

15 October 2024

Markets Announcements Office
Australian Securities Exchange
Exchange Centre
20 Bridge Street
Sydney, NSW, 2000

Dear Sir/Madam

Notice of compulsory acquisition following off-market takeover bid by Allegra Innovations Pty Ltd to acquire all ordinary shares in Allegra Medical Technologies Limited (ASX:AMT)

We act for Allegra Innovations Pty Ltd (ACN 670 616 127) (**AI**) in relation to its off-market takeover bid for ordinary shares in Allegra Medical Technologies Limited (ACN 066 281 132) (**AMT**) that AI does not already own.

In accordance with section 661B(1)(d) of the *Corporations Act 2001* (Cth), we enclose for lodgement on behalf of AI an ASIC Form 6021 (Notice of compulsory acquisition following takeover bid) (the **Notice**). The Notice will be lodged with ASIC today and sent to AMT shareholders tomorrow, together with a sample copy of the letter which will be despatched to AMT shareholders accompanying the Notice.

Yours faithfully
MinterEllison

Minter Ellison

Contact: Dino Permadi
Dino.permadi@minterellison.com
Partner: Benjamin Smith
OUR REF: 1484735

NOTICE OF COMPULSORY ACQUISITION FOLLOWING TAKEOVER BID

Issued by Allegra Innovations Pty Ltd

Date: Tuesday, 15 October 2024

To: Remaining Shareholders of Allegra Medical Technologies Limited

Dear Shareholder,

Re: Compulsory Acquisition of Shares in Allegra Medical Technologies Limited

We are writing to formally notify you that Allegra Innovations Pty Ltd ACN 670 616 127) (**AI**) has acquired a relevant interest in more than 90% of the ordinary shares in Allegra Medical Technologies Limited (ACN 066 281 132) (**AMT**) following its takeover bid and more than 75% of the AMT shares that it offered to acquire under its takeover bid. As such, AI (is now exercising its rights under section 661A of the *Corporations Act* 2001 (Cth) to compulsorily acquire all remaining shares in AMT.

Shareholders who did not accept the takeover offer will have their shares acquired compulsorily at a price of \$0.004 cash per AMT Share, being the same price per share under the takeover offer which closed on **Monday, 14th October 2024**.

You are now being issued this notice of compulsory acquisition pursuant to ASIC Form 6021 and section 661B of the *Corporations Act* 2001 (Cth). A copy of the **Form 6021** is attached for your reference and sets out the compulsory acquisition process and your rights.

Key Dates:

- **Notice Date:** Tuesday, 15 October 2024
- **Compulsory Acquisition Date:** Wednesday, 4 December 2024
- **Price Payable:** \$0.004 cash per AMT Share

You do not need to take any action unless you object to the acquisition. Should you wish to object, you must lodge an objection with the Australian Securities and Investments Commission (**ASIC**) within one month of receiving this notice. Further details of the objection process are provided in the attached Form 6021.

If you do not lodge an objection, your shares will automatically be acquired, and you will be entitled to claim your consideration from AMT. On completion of the compulsory acquisition procedure, AI will provide AMT with the consideration for the AMT shares that it compulsorily acquires. AMT will give notice to shareholders once it has received the consideration and advise as to how you may claim the consideration to which you are entitled. Subject to the Corporations Act, this is expected to occur no earlier than 6 weeks after the date of this letter.

We recommend you consult with your financial or legal adviser if you have any questions regarding this process.

Further Information:

Should you have any questions, please contact please contact Automic Group at 1300 288 664 or +61 2 9698 5414 from outside Australia, or email them at hello@automicgroup.com.au.

Yours faithfully,



Nicholas Hartnell
Sole Director
Allegra Innovations Pty Ltd

Enclosures:

- ASIC Form 6021

ASIC Form 6021 - Notice of Compulsory Acquisition Following Takeover Bid

(Attach the ASIC Form 6021, which can be accessed through ASIC's official channels or your legal counsel)

Notice of compulsory acquisition following takeover bid

Notice

Description of class of securities to which the bid relates

Name of target company or body

Tick applicable box(es)

Name of bidder

Tick one box

Date offers closed or are scheduled to close

Tick applicable box(es).
(See subsection 661A(4) and (4A))

Description of securities

Description of securities

Tick one box

To each holder of:

Fully Paid Ordinary Shares

('Bid Class Securities')

in

Name ('the Company')

Allegra Medical Technologies Limited

ACN/ABN/ARSN

066 281 132

☐ and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.

☐ and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

1. Under a takeover bid offers were made by

Allegra Innovations Pty Ltd

in respect of the acquisition of Bid Class Securities in the company.

The offers

☒

closed

☐

are scheduled to close

on

Date

1

[D]

4

[D]

/

1

[M]

0

[M]

/

2

[Y]

4

[Y]

2. You are, as at the date of this notice, the holder of one or more of the following

☒

securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)

☐

securities to which the bid related issued after the end of the offer period and before the date of this notice

☐

securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related

☐

securities issued under an employee incentive scheme to which restrictions on transfer apply under the company's constitution or the terms of issue, being

☐

the following securities in the bid class in which the bidder has a relevant interest

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the Act') that the bidder has become entitled pursuant to subsection

☒

661A(1)

☐

661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

Continued... Notice

Date of lodgement

Insert paragraph 4A only where alternative forms of consideration were offered under the bid.

Details of alternative terms.

Set out the terms that will apply

Tick one box

- 4 Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

This notice was lodged with ASIC on

Date

1	5	1	0	2	4
[D]	[D]	[M]	[M]	[Y]	[Y]

- 4A. You are entitled, within one month after being given this notice (see paragraph 8), or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, by notice in writing to the bidder, to elect which of the following forms of consideration will apply to the acquisition of your securities:

If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be:

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.
6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before
- ☐ this notice was given.
- ☒ the end of the offer period.
7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.
8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

Signature

Name of person signing

Nicholas James Hartnell

Capacity

Director

Signature



Date signed

1	5	1	0	2	4
[D]	[D]	[M]	[M]	[Y]	[Y]