

via ASX Online

16 December 2024

Market Announcements Office  
Australian Securities Exchange  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

**Off-market takeover bid by SEQ Hospitality Group Pty Ltd for Eumundi Group Limited (ASX:EBG) – second supplementary bidder's statement and notice of variation**

We act for SEQ Hospitality Group Pty Ltd ACN 681 115 471 (**SEQ**) in relation to its off-market takeover bid under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) for all of the fully paid ordinary shares in Eumundi Group Limited ACN 010 947 476 (ASX:EBG) (**Eumundi**).

We **enclose** by way of service pursuant to section 647(3)(a)(ii) of the Corporations Act (as inserted by *ASIC Corporations (Replacement Bidder's and Target's Statements) Instrument 2023/688*), SEQ's second supplementary bidder's statement dated 16 December 2024 (**Second Supplementary Bidder's Statement**) which includes, as an attachment, a notice pursuant to section 650D of the Corporations Act (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*) increasing the consideration under the Offer from \$1.55 to \$1.62 per Eumundi share.

The Second Supplementary Bidder's Statement, together with the accompanying notice, has been lodged with the Australian Securities and Investments Commission and given to Eumundi, and will be sent to each person referred to in section 650D(1)(c)(ii) of the Corporations Act (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*).

Yours sincerely

**Clayton Utz**

**Contact**      **Jim Peterson, Legal Consultant**  
+61 7 3292 7144  
jpeterson@claytonutz.com  
Mobile +61 407 739 677

**Lisa Houston, Senior Associate**  
+61 7 3292 7114  
lhouston@claytonutz.com  
Mobile +61 432 946 864

**Enc**

Our ref 23562/23561/81041954

# Second Supplementary Bidder's Statement

for the **recommended all cash Offer** by

**SEQ Hospitality Group Pty Ltd**

ACN 681 115 471

to purchase all of your shares in

**Eumundi Group Limited**

ABN 30 010 947 476

for **\$1.62 cash per Eumundi Share**

- **Offer Price increased from \$1.55 to \$1.62 cash per Eumundi Share**
- **SEQ now has a Relevant Interest in 69.66% of Eumundi Shares\***
- **Eumundi's directors unanimously recommend that you ACCEPT the Offer, in the absence of a superior proposal and subject to the Independent Expert continuing to conclude that the Offer is fair and reasonable**

\*as at 7.00 pm (Sydney time) on 13 December 2024

**This document is important and requires your immediate attention.**

If you are in any doubt about how to deal with this document or the Offer, you should contact your legal, financial or other professional adviser as soon as possible.

Please call 1300 265 729 (callers within Australia) or +61 3 9938 4333 (callers outside Australia), Monday to Friday between 8.30am and 5.00pm (Sydney time), if you have any questions or require assistance.



Financial Adviser

CLAYTON UTZ

Legal Adviser

## Important notice

This document is a supplementary bidder's statement under section 643 of the *Corporations Act 2001* (Cth) (**Corporations Act**). It is the second supplementary bidder's statement (**Second Supplementary Bidder's Statement**) issued by SEQ Hospitality Group Pty Ltd ACN 681 115 471 (**SEQ**) in relation to its off-market takeover offer for all the fully paid ordinary shares in Eumundi Group Limited ABN 30 010 947 476 (**Eumundi**).

This Second Supplementary Bidder's Statement supplements, and should be read together with, SEQ's bidder's statement dated 6 November 2024 (**Original Bidder's Statement**) and the first supplementary bidder's statement dated 12 December 2024 (**First Supplementary Bidder's Statement**) (collectively, the **Bidder's Statement**). This Second Supplementary Bidder's Statement prevails to the extent of any inconsistency with the Bidder's Statement. Unless the context requires otherwise, terms defined in the Original Bidder's Statement have the same meaning in this Second Supplementary Bidder's Statement. The rules of interpretation in section 10.2 of the Original Bidder's Statement also apply.

