

28 August 2023

ASX Announcement (ALO)

Scheme of Arrangement Legally Effective

Alloggio Group Limited (**ASX:ALO** or **Alloggio**) refers to the announcement made earlier today and confirms that it has lodged with the Australian Securities and Investments Commission (**ASIC**) pursuant to sub-section 411(10) of the *Corporations Act 2001* (Cth) an office copy of the orders made by the Federal Court (**Orders**) approving the proposed scheme of arrangement pursuant to which ALO Bidco Pty Ltd, Next Capital Pty Limited's nominee, will acquire 100% of the share capital of ALO (**Scheme**).

An office copy of the Orders lodged with ASIC is attached to this announcement.

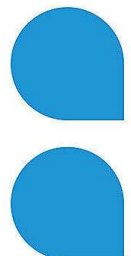
The Scheme is now legally effective and it is expected that quotation of Alloggio Shares on the ASX will be suspended from the close of trading today

On the Implementation Date for the Scheme (expected to be 6 September 2023):

- General ALO Shareholders will be sent \$0.24 cash per Alloggio Share in respect of Alloggio Shares held at 7:00pm (AEST) on 30 August 2023 (**Scheme Record Date**); and
- the Founding Shareholders will be issued 1 Share in ALO Holdco Pty Ltd, the holding company of ALO Bidco Pty Ltd, for every Alloggio Share they hold on the Scheme Record Date.

Alloggio will continue to update Alloggio shareholders as to any material developments in relation to the Scheme as the timetable progresses.

This announcement was authorised for release by the Board of Directors of Alloggio.





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Contacts

If you have any questions in relation to the Scheme or the Scheme Booklet, please contact the Alloggio Shareholder Information Line on 1300 441 599 (within Australia) or +61 2 9068 1327 (outside Australia), Monday to Friday (excluding public or bank holidays in Sydney, Australia) between 9.00am and 5.00pm AEST (Sydney, Melbourne).

Michael Potts - Company Secretary
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Federal Court of Australia
District Registry: New South Wales
Division: General

No: NSD650/2023

ALLOGGIO GROUP LIMITED
Plaintiff

ORDER

JUDGE: JUSTICE KENNETT

DATE OF ORDER: 28 August 2023

WHERE MADE: Sydney

THE COURT ORDERS THAT:

1. Pursuant to s 411(4)(b) of the *Corporations Act 2001* (Cth) (**the Act**), the scheme of arrangement between Alloggio Group Limited ACN 645 582 225 (**Alloggio**) and:
 - a. Davkat (Australia) Pty Ltd as trustee for Bandon Trust (being an entity controlled by William Creedon) and Bubbles 1 Pty Ltd as trustee for Karen Howard Family Trust (being an entity controlled by Karen Howard) (**Founding Shareholders**); and
 - b. holders of fully paid ordinary shares in Alloggio who are not Founding Shareholders, (**Scheme Shareholders**),the terms of which are contained at pages 256 to 276 of the Scheme Booklet which is Exhibit 1 in this proceeding, be approved.
2. Pursuant to section 411(12) of the Act, Alloggio be exempted from compliance with section 411(11) of the Act.
3. These orders be entered forthwith.

Date that entry is stamped: 28 August 2023


Registrar