

# ASX ANNOUNCEMENT

13 December 2023

## UPDATE TO SCHEME – DESPATCH OF SCHEME BOOKLET

Costa Group Holdings Limited (ASX: CGC) ("Costa") refers to its announcement released to the ASX on 11 December 2023 ("Scheme Booklet Announcement") attaching a copy of the scheme booklet ("Scheme Booklet") in relation to the proposed acquisition of all of the issued shares in Costa by Paine Schwartz Partners, LLC, Driscoll's, Inc and British Columbia Investment Management Corporation (together the "Consortium"), other than the Costa shares that the Consortium and its Associates do not already own,<sup>1</sup> by way of a scheme of arrangement between Costa and Costa shareholders (other than Excluded Shareholders) ("Scheme").<sup>2</sup>

Costa is pleased to confirm that the Scheme Booklet has been despatched to Costa Shareholders in the manner described in the Scheme Booklet Announcement.

The Scheme Booklet includes the Notice of Scheme Meeting and Independent Expert's Report. A copy of the Scheme Booklet is available on Costa's investor centre website at <https://investors.costagroup.com.au> and was released to the market on 11 December 2023 following registration with the Australian Securities and Investments Commission.

The Scheme Meeting will be held at Level 27, Collins Arch, 447 Collins Street, Melbourne, VIC 3000, on 30 January 2024 commencing at 10.00am and can be attended in person or through the Online Scheme Meeting Platform by using a web browser at <https://meetings.linkgroup.com/CGCSM24> on your smartphone, tablet or computer.

For further information, shareholders should contact the Shareholder Information Line on 1800 009 918 (within Australia) and +61 1800 009 918 (outside Australia), Monday to Friday between 8.30am and 5.30pm (Sydney time) (excluding public holidays) until the date of the Scheme Meeting, or visit <https://investors.costagroup.com.au>.

This release is authorised by the Costa Group Holdings Limited Board.

**About Costa (ASX:CGC)** - Costa is Australia's leading grower, packer and marketer of fresh fruit & vegetables and operates principally in five core categories: berries, mushrooms, glasshouse tomatoes, citrus and avocados. Operations include approximately +7,200 planted hectares of farmland, 40 hectares of glasshouse facilities and three mushroom growing facilities across Australia. Costa also has strategic foreign interests, with majority owned joint ventures covering six blueberry farms in Morocco and five berry farms in China, covering approximately 750 planted hectares.

**For further information contact:** Michael Toby – Corporate Affairs Manager T: +613 8363 9071

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<sup>1</sup> The Consortium proposes to acquire Costa Shares under the Scheme via Chilli Buyer Pty Ltd (ACN 670 569 678), an entity to be controlled by the Consortium upon implementation of the Scheme.

<sup>2</sup> Capitalised terms used, but not defined, in this announcement have the meaning given to those terms in the Scheme Booklet.