A copy of this Second Supplementary Bidder's Statement was lodged with ASIC and provided to ASX on 16 December 2024. Neither ASIC nor ASX (or any of their officers) takes any responsibility for the contents of this Second Supplementary Bidder's Statement.

## 1 Offer Price increased to \$1.62 cash per Eumundi Share

---

### 1.1 Overview

SEQ announced, in its First Supplementary Bidder's Statement, that it would increase the consideration payable under both the Offer and the Scheme from \$1.55 to \$1.62 cash per Eumundi Share if it acquired a Relevant Interest in at least 65% of Eumundi Shares by 17 January 2025.

SEQ is pleased to advise that as at 7.00pm (Sydney time) on 13 December 2024 it had a Relevant Interest in 69.66% of Eumundi Shares. Consequently, SEQ has increased the Offer Price, and consideration payable under the Scheme (if it becomes effective) to \$1.62 cash per Eumundi Share.

All Eumundi Shareholders who accept, or have accepted, SEQ's Offer are entitled to receive the increased Offer Price of \$1.62 per Eumundi Share, regardless of when they accepted the Offer.<sup>1</sup> Details of how to accept the Offer are summarised in section 3 of this Second Supplementary Bidder's Statement.

A copy of a formal notice of variation under section 650D of the Corporations Act in respect of the increased Offer Price is attached to this Second Supplementary Bidder's Statement. SEQ and Eumundi have also entered into a second deed of variation of the Implementation Deed to reflect the change in the Scheme consideration.

The payment of the Interim Dividend (of 2.4 cents per Eumundi Share) by Eumundi to those Eumundi Shareholders on the Share Register as at the Interim Dividend Record Date (as those terms are defined in the Target's Statement) (**Recipient Shareholders**) will not reduce the amount those Recipient Shareholders receive for their Eumundi Shares from SEQ under either the Offer or the Scheme (as applicable).

### 1.2 Funding

As a result of the increased Offer Price of \$1.62 per Eumundi Share, the maximum amount of cash that SEQ could be required to pay under the Offer, if acceptances were received for all Eumundi Shares on issue as at the date of this Second Supplementary Bidder's Statement (being 49,767,770 Eumundi Shares), is \$80,623,787.40 (**Revised Maximum Consideration Amount**).

---

<sup>1</sup> subject to the terms and Conditions of the Offer (see section 9 of the Original Bidder's Statement).

The funding parties described in section 5.2 of the Original Bidder's Statement have undertaken to provide, or procure the provisions of, funds to SEQ which, in aggregate, exceed the Revised Maximum Consideration Amount. The increased Offer Price of \$1.62 per Eumundi Share will therefore be fully funded on the same basis and terms as the Funding Deeds.

