

ASX Announcement

Unmarketable Parcels Share Sale Facility

2 December 2024

McPherson's Limited (**ASX: MCP**) (**Company**) advises that it will be implementing a sale facility of unmarketable parcels of shares (**Sale Facility**) for shareholders who hold less than \$500 worth of fully paid, ordinary shares (**MCP Shares**) in McPherson's Limited (**Unmarketable Parcel**).

Based on the price of MCP Shares at the close of trading on the Australian Securities Exchange (**ASX**) on 29 November 2024 (**Record Date**) of \$0.355 per MCP Share, a holding of 1,408 MCP Shares or less constitutes an Unmarketable Parcel.

The Company is providing the Sale Facility to enable holders of Unmarketable Parcels to sell their MCP Shares without having to engage a broker or incur any brokerage or handling costs that would otherwise make a sale of their MCP Shares uneconomic and difficult. The Company will pay all costs associated with the sale and transfer of MCP Shares through the Sale Facility (excluding any tax consequences of the sale, which will be the responsibility of the relevant shareholders).

The Company expects the sale of Unmarketable Parcels through the Sale Facility will also benefit the Company, as it is expected to help to reduce administrative costs, including printing and mailing costs and share registry expenses associated with maintaining a significant number of Unmarketable Parcels.

In accordance with the Company's Constitution and the ASX Listing Rules, holders of Unmarketable Parcels, as at Record Date, will be sent a Shareholder Letter that contains important information about the Sale Facility and also a Share Retention Form. Both of these documents will be in the form **attached**.

Shareholders with Unmarketable Parcels wishing to take advantage of the Sale Facility and have their MCP Shares sold by the Company do not need to take any action.

Shareholders who hold an Unmarketable Parcel and wish to retain their MCP Shares will also be able to "opt-out" of participating in the Sale Facility by returning their duly completed Share Retention Form to the Company's share registry, Computershare, in accordance with the instructions on the Share Retention Form, by no later than **5.00 pm (AEDT) on 15 January 2025 (Closing Date)**. Any shareholder who holds an Unmarketable Parcel and does not return a duly completed Share Retention Form by the Closing Date will have their MCP Shares sold through the Sale Facility.

The Company may arrange for the sale of the MCP Shares under the Sale Facility by way of an on-market sale, or in any way they consider reasonable in the circumstances (e.g. off-market sale). The proceeds from the sale of the MCP Shares will be remitted to the participating shareholders as soon as reasonably practicable following settlement of all MCP Shares sold through the Sale Facility.

The key dates in relation to the Sale Facility are set out below:

Event	Key Date
Record Date for establishing holders of Unmarketable Parcels	Friday, 29 November 2024
ASX Announcement regarding Unmarketable Parcels Sale Facility	Monday, 2 December 2024
Letter and Share Retention Form dispatched to shareholders holding an Unmarketable Parcel	Wednesday, 4 December 2024
Closing Date for receipt of completed Share Retention Forms (Closing Date) This is the last date to OPT-OUT of the sale process, otherwise your MCP Shares may be sold.	Wednesday, 15 January 2025

The Company reserves the right to change any of the dates referred to in this announcement or the attached Shareholder Letter and Share Retention Form, or to vary, cancel or delay the Sale Facility or the sale of MCP Shares at any time before MCP Shares are sold, by making an announcement to the ASX.

The Company is able to establish the Sale Facility and facilitate the sale of Unmarketable Parcels under clause 74 of its Constitution and ASX Listing Rule 15.13.

The Company does not provide any recommendation or advice as to whether shareholders holding an Unmarketable Parcel should sell or retain their MCP Shares.

The Shareholder Letter outlining the procedures of the Sale Facility and the Share Retention Form will be mailed to eligible shareholders on Wednesday 4 December 2024.

The Company has also prepared some Frequently Asked Questions (see **attached**), which accompany this announcement.

Authorisation

This ASX announcement has been authorised by the McPherson's Limited Board of Directors.

