

Partner
Contact

Our ref

Nirangjan Nagarajah
Nirangjan Nagarajah
T +61 3 8656 3389
nnagarajah@gtlaw.com.au
NVN:NVN:1058096



L 25, 101 Collins Street
Melbourne VIC 3000 AUS
GPO Box 90 Melbourne VIC 3001
T +61 3 8656 3300 F +61 3 8656 3400
www.gtlaw.com.au

30 May 2024

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

Dear Sir/Madam

Takeover bid by River Capital Pty Ltd as trustee for River Capital Embedded Network Trust for the shares in Locality Planning Energy Holdings Limited – Extension of offer period

We act for River Capital Pty Ltd (ACN 073 531 469) as trustee for River Capital Embedded Network Trust (**River Capital**) in respect of River Capital's off-market takeover bid under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) for all of the ordinary shares in Locality Planning Energy Holdings Limited (ACN 147 867 301) which River Capital and its related entities do not already own (**Offer**).

We enclose a notice, pursuant to sections 650D and 630(2) of the Corporations Act, that River Capital has varied its Offer to extend the offer period and postponed the date it must give a notice on the status of conditions (**Notice**).

The Offer is now scheduled to close at 7.00pm (AEST) on Friday, 5 July 2024 (unless further extended).

A copy of the Notice, which has been lodged with ASIC, will be given to LPE and each LPE securityholder who has not yet accepted the Offer in accordance with sections 650D(1)(c) and 650D(2) of the Corporations Act (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*).

Yours faithfully
Gilbert + Tobin

A handwritten signature in blue ink, appearing to read 'Nirangjan Nagarajah', with a stylized flourish at the end.

Nirangjan Nagarajah
Partner
+61 3 8656 3389
nnagarajah@gtlaw.com.au

**RIVER CAPITAL PTY LTD (ACN 073 531 469)
AS TRUSTEE FOR RIVER CAPITAL EMBEDDED NETWORK TRUST**

COMPANY NOTICE – SECTIONS 650D AND 630(2) OF THE CORPORATIONS ACT 2001 (CTH)

Notice of variation – Extension of offer period

To: Australian Securities and Investments Commission (**ASIC**)

ASX Limited

Locality Planning Energy Holdings Limited (ACN 147 867 301) (ASX:LPE) (**LPE**)

Each LPE shareholder and other person referred to in section 650D(1)(c) and section 650D(2) of the *Corporations Act 2001* (Cth) (**Corporations Act**) (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*)

This notice is given by River Capital Pty Ltd (ACN 073 531 469) as trustee for River Capital Embedded Network Trust (**River Capital**) in respect of River Capital's off-market takeover bid under Chapter 6 of the Corporations Act for all of the ordinary shares in LPE which River Capital and its related entities do not already own (**Offer**). The Offer is contained in River Capital's bidder's statement dated 16 April 2024 (as varied by the notice dated 3 May 2024) (**Bidder's Statement**). Unless the context requires otherwise, terms defined in the Bidder's Statement have the same meaning in this notice.

A copy of this notice was lodged with ASIC on Thursday, 30 May 2024. Neither ASIC nor any of its officers takes any responsibility for the content of this notice.

1 Variation of Offer – Extension of Offer Period

River Capital hereby gives notice for the purposes of section 650D of the Corporations Act that the Offer is varied by:

- (a) extending the period during which the Offer will remain open for acceptance until 7.00pm (AEST) on Friday, 5 July 2024 (unless further extended under the Corporations Act); and
- (b) replacing "7 June 2024" with "5 July 2024" in each place that the closing date of the Offer, or the end of the Offer Period, is referenced in the Bidder's Statement (including in the Acceptance Forms).

2 New date for giving notice of the status of conditions

River Capital hereby gives notice for the purposes of section 630(2)(b) of the Corporations Act that:

- (a) as a result of the extension of the Offer Period, the new date for giving notice of the status of the conditions of the Offer as required by section 630(2) of the Corporations Act, is Thursday, 27 June 2024. Accordingly, the reference to "30 May 2024" in the Bidder's Statement as the date for giving the notice on the status of the conditions is replaced with "27 June 2024"; and
- (b) as at the date of this notice, the Offer (and each contract resulting from acceptance of the Offer) has not been freed from any of the conditions contained in section 13.7 of the Bidder's Statement and, accordingly, the Offer remains subject to the conditions.

3 Approval of this notice

This notice has been approved by a resolution passed by the directors of River Capital under section 650D(3A)(a)(i) of the Corporations Act, as inserted by *ASIC Corporations (Takeover Bids) Instrument 2023/683*.

Date: 30 May 2024

Signed for and on behalf of **River Capital Pty Ltd** as trustee for **River Capital Embedded Network Trust** by:



Anna Liza Feliciano Navarro
Company Secretary