



Announcement Summary

Entity name

COUNTPLUS LIMITED

Date of this announcement

Wednesday December 21, 2022

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
CUPAA	PERFORMANCE RIGHTS	1,363,890	21/12/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

COUNTPLUS 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

11126990832

1.3 ASX issuer code

CUP

1.4 The announcement is

New announcement

1.5 Date of this announcement

21/12/2022



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:

has an existing ASX security code ("existing class")



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

Additional +securities in an existing class issued under an +employee incentive scheme

ASX +security code and description

CUPAA : PERFORMANCE RIGHTS

Date the +securities the subject of this notification were issued

21/12/2022

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class

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
Hugh Humphrey	Hugh Humphrey	639,960
Laurent Toussaint	Laurent Toussaint	118,117
Andrew Kennedy	Andrew Kennedy	91,899

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

Each Performance Right is entitled to receive one fully paid ordinary share in the Company subject to the vesting conditions. Details of the vesting conditions are set out in the Notice of AGM released to the ASX on 6 October 2022 which is available on the Company's website at ASX Announcements - CountPlus Limited (ASX:CUP).

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

In relation to section 4.1 of this notice, CountPlus are currently conducting an on-market buy back. Form 484's are lodged with ASIC for the notification of cancelled ordinary shares during the on-market buyback period. The current number of CUP ordinary shares on issue is 112,824,349 based on the Form 484 lodged with ASIC on 20 December 2022.



Issue details

Number of +securities

1,363,890



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
CUP : ORDINARY FULLY PAID	114,222,559

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
CUPAA : PERFORMANCE RIGHTS	1,910,694



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?

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?

No

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)?

N/A