

# ASX ANNOUNCEMENT

22 November 2023

## VOTING RESULTS OF SCHEME MEETING

Healthia Limited (ASX:HLA) (**Healthia**) is pleased to announce that at the Scheme Meeting, Healthia Shareholders approved, by the requisite majorities, the scheme of arrangement under which Harold BidCo Pty Ltd ACN 670 606 827 (**Harold BidCo**), an entity ultimately owned by funds managed or advised by Pacific Equity Partners (**PEP**) or its related entities, will acquire all the issued capital of Healthia which is not already held by it or its related entities, by way of a scheme of arrangement (**Scheme**).

### Voting Results of Scheme Meeting

In accordance with ASX Listing Rule 3.13.2, Healthia advises that the resolution to approve the Scheme (**Scheme Resolution**), as set out in the notice of Scheme Meeting attached to the Scheme Booklet dated 16 October 2023, was approved by the requisite majorities of Healthia Shareholders at the Scheme Meeting held earlier today pursuant to orders made on 16 October 2023 by the Supreme Court of New South Wales. In summary:

- 97.83% of Healthia Shareholders present and voting at the Scheme Meeting (in person or by proxy, attorney or corporate representative) voted in favour of the Scheme Resolution; and
- 99.94% of the votes cast by Healthia Shareholders present and voting at the Scheme Meeting (in person or by proxy, attorney or corporate representative) were in favour of the Scheme Resolution.

Details of the valid proxies received and votes cast, as required by section 251AA of the Corporations Act 2001 (Cth) are set out in Annexure A.

### Next Steps

The Scheme remains subject to the approval of the Supreme Court of New South Wales (**Court**) at the hearing scheduled for 9.15 am (Sydney time) on Wednesday, 29 November 2023 and certain other conditions precedent as previously announced and described in the Scheme Booklet dated 16 October 2023 (**Second Court Hearing**).

If the Court approves the Scheme, and the other outstanding conditions precedent are satisfied or waived (if applicable) prior to the hearing, Healthia proposes to lodge an office copy of the orders of the Court with the Australian Securities and Investments Commission (**ASIC**) on Thursday 30 November 2023, at which time the Scheme will become legally effective.

It is expected that Healthia Shares will be suspended from trading on the ASX from close of trading on Thursday, 30 November 2023 and the Scheme is expected to be implemented on 11 December 2023 at which time the Scheme Consideration will be provided to Healthia Shareholders.

The key dates for implementation of the Scheme are set out below\*:

Event	Expected Date
<b>Second Court Date</b> Time and date for seeking Court orders approving the Scheme	9.15am Wednesday 29 November 2023
<b>Effective Date</b> Court orders to be lodged with ASIC and announced to ASX.  Last day of trading in Healthia Shares – Healthia Shares will be suspended from trading on ASX from close of trading.	Thursday 30 November 2023
<b>Scheme Record Date</b> Time and date for determining entitlements to Scheme Consideration.	7.00pm Monday 4 December 2023

<b>Implementation Date</b>  The date on which the Scheme will be implemented and the Scheme Consideration will be paid.	Monday 11 December 2023
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\*All times and dates in the above timetable are references to the time and date in Australian Eastern Daylight time (AEDT) and are subject to change. Certain times and dates are conditional on the conditions precedent to the Scheme, including approval of the Scheme by the Court, being satisfied or waived (as applicable). Any changes will be announced by Healthia to the ASX.

**Further information**

If you require any further information, please call the Healthia Shareholder Information Line on 1800 990 475 (within Australia) or +61 1800 990 475 (outside Australia) on Business Days at any time between 8.30am and 5.30pm AEDT (Sydney) on Monday to Friday.

**CONTACT**

Investors are encouraged to keep up to date with Healthia news and research by subscribing at: <https://www.healthia.com.au/join-us/>.

<b>Healthia Limited</b>	
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**ANNEXURE A  
HEALTHIA LIMITED**

**RESULT OF SCHEME MEETING  
(ASX REPORT)**

SCHEME MEETING Wednesday, 22 November, 2023

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Total votes cast in the poll (where applicable)			
No	Short Description	Strike Y/N/NA	<i>For</i>	<i>Against</i>	<i>Discretionary (open votes)</i>	<i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>	<i>Result</i>
1	RESOLUTION TO APPROVE SCHEME	NA	106,522,312 99.85%	68,920 0.06%	90,891 0.09%	15,533	110,439,364 99.94% 271 Holders	68,920 0.06% 6 Holders	15,533 2 Holders	Carried

\*\* - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item