

2 November 2021

Scheme of arrangement is legally effective

Empired Limited (**Empired**) announces that a copy of the orders of the Federal Court of Australia (**Court**) approving the scheme of arrangement under which Capgemini Australia Pty Limited will acquire 100% of the shares in Empired (**Scheme**) has been lodged with the Australian Securities and Investments Commission (**ASIC**).

As a result, the Scheme is now legally effective. A copy of the Court's orders as lodged with ASIC are attached to this announcement.

Empired will now apply for its shares to be suspended from trading on the ASX with effect from the close of trading today.

On the Scheme becoming legally effective, Empired Managing Director and CEO Russell Baskerville said "This is a defining moment in the history of Empired and is a fantastic outcome for our staff, clients and shareholders alike and I wish all of our shareholders every success in the future."

"From humble beginnings in a small blue warehouse in Perth, WA, Empired has grown into an Australian listed company employing over 1,100 people across 3 countries and working with some of the largest and most respected organisations in the world."

"I would like to sincerely thank all of our stakeholders for your loyalty, commitment and support over many years. Together we have built one of the largest and most respected digital services companies across Australia and New Zealand."

"Euroz Hartleys and Clayton Utz were advisors to the transaction and I'd like to thank both of them for their long term support of Empired and their key roles in the success of the scheme."

"Capgemini have conducted themselves with the highest level of integrity and professionalism throughout the transaction and I along with the entire Empired team are excited by the opportunities they will bring."

The record date for the Scheme is Tuesday 9 November 2021. The Scheme is expected to be implemented on Tuesday 16 November 2021.

Empired shareholders who have questions in relation to the Scheme should contact the Empired Shareholder Information Line on 1300 145 430 (for callers within Australia) or +61 3 9946 4421 (for callers outside of Australia) between 5.30 am and 2.30 pm (Perth time) Monday to Friday.

For more information please contact:

Russell Baskerville
Managing Director
Empired Limited
Ph +61 8 6333 2200

This announcement has been authorised for release by the Empired Board.



Federal Court of Australia

District Registry: Western Australia

Division: General

No: WAD202/2021

EMPIRED LIMITED ACN 090 503 843 and another named in the schedule
Plaintiff

ORDER

JUDGE: JUSTICE MCKERRACHER

DATE OF ORDER: 01 November 2021

WHERE MADE: Perth

THE COURT ORDERS THAT:

1. Pursuant to s 411(4)(b) of the *Corporations Act 2001* (Cth), the scheme of arrangement between the plaintiff and its shareholders (**Scheme**), in the form which appears at Annexure C of the Scheme Booklet that was despatched to shareholders in accordance with the orders made by this Court on 20 September 2021, as amended by orders made by the Court on 22 September 2021, be approved.
2. Pursuant to s 411(12) of the Act, the plaintiff be exempted from complying with s 411(11) of the Act in relation to the Scheme.
3. A one-day abridgement of the notice period in r 3.4(3)(b) of the *Federal Court (Corporations) Rules 2000* (Cth) be granted.
4. The plaintiff lodge an office copy of these orders with the Australian Securities and Investments Commission as soon as practicable.

Date that entry is stamped: 1 November 2021


Registrar



Schedule

No: WAD202/2021

Federal Court of Australia

District Registry: Western Australia

Division: General

Interested Person

CAPGEMINI AUSTRALIA PTY LIMITED ACN 092 284 314