

10 November 2023

## ASX Announcement

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### OFF-MARKET TAKEOVER BID FOR PELORUS PRIVATE EQUITY LIMITED BY BLACKWALL LIMITED

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BlackWall Limited ACN 146 935 131 (ASX:BWF) (**BWF**) refers to its announcement to market on 27 September 2023 regarding an off-market takeover bid (**Takeover Offer**) to acquire all of the issued shares in Pelorus Private Equity Limited ACN 091 209 639 (**Pelorus**).

Attached for release to market is a copy of the notice served on Pelorus and lodged with ASIC earlier today for the purposes of subsection 630(4) of the *Corporations Act 2001* (Cth), declaring that:

1. as announced on 10 November 2023, as a result of acceptances under the Takeover Offer, BWF's voting power in Pelorus has increased to 88.01%; and
2. in light of the matters referred to in paragraph 1 above, the condition to the Takeover Offer as set out in section (a) (Minimum acceptance) in Appendix 2 of BWF's bidder's statement dated 18 September 2023, has been fulfilled (so that the Takeover Offer has become free of that condition).

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**For further information please contact:**

Jessie Glew (Joint Managing Director & COO) on 0438 691 538 or [jglew@blackwall.com.au](mailto:jglew@blackwall.com.au)

Timothy Brown (Joint Managing Director & CFO) on 0416 925 376 or [tbrown@blackwall.com.au](mailto:tbrown@blackwall.com.au)

*Authorised for lodgement by  
Agata Ryan, Company Secretary*



**BY HAND DELIVERY**

10 November 2023

Pelorus Private Equity Limited  
**Attn: Paul Tresidder**  
Level 1  
50 Yeo Street  
Neutral Bay NSW 2089

Dear Paul

**Takeover bid by BlackWall Limited ACN 146 935 131 for Pelorus Private Equity Limited – notice of satisfaction of defeating condition**

BlackWall Limited ACN 146 935 131 (ASX:BWF) (**BWF**) refers to its announcement to market on 24 August 2023 regarding an off-market takeover bid to acquire all of the issued shares in Pelorus Private Equity Limited ACN 091 209 639 (**Pelorus**).

As required by subsection 630(4) of the *Corporations Act 2001* (Cth) (**Corporations Act**), we give the attached notice by way of service pursuant to subsection 630(5)(a) of the Corporations Act, declaring that the condition in section (a) (Minimum acceptance) in Appendix 2 of BWF's bidder's statement dated 18 September 2023 has been fulfilled.

If you have any queries, please contact Agata Ryan of our office on (02) 9033 8611.

Yours faithfully

**Robin John Tedder**  
**Director**  
**BlackWall Limited**

**BLACKWALL LIMITED**  
**ACN 146 935 131**

**COMPANY NOTICE – SUBSECTION 630(4) OF THE *CORPORATIONS ACT 2001* (CTH)**

**NOTICE THAT DEFEATING CONDITION TO TAKEOVER BID FULFILLED**

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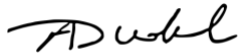
**To:** Pelorus Private Equity Limited ACN 091 209 639

For the purposes of subsection 630(4) of the *Corporations Act 2001* (Cth), BlackWall Limited ACN 146 935 131 (ASX: BWF) gives notice declaring that:

1. as announced on 10 November 2023, as a result of acceptances under BWF's takeover offer (**Takeover Offer**) for all of the ordinary shares in Pelorus Private Equity Limited ACN 091 209 639 (**Pelorus**), BWF's voting power in Pelorus has increased to 88.01%; and
2. in light of the matters referred to in paragraph 1 above, the condition to the Takeover Offer as set out in section (a) (Minimum acceptance) in Appendix 2 of BWF's bidder's statement dated 18 September 2023, has been fulfilled (so that the Takeover Offer has become free of that condition).

**Date:** 10 November 2023

Signed for and on behalf of **BlackWall Limited ACN 146 935 131** by:



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Agata Ryan  
Company Secretary