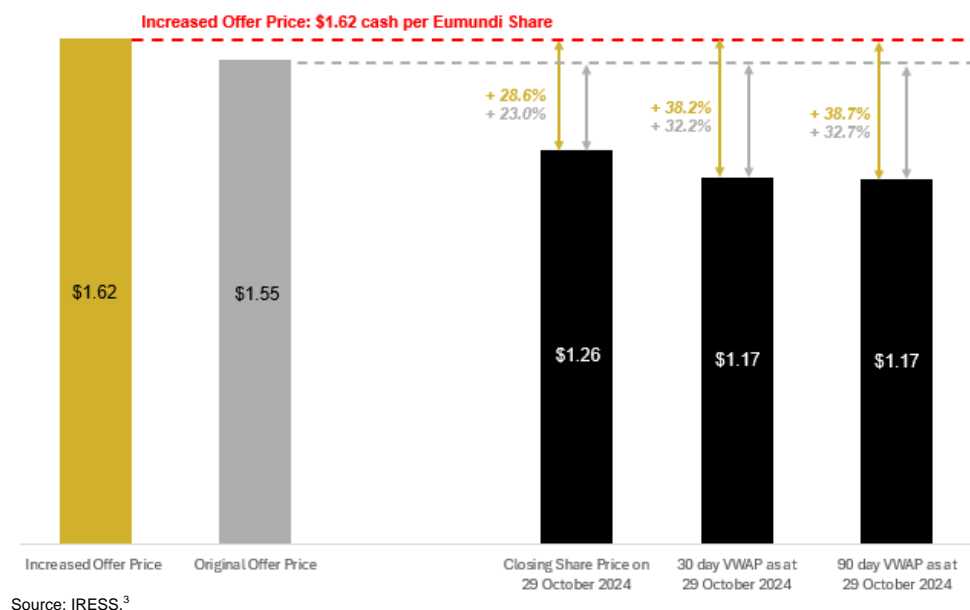
## 2 Why you should ACCEPT the Offer

### 2.1 Offer Price increased to \$1.62 per Eumundi Share

The increased Offer Price of \$1.62 per Eumundi Share represents a premium of:<sup>2</sup>

- 28.6% to \$1.26, being the closing price of Eumundi Shares on 29 October 2024, the last trading day prior to the Announcement Date;
- 38.2% to the VWAP of Eumundi Shares for the 30 days prior to and including 29 October 2024, the last trading day prior to the Announcement Date, being \$1.17 per Eumundi Share; and
- 38.7% to the VWAP of Eumundi Shares for the 90 days prior to and including 29 October 2024, the last trading day prior to the Announcement Date, being \$1.17 per Eumundi Share.

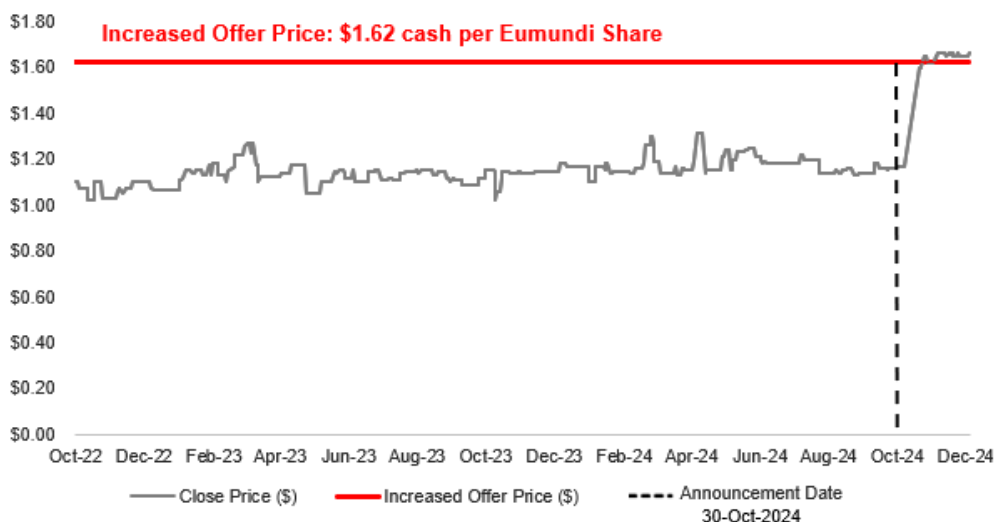
The graph below shows the premium which the increased Offer Price represents relative to the described recent and historical Eumundi Share trading prices on the ASX:



<sup>2</sup> It is important to understand that as Eumundi Shares are not regularly traded, the intrinsic value of a Eumundi Share may vary materially from its previous closing prices and VWAPs. Additionally, the premia to the trading prices of Eumundi Shares that the Offer Price represents may not be an appropriate indicator of the premia of the Offer Price to the intrinsic value of a Eumundi Share.

<sup>3</sup> All trading data referred to in this Second Supplementary Bidder's Statement has been prepared by IRESS. IRESS is not required to consent, and has not consented, to the use of this trading data in this Second Supplementary Bidder's Statement.

The increased Offer Price is also significantly higher than any closing price at which Eumundi Shares have traded in the 2 year period up to and including 29 October 2024 (being the last trading day prior to the Announcement Date), as shown in the following chart (which covers the period from 10 October 2022 to 13 December 2024).



