



NEW ZEALAND'S EXCHANGE

Capital Change Notice

Notice of grant of Share Rights under the Radius Care Long-Term Incentive Plan

This notice is given under NZX Listing Rules 3.13.1 and relates to the grant of share rights (**Share Rights**) which are convertible into fully paid ordinary shares in RAD should the vesting conditions attaching to the Share Rights be met under the Radius Care Long-Term Incentive Plan.

Section 1: Issuer information	
Name of issuer	Radius Residential Care Limited
NZX ticker code	RAD
Class of financial product	Share Rights, each representing an entitlement to acquire an ordinary share in RAD.
ISIN (If unknown, check on NZX website)	N/A
Section 2: Capital change details	
Number issued/acquired/redeemed	1,387,281
Nominal value (if any)	There is no nominal value for the Share Rights.
Issue/acquisition/redemption price per security	Share Rights are granted for nil consideration. Share Rights have a nil conversion price.
Nature of the payment (for example, cash or other consideration)	N/A
Amount paid up (if not in full)	N/A
Percentage of total class of Financial Products issued/acquired/redeemed/ (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence)	1,387,281 Share Rights representing approximately 0.49% of the ordinary shares in RAD on issue.
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	The holders' Share Rights will vest in approximately eighteen months on the achievement of certain vesting conditions being met and the continuous employment of each Share Rights holder. Vesting Conditions All of a holder's Share Rights will vest if the 10-day VWAP over the 10 NZX trading days immediately prior to (but excluding) 18 July 2025 is equal to or greater than \$1.081 (being three times the 10-day VWAP over the 10 NZX trading days immediately prior to (but

	<p>excluding) 18 July 2022 (“2022 Base Price”).</p> <p>If the 10-day VWAP over the 10 NZX trading days immediately prior to (but excluding) the expiry date is between \$1.027 and \$1.081 (being between 95% and 100% of the 2022 Base Price), the Board will have discretion to scale the number of a holder’s Share Rights to vest.</p> <p>Lapse</p> <p>Share Rights will lapse where the vesting conditions are not met on 18 July 2025 or, in general, where the holder ceases to be employed by RAD before that date (except in certain circumstances).</p>
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	Issue of Share Rights for executive retention and loyalty, and incentivising growth.
Total number of Financial Products of the Class after the issue/acquisition/redemption/Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue/acquisition/redemption.	5,271,668 Share Rights (including 3,884,387 Share Rights issued on the same terms in 2022)
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	N/A
Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made	Directors’ resolution dated 1 February approving issue under Listing Rule 4.6.1.
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	<p>See above.</p> <p>The Share Rights are not transferable (unless the Board exercises its discretion) and do not entitle the holder to receive dividends or other distributions or vote in respect of RAD ordinary shares.</p> <p>Any shares issued or transferred to a holder of the Share Rights shall be fully paid and shall rank equally in all respects with the shares on issue at the issue date.</p>
Date of issue/acquisition/redemption	01/02/2024
Section 3: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Andrew Peskett
Contact person for this announcement	Andrew Peskett
Contact phone number	021 747 363
Contact email address	andrew.peskett@radiuscare.co.nz
Date of release through MAP	02/02/2024