

ASX Release

10 June 2021

Scheme of Arrangement legally effective

Asaleo Care is pleased to advise that the Scheme is now legally effective and it is expected that trading in Asaleo Care's shares will be suspended from close of trading today.

Further to its announcement on 9 June 2021, an office copy of orders made by the Federal Court of Australia approving the scheme of arrangement under which Essity Holding Company Australia Pty Ltd, a wholly owned subsidiary of Essity Group Holding BV ("Essity"), will acquire all of the ordinary shares in Asaleo Care ("Scheme") has been lodged with the Australian Securities and Investments Commission pursuant to section 411(10) of the *Corporations Act 2001* (Cth).

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

Asaleo Care shareholders will be sent the Scheme consideration of A\$1.40 per share on the Scheme Implementation Date of 1 July 2021 for each share they hold on the Scheme Record Date (22 June 2021 at 5:00 pm).

On 21 June 2021 Asaleo Care shareholders will also receive the fully franked special dividend of A\$0.02 per share for each share they hold on the Special Dividend Record Date (15 June 2021 at 5:00 pm).

– ENDS –

About Asaleo Care

Asaleo Care is a leading personal care and hygiene company which markets, manufactures, distributes, and sells personal care and hygiene products throughout Australia, New Zealand, and the Pacific Islands. Its portfolio of market-leading brands includes Libra, TENA, Tork, Viti and Orchid. The Purex, Sorbent and Handee brands are owned in New Zealand and the Pacific Islands only. The Company has 14 manufacturing and distribution facilities and employs around 650 people who work together to offer products and services which provide care, comfort, and confidence every day. For more information visit www.asaleocare.com.

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This release has been approved by James Orr, Company Secretary.



Federal Court of Australia

District Registry: Western Australia

Division: General

No: WAD69/2021

IN THE MATTER OF ASALEO CARE LIMITED (ACN 154 461 300)

ASALEO CARE LIMITED (ACN 154 461 300)

Plaintiff

ESSITY GROUP HOLDING BV AND

ESSITY HOLDING COMPANY AUSTRALIA PTY LTD

Interested Parties

ORDER

JUDGE: JUSTICE BANKS-SMITH

DATE OF ORDER: 09 June 2021

WHERE MADE: Perth

THE COURT ORDERS THAT:

1. Pursuant to s 411(4)(b) of the *Corporations Act 2001* (Cth) (**Act**), the Scheme of Arrangement between the plaintiff and its members (**Scheme**), in the form which appears at Annexure C to the scheme booklet that was dispatched to shareholders in accordance with the orders made by the Court on 22 April 2021, be approved.
2. Pursuant to s 411(12) of the Act, the plaintiff be exempted from compliance with s 411(11) of the Act in relation to the Scheme.
3. Pursuant to r 39.34 of the *Federal Court Rules 2011* (Cth), these orders be entered forthwith.

Date that entry is stamped: 9 June 2021


Registrar