



RESULTS OF SCHEME MEETING

18 June 2025, Adelaide, Australia: Mayne Pharma Group Limited (ASX: MYX) (**Mayne Pharma**) is pleased to announce that Mayne Pharma shareholders have today voted in favour of the Scheme of Arrangement between Mayne Pharma and its shareholders under which Cosette Pharmaceuticals, Inc. (**Cosette**) (via Cosette Australia BidCo Pty Ltd (ACN 685 921 126), a wholly owned subsidiary of Cosette's ultimate holding company Cosette Pharmaceuticals Holdings, Inc.) will acquire 100% of the shares in Mayne Pharma (**Scheme**).

Voting results of the Scheme Meeting

For the purposes of ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth) (**Act**), Mayne Pharma advises that the resolution to approve the Scheme, as set out in the Notice of Scheme Meeting attached to Mayne Pharma's Scheme Booklet registered with the Australian Securities and Investments Commission (**ASIC**) on 15 May 2025 (**Scheme Resolution**), was passed by the requisite majorities of Mayne Pharma shareholders.

In summary:

- 99.06% of the total number of votes cast on the Scheme Resolution at the Scheme Meeting (in person or by proxy, attorney or corporate representative) were cast in favour of the Scheme Resolution; and
- 89.64% of Mayne Pharma shareholders present and voting at the Scheme Meeting (in person or by proxy, attorney or corporate representative) voted in favour of the Scheme Resolution.

Full details of the poll and proxy results are set out in **Annexure A** to this announcement.

Next Steps

Subject to Mayne Pharma successfully challenging Cosette's purported termination of the Scheme Implementation Deed, Mayne Pharma will seek orders from the Supreme Court of New South Wales for the approval of the Scheme at the Second Court Hearing, currently scheduled for 9:15am (Sydney time) on Thursday, 18 September 2025.

- ENDS -

Authorised for release to the ASX by the Board of Directors



ASX Announcement

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About Mayne Pharma

Mayne Pharma is an ASX-listed specialty pharmaceutical company focused on commercialising novel pharmaceuticals to offer patients better, safe and more accessible medicines. Mayne Pharma is a leader in dermatology and women's health and also provides contract development and manufacturing services to clients worldwide. Mayne Pharma has a 40 year track record of innovation and success in developing new oral drug delivery systems. These technologies have been successfully commercialised in numerous products that continue to be marketed around the world. To learn more about Mayne Pharma, please visit maynepharma.com.

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	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
That pursuant to, and in accordance with, section 411 of the Corporations Act, the Scheme, the terms of which are contained in and more particularly described in the Scheme Booklet (of which this Notice of Scheme Meeting forms part) is approved (with or without alterations and/or conditions as approved by the Court and agreed to by Mayne Pharma and Cosette).	35,225,802 98.57%	339,546 0.95%	172,271 0.48%	154,048	35,835,625 99.06%	339,546 0.94%	157,844	Carried
					Number of shareholders voting on the poll (where applicable)			
					For	Against	Abstain#	
					779 89.64%	92 10.59%	10	

* Votes cast by a person who abstains from voting are not counted in calculating the required majority on the poll.

A person who abstains from voting is not counted in calculating the required majority on the poll.