

ASX ANNOUNCEMENT

4 December 2024

Supreme Court of Queensland approves Schemes

Anteris Technologies Ltd (ASX: AVR) (**ATL** or the **Company**) is pleased to announce that the Supreme Court of Queensland (the **Court**) has today made orders approving the proposed share and option schemes of arrangement between ATL and its shareholders (**Share Scheme**) and ATL and its optionholders (**Option Scheme** and together with the Share Scheme, the **Schemes**), under which Anteris Technologies Global Corp. (**ATGC**), a newly-formed Delaware company, will become the new parent company of ATL following implementation of the Schemes, thereby re-domiciling ATL and its subsidiaries to the United States.

The Company expects to lodge an office copy of the orders of the Court with the Australian Securities and Investments Commission tomorrow (Thursday, 5 December 2024), at which time the Schemes will become legally effective.

The Schemes remain subject to the Condition Subsequent, as described in the Scheme Booklet dated 2 September 2024 as supplemented by the Supplementary Scheme Booklet dated 12 November 2024. If the Condition Subsequent is not satisfied on or before 20 December 2024, the Schemes will lapse and be of no further force or effect.

The expected timetable for implementation of the Schemes is set out below, with all capitalised terms having the meaning set out in the Scheme Booklet:

Event	Date
Effective Date of the Schemes	Thursday 5 December 2024
Last day of trading in ATL Shares on ASX, with ATL Shares to be suspended from trading on ASX from close of trading.	Thursday 5 December 2024
Last date by which the ATL share registry must receive a Share Election Form for ATL Shareholders who wish to receive Holdco Shares, or withdraw a previous election made.	4:00 pm (AEST) / 5:00 pm (AEDT) on Thursday 5 December 2024
Last date by which the ATL share registry must receive an Opt-out Notice for Small Shareholders who wish to opt out of participating in the Sale Facility.	4:00 pm (AEST) / 5:00 pm (AEDT) on Thursday 5 December 2024
Record Date for the Schemes	6:00 pm (AEST) / 7:00 pm (AEDT) on Monday 9 December 2024

The following key dates are subject to successful completion of the Holdco IPO and satisfaction of the Condition Subsequent. If the Holdco IPO is not successfully completed on or before the Holdco IPO End Date (20 December 2024), the Schemes will not proceed. The Holdco IPO timeline is dependent upon a number of factors, including SEC and Nasdaq review as well as market conditions, and may not proceed as anticipated.¹ ATL intends to make an ASX announcement confirming the following dates once known.

¹ Anticipated dates for the Holdco IPO roadshow and pricing are set out in the Supplementary Scheme Booklet.



Event	Date
Holdco Shares commence trading on Nasdaq	Currently anticipated to be Friday 13 December 2024 (US time)
Implementation Date of the Schemes	Currently anticipated to be Monday 16 December 2024 (Australia time)
Completion of Holdco IPO	Currently anticipated to be Monday 16 December 2024 (US time)
Commencement of trading of Holdco CDIs on a Normal Settlement Basis	One business day after implementation of the Share Scheme (currently anticipated to be Tuesday 17 December 2024 (Australia time))
Commencement of trading of Holdco shares issued under the Share Scheme on Nasdaq	One business day after implementation of the Share Scheme (currently anticipated to be Tuesday 17 December 2024 (US time))
Despatch of Holdco CDI statements	Two business days after implementation of the Share Scheme (currently anticipated to be Wednesday 18 December 2024 (Australia time))
Despatch of Holdco Share statements	Two business days after implementation of the Share Scheme (currently anticipated to be Wednesday 18 December 2024 (US time))

The above timetable is indicative only and the stated times and dates are subject to change. ATL will announce any changes to the ASX.

This announcement is not an offer to participate in the Holdco IPO. Written offers of Holdco Shares in the Holdco IPO will only be made pursuant to the Registration Statement on Form S-1 filed in connection with the Holdco IPO.

The Company cannot guarantee that the Holdco IPO will be successfully completed, including that there is no guarantee that an achievable issue price of Holdco Shares under the Holdco IPO will be acceptable to the Holdco board of directors.

ENDS



About Anteris Technologies Ltd (ASX: AVR)

Anteris Technologies Ltd (ASX: AVR) is a structural heart company committed to designing, developing, and commercialising innovative medical devices. Founded in Australia, with a significant presence in Minneapolis, USA (a MedTech hub), Anteris is science-driven, with an experienced team of multidisciplinary professionals delivering transformative solutions to structural heart disease patients.

The Company's lead product, DurAVR[®], is a transcatheter heart valve (THV) for treating aortic stenosis. DurAVR[®] THV was designed in partnership with the world's leading interventional cardiologists and cardiac surgeons. It is the first transcatheter aortic valve replacement (TAVR) to use a single piece of bioengineered tissue. This biomimetic valve is uniquely shaped to mimic the performance of a healthy human aortic valve.

DurAVR[®] THV is made using ADAPT[®] tissue, Anteris' patented anti-calcification tissue technology. ADAPT[®] tissue has been used clinically for over 10 years and distributed for use in over 55,000 patients worldwide.

The ComASUR[®] Delivery System was designed to provide controlled deployment and accurate placement of the DurAVR[®] THV with balloon-expandable delivery, allowing precise alignment with the heart's native commissures to achieve optimal valve positioning.

Anteris Technologies is set to revolutionise the structural heart market by delivering clinically superior solutions for significant unmet clinical needs.

Authorisation and Additional information

This announcement was authorised by the Board of Directors.

For more information:

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