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**22 February 2023**

Market Announcements Office  
Australian Securities Exchange  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

**Notice of change of interests of substantial holder**

Dear Sir/Madam

We act for Rocket BidCo Pty Ltd (ACN 664 004 773) in relation to its off-market takeover under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) for all of the ordinary shares in Nitro Software Limited (ACN 079 215 419).

In accordance with section 671B of the Corporations Act, enclosed is a Form 604 (*Notice of change of interests of substantial holder*).

Yours faithfully  
**Gilbert + Tobin**

A handwritten signature in blue ink, appearing to read 'Alex Kauye'.

**Alex Kauye**  
Partner  
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A handwritten signature in blue ink, appearing to read 'Andrew Earle'.

**Andrew Earle**  
Senior Lawyer  
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**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme **NITRO SOFTWARE LTD**

ACN/ARSN **079 215 419**

**1. Details of substantial holder**

Name a) Rocket BidCo Pty Ltd (ACN 664 004 773) (**Alludo BidCo**); b) each of the entities listed in Annexure A (the **Alludo Entities**); and c) KKR Americas Fund XII L.P. (**KKR Entity**).

ACN/ARSN (if applicable) **N/A**

There was a change in the interests of the  
substantial holder on 21/02/2023  
The previous notice was given to the company on 01/02/2023  
The previous notice was dated 01/02/2023

**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities        | Previous notice |              | Present notice |              |
|----------------------------|-----------------|--------------|----------------|--------------|
|                            | Person's votes  | Voting power | Person's votes | Voting power |
| Fully paid ordinary shares | 30,152,899      | 11.99%       | 33,060,338     | 13.14%       |

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose Relevant interest changed    | Nature of change   | Consideration given in relation to change   | Class and number of securities affected | Person's votes affected |
|----------------|---|--|---|---|-------------------------|
| See Annexure B | Alludo BidCo, Alludo Entities, KKR Entity | Acquisition of a relevant interest by way of acceptances of offers made under Alludo BidCo's off-market takeover offer for all of the ordinary shares in Nitro Software Ltd ( <b>Nitro</b> ) on the terms set out in the Transaction Booklet dated 21 December 2022 ( <b>Takeover Offer</b> ). | \$2.15 per share, as per the Takeover Offer | See Annexure B                          | See Annexure B          |

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder | Nature of relevant interest | Class and number of securities | Person's votes |
|-----------------------------|---------------------------------|--|-----------------------------|--------------------------------|----------------|
|-----------------------------|---------------------------------|--|-----------------------------|--------------------------------|----------------|

|                                |  |              |   |                                       |            |
|--------------------------------|--|--------------|---|---------------------------------------|------------|
| Alludo BidCo                   | Nitro shareholders to whom the Takeover Offer was made and who have accepted the Takeover Offer. | Alludo BidCo | Relevant interest under s608(8) of the Corporations Act pursuant to acceptances of the Takeover Offer.  | 33,060,338 fully paid ordinary shares | 33,060,338 |
| KKR Entity and Alludo Entities | Nitro shareholders to whom the Takeover Offer was made and who have accepted the Takeover Offer. | Alludo BidCo | Relevant interest under s608(3) of the Corporations Act in the shares referred to above, being a relevant interest held through a body corporate in which the voting power of the relevant Alludo Entity and KKR Entity is above 20% or which the relevant Alludo Entity and KKR Entity controls. | 33,060,338 fully paid ordinary shares | 33,060,338 |

## 5. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| N/A                               | N/A                   |

## 6. Addresses

The addresses of persons named in this form are as follows:

| Name   | Address  |
|--|--|
| Alludo BidCo                                       | C/- Attune Advisory, Unit 60, 2 O'Connell Street, Parramatta NSW 2150                                  |
| Rocket Holdco Pty Ltd                              | C/- Attune Advisory, Unit 60, 2 O'Connell Street, Parramatta NSW 2150                                  |
| Alludo Entities (other than Rocket HoldCo Pty Ltd) | 2 <sup>nd</sup> Floor, Sir Walter Raleigh House, 48-50 Explanade, St. Helier, Jersey JE2 3QB           |
| KKR Entity   | C/- Maples Corporate Services Limited, PO Box 309, Ugland House, Grand Cayman, Cayman Islands KY1-1104 |

## Signature

print name Connie Chen

capacity Authorised Signatory

sign here



date

22 February 2023

# Annexure A

## Alludo Entities

This is Annexure "A" of 1 page referred to in ASIC Form 604 – Notice of change of interests of substantial holder, signed by me and dated 22 February 2023.



