



ASX: LVH MARKET RELEASE

LiveHire appoints new Director with extensive North American technology experience

1 July 21 | Melbourne, Victoria

LiveHire Limited (ASX: LVH) ("LiveHire" or the "Company") announces the appointment of Kathryn Rostrom Foster as an Independent Non-Executive Director of LiveHire. Kathryn brings a world class background in technology, particularly in the North American Market, with a fourteen-year career in Microsoft North America and a stint at Amazon Commerce Services to the Board of Livehire.

At Microsoft, Kathryn had a number of senior leadership roles including:

- Director for communications software Live Meeting (now Teams);
- Senior Director for Xbox responsible for all aspects of games, content, Xbox marketplace and ecosystem, enabling over \$1B in annual revenue over the platform; and
- Senior Director of Category management Microsoft store online, including digital and physical supply chains.

Since moving to Australia in 2015, she has had Board experience in ASX-listed technology companies, including Nuheara (first listed Australian wearables technology company) and Class (FinTech cloud administration software).

Kathryn brings experience in both ASX Nomination and Remuneration Committees ("NRC") and Audit and Risk Committees ("ARC"). Accordingly, she will chair LiveHire's NRC and be a member of LiveHire's ARC.

Kathryn is currently Managing Director of macroData Digital Solutions, which is building Australian-based sovereign, secure and carbon-neutral data centres.

Michael Rennie, Executive Chair of LiveHire said: "Kathryn's combination of tech, North American, and ASX-listed experience is rare. She brings a strong growth orientation, and we are very excited that she has chosen to join our Board. We look forward to the contributions that Kathryn will make."

Kathryn said: "I am really excited to be part of LiveHire's next phase of business growth both in Australia and Internationally. LiveHire's technology and AI driven approach is the next generation of staffing, and has the ability to drive business value for partners and clients through greater productivity, lower costs and candidate satisfaction."

Kathryn's remuneration for her services has been benchmarked as an Australian-based Non-Executive Director and will be an annual cash fee of AUD\$70,000 (excluding superannuation) and an annual equity grant valued at AUD\$30,000 in the form of service rights convertible into ordinary shares in the Company subject to service-based milestones ("Service Rights") issued under the Company's Employee

Incentive Plan ("EIP"). Kathryn will also receive an annual cash fee of AUD\$10,000 (including superannuation) for her role as NRC chair.

The Company has issued to Kathryn 80,520 Service Rights ("Initial Rights") under the EIP in respect of the period from today to 30 June 2022. The Company has also agreed to issue additional Service Rights ("Future Rights") to Kathryn in respect of each financial year on and from 1 July 2022, subject to shareholder approval and Kathryn's continued tenure as at the date of issue of each tranche of Future Rights.

The material terms of the Initial Rights and agreement to issue Future Rights are set out in the annexure to this announcement.

An Appendix 3X relating to Ms Foster is attached. An Appendix 3G in respect of the Initial Rights will be lodged separately today.

For more information:

Christy Forest – CEO and Executive Director

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Subscribe to LiveHire's newsletter at: <http://eepurl.com/b2EMFL>
www.livehire.com/investor

Michael Rennie, Executive Chairman, authorised the release of this announcement to the ASX.

About LiveHire

LiveHire is a disruptive award-winning¹ talent acquisition & engagement platform that revolutionises the candidate experience and enables businesses to thrive with talent on demand. Our Talent Acquisition & Engagement platform delivers a proactive sourcing and talent mobility solution called Live Talent Communities. The platform makes managing the flow of talent into and through businesses seamless, delivering value through detailed visibility of talent, shifting recruitment from reactive to proactive, improving fit, significantly reducing time and cost to hire, with an unrivalled candidate experience.

Founded in 2011, LiveHire is an Australian company headquartered in Melbourne, with offices also in Sydney and Perth.

www.livehire.com

¹ https://drivenxdesign.com/SYD17/winners_list.asp

Annexure

The Company has issued to Kathryn Foster 80,520 Initial Rights under the EIP, which reflects AUD\$30,000 (relating to the period commencing today and ending on 30 June 2022) divided by the volume weighted average price of the Company's shares over the ten days on which trades in the Company's shares occurred ("10 Day VWAP") ending prior to the date of this announcement.

The key terms of the Initial Rights are as follows:

- the Initial Rights will expire on 1 July 2036;
- the Initial Rights will vest on 30 June 2022, provided that Kathryn continues to be a Director of the Company on that date and no notice of resignation has been given; and
- once vested, each Initial Right will be convertible into one ordinary share in the Company ("Share") for nil (\$0) consideration.

A holding lock shall be applied to 50% of the Initial Rights (and any Shares issued on conversion of such Initial Rights) restricting the sale or disposal of those Initial Rights and Shares until the earlier of (i) 15 years from the date of issue of the Initial Rights; or (ii) the date on which Kathryn ceases holding office as a Director of the Company.

In respect of each financial year ending after 1 July 2022, and subject to the satisfaction of the conditions set out below ("Conditions"), the Company has agreed to issue to Kathryn that number of Future Rights (each issue of Future Rights is called a "Tranche of Future Rights") calculated as AUD\$30,000 divided by the 10 Day VWAP immediately following release to ASX of the Company's annual financial report for the immediately preceding financial year. Each Tranche of Future Rights will vest on 30 June of the relevant financial year following the date of issue, provided that in each case Kathryn continues to be a Director of the Company on the relevant vesting date and no notice of resignation has been given.

The key terms of each Future Right are as follows:

- the Future Rights will expire on the date that is 15 years after the issue date;
- the Future Rights will vest on the 30 June occurring in the financial year in which they are issued, provided that Kathryn continues to be a Director of the Company at that date and no notice of resignation has been given; and
- once vested, each Future Right will be convertible into one Share for nil (\$0) consideration.

The Conditions to be satisfied as at the relevant date of each offer of Future Rights are as follows:

- the Company having sufficient capacity under its EIP in respect of the Tranche of Future Rights;
- the Company having obtained all necessary shareholder approvals required in respect of the issue of the Tranche of Future Rights;
- the Company satisfying all necessary regulatory requirements required in respect of each Tranche of Future Rights;
- Kathryn remaining as a Director of the Company as at the date of the issue of the Tranche of Future Rights; and
- Kathryn agreeing to a holding lock being applied to 50% of each Tranche of Future Rights (and any Shares issued on conversion of such Future Rights) restricting the sale or disposal of those Future Rights and Shares until the earlier of:
 - 15 years from the date of issue of those Future Rights; or
 - the date on which Kathryn ceases holding office as a Director of the Company.

Appendix 3X

Initial Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	LiveHire Limited
ABN	59 153 266 605

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Kathryn Foster
Date of appointment	1 July 2021

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
80,520 unlisted service rights issued under the EIP (subject to time-based vesting)

Appendix 3X

Initial Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest	Number & class of Securities
Note: Provide details of the circumstances giving rise to the relevant interest. Nil	

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.