

ASX: LVH MARKET RELEASE

Completion of Cancellation of Employee Loan Back Shares

28 June 2022 | Melbourne, Victoria

Further to the announcement released on 10 June 2022, LiveHire Limited (ASX:LVH) ("LiveHire" or the "Company") advises that, in accordance with the Company's employee incentive plan ("EIP"), on 27 June 2022 it completed the cancellation of 2,311,050 ordinary shares ("Shares") which were subject to loan-back arrangements under the EIP ("Loan Back Shares"). The total share capital of the Company was reduced to 295,011,554 Shares upon completion of the cancellation of the Loan Back Shares (before the additional issue of Shares set out below).

Further details are set out in the enclosed Appendix 3C and the Appendix 3H separately released today. An Appendix 3Y in respect of the changes to the interests of Antonluigi Gozzi, an executive director of the Company, is also enclosed.

The consideration offered for the Loan Back Shares was the forgiveness of the outstanding loans to the Company in respect of the relevant market price or issue price (as applicable) of the Loan Back Shares. Accordingly, no cash was paid by the Company for the Loan Back Shares and there is no impact on the Company's cash position as a result of the cancellation.

Cancellation of Performance Rights

Additionally, the Company advises that 175,000 unlisted performance rights ("Performance Rights") issued under the EIP have been cancelled following their expiry. Details regarding the cancellation of Performance Rights are set out in the Appendix 3H separately released today.

Conversion of Performance Rights

The Company further advises that it has converted 37,037 Performance Rights issued to an employee of the Company into a total of 37,037 Shares. An Appendix 2A in relation to the quotation of Shares will be lodged separately today.

The Company advises that it is not required to issue a cleansing statement under section 708A(5)(e) of the Corporations Act 2001 (Cth) on the basis that the Performance Rights were issued under the EIP in accordance with the relief provided under ASIC Class Order [CO14/1000].

For more information:

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Antonluigi Gozzi, Executive Director, authorised the release of this announcement to the ASX.

About LiveHire

LiveHire is an award-winning¹, market-leading recruitment, talent mobility and direct sourcing platform. It revolutionises the candidate experience and enables businesses and curation partners to thrive with talent on demand. The platform makes managing the flow of talent into and through businesses seamless, delivering value through detailed visibility of talent, shifting both permanent and contingent recruitment from reactive to proactive, improving fit, reducing time and cost to hire, with an unrivalled candidate experience.

Founded in 2011, LiveHire is an Australian company headquartered in Melbourne, with offices also in Sydney, Perth and Miami.

www.livehire.com

¹ https://drivenxdesign.com/SYD17/winners_list.asp

Appendix 3C

Notification of buy-back

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

*Denotes minimum information required for first lodgement of this form, with exceptions provided in specific notes for certain questions. The balance of the information, where applicable, must be provided as soon as reasonably practicable by the entity.

Part 1 – Entity and announcement details

Question no	Question	Answer
1.1	*Name of entity We (the entity named above) provide the following information about our buy-back	LiveHire Limited
1.2	*Registration type and number <i>Please supply your ABN, ARSN, ARBN, ACN or another registration type and number (if you supply another registration type, please specify both the type of registration and the registration number).</i>	ACN 153 266 605
1.3	*ASX issuer code	LVH
1.4	*The announcement is <i>Select whichever is applicable.</i>	☐ New announcement ☐ Update/amendment to previous announcement ☐ Cancellation of previous announcement ☒ Daily buy-back notification <i>Not applicable for selective buy-backs (complete Part 4)</i> ☒ Final buy-back notification <i>(complete Part 5)</i>
1.4b	*Reason for update <i>Answer this question if your response to Q 1.4 is "Update/amendment to previous announcement".</i>	
1.4c	*Date of initial notification of buy-back <i>Answer this question if your response to Q 1.4 is "Update/amendment to previous announcement" or "Cancellation of previous announcement".</i>	
1.4d	*Date of previous announcement to this update <i>Answer this question if your response to Q 1.4 is "Update/amendment to previous announcement".</i>	
1.4e	*Reason for cancellation <i>Answer this question if your response to Q 1.4 is "Cancellation of previous announcement".</i>	
1.4f	*Date of previous announcement to this cancellation <i>Answer this question if your response to Q 1.4 is "Cancellation of previous announcement".</i>	
1.5	*Date of this announcement	28/06/22
1.6	*Class of +securities the subject of the buy-back: <i>Note: only one type of buy-back for one class of security can be advised in this notification. If a buy-back extends to more than one class of security, a separate notification is required for each class.</i>	ASX Security Code: LVH Security Description: Ordinary Fully Paid

