



facsimile

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From: Alyson Sosa **Fax:** (02) 8225 5114
Citigroup Global Markets Australia Pty Limited
Date: 28 October 2022 **Pages:** 6 (including cover sheet)
Subject: Submission of Form 603 re: Costa Group Holdings Ltd [CGC.AX]

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Notice of initial substantial shareholder

Form 603
Corporations Act
Section 671B

To: Costa Group Holdings Ltd ("CGC", Ordinary Fully Paid)

1. Details of substantial shareholder

Citigroup Global Markets Australia Pty Limited (ACN 003 114 832) and each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit www.citigroup.com).

The holder became a substantial holder on 26 October 2022.

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

| Class of securities | Number of securities | Person's vote | Voting Power |
|--------------------------|----------------------|---------------|--------------|
| CGC, Ordinary Fully Paid | 25,555,739 | 25,555,739 | 5.5012% |

3. Details of relevant interests

| Holder of relevant interest | Nature of relevant interest | Class and number of securities |
|--|--|---------------------------------------|
| Citigroup Global Markets Limited | Citigroup Global Markets Limited holds a relevant interest in these shares pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions. | 7,274,009 CGC Ordinary Fully Paid |
| Citigroup Global Markets Australia Pty Limited | Citigroup Global Markets Australia Pty Limited holds a relevant interest in these shares pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions. | 11,791,829 CGC Ordinary Fully Paid |
| Citibank, N.A. Sydney Branch | Citibank, N.A. Sydney Branch holds a relevant interest in these shares acting as Agent Lender and as the holder of securities subject to an obligation to return under a securities lending agreement. | 6,489,901 CGC Ordinary Fully Paid |

CITIGROUP GLOBAL MARKETS AUSTRALIA PTY LIMITED
ABN 64 003 114 832 AFSL 240992
A participant of ASX Group
Level 22, Citigroup Centre, 2 Park Street, Sydney NSW 2000

TELEPHONE: 61 2 8225 4845
FACSIMILE: 61 2 8225 5114

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

| Holder of relevant interest | Registered holder of securities | Class and number of securities |
|--|--|---------------------------------------|
| Citigroup Global Markets Limited | Citigroup Global Markets Limited | 7,274,009 CGC Ordinary Fully Paid |
| Citigroup Global Markets Australia Pty Limited | Citigroup Global Markets Australia Pty Limited | 11,791,829 CGC Ordinary Fully Paid |
| Citibank, N.A. Sydney Branch | Citibank, N.A. Sydney Branch | 6,489,901 CGC Ordinary Fully Paid |

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

| Holder of relevant interest | Date of acquisition | Consideration | Class and number of securities |
|--|---------------------|----------------------------|---------------------------------------|
| Citigroup Global Markets Limited | Various | Various | 7,274,009 CGC Ordinary Fully Paid |
| Citigroup Global Markets Australia Pty Limited | Various | Various | 11,791,829 CGC Ordinary Fully Paid |
| Citibank, N.A. Sydney Branch | Various | Various (Refer Annexure A) | 6,489,901 CGC Ordinary Fully Paid |

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|---|---|
| Citigroup Global Markets Limited | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit www.citigroup.com). |
| Citigroup Global Markets Australia Pty Limited, ACN 003 114 832 | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit www.citigroup.com). |
| Citibank, N.A. Sydney Branch | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit www.citigroup.com). |

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7. Addresses

The addresses of persons named in this form are as follows:

| Name | Address |
|--|--|
| Citigroup Global Markets Limited | Citigroup Centre 33 Canada Square London, E14 5LB |
| Citigroup Global Markets Australia Pty Limited | Level 22, Citigroup Centre 2 Park St Sydney NSW 2000 |
| Citibank, N.A. Sydney Branch | Level 22, Citigroup Centre 2 Park St Sydney NSW 2000 |

Dated this day, 28 October 2022.



Alyson Sosa
Markets & Securities Services Compliance Australia
Citigroup Global Markets Australia Pty Limited

Annexure A

This is Annexure A of 2 pages referred to in Form 603 'Notice of initial substantial holder'



Alyson Sosa
28 October 2022

Prescribed Information

| Schedule | |
|---|---|
| Type of Agreement | AMSLA / GMSLA / MSLA |
| Parties to Agreement | Various |
| Transfer date | Various |
| Holder of voting rights | Borrower under separate securities lending transaction |
| Are there any restrictions on voting rights? | No |
| Scheduled return date | Unknown |
| Does the borrower have the right to return early? | Yes |
| If yes, details | Standard AMSLA / GMSLA / MSLA terms |
| Does the lender have the right to recall early? | Yes |
| If yes, details | Standard AMSLA / GMSLA / MSLA terms |
| Will the securities be returned on settlement? | n/a |
| Statement | If requested by CGC to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the AMSLA / GMSLA / MSLA to CGC or ASIC. |

| Schedule | |
|---|--|
| Type of Agreement | Agent Lender Authorisation Agreement |
| Parties to Agreement | Various |
| Circumstances under which the agent lender can exercise the authorisations in relation to the securities | Terms per AMSLA / GMSLA / MSLA |
| Circumstances under which the agent lender is subject to any restrictions in how it can deal with the securities | Terms per AMSLA / GMSLA / MSLA |
| Does the agent lender have the right to recall early? | Yes |
| If yes, details | Standard Authorisation Agreement terms |
| Statement | If requested by CGC to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the Authorisation Agreement to CGC or ASIC. |