



Dale Wang
Adviser, Listings Compliance
Australian Securities Exchange
Level 50, South Tower, Rialto
525 Collins Street
Melbourne VIC 3000

7 February 2025

Dear Dale

Pact Group Holdings Ltd – Response to ASX Price Query Letter

We refer to the questions listed in your letter dated 6 February 2025 regarding the change in the price of securities of Pact Group Holdings Ltd (ASX: PGH) (**PGH** or the **Company**).

In response to the questions in your letter (using the same numbering):

- (1) **Is PGH aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?**

In responding to this question, please consider in particular whether PGH is aware of any information that its earnings for the 6 month period ending on 31 December 2024:

- (a) are likely to differ materially (downwards or upwards) from any earnings guidance it has given for the period; or**
- (b) if PGH has not given any earnings guidance for the period, are otherwise likely to come as a surprise to the market (by reference to analyst forecasts for the period or, if PGH is not covered by analysts, its earnings for the prior corresponding period)?**

No, PGH is not aware of any information concerning it or its earnings for the 6 month period ending 31 December 2024 that is likely to come as a surprise to the market.

PGH is currently scheduled to release its half-year results on 28 February 2025. It is anticipated that the half-year results will reflect the table set out below, noting that these results remain subject to further review and Board approval:

A\$' million	1H FY24*	1H FY25	Change \$*	Change %*
Continuing Operations* Only				
Revenue	897.7	929.5	31.8	up 3.5%
Underlying EBITDA ¹	118.5	124.0	5.5	up 4.6%
Underlying EBIT ¹	62.1	69.4	7.3	up 11.8%
Underlying NPAT ¹	8.5	14.8	6.3	up 74.1%
Total Group Net Debt	428.0	470.8	42.8	up 10.0%

*Effective 30 November 2023, the Company divested 50% of its Crate Pooling and Crate Manufacturing business (**Crates Business**) and retained the remaining 50% in a joint venture. In the table above, the results are for the continuing business only and exclude the five months of trading from the Crates Business in 1H FY24.

The increase in Revenue, Underlying EBITDA¹ and Underlying EBIT¹ reflects increased sales volumes in certain Pact businesses and the ongoing impact of Transformation Plan cost savings which were initially implemented in the first quarter of FY24, among other factors.

The increase in Underlying NPAT¹ reflects the improved Underlying EBIT¹, lower financing costs due to lower average debt over the period offset by an increased tax expense for the period.

Total Group Net Debt at 31 December 2024 increased by 10% as the Company continued its capital asset program.

On 31 December 2024, the Company completed the sale of 100% of its wholly owned subsidiary Viscount Rotational Mouldings Pty Ltd (**VRM**) to CRH Infrastructure Products Australia Pty Ltd. Net cash consideration received from the sale of VRM was \$21.2 million and the gain on sale before tax was \$12.8 million. The gain is excluded from Underlying NPAT¹ and will be reported as part of the Reported NPAT. The gain is still subject to review by Pact's auditors.

Furthermore, PGH considers potential divestments and acquisitions from time to time. However, PGH is not currently in discussions with any counterparties in relation to any material divestments or acquisitions.

(2) **If the answer to question 1 is “yes”.**

(a) Is PGH relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1? Please note that the recent trading in PGH's securities would suggest to ASX that such information may have ceased to be confidential and therefore PGH may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is “yes”, you need to contact us immediately to discuss the situation.

(b) Can an announcement be made immediately? Please note, if the answer to this question is “no”, you need to contact us immediately to discuss requesting a trading halt (see below).

