



NEW ZEALAND'S EXCHANGE  
TE PAEHOKO O AOTEAROA

# Corporate Action Notice

## (Other than for a Distribution)

Updated January 2024

[NOTE: This form must be used by an Issuer to notify the market of a corporate action other than a distribution (for example: a Rights issue, Accelerated Offer, bonus issue, Placement or Share Purchase Plan).

There are different times when this form must be released via the Market Announcement Platform (MAP) depending on the type of action.

This form must be submitted to NZX for release through MAP:

- in compliance with Listing Rule 4.17.6 or 4.17.7 for a Rights issue or Accelerated Offer;
- in compliance with Listing Rule 4.17.8 for a Share Purchase Plan; and
- in compliance with Listing Rule 4.17.9 for a Placement
- in compliance with Listing Rules 3.14.1, at least 5 Business Days prior to the Record Date for other types of corporate action.]

Section 1: Issuer information (mandatory)				
Name of issuer	Cooks Coffee Company Limited			
Class of Financial Product	Ordinary shares			
NZX ticker code	CCC			
ISIN (If unknown, check on NZX website)	NZCFGE0001S7			
Name of Registry	Link Market Services Limited			
Type of corporate action (Please mark with an X in the relevant box/es)	Share Purchase Plan/retail offer	X	Renounceable Rights issue or Accelerated Offer	
	Capital reconstruction		Non-Renounceable Rights issue or Accelerated Offer	
	Call		Bonus issue	
	Placement	X		
Record date	12 March 2024			
Ex Date (one business day before the Record Date)	11 March 2024			
Currency	New Zealand dollars			
External approvals required before offer can proceed on an unconditional basis?	N/A			
Details of approvals required	N/A			

<b>Section 6: Share Purchase Plans/retail offer</b> (delete full section if not applicable, or mark rows as N/A if not applicable)*	
Number of Equity Securities to be issued OR Maximum dollar amount of Equity Securities to be issued	Up to 5,690,862 (10% of shares on issue)
Minimum application amount (if any)	N/A
Maximum application amount per Equity Security holder	\$50,000
Subscription price per Equity Security	NZD 0.20
Scaling reference date	Scaling according to holdings on the record date of 12 March 2024.
Closing date	22 March 2024
Allotment date	28 March 2024
<b>Section 7: Placement</b> (delete full section if not applicable, or mark rows as N/A if not applicable)*	
Number of Equity Securities to be issued	Up to 8,536,294 (15% of shares on issue)
Issue price per Equity Security	NZD 0.20
Maximum dollar amount of Equity Securities to be issued	\$1,707,258
Proposed issue date	28 March 2024
Existing holders eligible to participate	YES
Related Parties eligible to participate	YES, subject to Listing Rules 4.5 and 5.2
Basis upon which participation by existing Equity Security holders will be determined	By reference to holdings on record date of 12 March 2024
Purpose(s) for which the Issuer is issuing the Equity Securities	To raise additional capital for corporate and working capital purposes, including: <ul style="list-style-type: none"> <li>investing into improvements in Cooks' digital programs including, APP development, click and collect, and delivery and loyalty programs;</li> <li>driving growth plans through the establishment of a fund to allow acquisitions of existing successful independent cafés to be rebranded and sold to a franchisee after rebranding; and</li> <li>repaying some expensive second tier debt.</li> </ul>

Reason for placement rather than a pro-rata rights issue or an offer under a Share Purchase Plan in which the Issuer's existing Equity Security holders would have been eligible to participate	The Placement Offer is to be undertaken in conjunction with a SPP to reduce the dilutive impact of the Placement and any scaling will have primary regard to holdings on the record date.
Equity Securities to be issued subject to voluntary escrow	No
Number and class of Equity Securities to be issued that will be subject to voluntary escrow and the date from which they will cease to be escrowed	N/A
<b>Section 8: Lead Manager and Underwriter (mandatory)</b>	
Lead Manager(s) appointed	No
Name of Lead Manager(s)	N/A
Fees, commission or other consideration payable to Lead Manager(s) for acting as lead manager(s)	N/A
Underwritten	No
Name of Underwriter(s)	N/A
Extent of underwriting (i.e. amount or proportion of the offer that is underwritten)	N/A
Fees, commission or other consideration payable to Underwriter(s) for acting as underwriter(s)	N/A
Summary of significant events that could lead to the underwriting being terminated	N/A
<b>Section 9: Authority for this announcement (mandatory)</b>	
Name of person authorised to make this announcement	Keith Jackson
Contact person for this announcement	Keith Jackson
Contact phone number	+64 21 702 509
Contact email address	keith.jackson@cookscoffeecompany.com
Date of release through MAP	13 March 2024

\* Please do not delete individual rows. Full sections can be deleted if the section relates to a different type of corporate action

\*\* Please note that in NZX's systems, standard rounding indicates 0.5 and above round up, below 0.5 round down. Please contact NZX if you are intending to treat fractions differently.