Source: IRESS

The latest recorded sale price of Eumundi Shares on the ASX on 13 December 2024 (being the last day on which Eumundi Shares traded on the ASX before this Second Supplementary Bidder's Statement was lodged with ASIC) was \$1.68. This price is, however, not reflective of the historical longer-term trading prices of Eumundi Shares. Further, this reflects a 33.3% increase in the Eumundi Share price since the Announcement Date to 13 December 2024.

## 2.2 Unanimous recommendation of the Eumundi board

The Eumundi board has UNANIMOUSLY RECOMMENDED that you ACCEPT the Offer and vote in FAVOUR of the Scheme, in the absence of a superior proposal and subject to the Independent Expert concluding (and continuing to conclude) that the Offer is fair and reasonable and that the Scheme is in the best interests of Eumundi Shareholders.

Eumundi directors, Mr Ganim and Mr De Luca, have each accepted the Offer in respect of all Eumundi Shares in which they have a Relevant Interest (which represents approximately 43.34% of Eumundi Shares on issue in aggregate).<sup>4</sup>

## 2.3 There is a significant risk that the price of Eumundi Shares will fall if neither the Offer nor the Scheme succeed, and no superior proposal emerges

Whilst there are many factors that might influence the price of Eumundi Shares, Eumundi's Share price may trade at levels below the increased Offer Price, at least in the short term, if neither the Offer nor the Scheme succeeds and no other takeover offer is made for Eumundi Shares at, or above, the increased Offer Price. The future price for Eumundi Shares is, however, difficult to predict with any degree of certainty. Eumundi Shareholders who do not accept the Offer may not, however, have another opportunity to sell their Eumundi Shares for the increased Offer Price of \$1.62 per Eumundi Share.

<sup>4</sup> as recorded in the change in substantial holding notice provided by SEQ to ASX and Eumundi on 6 December 2024.

### 3 How to ACCEPT the Offer

---

To accept the Offer, Eumundi Shareholders should follow the instructions set out in section 9.4 of the Original Bidder's Statement and the Acceptance Form enclosed with this Second Supplementary Bidder's Statement.

Acceptance Forms that were attached to the Original Bidder's Statement are still valid and can be used to accept the Offer. If you have already accepted the Offer you do not need to take any further action as you are automatically entitled to receive the increased Offer Price of \$1.62 cash for each Eumundi Share you hold.

The Offer is scheduled to close at 7.00 pm (Sydney time) on 4 March 2025, unless the Offer is withdrawn or the Offer Period is extended as permitted by the Corporations Act.

### 4 Further information

---

Eumundi Shareholders who have any questions in relation to this document or the Transaction should contact their legal, financial or other professional adviser or call the SEQ Transaction Information Line on 1300 265 729 (calls within Australia) or +61 3 9938 4333 (calls outside Australia), Monday to Friday (excluding public holidays) between 8.30am and 5.00pm (Sydney time). Calls to these numbers may be recorded.

### 5 Consents

---

As permitted by *ASIC Corporations (Consents to Statements) Instrument 2016/72*, this Second Supplementary Bidder's Statement contains security price trading data sourced from IRESS without its consent.

### 6 Approval of Second Supplementary Bidder's Statement

---

This Second Supplementary Bidder's Statement has been approved by a resolution passed by the directors of SEQ.

Dated 16 December 2024

Signed for and on behalf of  
**SEQ Hospitality Group Pty Ltd**  
by



**Martin Ward**  
Chairman

**SEQ HOSPITALITY GROUP PTY LTD  
ACN 681 115 471**

**NOTICE OF VARIATION  
UNDER SECTION 650D OF THE CORPORATIONS ACT 2001 (CTH)  
INCREASE IN CONSIDERATION OFFERED**

**To: Australian Securities and Investments Commission (ASIC)**

**ASX Limited**

**Eumundi Group Limited ABN 30 010 947 476 (Eumundi)**

**Each person referred to in section 650D(1)(c)(ii) of the *Corporations Act 2001 (Cth)* (*Corporations Act*), as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683***

