

Probiotec Limited

ABN 91 075 170 151

ASX ANNOUNCEMENT

5 June 2024

SCHEME OF ARRANGEMENT BECOMES LEGALLY EFFECTIVE AND SUSPENSION OF TRADING ON ASX

Further to the ASX announcement made today (Wednesday, 5 June 2024), **Probiotec Limited (ASX:PBP)** ("**Probiotec**") confirms that it has lodged an office copy of the orders made by the Federal Court of Australia (**Court**) approving the proposed acquisition by PYFA Australia Pty Ltd (which is a wholly-owned subsidiary of Pyfa Health Singapore Pte Ltd, which is in turn owned 99.99% by PT Pyridam Farma TBK¹ ("**Pyridam**")), of 100% of the issued shares in Probiotec pursuant to a scheme of arrangement ("**Scheme**"), with the Australian Securities and Investments Commission (**ASIC**) pursuant to sub-section 411(10) of the *Corporations Act 2001* (Cth).

An office copy of the Court orders lodged with ASIC is attached to this announcement.

The Scheme is now legally effective and it is expected that quotation of Probiotec Shares on the ASX will be suspended from the close of trading today.

On the Implementation Date for the Scheme (expected to be Tuesday, 18 June 2024) Probiotec Shareholders will be paid the Scheme Consideration of \$3.00 per Probiotec Share in respect of all Probiotec Shares held on the Scheme Record Date of 7:00pm (Melbourne time) on Wednesday, 12 June 2024.

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

This announcement is authorised for release by the Independent Board Committee of Probiotec.

END

About Probiotec

Probiotec Limited is a manufacturer, packer and distributor of a range of prescription and over-the-counter (OTC) pharmaceuticals, complementary medicines, consumer health products, and fast-moving consumer goods. The company owns 6 manufacturing facilities in Australia and distributes its products both domestically and internationally. Products are manufactured by Probiotec on behalf of a range of clients, including major international pharmaceutical companies.

Further details about Probiotec are available at www.probiotec.com.au.

¹ The remaining 0.01% is owned by Rejuve Global Investment Pte. Ltd, a majority shareholder of Pyridam which was incorporated in Singapore.



Federal Court of Australia

District Registry: Victoria Registry

Division: General

No: VID182/2024

IN THE MATTER OF PROBIOTEC LIMITED (ACN 075 10 151)

PROBIOTEC LIMITED (ACN 075 10 151)

Plaintiff

ORDER

JUDGE: JUSTICE BUTTON

DATE OF ORDER: 5 June 2024

WHERE MADE: Melbourne

THE COURT NOTES THAT:

- A. This proceeding concerns a scheme of arrangement between the plaintiff and its shareholders, the terms of which are set out at pages 1077 to 1145 of Annexure JMW-2 to the affidavit of Jonathan Michael Wenig dated 21 March 2024 (**Scheme**).
- B. There has been produced to the Court a statement in writing by the Australian Securities and Investments Commission (**ASIC**) in accordance with s 411(17)(b) of the *Corporations Act 2001* (Cth) (the **Act**) that ASIC has no objection to the Scheme.

THE COURT ORDERS THAT:

- 1. Pursuant to s 411(4)(b) of the Act, the Scheme be and is hereby approved.
- 2. Pursuant to s 411(12) of the Act, the plaintiff be exempted from compliance with s 411(11) of the Act in respect of the Scheme.
- 3. The orders be entered forthwith.

Date that entry is stamped: 5 June 2024


Registrar