Part 2 –Type of buy-back

Question No.	Question	Answer
2.1	*The type of buy-back is <i>Note this form is not required for minimum holding buy-backs (i.e. buy-backs of unmarketable parcels). The only notification required to ASX for a minimum holding buy-back is the lodgement of an Appendix 3H within 5 business days of the completion of the minimum holding buy-back notifying ASX of the cancellation of the securities bought back in accordance with listing rule 3.8A.</i>	☒ Employee share scheme buy-back ☐ On-market buy-back ☐ Equal access scheme buy-back ☐ Selective buy-back ☐ Other buy-back <i>Select one item.</i> <i>Note: "Other buy-back" does not include a minimum holding buy-back. The section "Other buy-back" will generally only be applicable to an entity established outside Australia.</i>
2.2	Please describe the type of buy-back <i>Answer this question if your response to Q 2.1 is "Other buy-back".</i>	

Part 3 –Buy-back details

Part 3A – Details of +securities, price and reason

3A.1	*Total number of +securities on issue in the class of +securities to be bought back	
3A.2	*Total number of +securities proposed to be bought back <i>Answer this question if your response to Q 2.1 is "Employee share scheme buy-back", "Selective buy-back" or "Other buy-back".</i>	
3A.3	*Name of person or description of class of persons whose +securities are proposed to be bought back <i>Answer this question if your response to Q 2.1 is "Selective buy-back".</i>	
3A.4	*Does the entity intend to buy back a minimum number of +securities <i>Answer this question if your response to Q 2.1 is "On-market buy-back".</i>	Yes or No
3A.4a	*Minimum number of +securities intended to be bought back. <i>Answer this question if your response to Q 2.1 is "On-market buy-back" and your response to Q 3A.4 is "Yes".</i>	
3A.5	*Does the entity intend to buy back a maximum number of securities? <i>Answer this question if your response to Q 2.1 is "On-market buy-back".</i>	Yes or No
3A.5a	*Maximum number of +securities proposed to be bought back <i>Answer this question if your response to Q 2.1 is "On-market buy-back" and your response to Q 3A.5 is "Yes".</i>	
3A.6	*Name of broker or brokers who will offer to buy back +securities on the entity's behalf <i>Answer this question if your response to Q 2.1 is "On-market buy-back".</i>	

3A.7	*Percentage of +securities the entity will offer to buy back <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back".</i>	%
3A.8	*Approximate total number of +securities that will be bought back if all buy-back offers are accepted (disregarding any rounding and restrictions on foreign participation) <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back".</i>	
3A.9	*Are the +securities being bought back for a cash consideration? <i>Note: if the securities are being bought back for nil cash consideration, answer this question "No".</i>	Yes or No
3A.9a	*Is the price to be paid for +securities bought back known? <i>Answer this question if your response to Q 3A.9 is "Yes".</i>	Yes or No
3A.9a(i)	*In what currency will the buy-back consideration be paid? <i>Answer this question if your response to Q 3A.9 is "Yes". Note: all prices below are to be expressed in this currency.</i>	
3A.9a(ii)	*Buy-back price per +security <i>Answer this question if your response to Q 3A.9 is "Yes" and your response to Q3A.9a is "Yes".</i>	
3A.9a(iii)	*Capital component of buy-back price per +security <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back", your response to Q 3A.9 is "Yes" and your response to Q3A.9a is "Yes".</i>	
3A.9a(iv)	*Dividend component of buy-back price per +security <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back", your response to Q 3A.9 is "Yes" and your response to Q3A.9a is "Yes".</i>	
3A.9a(v)	*Indicative buy-back price per +security <i>Answer this question if your response to Q2.1 is anything other than "On-market buy-back", your response to Q 3A.9 is "Yes" and your response to Q3A.9a is "No". Please lodge an update to this form when the final buy-back price is known.</i>	
3A.9b	*Please describe the consideration being provided to buy back the +securities <i>Answer this question if your response to Q3A.9 is "No".</i>	
3A.10	*Do the buy-back terms allow for a scale-back? <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back".</i>	Yes or No
3A.10a	*Please summarise the scale-back terms <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back" and your answer to Q 3A.10 is "Yes".</i>	

3A.11	*What will be done with fractional entitlements? <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back".</i>	☐ Fractions rounded up to the next whole number ☐ Fractions rounded down to the nearest whole number or fractions disregarded ☐ Fractions of 0.5 or more rounded up ☐ Fractions over 0.5 rounded up ☐ Not applicable
3A.12	*Reason for buy-back <i>Answer this question if your response to Q 2.1 is "Other buy-back".</i>	
3A.13	Please provide a URL for where the buy-back offer document can be viewed online with offer acceptance codes <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back"</i>	