SEQ Hospitality Group Pty Ltd ACN 681 115 471 (**SEQ**) gives notice for the purposes of section 650D of the Corporations Act that the offers dated 18 November 2024 (**Offers**) made under its off-market takeover bid for all of the fully paid ordinary shares in Eumundi contained in SEQ's bidder's statement dated 6 November 2024 (**Original Bidder's Statement**), as supplemented by the first supplementary bidder's statement dated 12 December 2024 (**Bidder's Statement**), are varied as set out in this notice. Terms defined in the Bidder's Statement have the same meaning when used in this notice unless the context provides otherwise.

A copy of this notice was lodged with ASIC on 13 December 2024. Neither ASIC nor any of its officers takes any responsibility for the content of this notice.

**1. Increase in Offer Price**

In accordance with section 650B(1)(a) of the Corporations Act, SEQ varies the Offers by:

- (a) increasing the Offer Price from \$1.55 cash per Eumundi Share to \$1.62 cash per Eumundi Shares; and
- (b) replacing references to "\$1.55" with "\$1.62" in all places it appears (or is deemed to appear) in the Bidder's Statement, the Acceptance Form enclosed with the Bidder's Statement and in all other instances where the amount "\$1.55" appears as the Offer Price.

The increased Offer Price will apply to all Eumundi Shareholders who accept the Offer, including those Eumundi Shareholders who have already accepted the Offer.

**2. Total cash consideration**

As a result of the increased Offer Price of \$1.62 cash per Eumundi Share, the maximum consideration amount that could be payable by SEQ under the Offer, if acceptances were received for all Eumundi Shares on issue as at the date of this notice (being 49,767,770 Eumundi Shares), is \$80,623,787.40.

**3. Source of funding**

The Funding Deeds described in section 5.2 of the Original Bidder's Statement have been supplemented to increase the funding commitments provided by the funding parties to amounts

which in aggregate exceed \$80,623,787.40. The increased Offer Price of \$1.62 per Eumundi Share will therefore be fully funded on the same basis and terms as the Funding Deeds.

SEQ remains of the opinion that it has a reasonable basis for forming the view, and holds the view, that it will be able to pay the consideration required for the acquisition of Eumundi Shares pursuant to the Offer and to satisfy its obligations under the Offer.

This notice has been approved by a resolution passed by the directors of SEQ.

Dated 13 December 2024

Signed for and on behalf of  
**SEQ Hospitality Group Pty Ltd**  
by

A handwritten signature in dark ink, appearing to read 'Martin Ward', with a stylized flourish at the end.

Martin Ward  
Director



**By Mail:**

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



**By Email:**

corpactprocessing@computershare.com.au

EBGTKO

MR SAM SAMPLE  
UNIT 123  
SAMPLE STREET  
SAMPLETOWN NSW 2001

**For all enquiries:**

**Phone:**

(within Australia) 1300 265 729

(outside Australia) +61 3 9938 4333

## Takeover Acceptance Form

## ISSUER



### Your form must be received by the end of the Offer Period.

This form and the Bidder's Statement are important documents that require your immediate attention. This form relates to an offer (**Offer**) by SEQ Hospitality Group Pty Ltd (**SEQ**) to acquire all of your Eumundi Shares in Eumundi Group Limited (ABN 30 010 947 476) (**Eumundi**) the terms of which are set out in the Bidder's Statement from SEQ dated 6 November 2024 as replaced or supplemented (**Bidders Statement**). Capitalised terms used in this form have the same meaning as in the Bidder's Statement, unless otherwise defined.

If you are in doubt about how to deal with this Offer, please contact your financial or other professional advisor.

Note this form can only be used in relation to the securityholding represented by the details printed above and overleaf.