For further information please contact

Mark Sherwin (Chief Financial Officer) at msherwin@mcpher.com.au
Craig Durham (General Counsel & Company Secretary) at cdurham@mcpher.com.au

About McPherson's Limited

McPherson's Limited is a supplier of some of Australia's well-known essential health, beauty, and wellness products. McPherson's has five core household brands: 'Manicare', 'Lady Jayne', 'Dr LeWinns', 'Swisspers' and 'Fusion.' McPherson's strategy is to invest in and grow these brands through the pharmacy, grocery and e-commerce channels. In addition, the Company supplies a supporting portfolio of other popular brands in attractive segments of the market including haircare, vitamins and supplements, fragrance, and nutrition. McPherson's is headquartered in Sydney, has offices in Melbourne, Auckland, Hong Kong and Shanghai, and is listed on the Australian Securities Exchange.

For further information, please visit www.mcphersons.com.au

4 December 2024

Dear Shareholder

McPherson's Limited - Unmarketable Parcels Share Sale Facility

On behalf of the Board of McPherson's Limited (ABN 98 004 068 419 (**ASX: MCP**) (**McPherson's** or **Company**), I am pleased to advise that the Company has established an Unmarketable Parcel Share Sale Facility (**Sale Facility**) for holders of parcels of fully paid ordinary shares in the Company (**MCP Shares** or **Shares**) with a market value of less than \$500 as at the close of trading on 29 November 2024 (**Record Date**), (**Unmarketable Parcel**).

Based on the price of Shares at close of trading on the Australian Securities Exchange (**ASX**) on the Record Date of \$0.355, a holding of 1,408 Shares or less constitutes an Unmarketable Parcel.

The Company appreciates that Unmarketable Parcels can be difficult or expensive to sell, so the Company is offering the Sale Facility to enable shareholders who hold an Unmarketable Parcel to sell their Shares without having to engage a broker or pay brokerage or handling fees. The Company will pay all costs associated with the sale and transfer of MCP Shares through the Sale Facility (excluding any tax consequences of the sale, which will be the responsibility of relevant shareholders).

The price that you receive for your Shares under the Sale Facility will be determined by when and how the Shares are sold. The Company may sell your Shares on market or in any other way it considers fair and reasonable in the circumstances. If the Shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale.

The sale of Unmarketable Parcels through the Sale Facility will also benefit the Company, as it is expected to significantly reduce the administrative costs associated with maintaining a significant number of small shareholdings on the Company's share register.

The Company is able to establish the Facility and facilitate the sale of Unmarketable Parcels under Clause 74 of the Company's Constitution (**Constitution**) and ASX Listing Rule 15.13.

Why are you receiving this letter?

Our records indicate that you held an Unmarketable Parcel of Shares based on the price of Shares of \$0.355 as at close of trade on the ASX on the Record Date. Unless you advise the Company by 5:00pm (AEDT) on 15 January 2025 (**Closing Date**) that you do **NOT** wish to sell your MCP Shares, the Company intends to sell your MCP Shares through the Sale Facility in accordance with Clause 74 of the Constitution and ASX Listing Rule 15.13.

To advise the Company that you do **NOT** wish to sell your MCP Shares, you must complete the Share Retention Form (**Share Retention Form**) **enclosed** with this letter, and return it to the Company's share registry, Computershare, in accordance with the instructions on the Share Retention Form, prior to the Closing Date.

If, at the Closing Date, the value of your MCP Shares has increased such that you no longer have an Unmarketable Parcel (e.g., due to an increase in the market price of MCP Shares or the number of MCP Shares you hold), your Shares will **NOT** be sold.

If you have multiple holdings of MCP Shares which, if aggregated, would not constitute an

Unmarketable Parcel, you may contact Computershare at 1300 850 505 (from within Australia and +61 3 9415 4000 (from overseas) to amalgamate your holdings. In these circumstances, your MCP Shares will **NOT** be sold.

Please also note that pursuant to Clause 74 of the Constitution and ASX Listing Rule 15.13.5, the Company will **NOT** sell your MCP Shares if a third party announces a takeover offer for the Company.

