

ASX Announcement

ASX: AND

20 August 2024

FIRB Approval Received

Ansarada Group Limited (ASX:AND) ('**Ansarada**' or '**Company**') refers to the proposed acquisition by DS Answer Pty Ltd ('**Datasite**')¹, an entity owned by funds managed by CapVest, of 100% of the shares on issue in Ansarada by way of a scheme of arrangement ('**Scheme**').

Ansarada is pleased to announce that Datasite has received written notice on behalf of the Treasurer of the Commonwealth of Australia that the Commonwealth Government has no objections to the Scheme under the *Foreign Acquisitions and Takeovers Act 1975* (Cth). Accordingly, the Foreign Investment Review Board approval condition contained in clause 3.1(a) of the Scheme Implementation Deed has been satisfied.

Implementation of the Scheme remains subject to the satisfaction of other conditions, including approval of Ansarada shareholders of both the Carve-Out Transaction and the Scheme at the General Meeting and the Scheme Meeting, the approval of the Supreme Court of New South Wales at the Second Court Hearing and the satisfaction or waiver (where capable of waiver) of certain other customary conditions as outlined in clause 3.1 of the Scheme Implementation Deed.

Ansarada Directors' recommendation

Ansarada's Independent Directors, Mr Peter James, Ms Nancy Hobhouse, Mr David Pullini and Mr Stuart Clout, continue to unanimously recommend that Ansarada shareholders:²

- 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 the Ansarada Shareholders; and
- vote in favour of the Carve-Out Transaction, subject to the Independent Expert continuing to conclude that the Carve-Out Transaction is not fair but reasonable to Ansarada Shareholders and that the Transaction overall is in the best interests of Ansarada Shareholders.

Subject to the same qualifications, each Ansarada Independent Director intends to vote in favour of the Scheme and the Carve-Out Transaction, for all Ansarada Shares held or controlled by them.

Further information

If you require further information or have questions in relation to the Scheme, the Carve-Out Transaction or the Explanatory Booklet, please visit the website at <https://boardroomlimited.com.au/agm/andgmscheme24> or contact the Ansarada Shareholder Information Line on 1300 068 177 (within Australia) or +61 2 8023 5416 (outside Australia), Monday to Friday between 9:00am and 5:00pm (Sydney time) (excluding public holidays).

Unless otherwise indicated, capitalised terms have the meaning given to them in the Explanatory Booklet dated 12 April 2024.

This announcement was authorised for release by the Board of Ansarada Group Limited.

-ENDS-

¹ Datasite has entered into the Scheme Implementation Deed via DS Answer Pty Ltd, an entity that is wholly controlled by Datasite.

² You should note when considering this recommendation the interests of each Ansarada Independent Director in securities in Ansarada, including Ansarada Options, as set out in Sections 10.18 and 12.1 of the Explanatory Booklet.



Investor Enquiries

James Drake
Ansarada
investors@ansarada.com
+61 (0)491 218 941

Michael Brown
Pegasus Advisory
mbrown@pegasusadvisory.com.au
+61 (0)400 24 80 80

About Ansarada (ASX:AND)

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