

10 November 2022  
ASX Announcement via electronic lodgement

## **COURT APPROVES CONVENING OF SCHEME MEETING AND DISTRIBUTION OF SCHEME BOOKLET**

Beyond International Limited (**ASX: BYI**) (**Beyond**) refers to the proposed acquisition of Beyond by Screentime Pty Limited, a wholly owned subsidiary of Banijay Entertainment SAS by way of scheme of arrangement (**Scheme**), as announced to the ASX on 6 October 2022.

### **Court Approval**

Beyond is pleased to announce that the Supreme Court of New South Wales has today made the following orders in relation to the Scheme:

- that Beyond convene and hold a meeting of Beyond shareholders to consider and vote on the Scheme (**Scheme Meeting**); and
- approving the distribution of the scheme booklet providing information about the Scheme, including the Notice of Scheme Meeting (**Scheme Booklet**).

Beyond shareholders will be able to attend the Scheme Meeting in person at 5:00pm (Sydney time) at BDO, Level 11, 1 Margaret Street, Sydney, NSW, 2000 on 12 December 2022.

### **Scheme Booklet and Independent Expert's report**

The Scheme Booklet will be released to the ASX following registration with the Australian Securities and Investments Commission (**ASIC**) and will also be available on Beyond's website.

The Scheme Booklet will include a copy of the independent expert's report prepared by Titan Partners Corporate Finance Pty Limited (**Independent Expert**). The Independent Expert has concluded that the Scheme is fair and reasonable and therefore in the best interests of Beyond shareholders, in the absence of a superior proposal. The Independent Expert has assessed the full underlying value of Beyond at between \$0.6915 and \$0.7365 per Beyond share. The Scheme Consideration of \$0.7744 exceeds this range. The Independent Expert's conclusion should be read in context with the full Independent Expert's report and Scheme Booklet.

The Scheme Booklet, including the Independent Expert's Report and Notice of Scheme Meeting, as well as the proxy form for the Scheme Meeting, is expected to be dispatched to Beyond shareholders on 11 November 2022. Beyond shareholders who have previously elected to receive communications via post will receive a hard copy of the Scheme Booklet via post, enclosing a proxy form for the Scheme Meeting. Beyond shareholders who have previously elected to receive communications electronically will receive an email to their nominated email address containing links to access the Scheme Booklet and proxy form. All other Beyond shareholders will receive via post a notice of access letter containing details of where they can view and download the Scheme Booklet, and enclosing a proxy form for the Scheme Meeting.

Beyond shareholders should read the Scheme Booklet in its entirety before making a decision on whether or not to vote in favour of the Scheme.

### **Beyond Board recommendation**

The Beyond Board continues to unanimously recommend that Beyond shareholders vote in favour of the Scheme, in the absence of a superior proposal and subject to the Independent Expert continuing to conclude that the Scheme is in the best interest of Beyond shareholders. Subject to those same qualifications, each director intends to vote all their Beyond shares in favour of the Scheme.

For more information, please refer to the Scheme Booklet. If you have any questions, please contact the Beyond Shareholder Information Line on 1300 855 080 (within Australia) or +61 3 9415 4000 (outside Australia), between 8:30am and 5:00pm (Sydney time), Monday to Friday (excluding public holidays).

The release of this announcement was authorised by the Beyond Board.

**ENDS**