In accordance with its continuous disclosure obligations, the Company may release information to the ASX which may affect your decision as to whether you wish to sell or retain your MCP Shares. If such information is released, it will be published on the ASX market announcements platform and on the Investor Centre section on the Company's website www.mcphersons.com.au.

You should be aware that the fact that your holding of MCP Shares is described in this letter as an "Unmarketable Parcel" does not mean that you cannot sell your Shares at any time. The use of the term "Unmarketable Parcel" in this letter is to identify the value of MCP Shares which are eligible for sale through the Sale Facility.

What do you need to do?

As a holder of an Unmarketable Parcel as at the Record Date, your options are described below:

Sell your Unmarketable Parcel of MCP Shares, you do not need to take any action

If you **WISH TO SELL** your MCP Shares through the Sale Facility, you should **TAKE NO ACTION** (i.e. do nothing). By refraining from taking any action, you will be deemed to have irrevocably appointed the Company as your agent to sell, or procure the sale of, all of your MCP Shares at a price to be determined, without any costs being incurred by you. All shareholders whose MCP Shares are sold under the Sale Facility will receive the same sale price per share. As the sale price is an average, the proceeds that you receive may be more or less than the actual price received by the broker for the sale of your MCP Shares.

Dealing with proceeds of sale

The proceeds of the sale of your MCP Shares will be remitted to you using the bank account details recorded with Computershare for your McPherson's shareholding. To the extent your bank account details are not up to date or you have not recorded bank account details with Computershare, you should notify Computershare of your current bank account details via www.computershare.com/au - log in to Investor Centre using your User ID and password. If you don't already have an Investor Centre account, you can register by visiting www-au.computershare.com/Investor/Registration. Alternatively, please call Computershare on 1300 850 505 (from within Australia) or +61 3 9415 4000 (from overseas). If your bank account details are not recorded with Computershare by the Closing Date, or if you live outside Australia or New Zealand, your proceeds will be remitted to you by cheque. After this date, you will receive documentation advising you of the number of your MCP Shares that have been sold and the amount of proceeds from the sale.

Currency of payments

Any payments to you will be made in Australian dollars. If you have provided bank details for a New Zealand dollar denominated account to Computershare, the Australian dollar proceeds will be converted to New Zealand dollars at the prevailing foreign exchange market rate available at the time of conversion. Please note that if your registered address is in New Zealand, payment will be made via direct credit only and payment will be withheld until bank account details have been provided. Unmarketable Parcel Shareholders who would like to receive their proceeds in other currencies are able to enroll in Global Wire (an international

wire payment service provided by Computershare) to receive their proceeds in their local currency.

Retain your Unmarketable Parcel of MCP Shares, you must take action

If you **DO NOT WISH TO SELL** your Unmarketable Parcel and retain your MCP Shares, you **MUST OPT-OUT** of the Sale Facility by completing and returning the **attached** Share Retention Form in accordance with the instructions on the Share Retention Form so that it is received by Computershare prior to the Closing Date.

Key Dates

The key dates in relation to the Sale Facility are set out below:

Event	Key Date
Record Date for establishing holders of Unmarketable Parcels	Friday, 29 November 2024
ASX Announcement regarding Unmarketable Parcels Sale Facility	Monday, 2 December 2024
Letter and Share Retention Form dispatched to shareholders holding an Unmarketable Parcel	Wednesday, 4 December 2024
Closing Date for receipt of completed Share Retention Forms (Closing Date) This is the last date to OPT-OUT of the sale process, otherwise your MCP Shares may be sold	Wednesday, 15 January 2025

The Company reserves the right to change any of the dates referred to in this letter or the **attached** Terms and Conditions or Share Retention Form, or to vary, cancel or delay the Sale Facility or the sale of your MCP Shares at any time before your MCP Shares are sold, by making an announcement to the ASX.

The Company does not provide any recommendation or advice as to whether you should sell or retain your MCP Shares.

Enclosed are important Terms and Conditions relating to the Sale Facility which answers questions that you may have with respect to the sale of Unmarketable Parcels. If you are in doubt about what to do, you should consult your legal, financial or taxation adviser.

