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9 October 2023

The Manager
Market Announcements Office
ASX Limited
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

Takeover bid by Australian Clinical Labs Limited for Healius Limited – Notice of fulfilment of conditions

We act for Australian Clinical Labs Limited (ACN 645 711 128) (**ACL**) in relation to its off-market takeover bid under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) for all of the ordinary shares in Healius Limited (ACN 064 530 516) (**Healius**) (**Offer**).

On behalf of ACL, we attach, pursuant to sections 630(4) and 630(5)(b) of the Corporations Act, a notice of fulfilment of the conditions of the Offer contained in sections 11.9(g)(i) and 11.9(h) of ACL's replacement bidder's statement dated 14 April 2023 in relation to the Offer.

The notice was sent to Healius today.

Yours faithfully
Gilbert + Tobin

A handwritten signature in blue ink that reads 'John Williamson-Noble'.

John Williamson-Noble
Partner
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A handwritten signature in blue ink that reads 'Chris Morse'.

Chris Morse
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Notice under section 630(4) of the Corporations Act – Fulfilment of Conditions

Off-market takeover bid by Australian Clinical Labs Limited (ACN 645 711 128) for Healius Limited (ACN 064 530 516)

To: **ASX Limited**

Healius Limited (ACN 064 530 516)

Australian Clinical Labs Limited (ACN 645 711 128) (**ACL**) gives this notice in relation to its off-market takeover bid for all of the ordinary shares in Healius Limited (ACN 064 530 516), the terms and conditions of which are set out in ACL's replacement bidder's statement dated 14 April 2023 (**Bidder's Statement**) (as varied by ACL's notice of variation under section 650D(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**) dated 20 July 2023) (the **Offer**). Capitalised terms used in this notice have the same meanings given in the Bidder's Statement, unless the context requires otherwise.

ACL gives notice under section 630(4) of the Corporations Act that the Conditions contained in section 11.9(g)(i) (relating to the Healius Group's free cash flow less growth capex for FY23) and section 11.9(h) (*Accounting policies*) of the Bidder's Statement have been fulfilled and, accordingly, the Offer and any takeover contract arising from acceptance of the Offer are now free from those Conditions.

Date: 9 October 2023

Signed for and on behalf of **Australian Clinical Labs Limited**.



Michael Alscher
Chair and Non-executive Director
Australian Clinical Labs Limited