Part 3B – Buy-back restrictions and conditions

3B.1	*Does the buy-back require security holder approval? <i>Disregard any security holder approval that has already been obtained.</i>	Yes or No
3B.1a	Type of security holder approval required <i>Answer this question if your response to Q 3B.1 is "Yes".</i>	Ordinary resolution or Special resolution
3B.1b	*Anticipated date of security holder meeting to approve the buy-back <i>Answer this question if your response to Q 3B.1 is "Yes".</i>	
3B.2	*Are there any restrictions on foreign participation in the buy-back <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back", "Selective buy-back" or "Other buy-back".</i>	Yes or No
3B.2a	*Please summarise the restrictions on foreign participation <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back", "Selective buy-back" or "Other buy-back" and your response to Q 3B.2 is "Yes".</i>	
3B.2b	*For holdings in the name of a custodian or nominee, will the foreign participation restrictions be applied to the address of the custodian or nominee or the address of the beneficial holder? <i>Answer this question if your response to Q 2.1 is "Equal access scheme buy-back", "Selective buy-back" or "Other buy-back" and your response to Q 3B.2 is "Yes".</i>	Custodian/ nominee or Beneficial holder
3B.3	*Are there any other conditions that need to be satisfied before the buy-back offer becomes unconditional <i>Answer this question if your response to Q 2.1 is "Employee share scheme buy-back", "Equal access scheme buy-back", "Selective buy-back" or "Other buy-back"</i>	Yes or No

3B.3a	*Please summarise the conditions <i>Answer this question if your response to Q 2.1 is "Employee share scheme buy-back", "Equal access scheme buy-back", "Selective buy-back" or "Other buy-back" and your response to Q 3B.3 is "Yes".</i>	
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Part 3C - Key dates

Employee Share Scheme, Selective and Other Buy-Backs <i>Answer the questions in this part if your response to Q 2.1 is "Employee share scheme buy-back", "Selective buy-back" or "Other buy-back"</i>		
3C.1	*Anticipated date buy-back will occur	
On-market buy-back <i>Answer the questions in this part if your response to Q 2.1 is "On-market buy-back"</i>		
3C.2	*Proposed buy-back start date	
3C.3	*Proposed buy-back end date <i>Note: under ASIC Regulatory Guide 110, this date must be no longer than 12 months after the receipt of any approval necessary from security holders for the buy-back or, if no such approval is required, 12 months after notice is given to ASIC of the buy-back under the Corporations Act.</i>	
Equal access scheme buy-back <i>Answer the questions in this part if your response to Q 2.1 is "Equal access scheme buy-back"</i>		
3C.4	*Buy-back announcement date <i>This is day 0 in the timetable for an equal access scheme buy-back in section 11 of appendix 7A of the listing rules.</i> <i>Note: If the buy-back requires security holder approval, that approval must be obtained before day 0.</i>	
3C.5	*+Record date for participation in the offer <i>This is the date on which the register is closed to determine entitlements to the buy-back and must be at least 4 business days after the announcement date (day 4 in the timetable in section 11 of appendix 7A of the listing rules). Setting this date will pre-populate a number of the date fields in the remainder of the timetable below.</i> <i>Note: The record date and ex date cannot be changed (including to postpone or cancel them) any later than 12 noon Sydney time on the day before the previous ex date advised to ASX.</i>	
3C.6	*Ex date <i>Trading in the securities commences on an "ex buy-back" basis. This is the business day prior to the record date (day 3 in the timetable in section 11 of appendix 7A of the listing rules).</i> <i>Note: The record date and ex date cannot be changed (including to postpone or cancel them) any later than 12 noon Sydney time on the day before the previous ex date advised to ASX.</i>	
3C.7	*Buy-back offer open date	
3C.8	*Last date for entity to send serially numbered acceptance forms to persons entitled <i>This date must be no more than 3 business days after the record date</i>	
3C.9	*Last day to extend the buy-back offer close date <i>This date is 5 business days before the offer close date</i>	
3C.10	*Buy-back offer closing date <i>This date must be not less than 15 business days after the record date</i>	
3C.11	*Anticipated date buy-back will occur	

+ See chapter 19 for defined terms

3C.12	*Last day for entity to lodge a final buy-back notice with ASX under listing rule 3.8A. <i>This date is no more than one business day after the buy-back offer closing date</i>	
3C.13	*Last day for entity to update its register to cancel the +securities bought back and to lodge an Appendix 3H with ASX under listing rule 3.8A notifying the number of +securities that have been cancelled due to the buy-back. <i>This date is no more than 5 business days after the entity has given the final buy-back notice to ASX.</i>	

Part 3D – Other information

3D.1	Any other information the entity wishes to notify to ASX about the buy-back	
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Part 4 – Daily buy-back notification

Answer the questions in this part if your response to Q 2.1 is “Employee share scheme buy-back”, “On-market buy-back”, “Equal access share scheme buy-back” or “Other buy-back”) and you are giving a daily buy-back notification under listing rule 3.8A.

