



20 October 2022

ASX ANNOUNCEMENT

Scheme Meeting Results

Kyckr Limited (ASX: KYK) (**Kyckr** or **Company**) is pleased to announce that at the Scheme Meeting held yesterday, Kyckr Shareholders approved by the requisite majorities, the scheme of arrangement under which RealWise KYK AV Pty Ltd (**RealWise**) will acquire 100% of Kyckr's shares (other than any shares held by RealWise or any of its wholly-owned entities) (**Scheme**).

Voting Results of Scheme Meeting

The resolution to approve the Scheme (**Scheme Resolution**), as set out in the notice of Scheme Meeting attached to the Scheme Booklet dated 13 September 2022 (**Scheme Booklet**), was approved by the requisite majorities of Kyckr Shareholders at the Scheme Meeting for the purposes of the *Corporations Act 2001* (Cth).

The voting results of the Scheme Meeting is attached to this announcement as **Annexure A**.

In summary:

- 77.47% of Kyckr Shareholders present and voting at the meeting (in person, virtually or by proxy, attorney or corporate representative) voted in favour of the Scheme Resolution; and
- 98.01% of the votes cast by Kyckr Shareholders were in favour of the Scheme Resolution.

Next Steps

The Scheme remains subject to the approval of the Supreme Court of New South Wales (**Court**) at the hearing scheduled for 9.15am (AEDT) on Tuesday, 25 October 2022 and certain other conditions precedent as previously described in the Scheme Booklet.

If the Court approves the Scheme, Kyckr proposes to lodge an office copy of the Court orders with the Australian Securities and Investments Commission (**ASIC**) on the same day (Tuesday, 25 October 2022), at which time the Scheme will become legally effective.

If this occurs, it is expected that Kyckr's shares will be suspended from trading on the Australian Securities Exchange (**ASX**) from close of trading on Tuesday, 25 October 2022 and the Scheme is expected to be implemented on Friday, 4 November 2022 at which time the Scheme Consideration will be paid to Kyckr Shareholders.

On implementation of the Scheme, all payments will be made by electronic means to the Kyckr Shareholder's nominated bank account, as advised to the Kyckr Share Registry (or to Kyckr via an appropriate authority). Where Kyckr Shareholders have not nominated a bank account, payment will be made by Australian dollar cheque sent by post to their address as shown in the Kyckr Share Register as at the Scheme Record Date. Kyckr Shareholders can nominate a bank account or update their bank account details on the website of the Kyckr Share Registry at www.investorserve.com.au.

The key dates for implementation of the Scheme are set out below:

Event	Expected date
Second Court Date Time and date for seeking Court orders approving the Scheme.	Tuesday, 25 October 2022 at 9.15am (AEDT)
Effective Date Court orders to be lodged with ASIC and announced to ASX. Last day of trading in Kyckr Shares – Kyckr Shares will be suspended from trading on ASX from closing of trading.	Tuesday, 25 October 2022
Scheme Record Date Time and date for determining entitlements to Scheme Consideration.	Friday, 28 October 2022 at 7.00pm (AEDT)
Implementation Date The date on which the Scheme will be implemented and the Scheme Consideration will be paid.	Friday, 4 November 2022

All times and dates in the above timetable are subject to change.

Unless otherwise indicated, capitalised terms used in this announcement have the meaning given to them in the Scheme Booklet.

Further Information

If you have any questions in relation to the Scheme or the Scheme Booklet, please contact the Kyckr Shareholder Information Line on 1300 370 557 (within Australia) or +61 2 8023 5465 (outside Australia) between 8.30am and 5.30pm (AEDT), Monday to Friday.

This announcement was authorised for release by the Kyckr Limited Board of Directors.

Annexure A – Voting Results of Scheme Meeting

**Kyckr Limited
Scheme Meeting
Wednesday, 19 October 2022
Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain	Carried / Not Carried
That pursuant to and in accordance with section 411 of the Corporations Act, the Scheme, the terms of which are contained in and more particularly described in the Scheme Booklet of which this Notice of Scheme Meeting forms part, is approved (with or without modifications, alterations or conditions as approved by the Court and agreed to by Kyckr and RealWise in writing) and, subject to approval of the Scheme by the Court, the Kyckr Board is authorised to implement the Scheme with any such modifications, alterations or conditions."	Ordinary	271,158,261 95.54%	5,529,806 1.95%	7,125,969 2.51%	68,000	283,986,079 98.01%	5,760,306 1.99%	68,000	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.