



ASX Announcement

1 November 2023

COURT APPROVES CONVENING OF MEETING TO CONSIDER PROPOSED SCHEME

ASX Code: ASW

Capital Structure:

Shares: 193.4m

Options: nil

Share price: \$0.16

Market capitalisation: \$30.94m

Board of Directors:

Simon Cato – *Chairman*

Kim Chong – *Managing Director*

Michael Pixley – *Non-executive Director*

Alvin Tan – *Non-executive Director*

Stuart Third – *Non-executive Director/
Company Secretary*

About ASW:

Advanced Share Registry Limited provides registry services to listed and unlisted clients on a national basis. The business has built its registry operations through its reputation and delivery as an efficient, cost-effective service provider.

KEY HIGHLIGHTS

- The Federal Court of Australia has made orders convening the Scheme Meeting and approving the dispatch of the Scheme Booklet
- The Scheme Booklet will be dispatched to ASW shareholders on Friday, 3 November 2023
- The Scheme Meeting will be held at 10:00am (AWST) on Tuesday, 5 December 2023
- The Independent Expert has concluded that the Scheme is fair and reasonable and in the best interests of ASW shareholders, in the absence of a Superior Proposal
- ASW's directors unanimously recommend that ASW shareholders vote in favour of the Scheme, and ASW directors intend to vote all their ASW shares 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 ASW shareholders

COURT ORDERS

The Federal Court of Australia (Court) has today made orders approving:

- the dispatch by ASW of an explanatory statement containing information about the Scheme, together with the notice of Scheme Meeting (together, the Scheme Booklet), to ASW shareholders; and
- the convening by ASW of a meeting of ASW shareholders to consider and vote on the Scheme (Scheme Meeting).

SCHEME MEETING

The Scheme Meeting for ASW shareholders to consider and vote on the proposed Scheme will be held in person at 110 Stirling Highway, Nedlands WA at 10:00am (AWST) on Tuesday, 5 December 2023.

Details of how to participate in the Scheme Meeting are provided in the notice of meeting included in the Scheme Booklet. All registered ASW shareholders as at 10:00 am (AWST) on Sunday, 3 December 2023 will be eligible to vote at the Scheme Meeting.

Member of Securities Registrars Association of Australia Inc.

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All ASW shareholders are encouraged to vote on the resolution to approve the Scheme either by attending and voting at the Scheme Meeting in person or by lodging a proxy to attend and vote at the Scheme Meeting. The Scheme Booklet and the notice of Scheme Meeting provide information on how to lodge your proxy form.

SCHEME BOOKLET

The Scheme Booklet will be released to ASX and sent to ASW shareholders following registration with the Australian Securities and Investments Commission. It will also be available for viewing and downloading on ASW's website at <https://www.advancedshare.com.au/> and on ASW's platform on the ASX website at: <https://www2.asx.com.au/>.

The Scheme Booklet will be dispatched to ASW shareholders on Friday, 3 November 2023.

ASW shareholders who have:

- previously elected to receive communications electronically from ASW will receive an email which contains instructions about how to view or download a copy of the Scheme Booklet, as well as instructions on how to lodge their proxies for the Scheme Meeting online;
- elected to receive hard copy documents will be sent a letter (sent by post to their registered address) containing details of where they can view and download the Scheme Booklet, together with a physical copy of the Scheme Booklet and their personalised proxy form for the Scheme Meeting; and
- not made an election on how to receive communications will receive a letter (sent by post to their registered address) containing instructions about how to view or download a copy of the Scheme Booklet, together with their hard copy personalised proxy form.

INDEPENDENT EXPERT'S REPORT AND DIRECTORS' RECOMMENDATION

The Scheme Booklet includes a copy of the independent expert's report prepared by RSM Corporate Australia Pty Ltd (**Independent Expert**), which concludes that the Scheme is fair and reasonable and in the best interests of ASW shareholders, in the absence of a Superior Proposal (as defined in the Scheme Booklet). The Independent Expert's conclusion should be read in context with the full Independent Expert's report (which is included as Annexure A to the Scheme Booklet) and the Scheme Booklet.

ASW's directors continue to unanimously recommend that ASW shareholders vote in favour of the Scheme at the Scheme Meeting, 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 ASW Shareholders. Subject to those same qualifications, each ASW director intends to vote, or cause to be voted, all ASW shares in which they have a relevant interest in favour of the Scheme at the Scheme Meeting.

INDICATIVE TIMETABLE

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

Event	Time and date
Dispatch of Scheme Booklet	Friday, 3 November 2023
Latest time and date for lodgement of completed Proxy Forms for the Scheme Meeting	10:00am (AWST) on Sunday, 3 December 2023
Time and date for determining eligibility of ASW Shareholders to vote at the Scheme Meeting	10:00am (AWST) on Sunday, 3 December 2023
Scheme Meeting	10:00 am (AWST) on Tuesday, 5 December 2023
Court hearing to approve the Scheme (Second Court Date)	2:15 pm (AWST) on Thursday, 7 December 2023
Effective Date	Friday, 8 December 2023
Last date of trading of ASW Shares on ASX	Friday, 8 December 2023
Special Dividend Record Date (if ASW Board decides to pay a Special Dividend)	5:00pm (AWST) on Tuesday, 12 December 2023
Special Dividend Payment Date (if ASW Board decides to pay a Special Dividend)	Wednesday, 13 December 2023
Scheme Record Date (for determining entitlements to the Scheme Consideration)	5:00pm (AWST) on Wednesday, 13 December 2023
Implementation Date and payment of the Scheme Consideration	Wednesday, 20 December 2023

All stated dates and times are indicative only. The actual timetable will depend on many factors outside the control of ASW, including the Court approval process and the satisfaction or waiver (where applicable) of the conditions of the Scheme. Any changes to the above timetable will be announced to ASX and will be available under ASW's profile on ASX at www.asx.com.au.

FURTHER INFORMATION

ASW shareholders should carefully read the Scheme Booklet in its entirety, including the materials accompanying it, before deciding whether to vote in favour of the Scheme. If after reading the Scheme Booklet you have any questions about the Scheme or the Scheme Booklet, please contact the Company on 1300 113 258 (within Australia) or +61 8 9389 8033 Monday to Friday between 8:30am and 5:00pm (AWST).

This announcement was authorised for release by the Board of Directors of Advanced Share Registry Limited.