### Step 1: Registration Name & Offer Details

Your consideration will be paid to the name(s) as they appear on the latest copy of the Eumundi register, as provided to SEQ. The current address recorded by SEQ is printed above and overleaf. If you have recently bought or sold Eumundi Shares your holding may differ from that shown. If you have already sold all your Eumundi Shares, do not complete or return this form.

### Step 2: Accept the Offer

Only sign and return this form if you wish to accept the Offer for ALL of your Eumundi Shares.

By signing this form, you represent and warrant to SEQ (and authorise SEQ to represent and warrant on your behalf), as a fundamental condition of the contract resulting from your acceptance, that both at the time of acceptance of the Offer and at the time the transfer of your Eumundi Shares (including any Rights) to SEQ is registered, that all of your Eumundi Shares are and will be free from all Encumbrances and adverse interests of any nature (whether legal or otherwise) and free from restrictions on transfer of any nature (whether legal or otherwise), and that you have full power, capacity and authority to accept the Offer and to sell and transfer the legal and beneficial ownership in your Eumundi Shares (including any Rights) to SEQ, and that you have paid to Eumundi all amounts which at the time of acceptance have fallen due for payment to Eumundi in respect of your Eumundi Shares, and that unless you have notified SEQ otherwise, your Eumundi Shares do not consist of several parcels of Eumundi Shares.

### Step 3: Foreign Resident Capital Gains Tax Withholding - Non-Withholding Declaration

Please refer to section 7.3 of the Bidder's Statement for further details before completing Step 3 overleaf. If you **do not** mark the box in Step 3, SEQ will NOT withhold 12.5% of the Offer consideration payable to you, unless SEQ considers or reasonably believes the declaration is false in respect of the Eumundi Shares to be disposed of by you.

**Penalties apply to the making of a false declaration.**

### Step 4: Signing Instructions

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders 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 holding is in the name of a Company, this form must be signed in accordance with the Corporations Act, either as:

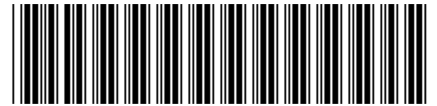
- a Sole Director and Sole Company Secretary **OR** a Sole Director (if no Company Secretary exists), **OR**
- two Directors, **OR**
- a Director and Secretary.

**Overseas Companies:** Where the holding 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:** All executors must sign and a certified copy of Probate or Letters of Administration must accompany this form.

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


Turn over to complete the form →



I 1111111111

I ND

# Takeover Acceptance Form

**STEP 1****Registration Name & Offer Details** For your security keep your SRN/  
HIN confidential.

**Registration Name:** MR SAM SAMPLE  
UNIT 123  
SAMPLE STREET  
SAMPLETOWN NSW 2001

**Offer Details:** Securityholding as at Register Date:

**2000**

By accepting the Offer, you are accepting the Offer for ALL of your Eumundi Shares (even if different to the number stated above).

**STEP 2****Accept the Offer**

Only sign and return this form if you wish to accept the Offer for ALL of your Eumundi Shares. The consideration applicable is set out in the terms of SEQ's Offer.

**STEP 3****Foreign Resident Capital Gains Tax Withholding - Non-Withholding Declaration**

Please refer to section 7.3 of the Bidder's Statement for further details before completing the below section.

By **not** marking this box, I/we declare, for the purposes of subsections 14-210(3), 14-225(1) and 14-225(2) of Schedule 1 of the *Tax Administration Act 1953* (Cth), that, as at the date of this declaration and for the period commencing on the date of this declaration and ending on the day 6 months after the date of this declaration:

- I/we am/are an Australian tax resident(s) (residency declaration); or
- I/we am/are not Australian tax resident(s) and the Eumundi Shares I/we, together with my/our 'associates', hold are 'membership interests' but not 'indirect Australian real property interests' (as those terms are defined in the *Income Tax Assessment Act 1936* (Cth) and the *Income Tax Assessment Act 1997* (Cth), as relevant).

I/we declare that the information contained in this declaration is true and correct.