Connie Chen

| ENTITY                              | ACN / ARSN                      |
|-------------------------------------|---------------------------------|
| CASCADE HOLDCO LIMITED              | N/A (registered in Jersey)      |
| CASCADE INTERMEDIATE HOLDCO LIMITED | N/A (registered in Jersey)      |
| CASCADE PARENT LIMITED              | N/A (registered in Jersey)      |
| ROCKET HOLDCO PTY LTD               | ACN 664 002 957                 |
| COREL INC.                          | N/A (registered in USA)         |
| COREL TW CORP.                      | N/A (registered in Taiwan)      |
| PARALLELS INC.                      | N/A (registered in USA)         |
| COREL JAPAN LTD.                    | N/A (registered in Japan)       |
| COREL CORP                          | N/A (registered in Canada)      |
| PARALLELS (MAURITIUS) LIMITED       | N/A (registered in Mauritius)   |
| COREL LEROC (MADEIRA)               | N/A (registered in Portugal)    |
| COREL PTY LTD                       | ACN 058 601 148                 |
| COREL BRASIL REPRESENTACOES LTDA.   | N/A (registered in Brazil)      |
| COREL GMBH                          | N/A (registered in Germany)     |
| COREL UK LTD                        | N/A (registered in UK)          |
| COREL MALTA LIMITED                 | N/A (registered in Malta)       |
| AWINGU NV                           | N/A (registered in Belgium)     |
| AWINGU, INC                         | N/A (registered in USA)         |
| COREL ESTONIA OÜ                    | N/A (registered in Estonia)     |
| WINZIP COMPUTING S.L.               | N/A (registered in Spain)       |
| WINZIP HOLDINGS S.L.                | N/A (registered in Spain)       |
| WINZIP COMPUTING LLC                | N/A (registered in USA)         |
| PARALLELS INTL GMBH                 | N/A (registered in Switzerland) |

## Annexure B

This is Annexure "B" of 1 page referred to in ASIC Form 604 – Notice of change of interests of substantial holder, signed by me and dated 22 February 2023.



Connie Chen

### Details of changes in relevant interests pursuant to acceptances of the Alludo Takeover Offer

| Date of change   | Class and number of securities affected | Person's votes affected |
|------------------|---|-------------------------|
| 1 February 2023  | 273,833 fully paid ordinary shares      | 273,833                 |
| 2 February 2023  | 1,075,312 fully paid ordinary shares    | 1,075,312               |
| 3 February 2023  | 14,434 fully paid ordinary shares       | 14,434                  |
| 6 February 2023  | 34,838 fully paid ordinary shares       | 34,838                  |
| 7 February 2023  | 582,801 fully paid ordinary shares      | 582,801                 |
| 8 February 2023  | 33,586 fully paid ordinary shares       | 33,586                  |
| 9 February 2023  | 78,533 fully paid ordinary shares       | 78,533                  |
| 10 February 2023 | 9,687 fully paid ordinary shares        | 9,687                   |
| 13 February 2023 | 2,387 fully paid ordinary shares        | 2,387                   |
| 14 February 2023 | 4,660 fully paid ordinary shares        | 4,660                   |
| 15 February 2023 | 26,256 fully paid ordinary shares       | 26,256                  |
| 16 February 2023 | 6,676 fully paid ordinary shares        | 6,676                   |
| 17 February 2023 | 770 fully paid ordinary shares          | 770                     |
| 20 February 2023 | 2,262 fully paid ordinary shares        | 2,262                   |
| 21 February 2023 | 761,404 fully paid ordinary shares      | 761,404                 |