If you have any other questions about the operation of the Sale Facility, please email the Company at cosec@mcphersons.com.au.

Yours sincerely
McPherson's Limited



Ari Mervis
Board Chair



McPherson's Limited
ABN 98 004 068 419

Health
Wellness
Beauty

MCP

MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001

Return your Form to the Company's share registry:



By Mail:

Computershare Investor Services Pty Limited
GPO Box 52
Melbourne Victoria 3001
Australia

By Email:

corpactprocessing@computershare.com.au

For all enquiries:

Phone:



(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

Share Retention Form

 **If you wish to retain your shares, your form must be received by 5:00pm (AEDT) on Wednesday, 15 January 2025.**

This is an important document that requires your immediate attention. It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

Step 1: Shareholding Details

Use this form if you wish to retain your shares in McPherson's Limited. If you have recently bought or sold shares your shareholding may differ from that shown. If you have already sold all your shares in McPherson's Limited, do not complete or return this form. If you have more than one shareholding on McPherson's Limited's register and you do not wish to sell your shares under the Unmarketable Parcels Share Sale Facility, you should consider buying additional shares or consider consolidating them. For further advice on how to do this, contact Computershare Investor Services Pty Limited (CIS) on the number above.

Please check the details provided and update your address via www.investorcentre.com if any of the details are incorrect.

If you have a CHESS sponsored shareholding, please contact your broker to notify a change of address.

Step 2: Signing Instructions

Individual: Where the shareholding is in one name, the shareholder must sign.

Joint Shareholding: Where the shareholding is in more than one name, all of the shareholders must sign.

Power of Attorney: Where signing as Power of Attorney (POA), you must attach an original certified copy of the POA to this form.

Companies: Where the shareholding is in the name of a Company, this form must be signed in accordance with the Corporations Act, either as:

- a Sole Director and Sole Company Secretary **OR** a Sole Director (if no Company Secretary exists), **OR**
- two Directors, **OR**
- a Director and Secretary.

Overseas Companies: Where the shareholding is in the name of an Overseas company (companies incorporated outside Australia) the form must be signed as above, or documentation must be provided showing that the company can sign in an alternate manner.

Deceased Estate: Where the shareholding is in the name of a deceased estate, all executors must sign; and a certified copy or original, of the required documentation must accompany this form. Details of the documentation required can be found by searching "deceased estates" on our website www.computershare.com or by calling Computershare Investor Services Pty Limited on 1300 850 505 or +61 3 9415 4000. If the shareholding is in more than one name the surviving shareholder may sign the form and return it together with a certified copy of the death certificate of the other joint shareholder.

Step 3: Contact Details

Entering contact details is not compulsory, but will assist us if we need to contact you.

Turn over to complete the form →

McPherson's Limited Share Retention Form



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For your security keep your SRN/
HIN confidential.

STEP 1 Shareholding Details

MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001



Change of address. If incorrect, mark this box and make the correction in the space to the left. Shareholders sponsored by a broker (reference number commences with 'X') should advise their broker of any changes.

Shares held as at 7:00pm (AEDT)
Friday, 29 November 2024:

2000

STEP 2 Signature of Shareholder(s) *This section must be completed.*

By signing and returning this form, in accordance with the requirements set out in 'Step 2: Signing Instructions' overleaf, I/we confirm that I/we understand that my/our **SHARES WILL NOT BE SOLD** under the Unmarketable Parcels Share Sale Facility.

Individual or Shareholder 1

Sole Director and Sole Company Secretary/
Sole Director (cross out titles as applicable)

Shareholder 2

Director

Shareholder 3

Director/Company Secretary
(cross out titles as applicable)

STEP 3 Contact Details

Contact Name _____ Contact Daytime Telephone _____ Date ____ / ____ / ____

Email Address _____

Privacy Notice

The personal information you provide on this form is collected by Computershare Investor Services Pty Limited (CIS), as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing privacy@computershare.com.au. We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at privacy@computershare.com.au or see our Privacy Policy at <http://www.computershare.com/au>.