**STEP 4****Signature of Securityholder(s)** *This section must be completed.*

I/We accept the Offer made by SEQ for Eumundi Shares and I/we agree to be bound by the terms and conditions of the Offer and transfer to SEQ ALL of my/our Eumundi Shares as per the above instruction.

**Individual or Securityholder 1**

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

**Securityholder 2**

**Director**

**Securityholder 3**

**Director/Company Secretary  
(cross out titles as applicable)**

**Contact  
Name** \_\_\_\_\_

**Contact  
Daytime  
Telephone** \_\_\_\_\_

**Date** \_\_\_\_ / \_\_\_\_ / \_\_\_\_

**Privacy Notice**

The personal information you provide on this form is collected by Computershare Investor Services Pty Limited ("CIS") for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. We may also use your personal information to send you marketing material approved by SEQ Hospitality Group Pty Ltd. You may elect not to receive marketing material by contacting CIS using the details provided on the front of this form or by emailing [privacy@computershare.com.au](mailto: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 SEQ Hospitality Group Pty Ltd or to third parties upon direction by SEQ Hospitality Group Pty Ltd where related to the administration of your securityholding or as otherwise required or permitted 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](mailto:privacy@computershare.com.au) or see our Privacy Policy at <http://www.computershare.com/au>.

EBGTKO  
MR SAM SAMPLE  
UNIT 123  
SAMPLE STREET  
SAMPLETOWN NSW 2001

## Return your Form:



**To Your Controlling Participant:**  
Return this form directly to your  
stockbroker



**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 265 729  
(outside Australia) +61 3 9938 4333

# Takeover Acceptance Form

CHESS



**Your form must be received with sufficient time to allow processing prior to the end of the Offer Period.**

This form and the Bidder's Statement are important documents that require your immediate attention. This form relates to an offer (**Offer**) by SEQ Hospitality Group Pty Ltd (**SEQ**) to acquire all of your Eumundi Shares in Eumundi Group Limited (ABN 30 010 947 476) (**Eumundi**) the terms of which are set out in the Bidder's Statement from SEQ dated 6 November 2024 as replaced or supplemented (**Bidders Statement**). Capitalised terms used in this form have the same meaning as in the Bidder's Statement, unless otherwise defined.

If you are in doubt about how to deal with this Offer, please contact your financial or other professional advisor.

Note this form can only be used in relation to the securityholding represented by the details printed above and overleaf.

## Step 1: Registration Name & Offer Details

Your consideration will be paid to the name(s) as they appear on the latest copy of the Eumundi register, as provided to SEQ.

The current address recorded by SEQ is printed above and overleaf. If you have recently bought or sold Eumundi Shares your holding may differ from that shown. If you have already sold all your Eumundi Shares, do not complete or return this form.

## Step 2: Accept the Offer

Only sign and return this form if you wish to accept the Offer for ALL of your Eumundi Shares.

As your Eumundi Shares are in a CHESS Holding, you may contact your Controlling Participant directly (normally your stockbroker) with instructions to accept the Offer. If you do this, your Controlling Participant will provide you with details as to what they require in order to accept the Offer on your behalf. If you want SEQ to contact your Controlling Participant on your behalf, sign and return this form to the address above so that it is received in sufficient time to allow your instruction to be acted upon by the close of the Offer Period. This will authorise SEQ and Computershare Investor Services Pty Limited (**CIS**) to request your Controlling Participant to initiate acceptance of the Offer on your behalf.

By signing this form, you represent and warrant to SEQ (and authorise SEQ to represent and warrant on your behalf), as a fundamental condition of the contract resulting from your acceptance, that both at the time of acceptance of the Offer and at the time the transfer of your Eumundi Shares (including any Rights) to SEQ is registered, that all of your Eumundi Shares are and will be free from all Encumbrances and adverse interests of any nature (whether legal or otherwise) and free from restrictions on transfer of any nature (whether legal or otherwise), and that you have full power, capacity and authority to accept the Offer and to sell and transfer the legal and beneficial ownership in your Eumundi Shares (including any Rights) to SEQ, and that you have paid to Eumundi all amounts which at the time of acceptance have fallen due for payment to Eumundi in respect of your Eumundi Shares, and that unless you have notified SEQ otherwise, your Eumundi Shares do not consist of several parcels of Eumundi Shares.

