

## ASX ANNOUNCEMENT

### Court approves convening of Scheme Meeting and dispatch of Scheme Booklet

**Sydney, 30 June 2025:** Domain Holdings Australia Limited (ASX:DHG) ("**Domain**") is pleased to provide the following update in relation to its proposed acquisition by CoStar Group, Inc. (NASDAQ: CSGP) ("**CoStar**") through its indirect wholly-owned subsidiary, Andromeda Australia SubCo Pty Limited ("**Bidder Sub**") by way of scheme of arrangement ("**Scheme**").

#### Court Approval

The Supreme Court of New South Wales ("**Court**") has today made the following orders in relation to the Scheme:

- that Domain convene and hold a meeting of its shareholders ("**Domain Shareholders**") (other than Excluded Shareholders)<sup>1</sup> to consider and vote on the resolution to approve the Scheme ("**Scheme Meeting**"); and
- approving the distribution of an explanatory statement providing information about the Scheme, the Independent Expert's report and a Notice of the Scheme Meeting ("**Scheme Booklet**") to Domain Shareholders.

#### Scheme Booklet

The Scheme Booklet will be released to the ASX following its registration with the Australian Securities and Investments Commission ("**ASIC**") and will also be available on Domain's website at <https://shareholders.domain.com.au/group/>.

The Scheme Booklet will include a copy of the independent expert's report, prepared by Grant Samuel & Associates Pty Limited ("**Independent Expert**").

The Independent Expert has concluded that the Scheme is fair and reasonable and therefore in the best interests of Domain Shareholders (other than Excluded Shareholders) in the absence of a superior proposal. The Independent Expert has assessed the full underlying value of each Domain share at between \$4.06 to \$4.46 per Domain share on a fully diluted basis. The Scheme Consideration of \$4.43 per Domain share is close to the top end of the Independent Expert's value range.

---

<sup>1</sup> An Excluded Shareholder is any Domain Shareholder who is a member of the CoStar Group or who holds any Domain shares on behalf of, or for the benefit of, any member of the CoStar Group as at the Scheme Record Date. As at the Last Practicable Date, Bidder Sub is the only Excluded Shareholder, holding legal and beneficial title in approximately 16.96% of the Domain shares on issue.

# Domain

The Independent Expert's conclusion should be read in context with the full Independent Expert's Report.

The Scheme Booklet (including the Independent Expert's Report and Notice of Scheme Meeting) and a proxy form for the Scheme Meeting, are expected to be dispatched to Domain Shareholders by Friday, 4 July 2025.

The Scheme Booklet will be sent to Domain Shareholders as follows:

- Domain Shareholders who have elected to receive communications electronically will receive an email containing links to access the Scheme Booklet and a personalised proxy form;
- Domain Shareholders who have elected to receive communications by mail will receive a hard copy of the Scheme Booklet (including the Notice of Scheme Meeting) and a personalised proxy form by post; and
- Domain Shareholders who have not elected to receive electronic or hard copy communications will be sent, to their registered address, a letter containing details of how they can view and download the Scheme Booklet, and a personalised proxy form.

Domain Shareholders should read the Scheme Booklet, including the Independent Expert's Report, carefully and in its entirety before making a decision on whether or not to vote in favour of the Scheme.

## Domain Board recommendation

The Domain Board unanimously recommends that Domain Shareholders (other than Excluded Shareholders) vote in favour of the Scheme, in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the Scheme is in the best interests of Domain Shareholders (other than Excluded Shareholders). Subject to the same qualifications, the Domain Directors each intend to vote all the Domain shares held or controlled by, or on behalf of, them in favour of the Scheme.

## Nine voting intention

Nine Entertainment Co. Holdings Limited (**Nine**) (the controlling shareholder of Domain, holding approximately 60.05% of the ordinary Domain shares on issue) has confirmed that it intends to vote all of the Domain shares it holds or controls in favour of the Scheme in the absence of a superior proposal (as determined by Nine) and subject to the Independent Expert continuing to conclude that the Scheme is in the best interests of Domain Shareholders (other than Excluded Shareholders).

## Scheme Meeting

The Scheme Meeting will be held as a hybrid meeting at 10:00am (AEST) on Monday, 4 August 2025. Domain Shareholders (other than Excluded Shareholders) will be able to attend and participate in the Scheme Meeting in person at Level 5, 100 Harris Street, Pyrmont NSW 2009 or virtually via the Online Scheme Meeting Platform which can be accessed at <https://meetings.openbriefing.com/DHGS25>. Domain Shareholders (other than Excluded Shareholders) who participate in the Scheme Meeting through the Online Scheme Meeting Platform will be able to listen to the Scheme Meeting, cast a vote and ask questions through the Online Scheme Meeting Platform.

All registered Domain Shareholders (other than Excluded Shareholders) as at 7:00pm (AEST) on Saturday, 2 August 2025 will be eligible to vote at the Scheme Meeting. You are encouraged to vote by attending the Scheme Meeting (in person or virtually) or alternatively by completing and ensuring the proxy form accompanying the Scheme Booklet is received by **10:00am (AEST) on 2 August 2025**.

## Further information

For more information, please refer to the Scheme Booklet. If you have any questions in relation to the Scheme or the Scheme Booklet, please contact the Domain Shareholder Information Line on 1300 116 260 (within Australia) or +61 3 9415 4110 (outside Australia) Monday to Friday (excluding public holidays) between 8:30am and 5:00pm (AEST).

If you would like to obtain details, or have any questions, regarding your shareholding in Domain, please call the Domain Share Registry on +61 1300 138 914 (within and outside Australia) Monday to Friday between 8:00am and 8:00pm (AEST).

## Ends

**Authorised for lodgement:** Domain Board of Directors

**Investors:** Jolanta Masojada, +61 417 261 367, [jolanta.masojada@domain.com.au](mailto:jolanta.masojada@domain.com.au)

**Media:** Sarah Macartney, +61 433 949 639, [sarah.macartney@domain.com.au](mailto:sarah.macartney@domain.com.au)