

WAM Leaders and QV Equities to merge

12 March 2024
ASX announcement and
media release

WAM Leaders Limited (**WAM Leaders**) (ASX: **WLE**) is pleased to announce that it has entered into a Scheme Implementation Agreement to merge with QV Equities Limited (**QVE**) (ASX: **QVE**) (**Proposed Transaction**).

It is proposed that WAM Leaders will acquire 100% of the shares in QVE through a Scheme of Arrangement (**Scheme**). Under the Scheme, QVE shareholders will receive new WAM Leaders shares (**Scrip Consideration**) as consideration for their QVE shares. The number of WAM Leaders shares that QVE shareholders will receive will be determined by a formula based on the pre-tax net tangible assets (**pre-tax NTA**) of WAM Leaders and QVE on the calculation date. Under the Scheme Implementation Agreement, WAM Leaders and QVE have also agreed to provide QVE shareholders the option to receive cash for their QVE shares (**Cash Consideration**) at a 2.5% discount to the pre-tax NTA of QVE on the calculation date, or a combination of Scrip Consideration and Cash Consideration.

Key benefits of the Proposed Transaction

If the Proposed Transaction proceeds, it will create a single listed investment company with a larger capital and shareholder base. WAM Leaders shareholders will benefit from access to greater on-market liquidity through a larger market capitalisation of almost \$2.0 billion with approximately 30,000 shareholders¹. On a pre-tax NTA basis, it is expected that the WAM Leaders net assets will increase by approximately \$238.8 million² as at 8 March 2024.

WAM Leaders' Chairman and Chief Investment Officer Geoff Wilson AO said: "The WAM Leaders Board of Directors is confident that the Scheme will deliver benefits to WAM Leaders shareholders by creating a larger capital and shareholder base. This expansion will further enhance WAM Leaders' size and relevance in the market, leading to increased access to market opportunities."

It will also increase WAM Leaders' relevance in the marketplace while providing a lower management expense ratio as a result of the removal of duplication of expenses such as ASX listing fees, share registry fees, audit fees, compliance costs and other public listed company costs, as well as a larger pool of assets across which to spread expenses.

Scheme Implementation Agreement and indicative timeline

WAM Leaders and QVE have entered a Scheme Implementation Agreement, which contains the terms and conditions on which WAM Leaders and QVE will implement the Proposed Transaction. The Scheme Implementation Agreement includes a number of customary clauses and is subject to conditions precedent including QVE shareholders approving the Scheme in accordance with the *Corporations Act 2001*(Cth), the independent expert concluding that the Proposed Transaction is in the best interests of QVE shareholders and the Federal Court approving the Scheme.

Subject to any adjustments required by ASIC or ASX, the date and time for determining the exchange ratio will be 5:00pm (Sydney time) on the date the Scheme becomes legally binding, i.e. after both QVE shareholders and the court have approved the Proposed Transaction (Calculation Date). This will ensure that changes to the NTA of WAM Leaders and QVE before the Scheme has been approved will be taken into account in the determination of the exchange ratio.

It is currently anticipated that QVE shareholders will be given the opportunity to vote on the Scheme at a meeting expected to be held late June 2024. Detailed information relating to the Scheme will be set out in the Scheme Booklet, which is expected to be sent to QVE shareholders in mid-to-late May 2024.

¹ Market capitalisation is based on WAM Leaders share price of \$1.39 on 11 March 2024 and the number of WAM Leaders shares estimated to be issued based on the Indicative Exchange Ratio of 0.7609 WAM Leaders shares per QVE share assuming all QVE shareholders participate in the Scrip Consideration.

² Based on QVE's pre-tax NTA of \$1.05 as at 8 March 2024, assuming all QVE shareholders participate in the Scrip Consideration.

An indicative timetable for the Proposed Transaction is set out below:

Event	Expected Date
First Court date	Mid - Late May 2024
Scheme Booklet sent to QVE shareholders	Mid - Late May 2024
Scheme Meeting	Late June 2024
Second Court date	Early July 2024
Effective date / Calculation date for the exchange ratio	Early July 2024
Record date	Early July 2024
Implementation date	Mid July 2024

The indicative timetable is subject to finalisation and review with the ASX.

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About WAM Leaders

WAM Leaders Limited is a listed investment company (LIC) managed by Wilson Asset Management. Listed in May 2016, WAM Leaders provides investors with exposure to an active investment process focused on identifying large-cap companies with compelling fundamentals, a robust macroeconomic thematic and a catalyst.

All major platforms provide access to WAM Leaders, including Asgard eWRAP Investment, BT Panorama, BT Wrap, Colonial First State FirstWrap, Hub24, IOOF Pursuit Select Investment Service, Macquarie Investment Manager / Consolidator, MLC Wrap IDPS and SMS, Netwealth Wrap and North Investment.

Listed
May 2016



WAM Leaders receives coverage from the following independent investment research providers:



This announcement has been authorised by the Board of WAM Leaders Limited.

About Wilson Asset Management

Wilson Asset Management has a track record of making a difference for shareholders and the community for 25 years and is the investment manager for eight LICs – WAM Capital (ASX: WAM), WAM Leaders (ASX: WLE), WAM Global (ASX: WGB), WAM Microcap (ASX: WMI), WAM Alternative Assets (ASX: WMA), WAM Strategic Value (ASX: WAR), WAM Research (ASX: WAX) and WAM Active (ASX: WAA) – and the Wilson Asset Management Leaders Fund. Wilson Asset Management invests over \$5 billion on behalf of more than 130,000 retail investors.

Wilson Asset Management created and is the lead supporter of the first LICs to deliver both investment and social returns: Future Generation Australia (ASX: FGX) and Future Generation Global (ASX: FGG). Wilson Asset Management advocates and acts for retail investors, is a member of the global philanthropic Pledge 1% movement, is a significant funder of many Australian charities and provides all team members with \$10,000 each year to donate to charities of their choice. All philanthropic investments are made by the Investment Manager.



\$5 billion
in funds under management

>200 Years
combined investment experience

+25 Years
making a difference for shareholders

10
investment products

For more information visit www.wilsonassetmanagement.com.au or contact:

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