

26 July 2024



**By electronic lodgement**

Market Announcements Office  
ASX Limited  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Your Ref

File No. 011927036

Jason van Grieken  
Direct 61 3 9229 9946  
[jvangrieken@abl.com.au](mailto:jvangrieken@abl.com.au)

Jeremy Leibler  
Direct 61 3 9229 9744  
[jleibler@abl.com.au](mailto:jleibler@abl.com.au)

MELBOURNE  
SYDNEY

**Partners**  
Mark M Leibler AC  
Henry D Lanzer AM  
Joseph Borensztajn AM  
Leon Zwier  
Philip Chester  
Ross A Paterson  
Stephen L Sharp  
Kevin F Frawley  
Zaven Mardirossian  
Jonathan M Wenig  
Paul Sokolowski  
Paul Rubenstein  
Peter M Seidel  
John Mitchell  
Ben Mahoney  
Jonathan Milner  
John Mengolian  
Matthew Lees  
Genevieve Sexton  
Jeremy Leibler  
Nathan Briner  
Justin Vaatstra  
Clint Harding  
Susanna Ford  
Tyrone McCarthy  
Teresa Ward  
Christine Fleer  
Jeremy Lanzer  
Bridget Little  
Gia Cari  
Jason van Grieken  
Elyse Hilton  
Jonathan Ortner  
Stephen Lloyd  
Scott Phillips  
Gavin Hammerschlag  
Shaun Cartoon  
Damien Cuddihy  
Dorian Henneron  
Rebecca Zwier  
Ben Friis-O'Toole  
Raphael Leibler  
Gabriel Sakkal

**Consultants**  
Jane C Sheridan  
Kenneth A Gray

**Special Counsel**  
Sam Dollard  
Laila De Melo  
Emily Simmons  
Bridgid Cowling  
Rachel Soh  
Ari Watne  
Brianna Youngson

**Senior Associates**  
Briely Trollope  
Laura Cochrane  
Greg Judd  
Ely Bishop  
Mark Macrae  
David Monteith  
Lisa Garson  
Vidushee Deora  
Luke Jedynak  
Emily Korda  
Michael Repse  
Anna Sapountsis  
Alexandra Harrison-Ichlov  
Claire Southwell  
Luise Squire  
Ari Bendet  
Matthew Davies  
Grace Cho  
Lucy Eastoe  
Michelle Ainsworth  
Micaela Bernfield  
Crosby Radburn  
Jessica Wills  
George Basil  
Harriet Craig  
Ellie Mason  
Jessica Ortner  
Cameron Sivwright  
Andrew Spierings  
Freeman Zhong  
Ben Chahoud  
Ora-Tali Korbi

**Takeover bid by Louis Dreyfus Company for Namoi Cotton Limited (ASX: NAM) – Variation of takeover bid**

We act for Louis Dreyfus Company Melbourne Holdings Pty Ltd (ACN 161 877 185) (**LDC**), a wholly owned subsidiary of Louis Dreyfus Company B.V. (which, collectively with its subsidiaries is the **LDC Group**).

On 7 May 2024, LDC lodged a replacement bidder's statement in relation to its off-market takeover offer (**Offer**) to acquire all of the ordinary shares in Namoi Cotton Limited (ACN 010 485 588) (ASX: NAM) (**Namoi**) not currently owned or controlled by the LDC Group.

On behalf of LDC, we **enclose** a notice pursuant to section 650D of the *Corporations Act 2001* (Cth) (as notionally modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*) (**Corporations Act**) extending the closing date for the Offer to 7.00 pm (Sydney time) on 13 August 2024, unless extended or withdrawn in accordance with the Corporations Act.

The notice has been lodged with the Australian Securities and Investments Commission and will be given to Namoi and to each person referred to in sections 650D(1)(c) and 650D(2) of the Corporations Act.

Yours sincerely  
**Arnold Bloch Leibler**

**Jeremy Leibler**  
Partner

**Jason van Grieken**  
Partner

Enc



Louis Dreyfus Company

Louis Dreyfus Company  
Melbourne Holdings Pty Ltd  
ABN 18 161 877 185

Level 4  
12 Commercial Road  
NEWSTEAD QLD 4006  
Australia

General Enquiries  
T +61 7 3253 5999  
F +61 7 3257 4131

[www.ldc.com](http://www.ldc.com)

This is a notice under section 650D(1) of the Corporations Act 2001 (Cth) (**Corporations Act**) given by Louis Dreyfus Company Melbourne Holdings Pty Ltd (ACN 161 877 185) (**LDC**) in relation to its off-market takeover offer to acquire all of the fully paid ordinary shares in Namoi Cotton Limited (ACN 010 485 588) (ASX: NAM) (**Namoi**), which LDC (or its associates) does not already own or control (the **Offer**), the terms of which are contained in its replacement bidder's statement dated 7 May 2024 (as supplemented or replaced from time to time) (**Bidder's Statement**).

