



ISSUE OF INCENTIVE PERFORMANCE RIGHTS

VEEM Limited (ASX: VEE) ('VEEM' or 'the Company'), a designer and manufacturer of disruptive, high-technology marine propulsion and stabilisation systems for the global luxury motor yacht, fast ferry, commercial workboat and defence industries, is pleased to announce the award and issue of Performance Rights under its Incentive Performance Rights and Option Plan ("Plan") as follows.

452,168 performance rights have been issued to senior management as set out in Attachment 1 in accordance with the following key terms and conditions:

a. Vesting Conditions:

Tranche 1: One third of the Performance Rights which vest when both the following have occurred:

- i) 12 months has passed from Start Date; and
- ii) the 30-day Volume Weighted Average Share Price (VWAP) of the Company has reached \$1.98.
This can occur at any time prior to expiry.

Tranche 2: One third of the Performance Rights which vest when both the following have occurred:

- i) 24 months has passed from the Start Date; and
- ii) the 30-day Volume Weighted Average Share Price (VWAP) of the Company has reached \$2.28.
This can occur at any time prior to expiry.

Tranche 3: the balance of the Performance Rights which vest when both the following have occurred:

- i) 36 months has passed from the Start Date; and
- ii) the 30-day Volume Weighted Average Share Price (VWAP) of the Company has reached \$2.62.
This can occur at any time prior to expiry.

- b. Within one month of the Vesting Conditions being met, ordinary shares in VEEM are issued and allotted for 50% of the performance rights that have vested (Share Issue Date).
- c. On the date that is 2 years and 2 months after the Vesting Conditions have been met, ordinary shares in VEEM are issued and allotted for the remaining 50% performance rights that have vested and the shares not yet issued and allotted (Deferred Share Issue Date).
- d. All unvested rights expire on the Rights Expiry Date which is 3 years and 2 months the Start Date (31 August 2027). Vested rights expire when shares are issued or 5 years and 2 months after issue (31 August 2029)(Vested Rights Expiry Date).
- e. If a performance rights holder's employment is terminated by either party (except if terminated by the Company for cause in which case all vested rights expire also) then any vested performance rights remain and all unvested performance rights expire immediately. The vested performance rights continue on the same terms as if the employee was still employed (ie Share Issue Date, Deferred Share Issue Date, Vested Rights Expiry Date etc).
- f. All Performance Rights vest immediately with shares issued and allotted immediately for all vested rights on a change of control event (as defined in the Plan) at any time up to the Rights Expiry Date.
- g. The Start Date is defined as 30 June 2024.
- h. All shares issued on the Share Issue Dates and Deferred Share Issue Dates are subject to clawback provisions.
- i. Tranches 2 and 3 of the performance rights issued to Mr Raman and Mr Rich on 11 December 2023 (totalling 421,441 unvested rights), will be cancelled. Tranche 1 (210,689 rights) rights remain in place.



An Appendix 3G: Notification of issue, Conversion or Payment of Unquoted Equity Securities and two Appendix 3H: Notification of cessation of securities follow this release.

This ASX announcement was authorised for release by Mark Miocevic, Managing Director of VEEM Limited.

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ABOUT VEEM LIMITED (ASX: VEE)

VEEM Ltd is a designer and manufacturer of disruptive, high-technology marine propulsion and stabilisation systems for the global luxury motor yacht, fast ferry, commercial workboat and defence industries. VEEM's market leading Gyrostabilisers significantly reduce the rolling motion of vessels in waves, increasing on-sea time and improving personnel safety and efficiency in a wide range of ocean conditions.

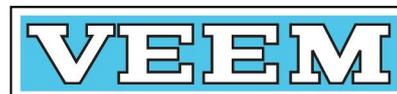
VEEM is also a successful producer of high-performance propellers, fin systems and specialised components delivering consistent profits, cash flow and dividends while also reinvesting in research and development for new products and processes.

Proudly headquartered in Perth, Western Australia, VEEM operates from a 14,700 sqm purpose-built fabrication and manufacturing facility, including Australia's largest non-ferrous foundry. VEEM employs approximately 215 staff in Australia, including graduates and apprentices, and maintains a highly skilled research and development team in-house. Celebrating its 50th anniversary in business in 2018, VEEM listed on the Australian Securities Exchange in 2016. www.veem.com.au

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Attachment 1

Performance Rights to be Issued

Employee	Position	Total Number of rights granted	Tranche 1	Tranche 2	Tranche 3
Trevor Raman	Chief Executive Officer (CEO)	133,581	44,523	44,523	44,535
Tony Elms	Chief Technology Officer (CTO)	87,118	29,036	29,036	29,046
Tino Kapfumo	Chief Financial Officer (CFO) & Co Sec	78,406	26,133	26,133	26,140
Justin Carpenter	Chief Information Officer (CIO)	78,406	26,133	26,133	26,140
David Rich	Head of Corporate Development & Co Sec	74,657	24,883	24,883	24,891
	Totals	452,168	150,708	150,708	150,752