You should allow sufficient time for your Controlling Participant or SEQ to initiate the acceptance of SEQ's Offer on your behalf. Neither SEQ nor CIS will be responsible for any delays incurred by the process of requesting your Controlling Participant to accept the Offer.

## Step 3: Foreign Resident Capital Gains Tax Withholding - Non-Withholding Declaration

Please refer to section 7.3 of the Bidder's Statement for further details before completing Step 3 overleaf. If you **do not** mark the box in Step 3, SEQ will NOT withhold 12.5% of the Offer consideration payable to you, unless SEQ considers or reasonably believes the declaration is false in respect of the Eumundi Shares to be disposed of by you.

**Penalties apply to the making of a false declaration.**

## Step 4: Signing Instructions

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders 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 holding 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 holding 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:** All executors must sign and a certified copy of Probate or Letters of Administration must accompany this form.

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

**Turn over to complete the form** ➔




X 2222222222

I ND

# Takeover Acceptance Form

**STEP 1****Registration Name & Offer Details**

 For your security keep your SRN/  
HIN confidential.

**Registration Name:** MR SAM SAMPLE  
UNIT 123  
SAMPLE STREET  
SAMPLETOWN NSW 2001

Controlling Participant Identifier:

**Offer Details:** Securityholding as at Register Date:

2000

By accepting the Offer, you are accepting the Offer for ALL of your Eumundi Shares (even if different to the number stated above).

**STEP 2****Accept the Offer**

Only sign and return this form if you wish to accept the Offer for ALL of your Eumundi Shares. The consideration applicable is set out in the terms of SEQ's Offer.

**STEP 3****Foreign Resident Capital Gains Tax Withholding - Non-Withholding Declaration**

Please refer to section 7.3 of the Bidder's Statement for further details before completing the below section.

By **not** marking this box, I/we declare, for the purposes of subsections 14-210(3), 14-225(1) and 14-225(2) of Schedule 1 of the *Tax Administration Act 1953* (Cth), that, as at the date of this declaration and for the period commencing on the date of this declaration and ending on the day 6 months after the date of this declaration:

- I/we am/are an Australian tax resident(s) (residency declaration); or
- I/we am/are not Australian tax resident(s) and the Eumundi Shares I/we, together with my/our 'associates', hold are 'membership interests' but not 'indirect Australian real property interests' (as those terms are defined in the *Income Tax Assessment Act 1936* (Cth) and the *Income Tax Assessment Act 1997* (Cth), as relevant).

I/we declare that the information contained in this declaration is true and correct.

**STEP 4****Signature of Securityholder(s)** *This section must be completed.*

I/We accept the Offer made by SEQ for Eumundi Shares and I/we agree to be bound by the terms and conditions of the Offer and transfer to SEQ ALL of my/our Eumundi Shares as per the above instruction.

**Individual or Securityholder 1**

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

**Securityholder 2**

**Director**

**Securityholder 3**

**Director/Company Secretary  
(cross out titles as applicable)**

**Contact  
Name**

**Contact  
Daytime  
Telephone**

**Date**    /    /

## Privacy Notice

The personal information you provide on this form is collected by Computershare Investor Services Pty Limited ("CIS") for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. We may also use your personal information to send you marketing material approved by SEQ Hospitality Group Pty Ltd. You may elect not to receive marketing material by contacting CIS using the details provided on the front of this form or by emailing [privacy@computershare.com.au](mailto: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 SEQ Hospitality Group Pty Ltd or to third parties upon direction by SEQ Hospitality Group Pty Ltd where related to the administration of your securityholding or as otherwise required or permitted 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](mailto:privacy@computershare.com.au) or see our Privacy Policy at <http://www.computershare.com/au>.



EBGTKO

3 1 3 9 8 5 B

