

ASX ANNOUNCEMENT

26 October 2022

PAINE SCHWARTZ PARTNERS SHARE ACQUISITION

Costa Group Holdings Limited (Costa; ASX:CGC) Australia's leading grower, packer and marketer of fresh fruit and vegetables, notes that an entity managed by Paine Schwartz Partners (Paine Schwartz) has notified the ASX that it has obtained a relevant interest in 13.78% of the issued securities of Costa, comprising:

- 9.99% shareholding acquired via purchase trades from various sellers;
- 2.38% relevant interest pursuant to a total return swap with Citigroup Global Markets Limited (Citi) which provides for physical settlement subject to receipt of a no objection notification under the Foreign Acquisitions and Takeovers Act 1975 (Cth) (FATA); and
- 1.41% relevant interest pursuant to a forward agreement with Citi which provides for physical settlement subject to receipt of a no objection notification under the FATA.

Paine Schwartz (through its broker) indicated to investors during its after-market acquisition yesterday that:

- It was seeking to obtain an interest of up to approximately 15% (inclusive of its existing 2.38% economic interest) through the after-market acquisition at a price of \$2.60 per share.
- At this stage, the shareholding is seen as a long-term investment and Paine Schwartz has no current intention of making an offer to acquire control of CGC.
- Paine Schwartz may potentially be interested in seeking a Board seat, subject to FIRB approval.

At this time, Costa Group shareholders do not need to take any action in relation to this announcement.

This release is authorised by David Thomas, Company Secretary, Costa Group Holdings Ltd.

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 four berry farms in China, covering approximately 740 planted hectares.

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