

ASX Announcement

ASX: AND

16 July 2024

Transaction Update

Ansarada Group Limited (ASX:AND) (**'Ansarada'** or **'Company'**) refers to the proposed acquisition by DS Answer Pty Ltd (**'Datasite'**)¹, an entity owned by funds managed by CapVest, of 100% of the shares on issue in Ansarada by way of a scheme of arrangement (**'Scheme'**), and its announcement on 7 June 2024 regarding indicative timing for implementation of the Scheme.

ACCC Update

Ansarada notes the ACCC has announced a revised provisional date for the announcement of its findings on the Scheme to 8 August 2024 (and has updated its public register to that effect). If the ACCC confirms it has no objections to the Scheme, Ansarada expects FIRB approval will follow shortly afterward.

Scheme Timetable

The New South Wales Supreme Court (**'Court'**) has made orders to:

- schedule the Scheme Meeting for Wednesday, 21 August 2024 commencing at 4.00pm (Sydney time) or as soon as reasonably practicable after the conclusion or adjournment of the General Meeting (whichever time is later); and
- adjourn the Second Court Date to 9.15am (Sydney time) on Tuesday, 27 August 2024.

Ansarada advises that the Board has resolved to schedule the General Meeting for Wednesday, 21 August 2024 at 3.00pm (Sydney time).

The revised indicative timetable for the Scheme and Carve-Out Transaction is as follows:

Latest time and date for lodgement of completed Proxy Form for the Meetings	3:00pm (Sydney time) on 19 August 2024
Time and date for determining eligibility of Ansarada Shareholders to vote at the Meetings	7:00pm (Sydney time) on 19 August 2024
Time and date of the General Meeting	3:00pm (Sydney time) on 21 August 2024
Time and date of the Scheme Meeting	4:00pm (Sydney time) on 21 August 2024 or at the conclusion or adjournment of the General Meeting (whichever time is later)
Second Court Date	27 August 2024
Effective Date of the Scheme	28 August 2024
Last date of trading of Ansarada Shares on ASX	Close of trading on the ASX on the Effective Date
Record Date for determining entitlements to the Scheme Consideration	7:00pm (Sydney time) on 30 August 2024
Completion of the Carve-Out Transaction	Implementation Date
Implementation Date for the Scheme	6 September 2024

¹ Datasite has entered into the Scheme Implementation Deed via DS Answer Pty Ltd, an entity that is wholly controlled by Datasite.

Delisting of Ansarada from ASX

Close of trading on the Business Day immediately following the Implementation Date

Ansarada Directors' recommendation

Ansarada's Independent Directors, Mr Peter James, Mr David Pullini, Ms Nancy Hobhouse and Mr Stuart Clout continue to recommend that Ansarada shareholders:²

- vote in favour of the Scheme, in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the Scheme is in the best interests of the Ansarada Shareholders; and
- vote in favour of the Carve-Out Transaction, subject to the Independent Expert continuing to conclude that the Carve-Out Transaction is not fair but reasonable to Ansarada Shareholders and that the Transaction overall is in the best interests of Ansarada Shareholders.

Subject to the same qualifications, each Ansarada Independent Director intends to vote in favour of the Scheme and the Carve-Out Transaction, for all Ansarada Shares held or controlled by them.

Further information

If you require further information or have questions in relation to the Scheme, the Carve-Out Transaction or the Explanatory Booklet, please visit the website at <https://boardroomlimited.com.au/agm/andgmscheme24> or contact the Ansarada Shareholder Information Line on 1300 068 177 (within Australia) or +61 2 8023 5416 (outside Australia), Monday to Friday between 9:00am and 5:00pm (Sydney time) (excluding public holidays).

Unless otherwise indicated, capitalised terms have the meaning given to them in the Explanatory Booklet dated 12 April 2024.

This announcement was authorised for release by the Board of Ansarada Group Limited.

-ENDS-

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About Ansarada (ASX:AND)

Ansarada is a SaaS (Software-as-a-Service) Platform with products used by the world's top companies, advisors and governments to govern their most critical information and processes in Deals and Transaction Management, Board Management, Governance, Risk and Compliance and Infrastructure procurement. Ansarada enables organisations across the globe to be run more efficiently, with reduced risk and an increased ability to make fast confident decisions.

Ansarada is purpose-driven with a mission to help organisations be confident in every critical decision throughout their lifecycle so they can fully realise their potential.

For more information, please visit www.ansarada.com/investor-relations

² You should note when considering this recommendation the interests of each Ansarada Independent Director in securities in Ansarada, including Ansarada Options, as set out in Sections 10.18 and 12.1 of the Explanatory Booklet.