A daily buy-back notification must be submitted for these types of buy-backs at least half an hour before the commencement of trading on the business day after any day on which securities are bought back (per listing rule 3.8A).

4.1	*Date of this notification	28 June 2022	
4.2	*Previous day on which +securities were bought back	27 June 2022	
		Before previous day	On previous day
4.3	*Total number of +securities bought back, or in relation to which acceptances have been received	0	2,311,050
4.4	*Total consideration paid or payable for the +securities	A\$0	Nil – Consideration is the extinguishment of loans totalling A\$1,574,117.37 originally advanced by the Company to the executive director and former employees of the Company under the employee incentive plan which are equivalent to the issue price or market price (as applicable) of the shares bought back. No cash is payable by the Company for the buyback.
4.5	*Highest price paid <i>Answer these questions if your response to Q 2.1 is “On-market buy-back”.</i>	*Date highest price was paid:	
4.6	*Lowest price paid <i>Answer these questions if your response to Q 2.1 is “On-market buy-back”.</i>	*Date lowest price was paid:	

4.7	*Highest price allowed to be paid by entity on the previous day under listing rule 7.33: <i>Answer this question if your response to Q 2.1 is "On-market buy-back".</i> <i>Note: Listing Rule 7.33 provides that a listed entity may only buy back securities under an on-market buy-back at a price which is not more than 5% above the volume weighted average market price for securities in that class, calculated over the last 5 days on which sales in the shares were recorded before the day on which the purchase under the buy-back was made.</i>	
4.8	*If the entity has disclosed an intention to buy back a maximum number of +securities, the remaining number of +securities to be bought back as at the end of the previous day <i>Note: ASX has calculated this number for you based on previous notifications. If it is not correct, please amend it to the correct number and consider whether any updates need to be made to previous notifications.</i>	N/A

Part 5 – Final buy-back notification

Answer the questions in this part if you are giving a final buy-back notification under listing rule 3.8A.

For on-market buy-backs, a final buy-back notification must be submitted at least half an hour before the commencement of trading on the business day after the company buys back the maximum number of securities that it wanted or the company decides it will stop buying back securities.

For equal access buy-back schemes, a final buy-back notification must be submitted no later than five business days after the buy-back offer closing date.

For employee share scheme buybacks, selective buy-backs and other buy-backs, a final buy-back notification must be submitted by no later than five business days after the completion of the buy-back.

5.1	*Total number of +securities bought back	2,311,050
5.2	*Total consideration paid or payable for the +securities	Nil – Consideration is the extinguishment of loans totalling A\$1,574,117.37 originally advanced by the Company to the executive director and former employees of the Company under the employee incentive plan which are equivalent to the issue price or market price (as applicable) of the shares bought back. No cash is payable by the Company for the buyback.
5.3	*Highest price paid <i>Answer this question if your response to Q 2.1 is "On-market buy-back".</i>	
5.4	*Date highest price was paid <i>Answer this question if your response to Q 2.1 is "On-market buy-back".</i>	
5.5	*Lowest price paid <i>Answer this question if your response to Q 2.1 is "On-market buy-back".</i>	
5.6	*Date lowest price was paid <i>Answer this question if your response to Q 2.1 is "On-market buy-back".</i>	

Introduced 05/06/21

Appendix 3Y

Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available.
Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

Name of entity	LiveHire Limited
ABN	59 153 266 605

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Antonluigi Gozzi
Date of last notice	5 April 2022

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Antonluigi Gozzi
Date of change	27 June 2022
No. of securities held prior to change Antonluigi Gozzi Endeavour Voyager Pty Ltd <Voyager Trust A/C>	400,000 Loan Back Shares 1,249,114 Performance Rights (subject to various performance-based vesting criteria) 19,980,780 fully paid ordinary shares

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Class	Fully paid ordinary shares subject to a loan arrangement issued under the Company's employee incentive plan (EIP) (Loan Back Shares)
Number acquired	Nil
Number disposed	400,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$393,840 (\$0.9846 per Loan Back Share). As the issue price for the Loan Back Shares was loaned to Antonluigi Gozzi under the EIP, no funds were paid by the Company in respect of the Loan Back Shares.
No. of securities held after change Antonluigi Gozzi Endeavour Voyager Pty Ltd <Voyager Trust A/C>	 1,249,114 Performance Rights (subject to various performance-based vesting criteria) 19,980,780 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Cashless buy-back of Loan Back Shares.

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	NO
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.