

ASX Announcement

7 February 2024

Results of Scheme Meeting – Symbio shareholders vote in favour of Scheme

Symbio Holdings Limited (ASX:SYM) (“**Symbio**” or the “**Company**”) is pleased to announce that Symbio shareholders have voted in favour of the proposed scheme of arrangement under which Aussie Broadband Limited has agreed to acquire 100% of the issued shares in Symbio (“**Scheme**”).

Results of the Scheme Meeting

Symbio advises that the resolution to approve the Scheme (“**Scheme Resolution**”), as set out in the Notice of Scheme Meeting included in Annexure E of the Scheme Booklet dated 22 December 2023, was passed by the Requisite Majority (as defined in the Scheme Booklet) of Symbio shareholders at the Scheme Meeting held today pursuant to orders made on 22 December 2023 by the Federal Court of Australia (“**Court**”).

In accordance with ASX Listing Rule 3.13.2 and section 251AA(2) of the *Corporations Act 2001* (Cth), the outcome of the resolution and a summary of the proxies received in respect of the resolution considered and put to the Scheme Meeting is attached.

In summary:

- 97.81% of the votes cast by Symbio shareholders were in favour of the Scheme Resolution; and
- 92.37% of Symbio shareholders present and voting at the Scheme Meeting (either in person or by proxy) were in favour of the Scheme Resolution.

Next steps

Implementation of the Scheme remains subject to the approval of the Court and lodgement of Court orders with the Australian Securities and Investments Commission (“**ASIC**”), and certain other conditions precedent which are described in the Scheme Booklet.

Symbio will request that the Court approve the Scheme at a hearing that has been scheduled at 10:15am (Sydney time) on Friday, 16 February 2024.

If the Scheme is approved by the Court, Symbio proposes to lodge the orders of the Court with ASIC on Monday, 19 February 2024, at which time the Scheme will become effective. It is expected that Symbio shares will be suspended from trading on the ASX from close of trading on Monday, 19 February 2024 and the Scheme will be implemented on Wednesday, 28 February 2024.

Agreed Dividend

Symbio announced on 5 February 2024 that the Board has determined to pay a fully franked special dividend of \$0.35 per Symbio share (“**Agreed Dividend**”), conditional on the Scheme becoming effective.

The record date for the Agreed Dividend is expected to be 19 February 2024 (5.00pm) and it is expected to be paid on 28 February 2024.

Timetable

The timetable for remaining key milestones relating to the Scheme is as follows:

Event	Time and Date (Sydney time)
Second Court Hearing for approval of the Scheme	16 February 2024 (10.15am)
Effective Date	19 February 2024
Suspension of Symbio shares from trading on the ASX	Close of trading on ASX on 19 February 2024
Agreed Dividend Record Date	19 February 2024 (5.00pm)

Event	Time and Date (Sydney time)
New ABB Shares start trading on the ASX on deferred settlement basis	20 February 2024
Scheme Record Date	21 February 2024 (5.00pm)
Implementation Date, payment of the Scheme Consideration and payment of the Agreed Dividend	28 February 2024

All dates and times are indicative only and, among other things, are subject to all necessary approvals from the Court and other regulatory authorities. Any changes to the above timetable will be announced through the ASX. All references to times and dates in this announcement are references to Sydney time unless otherwise stated.

Further Information

For further information about the Scheme, Symbio shareholders should contact the Shareholder Information Line on 1300 847 879 (within Australia) and +61 1300 847 879 (outside Australia) which is open between Monday and Friday from 8.30am to 5.30pm (Sydney time) or visit the FAQ page at <https://events.miraqle.com/sym-scheme>.

This announcement has been authorised for release by the Board of Symbio.

Media and investor contact

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About Symbio

Symbio (ASX: SYM) is a software company changing the way the world communicates.

Symbio's technology replaces old-fashioned telecom networks with software, making it faster and easier to deliver modern cloud-based communication services, unlocking endless new applications for calling, messaging and phone numbers.

Symbio is the backbone for the global cloud communication industry. Over 500 service providers – from telecom start-ups to the world's biggest software companies – rely on Symbio for the connectivity, quality and expertise they need to solve complex communication challenges.

Headquartered in Sydney, Symbio powers billions of calls and messages each year, owns networks in three countries and employs over 450 staff worldwide.

For more information, please visit <https://www.symbio.global/>

SYMBIO HOLDINGS LIMITED

**RESULT OF SCHEME OF
ARRANGEMENT MEETING (ASX
REPORT)**

SCHEME OF ARRANGEMENT MEETING
Wednesday, 7 February, 2024



As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Total votes cast in the poll (where applicable)			
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	Abstain **	Result
1	"That, in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth): (a) the members agree to the scheme of arrangement proposed between Symbio and the holders of its ordinary shares, as contained in and more particularly described in the Scheme Booklet accompanying the notice convening this meeting (with or without any alterations or conditions agreed to in writing between Symbio and ABB or any alterations or conditions required by the Court to which Symbio and ABB agree); and (b) the board of directors of Symbio is authorised to implement the Scheme with any such alterations or conditions."	NA	55,233,424 90.23%	1,348,176 2.20%	4,632,862 7.57%	84,725	60,359,188 97.81% 726 Holders 92.37%	1,351,178 2.19% 60 Holders 7.63%	84,725 5 Holders	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item