

25 September 2023

SCHEMES NOW EFFECTIVE

Melbourne, Australia – Tesseract Limited (ASX: TNT) (**Tesseract** or the **Company**) refers to its announcement made to ASX on 22 September 2023 and confirms that an office copy of the orders made on 22 September 2023 by the Federal Court of Australia (**Court**) approving:

- the scheme of arrangement under which it was proposed that Thales Australia Holdings Pty Ltd would acquire 100% of the shares in the Company (**Share Scheme**); and
- the scheme of arrangement under which holders of certain of Tesseract options and warrants would have their Tesseract Options cancelled and extinguished in exchange for cash consideration (**Option Scheme**),

has today been lodged with the Australian Securities and Investments Commission (**ASIC**).

Accordingly, under section 411(10) of the *Corporations Act 2001* (Cth), the Share Scheme and the Option Scheme are now legally effective. Accompanying this announcement is an office copy of the Court's orders as lodged with ASIC. The indicative timetable for the implementation of the Share Scheme and the Option Scheme is as set out in Tesseract's announcement of 22 September 2023.

This announcement is authorised for release by the Board of Directors of Tesseract.

- ENDS -

For further information please contact:

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Federal Court of Australia

District Registry: New South Wales

Division: General

No: NSD574/2023

TESSERENT LIMITED ACN 605 672 928

Plaintiff

ORDER

JUDGE: JUSTICE PERRAM

DATE OF ORDER: 22 September 2023

WHERE MADE: Sydney

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 shareholders, the terms of which are set out in the document at Appendix 3 of the document comprising Exhibit P1 in the proceeding (**Share Scheme**), is approved.
2. Pursuant to s 411(4)(b) of the Act, the scheme of arrangement between the Plaintiff and certain of its warrant and option holders, the terms of which are set out in the document at Appendix 5 of the document comprising Exhibit P1 in the proceeding (**Option Scheme**), is approved.
3. The Plaintiff lodge with the Australian Securities and Investments Commission a copy of:
 - a. the approved Share Scheme; and
 - b. the approved Option Scheme,at the time of lodging a copy of these Orders.
4. Pursuant to s 411(12) of the Act, the Plaintiff is exempted from compliance with s 411(11) of the Act in relation to Orders 1 and 2.
5. These orders be entered forthwith.



Date that entry is stamped: 22 September 2023

Sia Lagos
Registrar