Capitalised terms used in this notice have the same meaning given in the Bidder's Statement, unless the context requires otherwise.

## **LDC takeover offer for Namoi Shares** **Notice of variation: extension of Offer Period to 13 August 2024**

26 July 2024

Dear Namoi Shareholder

### **Extension of Offer Period to 13 August 2024**

LDC is pleased to advise it has extended the closing date of the Offer to **7.00 pm (Sydney time) on 13 August 2024**.

We encourage you to act now and read the Bidder's Statement which is available at [www.ldcoffer.com.au](http://www.ldcoffer.com.au)

You may accept the Offer by:

- (a) logging into [www.ldcoffer.com.au](http://www.ldcoffer.com.au) and following the instructions;
- (b) completing and signing the enclosed, personalised acceptance form and returning it to the address specified on the acceptance form; <sup>1</sup> or
- (c) if you are a CHESS sponsored holder, instructing your Controlling Participant (usually your broker) to accept the Offer on your behalf.

If you have already accepted the Offer, no action is required. For more information see section 10.3 of the Bidder's Statement.

If you have any questions in relation to this document, the Offer or how to accept the Offer, please call the Offer Information Line on 1300 265 238 (within Australia) or +61 3 9415 4833 (outside Australia), Monday to Friday between 9.00 am and 5.00 pm (Sydney time).

### **Notice of variation of Offer**

LDC hereby gives notice pursuant to sections 650C and 650D of the Corporations Act that it varies the Offer by:

- (a) extending the Offer Period, so that the Offer will now close at 7:00pm Sydney time on 13 August 2024 (instead of 2 August 2024), unless further extended in accordance with the Corporations Act; and

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<sup>1</sup> Your personalised acceptance form that was enclosed with LDC's replacement bidder's statement dated 7 May 2024 is still valid and can be used to accept the Offer. If you have already accepted the Offer, you do not need to give LDC another acceptance form.

- (b) replacing the references to “2 August 2024” with “13 August 2024” in all places in the Bidder’s Statement, in the previous notices and in all other instances where “2 August 2024” appears as the closing date of the Offer.

### **Withdrawal Rights**

This extension of the Offer Period (in combination with previous extensions of the Offer Period) results in a total extension of the Offer Period by more than 1 month. Accordingly, in addition to your withdrawal rights under the terms of the Offer set out in Section 10.15 of the Bidder’s Statement and in accordance with section 650E of the Corporations Act, each Namoi Shareholder who has validly accepted the Offer on or before the date of this notice has the right to withdraw their acceptance of the Offer by giving written notice to LDC (**Withdrawal Notice**) within one month beginning on the day after this notice is received by the relevant Namoi Shareholder (**Withdrawal Period**).

You may withdraw your acceptance of the Offer:

- (a) if any of your Namoi Shares are held in a CHESS Holding, by having your Controlling Participant transmit a valid originating message to ASX Settlement specifying the Namoi Shares to be released from sub position, in accordance with Rule 14.16 of the ASX Settlement Operating Rules; and
- (b) if any of your Namoi Shares are not held in a CHESS Holding, by sending a written notice to that effect signed by you (or on your behalf, in which case documentation proving that the person or persons signing the notice are authorised to do so must accompany the notice) to any of the following addresses:

By Email: corpactprocessing@computershare.com.au

By Mail: Computershare Investor Services Pty Limited  
GPO Box 52  
Melbourne, Victoria 3001  
Australia

If you are entitled to give, and you give, a Withdrawal Notice within the Withdrawal Period, before the end of 14 days after the day on which LDC receives the Withdrawal Notice, LDC will:

- (a) return to you any documents that were sent by you to LDC with your acceptance of the Offer; and
- (b) if any of your Namoi Shares are held in a CHESS Holding, transmit to ASX Settlement a valid message that authorises the release of your Namoi Shares from sub position in accordance with Rule 14.16 of the ASX Settlement Operating Rules.

Please call the Offer Information Line on 1300 265 238 (within Australia) or +61 3 9415 4833 (outside Australia), Monday to Friday between 9.00am and 5.00pm (Sydney time) if you require assistance.

### **New date for giving notice as to the status of conditions**

In accordance with section 630(2) of the Corporations Act, LDC gives notice that as a result of the extension of the Offer Period, the new date in Section 10.17 of the Bidder’s Statement to give notice as to the status of the Conditions is 6 August 2024.

As at the date of this notice, none of the Conditions have been freed or, so far as LDC knows, fulfilled and accordingly the Offer remains subject to those Conditions.

A copy of this notice was lodged with ASIC on 26 July 2024. ASIC takes no responsibility for the contents of this Notice.

This notice to extend the Offer Period has been approved by a resolution passed by the directors of LDC.

Signed for and on behalf of Louis Dreyfus Company Melbourne Holdings Pty Ltd by:



***Rubens de Azevedo Marques Neto***

Director