

## ASX & Media Release

8 July 2025

### Results of Scheme Meeting

#### Clean Seas Shareholders vote in favour of Scheme of Arrangement

Clean Seas Seafood Limited (ASX: CSS, OSE: CSS) (“**Clean Seas**”, “**CSS**”, “**the Company**”) refers to its announcement dated 31 March 2025, 15 April 2025 and 17 June 2025 regarding the entry into a Scheme Implementation Deed (“**SID**”) with Yumbah Aquaculture Ltd (“**Yumbah**”) to acquire all of the ordinary shares on issue in the capital of Clean Seas, by way of a scheme of arrangement (“**Scheme**”).

#### Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), Clean Seas advises that the Scheme Resolution, as set out in the Notice of Meeting included in the Scheme Booklet dated 13 May 2025, was passed by the Requisite Majorities of Clean Seas Shareholders at the Scheme Meeting held earlier today.

In summary:

- 81.55% of Clean Seas Shareholders present and voting (in person or by proxy) were in favour of the Scheme Resolution; and
- 98.78% of votes cast by Clean Seas Shareholders were in favour of the Scheme Resolution.

Details of the valid proxies received and votes cast are attached to this announcement.

#### Next Steps

The Scheme remains subject to the approval of the Federal Court of Australia at the hearing scheduled for 10:00am (Adelaide time) on 15 July 2025 and the satisfaction of the Conditions Precedent as previously announced and described in the Scheme Booklet.

If the outstanding Conditions Precedent are satisfied or waived (if applicable) prior to the hearing, and the Court approves the Scheme, a copy of the Court orders will be lodged with the Australian Securities and Investments Commission (“**ASIC**”) (expected to occur on 15 July 2025), following which the Scheme will become legally effective at the close of trading on 15 July 2025 and Clean Seas Shares will be suspended from trading on the ASX and OSE. The Scheme will be implemented on 24 July 2025.

#### Indicative Scheme Timetable

The key dates for implementation of the Scheme are set out below.

Event	Expected Date
Second Court Date for approval of the Scheme	Tuesday, 15 July 2025
Effective Date Court order lodged with ASIC and announcement to the ASX Last day of trading in Clean Seas Shares (with Clean Seas Shares suspended from trading on the ASX and the OSE from close of trading)	Tuesday, 15 July 2025
Scheme Record Date for determining entitlements to Scheme Consideration	Thursday, 17 July 2025

Implementation Date and provision of Scheme Consideration	Thursday, 24 July 2025
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*Note: All times and dates in the above timetable are references to the time and date in Adelaide, Australia and all such times and dates are subject to change. Certain times and dates are conditional on the Conditions Precedent to the Scheme, including approval of the Scheme by the Court, being satisfied or waived (as applicable). Any changes will be announced by Clean Seas to the ASX.*

#### **Further Information**

If you have any questions in relation to the Scheme, please contact the Shareholder Information between 8:30am and 5:30pm (Sydney time), Monday to Friday on:

- 1300 737 760 (within Australia)
- +61 2 9290 9600 (outside Australia)

*This announcement is authorised by the Independent Board Committee of the Company.*

**For further information on Clean Seas Seafood, please contact:**

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**Clean Seas Seafood Limited**  
**Scheme Meeting**  
**Tuesday, 08 July 2025**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1. That, pursuant to and in accordance with section 411 of the Corporations Act 2001 (Cth), the scheme of arrangement proposed between Clean Seas Seafood Limited and the holders of its fully paid ordinary shares (other than any Excluded Shareholders) as contained in and more precisely described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to (with or without modification, alterations or conditions as approved by the Federal Court of Australia, to which Clean Seas Seafood Limited and Yumbah Aquaculture Ltd agree to in writing) and, subject to approval of the scheme of arrangement by the Federal Court of Australia, that the Clean Seas Board is authorised to agree to any modifications, alterations or conditions with Yumbah Aquaculture Ltd and to implement the scheme of arrangement in accordance with its terms (and with any such modifications, alterations or conditions).	Special	136,287,240 97.81%	1,541,917 1.11%	1,504,504 1.08%	105,178	137,801,126 98.78% 221 81.55%	1,696,461 1.22% 50 18.45%	105,178 5	Carried

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.