

25 May 2021

EMPLOYEE SHARE SCHEME BUY-BACK

Fleetwood Limited (ASX: FWD) advises it is undertaking an employee share scheme buy-back of 655,660 ordinary shares under the FY15-FY18 Long Term Incentive Plan (**LTIP**). Further details are set out in the enclosed Appendix 3C.

The buy-back will be conducted in accordance with the terms of the LTIP, which provides for the forfeiture of an employee's shares following their departure or if shares are otherwise unvested on the terms set out in the LTIP.

The consideration to be paid for the buy-back shares will be approximately \$1.68m, part of which will be used to extinguish the outstanding loans associated with the buy-back shares. On completion of the buy-back, the buy-back shares will be cancelled.

For further information, please contact:

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General Counsel & Company Secretary
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Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Fleetwood Limited	69 009 205 261

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	Employee Share Scheme Buy-back (within 10/12 limit)
2	⁺ Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary shares
3	Voting rights (eg, one for one)	One for one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully paid
5	Number of shares/units in the ⁺ class on issue	94,854,402
6	Whether shareholder/unitholder approval is required for buy-back	Shareholder approval not required
7	Reason for buy-back	The Shares have been forfeited in accordance with the terms of the FY15-FY18 Long Term Incentive Plan.

⁺ See chapter 19 for defined terms.

8 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)

N/A

On-market buy-back

9 Name of broker who will act on the company's behalf

N/A

10 Deleted 30/9/2001.

N/A

11 If the company/trust intends to buy back a maximum number of shares - that number

Note: This requires a figure to be included, not a percentage.

N/A

12 If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention

N/A

13 If the company/trust intends to buy back shares/units if conditions are met - those conditions

N/A

Employee share scheme buy-back

14 Number of shares proposed to be bought back

655,660

15 Price to be offered for shares

\$1,681,135

Selective buy-back

- 16 Name of person or description of class of person whose shares are proposed to be bought back N/A
- 17 Number of shares proposed to be bought back N/A
- 18 Price to be offered for shares N/A

Equal access scheme

- 19 Percentage of shares proposed to be bought back N/A
- 20 Total number of shares proposed to be bought back if all offers are accepted N/A
- 21 Price to be offered for shares N/A
- 22 ⁺Record date for participation in offer N/A
Cross reference: Appendix 7A, clause 9.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.



Sign here: Date: ...25/05/2021.....
(Company secretary)

Print name: ...Elizabeth Maynard.....

⁺ See chapter 19 for defined terms.