



ASX Announcement

7 December 2023

RELEASE OF SECURITIES FROM ESCROW AND VESTING OF OPTIONS

BRISBANE, Australia - XPON Technologies Group Limited (ASX:XPON), (“**XPON**” or “**the Company**”) a marketing technology and cloud business providing mission-critical software and solutions to corporate and mid-tier enterprises in Australia, New Zealand, the United Kingdom and Europe, advises that:

Release of Securities from Escrow

A total of 157,434,470 fully paid ordinary shares which are currently classified as ASX mandatory and voluntarily restricted securities will cease to be escrowed on the date set out below. XPON securities held by employees can only be traded in line with the Company’s Securities Trading Policy.

No	Security Description	Escrow Period	Number	Escrow Expiry Date
1	XPONAP: Ordinary Fully Paid Restricted	ASX Mandatory Escrow (24 months)	142,060,350	16 December 2023
2	XPONAM: Ordinary Fully Paid Restricted	ASX Mandatory Escrow (12 months) Voluntary Escrow (24 months)	3,020,295	16 December 2023
3*	XPON: Ordinary Fully Paid Restricted	Voluntary Escrow (24 months)	11,062,625	16 December 2023
4*	XPON: (Previously XPONAL): Ordinary Fully Paid Restricted	ASX Mandatory Escrow (12 months) Voluntary Escrow (24 months)	1,291,200	16 December 2023
	Total		157,434,470	

The Company will apply for quotation of 145,080,645 shares within 5 business days after the end of the escrow period in accordance with Listing Rule 2.8.5

**Note: Under ASX Listing Rule 2.4, securities subject to voluntary escrow are quoted by ASX in the ordinary course and will not be included in the Appendix 2A associated with this announcement for quotation.*

Vesting of Options

A total of 125,000 performance incentive Options over XPN ordinary shares (“Options”) issued to management under the Company’s Employee Share Plan prior to listing have vested following satisfaction of the relevant continuing service condition. The Options were issued on 30 June 2020 and a summary of the Option terms is set out in the Prospectus (released to the ASX on 15 December 2021).

All 125,000 Options are entitled to be exercised immediately upon vesting and will convert to ordinary shares at an exercise price of \$0.11. The expiry date of the Options is 1 July 2030.

The above details are provided under ASX Listing rule 3.10.7.

This announcement was approved by the Chair of XPON Technologies Group Limited ACN 635 810 258

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