

Tourism Holdings Limited  
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12 September 2023

**ASX RELEASE**  
**TOURISM HOLDINGS LIMITED (thl)**

**REPLACEMENT CAPITAL CHANGE NOTICE**

Please see below a Replacement Capital Change Notice, which replaces the Capital Change Notice issued on 6 September 2023.

**ENDS**

**Authorised by:**

**Grant Webster**  
**Chief Executive Officer, Tourism Holdings Limited**

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About **thl** ([www.thlonline.com](http://www.thlonline.com))

***thl** is a global tourism operator listed on the NZX and ASX (code: THL) and is the largest commercial RV rental operator in the world. In November 2022, **thl** merged with Apollo Tourism & Leisure, creating a multi-national, vertically integrated RV manufacturing, rental, and retail business spanning motorhomes, campervans and caravans. **thl** also operates tourism adventure, travel technology, and commercial vehicle manufacturing businesses.*

*In New Zealand/Australia, **thl** operates rental brands (Maui, Britz, Apollo, Mighty, Hippie, Cheapa Campa), manufacturing (Action Manufacturing, Apollo), retail brands (Talvor, Kea, Winnebago, Adria, Coromal, Windsor), retail dealerships (RV Super Centre, Apollo RV Sales, Kratzmann, George Day, Sydney RV, E-Camperco), travel technology (TripTech) and tourism attractions (Kiwi Experience and the Discover Waitomo Group, which includes Waitomo Glowworm Caves, Ruakuri Cave, Aranui Cave and The Legendary Black Water Rafting Co.). In North America, **thl** operates the Road Bear RV, El Monte RV, CanaDream, Britz and Mighty rental brands. In UK and Europe, **thl** operates the Just go, Apollo and Bunk Campers rental brands.*

Section 1: Issuer information	
Name of issuer	Tourism Holdings Limited
NZX ticker code	THL
Class of financial product	Ordinary Shares
ISIN (If unknown, check on NZX website)	N/A
Currency	NZD
Section 2: Capital change details	
Number issued/acquired/redeemed	223,557
Nominal value (if any)	N/A
Issue/acquisition/redemption price per security	Exercise price of: <ul style="list-style-type: none"> <li>\$1.57 in respect of 198,333 LTI Options</li> <li>\$2.55 in respect of 25,224 Retention Share Options</li> </ul>
Nature of the payment (for example, cash or other consideration)	Cash
Amount paid up (if not in full)	Fully paid
Percentage of total class of Financial Products issued/acquired/redeemed/ (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence)	0.104%
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	N/A
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	Issue of Ordinary Shares upon the exercise of 198,333 LTI Options pursuant to the Tourism Holdings Limited Long Term Incentive Scheme 2017 and 25,224 Retention Share Options pursuant to the <i>thl</i> Short-term Incentive Scheme 2020.
Total number of Financial Products of the Class after the issue/acquisition/redemption/Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue/acquisition/redemption.	214,637,924 Ordinary Shares 7,133,001 LTI Options 1,053,086 Retention Share Options
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	N/A
Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made.	Listing Rule 4.6 and Directors' resolutions.
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	As set out above.
Date of issue/acquisition/redemption	6 September 2023

Section 3: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Grant Webster
Contact person for this announcement	Amir Ansari
Contact phone number	+64 21 163 8053
Contact email address	<a href="mailto:amir.ansari@thlonline.com">amir.ansari@thlonline.com</a>
Date of release through MAP	12 September 2023