¹ Underlying EBITDA refers to EBITDA before underlying adjustments. EBITDA is defined as earnings before net finance costs and losses on de-recognition of financial assets, income tax, depreciation and amortisation. Underlying EBIT refers to EBIT before underlying adjustments. EBIT is defined as earnings before net finance costs and losses on de-recognition of financial assets and income tax. Underlying NPAT is defined as net profit after tax before underlying adjustments. Underlying EBITDA, Underlying EBIT and Underlying NPAT are non-IFRS key financial performance measures used by Pact, the investment community, and Pact's Australian peers with similar business portfolios. Pact uses these and other non-IFRS measures for its internal management reporting as they better reflect what Pact considers to be its underlying performance. Non-IFRS information is not subject to review or audit by the Company's external auditor.

(c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?

See answer to (1) above.

(3) If the answer to question 1 is “no”, is there any other explanation that PGH may have for the recent trading in its securities?

Not applicable.

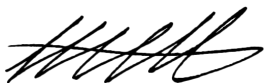
(4) Please confirm that PGH is complying with the Listing Rules and, in particular, Listing Rule 3.1.

PGH confirms that it is complying with the Listing Rules and, in particular, Listing Rule 3.1.

(5) Please confirm that PGH’s responses to the questions above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or an officer of PGH with delegated authority from the board to respond to ASX on disclosure matters.

PGH confirms that the responses in this letter to the ASX’s questions have been authorised and approved by the Disclosure Committee in accordance with PGH’s Continuous Disclosure Policy.

Yours sincerely



Kathryn de Bont
General Counsel & Company Secretary
Pact Group Holdings Ltd



6 February 2025

Reference: 105904

Ms Kathryn de Bont
General Counsel & Company Secretary
Pact Group Holdings Ltd
Level 5, Building 1, 658 Church Street
Cremorne VIC 3121

By email: Kathryn.deBont@pactgroup.com

Dear Kathryn

Pact Group Holdings Ltd ('PGH'): Price - Query

ASX refers to the change in the price of PGH's securities from the close of \$0.810 on 5 February 2025 to a high of \$0.995 today.

Request for information

In light of this, ASX asks PGH to respond separately to each of the following questions and requests for information:

1. Is PGH aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?

In responding to this question, please consider in particular whether PGH is aware of any information that its earnings for the 6 month period ending on 31 December 2024:

- (a) are likely to differ materially (downwards or upwards) from any earnings guidance it has given for the period; or
 - (b) if PGH has not given any earnings guidance for the period, are otherwise likely to come as a surprise to the market (by reference to analyst forecasts for the period or, if PGH is not covered by analysts, its earnings for the prior corresponding period)?
2. If the answer to question 1 is "yes".
 - (a) Is PGH relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1? Please note that the recent trading in PGH's securities would suggest to ASX that such information may have ceased to be confidential and therefore PGH may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is "yes", you need to contact us immediately to discuss the situation.
 - (b) Can an announcement be made immediately? Please note, if the answer to this question is "no", you need to contact us immediately to discuss requesting a trading halt (see below).
 - (c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?
3. If the answer to question 1 is "no", is there any other explanation that PGH may have for the recent trading in its securities?
4. Please confirm that PGH is complying with the Listing Rules and, in particular, Listing Rule 3.1.

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5. Please confirm that PGH's responses to the questions above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or an officer of PGH with delegated authority from the board to respond to ASX on disclosure matters.

When and where to send your response

This request is made under Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **9:00 AM AEDT Friday, 7 February 2025**. You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, PGH's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out in the previous paragraph and may require PGH to request a trading halt immediately.

Your response should be sent to me by e-mail at **ListingsComplianceMelbourne@asx.com.au**. It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Trading halt

If you are unable to respond to this letter by the time specified above, or if the answer to question 1 is "yes" and an announcement cannot be made immediately, you should discuss with us whether it is appropriate to request a trading halt in PGH's securities under Listing Rule 17.1. If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted. You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

Suspension

If you are unable to respond to this letter by the time specified above, ASX will likely suspend trading in PGH's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to PGH's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*. It should be noted that PGH's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

Release of correspondence between ASX and entity

ASX reserves the right to release all or any part of this letter, your reply and any other related correspondence between us to the market under Listing Rule 18.7A.

Kind regards

ASX Compliance