any affidavit on which you wish to rely at the hearing. The notice of appearance and affidavit must be served on Costa at its address for service at least 1 day before the Second Court Hearing. The address for service of Costa is: King & Wood Mallesons, Level 27, Collins Arch, 447 Collins Street, Melbourne, VIC 3000 (Attention: Mikkeli Godfree).

This release is authorised by the Costa Group Holdings Limited Board.

**About Costa (ASX:CGC)** - Costa is Australia's leading grower, packer and marketer of fresh fruit & vegetables and operates principally in five core categories: berries, mushrooms, glasshouse tomatoes, citrus and avocados. Operations include approximately +7,200 planted hectares of farmland, 40 hectares of glasshouse facilities and three mushroom growing facilities across Australia. Costa also has strategic foreign interests, with majority owned joint ventures covering six blueberry farms in Morocco and five berry farms in China, covering approximately 750 planted hectares.

**For further information contact:** Michael Toby – Corporate Affairs Manager T: +613 8363 9071

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<sup>1</sup> The Consortium will acquire shares in Costa via Chilli Buyer Pty Ltd (ACN 670 569 678), an entity to be controlled by the Consortium.

Capitalised terms used but not defined in this announcement have the meaning given to those terms in the Scheme Booklet dated and released to the ASX on 11 December 2023.

<sup>2</sup> If the FIRB approval condition has not been satisfied before the Second Court Hearing, Costa intends to approach the Court and request that the Second Court Hearing be postponed or adjourned, with consequential changes to the following dates in the Scheme timetable.