



ACN: 010721749
E1/ 5 Grevillea Place
Brisbane Airport Qld 4008

11 August 2023

Scheme Effective

Cellnet Group Limited (“Cellnet” or the “Company”) (ASX:CLT) refers to its announcement made on 10 August 2023 and provides the following update on the proposed scheme of arrangement under which Wentronic Holding GmbH (“Wentronic”) has agreed to acquire all of the shares in Cellnet not currently owned by Wentronic and its associates for cash consideration of 2.7 cents per share (“Scheme”).

Scheme is Effective

Cellnet confirms that an office copy of the orders made on 10 August 2023 by the Federal Court of Australia (“Federal Court”) approving the Scheme has today been lodged with the Australian Securities and Investment Commission (“ASIC”).

Accordingly, under section 411(10) of the *Corporations Act 2001* (Cth), the Scheme is now legally effective. Accompanying this announcement is an office copy of the Federal Court’s order as lodged with ASIC.

Cellnet has also applied for its shares to be suspended from the ASX which will be effective from close of trading today, Friday 11 August 2023.

Remaining Dates

The remaining key dates expected for the Scheme are as set out below.

| Event | Date and time |
|------------------------|--|
| 4:00pm, 11 August 2023 | Suspension of trading in Cellnet shares on ASX. |
| Scheme Record Date | 7.00pm on 18 August 2023 (fifth Business Day after Effective Date) |
| Implementation Date | 25 August 2023 (fifth Business Day after Scheme Record Date) |

Please note that all times and dates are indicative only and subject to change. Any changes will be announced by Cellnet to the ASX.

Further information

For further information, please contact Tony Pearson, Chairperson at IR@cellnet.com.au.

Ends

Authorised for release by the Cellnet Independent Board Committee.



Federal Court of Australia
District Registry: Victoria
Division: General

No: VID424/2023

IN THE MATTER OF CELLNET GROUP LIMITED (ACN 010 721 749)

CELLNET GROUP LIMITED ACN 010 721 749
Plaintiff

ORDER

JUDGE: JUSTICE ANDERSON

DATE OF ORDER: 10 August 2023

WHERE MADE: Melbourne

THE COURT ORDERS THAT:

1. Pursuant to s 411(4)(b) of the *Corporations Act 2001* (Cth) (*Corporations Act*), the scheme of arrangement between the plaintiff and its fully paid ordinary shareholders other than Wentronic Holding GmbH and its associates (as that term is defined in s 12 of the *Corporations Act*), the terms of which are set out at Annexure A to the orders of the Court made on 4 July 2023, is approved.
2. Pursuant to s 411(12) of the *Corporations Act*, the plaintiff is exempted from compliance with s 411(11) of the *Corporations Act* in relation to order 1 above.

Date that entry is stamped: 10 August 2023


Registrar