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ASX Announcement

9 January 2024

Attachment to Appendix 3G dated 9 January 2024

Eureka Group Holdings Limited (ASX: EGH) (Eureka) advises that this ASX Announcement is referred to in Appendix 3G lodged by Eureka on 9 January 2024 and provides further information on the terms of the Performance Rights issued to KMP which could not otherwise be included in the Appendix 3G electronic form.

This announcement was approved and authorised for release by Eureka's Executive Chairman.

For further information, contact Murray Boyte, Executive Chairman on 07 5568 0205.

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

| Grant Date | 08 January 2024 | | | | | | | | | | |
|--------------------------------|---|-----------------|----------------------------|------------------------|----|-------------------------------|-----|--------------------------------|--------------------------------------|--------------|------|
| Exercise Price | N/A | | | | | | | | | | |
| Performance Hurdles | <p>The Rights will vest on the Last Vesting Date in accordance with the following TSR CAGR hurdles, with TSR CAGR to be tested on the Last Vesting Date:</p> <table border="1"> <thead> <tr> <th>TSR CAGR</th> <th>% of Rights to vest</th> </tr> </thead> <tbody> <tr> <td>Less than 7% per annum</td> <td>0%</td> </tr> <tr> <td>At least 7% but less than 10%</td> <td>50%</td> </tr> <tr> <td>At least 10% but less than 15%</td> <td>70% to 100% on a straight-line basis</td> </tr> <tr> <td>At least 15%</td> <td>100%</td> </tr> </tbody> </table> <p>where:</p> <ul style="list-style-type: none"> • Base VWAP means the volume weighted average price of Shares on ASX over the five Trading Days (as that term is defined in the Listing Rules) immediately after (but not including) the First Results Release Date; • First Results Release Date means the date of release of Eureka's FY22-23 financial results, being 29 August 2023; • Second Results Release Date means the date of release of Eureka's FY25-26 financial results, expected to be on or about 31 August 2026; • Share Price Appreciation means the difference between the Base VWAP and Vesting VWAP; • TSR CAGR means the TSR compound annual growth rate as against the Base VWAP; • TSR means the total return of a Share to a shareholder of Eureka, inclusive of Share Price Appreciation, capital returns, and dividends; and • Vesting VWAP means the volume weighted average price of Shares on ASX over the five Trading Days (as that term is defined in the Listing Rules) immediately after (but not including) the Second Results Release Date. | TSR CAGR | % of Rights to vest | Less than 7% per annum | 0% | At least 7% but less than 10% | 50% | At least 10% but less than 15% | 70% to 100% on a straight-line basis | At least 15% | 100% |
| TSR CAGR | % of Rights to vest | | | | | | | | | | |
| Less than 7% per annum | 0% | | | | | | | | | | |
| At least 7% but less than 10% | 50% | | | | | | | | | | |
| At least 10% but less than 15% | 70% to 100% on a straight-line basis | | | | | | | | | | |
| At least 15% | 100% | | | | | | | | | | |

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|---|--|
| Service Conditions | The Eligible Participant must remain employed by Eureka (in the position which the Eligible Participant holds at the date of this Letter) from the Grant Date until the Last Vesting Date |
| Exercise Conditions | Nil |
| Last Vesting Date | 30 September 2026 |
| First Exercise Date | The earliest date on which the Rights may be exercised is the Last Vesting Date |
| Application Date | 8 January 2024 |
| Any other terms and conditions relating to the issue of the Rights | <p>In accordance with rule 16.5 of the Plan Rules, the Board will retain the discretion to adjust the Rights held by the Eligible Participant in the event of a re-organisation of Eureka's issued Share capital, subject only to compliance with the Listing Rules and the Corporations Act</p> <p>The Rights are otherwise governed by the terms and conditions set out in the Plan Rules (including but not limited to those in relation to transferability and restrictions on dealings)</p> |