

# Scheme becomes legally effective



Release date: 1 August 2024

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Further to the announcement by Prospa Group Limited (ASX:PGL) ("Prospa" or the "Company") to the ASX on 31 July 2024, Prospa confirms that it has lodged an office copy of the orders made by the Court approving the proposed scheme of arrangement ("Scheme") pursuant to which Salkbridge Pty Ltd ("BidCo"), an entity controlled by a consortium led by the Salter Brothers Tech Fund ("Consortium"), would acquire all of the issued shares in Prospa ("Prospa Shares") that are not already owned by the Consortium.

Unless otherwise indicated, capitalised terms used in this announcement have the meaning given to them in the scheme booklet dated 12 June 2024 ("Scheme Booklet").

An office copy of the Court orders lodged with ASIC is attached to this announcement.

The Scheme is now legally effective and it is expected that the quotation of Prospa Shares on the ASX will be suspended from the close of trading today.

Prospa Shareholders will be provided with the Scheme Consideration on the Implementation Date for the Scheme (Thursday, 8 August 2024) in respect of Prospa Shares held by them at 7.00pm (Sydney time) on Monday, 5 August 2024.

This announcement has been authorised for release by the Board.

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## ENDS

For further information, contact:

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Company Secretary

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## About Prospa

Prospa Group Limited (ASX: PGL) is a leading fintech with a commitment to unleash the potential of small business in Australia and New Zealand. We do this through an innovative approach to developing simple, stress free and seamless financial management products and services.

Since 2012, we have provided more than \$4.0 billion of funding to support the growth and operations of thousands of small businesses. We also work with more than 16,000 trusted brokers, accountants, and aggregator partners, to deliver flexible funding solutions to their clients.

At Prospa, we're serious about our impact on our people, communities, and the planet. Our core company value of One Team is backed by our recognition as a Great Place To Work in Australia and a WORK180 Endorsed Employer for Women.

For more information about Prospa, visit [prospa.com](https://prospa.com) or [investor.prospa.com](https://investor.prospa.com).



Issued: 31 July 2024 10:10 AM

## JUDGMENT/ORDER

### COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Corporations List
Registry	Supreme Court Sydney
Case number	2024/00199539

### TITLE OF PROCEEDINGS

First Plaintiff	PROSPA GROUP LIMITED ACN 625648722
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First

### DATE OF JUDGMENT/ORDER

Date made or given	31 July 2024
Date entered	31 July 2024

### TERMS OF JUDGMENT/ORDER

VERDICT, ORDER OR DIRECTION:

Hearing of Originating Process filed 29 May 2024. Second Court hearing.

- Black J grants leave to Salkbridge Pty Ltd to appear under r 2.13 of the Supreme Court (Corporations) Rules.

Affidavit evidence read. Exhibits marked.

Black J makes orders in accordance with Short Minutes of Order initialled by him and placed in the file.

THE COURT ORDERS THAT:

1 Pursuant to paragraph 411(4)(b) of the Corporations Act 2001 (Cth) (Corporations Act), the scheme of arrangement between the Plaintiff and holders of fully paid ordinary shares in the Plaintiff (other than certain excluded shareholders), in the form set out in Annexure 2 of Tab 1 of Exhibit RDA-1 in this proceeding (Scheme), be approved.

2 Pursuant to subsection 411(12) of the Corporations Act, the Plaintiff be exempt from compliance with subsection 411(11) of the Corporations Act in relation to the Scheme.

3 These orders be entered forthwith.

## SEAL AND SIGNATURE



Signature Rebel Kenna  
Capacity Principal Registrar  
Date 31 July 2024

If this document was issued by means of the Electronic Case Management System (ECM), pursuant to Part 3 of the Uniform Civil Procedure Rules (UCPR), this document is taken to have been signed if the person's name is printed where his or her signature would otherwise appear.

### PERSON PROVIDING DOCUMENT FOR SEALING UNDER UCPR 36.12

Name PROSPA GROUP LIMITED, Plaintiff 1

Legal representative LUKE BRADSHAW HASTINGS  
Legal representative reference  
Telephone 02 9225 5000

### FURTHER DETAILS ABOUT Plaintiff(s)

First Plaintiff  
Name PROSPA GROUP LIMITED  
ACN 625648722  
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Telephone  
Fax  
E-mail  
Client reference

#### Legal representative

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### FURTHER DETAILS ABOUT (s)