

Announcement Summary

---

**Entity name**

COCHLEAR LIMITED

**Date of this announcement**

Wednesday October 06, 2021

**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>
COHAB	SERVICE RIGHTS	3,944	30/09/2021
New class - code to be confirmed	DEFERRAL PERFORMANCE RIGHTS	39,288	30/09/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

---

**1.1 Name of entity**

COCHLEAR 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**

96002618073

**1.3 ASX issuer code**

COH

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

6/10/2021



Part 2 - Issue details

---

**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:**

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

does not have an existing ASX security code ("new 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

---

**ASX +security code and description**

COHAB : SERVICE RIGHTS

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

30/9/2021

**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?**

No

**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**

The Service Rights (SR) are offered under the Cochlear Equity Incentive Plan and are granted for nil consideration. Each SR is an entitlement to receive one fully-paid ordinary share in Cochlear Limited (Cochlear Share), subject to meeting the vesting condition. The vesting condition is continuous permanent full-time or part-time employment with Cochlear (or a related body corporate) from the date of grant to the vesting date (ie the next business day after the announcement of Cochlear's FY2023 results in August 2023). SRs carry no voting or dividend rights.

Upon vesting, SRs are automatically exercised and Cochlear Shares issued to, or acquired by, the trustee or nominee (for US participants) to be held on behalf of the participant. Vested SRs are automatically exercised for nil consideration. If the participant's employment with Cochlear (or a related body corporate) ceases for any reason other than death, the SRs will automatically lapse, unless the Board decides otherwise.

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

Issue details

---

**Number of +securities**

3,944

---



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**

DEFERRAL PERFORMANCE RIGHTS

**+Security type**

Other

**ISIN code**

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

30/9/2021

**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
Diggory William Howitt	Same	3,851
Anthony Bishop	Same	879
Jan Janssen	Same	1,415
Richard Brook	Same	1,151
Stu Sayers	Same	990
Tony Manna	Same	1,339

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

**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 terms of the Cochlear Equity Incentive Plan (CEIP) FY21 Short Term Incentive (STI) Plan is set out on pages 60 & 61 of Cochlear Limited's 2021 Annual Report: [https://www.cochlear.com/65fd6451-a8d0-44bb-b5d1-504b7b83f029/2021+Annual+Report.pdf?MOD=AJPERES&CONVERT\\_TO=url&CACHEID=ROOTWORKSPACE-65fd6451-a8d0-44bb-b5d1-504b7b83f029-nJwO4dK](https://www.cochlear.com/65fd6451-a8d0-44bb-b5d1-504b7b83f029/2021+Annual+Report.pdf?MOD=AJPERES&CONVERT_TO=url&CACHEID=ROOTWORKSPACE-65fd6451-a8d0-44bb-b5d1-504b7b83f029-nJwO4dK)



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

Issue details

---

**Number of +securities**

39,288

---

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)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
COH : ORDINARY FULLY PAID	65,774,028

**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>
COHAI : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	199,138
COHAK : PERFORMANCE RIGHT	40,555
COHAB : SERVICE RIGHTS	11,525
New class - code to be confirmed : DEFERRAL PERFORMANCE RIGHTS	39,288



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?**

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?**

43,232

**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