



Announcement Summary

Entity name

TALGA GROUP LTD

Date of this announcement

Wednesday November 16, 2022

The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Unquoted share performance rights issued under the Employee Securities Incentive Scheme (ESIS)	1,500,000	14/11/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

TALGA GROUP LTD

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

32138405419

1.3 ASX issuer code

TLG

1.4 The announcement is

New announcement

1.5 Date of this announcement

16/11/2022



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code

New class - code to be confirmed

+Security description

Unquoted share performance rights issued under the Employee Securities Incentive Scheme (ESIS)

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

14/11/2022

Will all the +securities issued in this class rank equally in all respects from their issue date? Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?** Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Martin Phillips	Terri Phillips ATF Phillips Family Holding Trust	1,500,000

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1? No**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

The securities are part of a remuneration package approved by the Board in the ordinary course of business remuneration. Each performance right is an entitlement to receive one fully paid share in Talga Group Ltd (ASX code TLG) with an expiry date of 31/12/25. A further summary of the material terms of the securities being issued under the ESIS is included in the 2019 Notice of Annual General Meeting Explanatory Memorandum (Notice). A copy of the Notice is available at <https://talgagroup.eu-central-1.linodeobjects.com/app/uploads/imports/asx-announcements/00a72daf-946f-4e20-955f-d4006b242e49/NoticeofAnnualGeneralMeetingProxyForm.pdf>

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.00000000

Expiry date

31/12/2025

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of



company option

Other

Description

Talga Group Ltd fully paid ordinary shares - ASX code TLG

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

<https://talgagroup.eu-central-1.linodeobjects.com/app/uploads/imports/asx-announcements/00a72daf-946f-4e20-955f-d4006b242e49/NoticeofAnnualGeneralMeetingProxyForm.pdf>

Any other information the entity wishes to provide about the +securities the subject of this notification

Subject to you remaining an employee or otherwise engaged by the Company in the role of CEO Europe (or such other role as may be agreed between the Company and Martin Phillips) at all times until the Milestone Date, the Performance Rights will vest in three equal tranches at fixed dates outlined below.

Tranche	Performance Rights	Milestone Date
1	500,000	31/12/22
2	500,000	31/12/23
3	500,000	30/06/25

Issue details

Number of +securities

1,500,000



Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
TLG : ORDINARY FULLY PAID	334,327,720

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
TLGAW : OPTION EXPIRING 31-DEC-2023 EX \$1.12	4,000,000
TLGAX : PERFORMANCE RIGHTS	2,100,000
TLGAV : OPTION EXPIRING 31-DEC-2023 EX \$1.12	1,000,000
TLGAY : OPTION EXPIRING 04-JUL-2024 EX \$1.93	500,000
TLGAB : OPTION EXPIRING 14-SEP-2024 EX \$2.16	2,000,000
New class - code to be confirmed : Unquoted share performance rights issued under the Employee Securities Incentive Scheme (ESIS)	1,500,000



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

Yes

5.1a Select the number of the applicable exception in Listing Rule 7.2

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