Frequently Asked Questions

Unmarketable Parcels Share Sale Facility

1. What is an Unmarketable Parcel of MCP Shares?

An unmarketable parcel of MCP Shares is a holding of McPherson's Limited (ABN 98 004 068 419) (**ASX:MCP**) shares valued at less than \$500 as at close of trade on the Record Date.

The **Record Date** for the purposes of establishing holders of unmarketable parcels has been set by the Company at close of trade on 29 November 2024. Based on the price of the Company's shares at the Record Date, this is a holding of 1,408 fully paid ordinary shares or less.

2. What price will I receive for MCP Shares sold through the Sale Facility?

If you do nothing and your MCP Shares are sold through the Sale Facility, you will be deemed to have irrevocably appointed the Company as your agent to sell, or procure the sale of, all of your MCP Shares at a price to be determined, without any costs being incurred by you. All shareholders whose MCP Shares are sold under the Sale Facility will receive the same sale price per share. As the sale price is an average, the proceeds that you receive may be more or less than the actual price received by the broker for the sale of your MCP Shares.

3. What is the price of McPherson's Limited shares?

The closing price of McPherson's Limited shares on the Record Date, 29 November 2024 was \$0.355.

As the share price changes frequently, current prices are available in news sources and from the ASX website (www.asx.com.au) under the ASX ticker code MCP.

4. When will the proceeds from the sale of my MCP Shares be sent to me?

Payment will be sent to you following settlement of the sale or otherwise, as soon as is practicable. Payment will be made in Australian dollars by cheque or direct credit for those holders who have banking instructions recorded on their holdings. More details are set out in the letter to shareholders dated 4 December 2024.

You will be notified by way of a transaction confirmation statement of the number of MCP Shares sold, and the price and total sale proceeds. The cheque will be sent by post to your address as shown in the McPherson's Limited share register at the time the share sale payment is completed.

More details are set out in the letter to shareholders dated 4 December 2024.

5. If I buy more MCP Shares, will I retain my shareholding in the Company?

Yes, the Company will treat any purchase of additional shares to increase the value of a McPherson's Limited shareholding to more than \$500 as an indication that you do not want your MCP Shares to be sold through the Sale Facility. For a purchase to be an effective notification that you wish to retain your MCP Shares, any additional shares must be registered

by 5.00pm (AEDT) on 15 January 2025 under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

6. What if my MCP Shares are held in a CHESS holding?

If your MCP Shares are held in a CHESS holding at 5.00pm (AEDT) on 15 January 2025 the Company may move those shares to an Issuer Sponsored Holding and these MCP Shares will be sold through the Sale Facility.

7. Where can I get further information?

If you have any further questions concerning your MCP shareholding or how the Sale Facility will work, please contact Computershare Investor Services Pty Limited on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) between the hours of 8.30am and 5.00pm (AEDT) Monday to Friday.

8. Important Notes

The Company reserves the right to vary, delay or terminate the Sale Facility by notice to the ASX. The Company is not bound to sell any or all of your MCP Shares that may be available for it to sell under the Sale Facility, and there is no guarantee that the Company will be able to sell your MCP Shares. Please also note that the Company will not sell your MCP Shares if a third party announces a takeover offer for the Company.

Consistent with its continuous disclosure obligations, the Company may release to the ASX information that may be material to a shareholder's decision as to whether they wish to retain their MCP Shares. This information will, if released, be available on the ASX website at www.asx.com.au (ASX:MCP) and on the Company's website www.mcphersons.com.au.

The Company reserves the right to change any of the dates referred to in the shareholder letter by notice to the ASX. If you are in any doubt about what to do, you should consult your legal, financial or taxation adviser.

9. Multiple Holdings

If you currently have more than one holding of MCP Shares on the Company's Share Register, you may wish to consider amalgamating your multiple shareholdings, as this may result in your amalgamated shareholding no longer being an Unmarketable Parcel.

Under these circumstances, your MCP Shares will not be sold as part of the Sale Facility. Any such amalgamation needs to be effective on the register by 5.00pm (AEDT) on 15 January 2025.

You should contact your professional advisors if you have any questions on amalgamation.