

ASX Announcement



8 July 2024

The Manager
ASX Market Announcements
Australian Securities Exchange

MMA OFFSHORE LIMITED – RESULTS OF SCHEME MEETING

MMA Offshore Limited ("**MMA**") is pleased to announce that the requisite majorities of MMA shareholders today voted in favour of the proposed acquisition of 100% of the issued shares in MMA via scheme of arrangement ("**Scheme**") by Cyan MMA Holdings Pty Limited, a wholly-owned subsidiary of Cyan Renewables Pte. Ltd.

Voting results

MMA advises that the resolution to approve the Scheme as set out in the notice of meeting included as Annexure D of the scheme booklet released to ASX on 27 May 2024, as supplemented by the supplementary scheme booklet released to ASX on 21 June 2024, was passed by the requisite majorities of MMA shareholders. The vote on the resolution was conducted by a poll.

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), a detailed report of the proxies received and the votes cast on the resolution to approve the Scheme is included in **Appendix 1** to this announcement.

In summary:

- 92.30% of the votes cast by MMA shareholders were in favour of the Scheme; and
- 65.20% of MMA shareholders present and voting (in person or by direct vote, proxy, attorney or corporate representative) voted in favour of the Scheme.

MMA will now submit the Scheme for approval by the Federal Court of Australia at the hearing currently scheduled to occur at 2.15pm (AWST) on Wednesday, 10 July 2024 ("**Second Court Hearing**")¹.

¹ In addition to the condition requiring approval by the Australian Foreign Investment Review Board (which approval has now been received, as announced to the ASX by MMA on 3 July 2024), the Scheme is subject to certain customary conditions, the details of which are set out in the Scheme Implementation Deed (which was announced to the ASX on 25 March 2024, as varied by the Deed of Variation announced to the ASX on 20 June 2024). These documents together with the Scheme Booklet and Supplementary Scheme Booklet are available on the ASX website at www.asx.com.au and on MMA's website at www.mmaoffshore.com/investor-centre/scheme-of-arrangement.



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Indicative timetable

Subject to the remaining conditions being satisfied or waived (if applicable), implementation of the Scheme is expected to occur on or about Thursday, 25 July 2024.

The key dates and times for the Scheme are as follows:

Second Court Hearing to approve the Scheme	2:15 pm (AWST) on Wednesday, 10 July 2024
Effective Date and last date of trading of MMA shares on ASX	Thursday, 11 July 2024
Record Date for determining entitlements to the Scheme Consideration	5:00 pm (AWST) on Thursday, 18 July 2024
Implementation Date and date of payment of the Scheme Consideration	Thursday, 25 July 2024

All stated dates and times in the above timetable are references to the date and time in Perth, Western Australia and all such dates and times are indicative only and subject to change. The actual timetable will depend on many factors outside the control of MMA, including the Court approval process and the satisfaction or waiver (where applicable) of the conditions of the Scheme. Certain times and dates are conditional on the approval of the Scheme by the Court. Any changes to the above timetable will be announced by MMA to ASX.

Further information

If you are an MMA shareholder and have any questions regarding the Scheme, you should contact the MMA shareholder information line on 1300 148 339 (from within Australia) and +61 2 9066 4059 (from outside Australia) Monday to Friday (excluding public holidays) between 9:00am and 5:00pm (AEST).

For further information please contact:

Investor enquiries

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Authorised for release to the ASX by the Board of MMA Offshore Limited (ACN 083 185 693).



Poll Declaration

MMA Offshore Limited

Scheme Meeting

Monday, 08 July 2024

APPENDIX 1



Automic
GPO Box 5193, Sydney, NSW 2001
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In accordance with section 250L of the Corporations Act 2001, the following information confirms the results of the Poll completed at the Company meeting.

Resolution	Poll Results	
	VOTES	
	FOR	AGAINST
1 Approval of the Scheme To consider and, if thought fit, to pass (with or without amendment) the following resolution in accordance with section 411(4)(a)(ii) of the Corporations Act: "That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between MMA and the holders of its ordinary shares as contained in and more particularly detailed in the Scheme Booklet of which the Notice convening this meeting forms part, is approved, and the Directors of MMA are authorised to agree to such alterations or conditions as are thought fit by the Court and consented to in writing by Cyan and MMA, and subject to approval by the Court, to implement the Scheme with any such alterations or conditions."	securities 261,997,622 (92.30%)	securities 21,860,923 (7.70%)
	holders 356 (65.20%)	holders 190 (34.80%)

ABSTAIN

securities

46,296

holders

8 (1.45%)



Disclosure of Proxy Votes

MMA Offshore Limited

Scheme Meeting

Monday, 08 July 2024



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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)			Results
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
1 Approval of the Scheme To consider and, if thought fit, to pass (with or without amendment) the following resolution in accordance with section 411(4)(a)(ii) of the Corporations Act: "That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between MMA and the holders of its ordinary shares as contained in and more particularly detailed in the Scheme Booklet of which the Notice convening this meeting forms part, is approved, and the Directors of MMA are authorised to agree to such alterations or conditions as are thought fit by the Court and consented to in writing by Cyan and MMA, and subject to approval by the Court, to implement the Scheme with any such alterations or conditions."	P	214,176,171	194,657,569 90.89%	19,483,547 9.10%	46,296	35,055 0.02%	261,997,622 92.30%	21,860,923 7.70%	46,296	Passed

