

## ASX Announcement

ASX: AND

21 August 2024

# Chair and CEO's Address and Presentation

Ansarada Group Limited (ASX:AND) ('**Ansarada**' or '**Company**') refers to the proposed acquisition by DS Answer Pty Ltd, 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**') and the proposed sale of Ansarada's ESG, GRC and Board products to an entity owned and controlled by Mr Samuel Riley (Ansarada's Chief Executive Officer and Executive Director) (the '**Carve-Out Transaction**').

### Presentation Materials

In accordance with ASX Listing Rule 3.13.3, attached to this announcement are the following documents to be presented at the General Meeting commencing at 3.00pm (Sydney time) today and the Scheme Meeting commencing at 4.00pm (Sydney time) today, or as soon as reasonably practicable after the conclusion or adjournment of the General Meeting (whichever time is later) (together, the '**Meetings**')

- Chair and CEO's address; and
- Presentation slides for the Meetings.

Ansarada Shareholders may attend, participate in and vote at the Meetings either in person at Ansarada's Sydney office at Level 2, 80 George Street, The Rocks, NSW 2000, Australia, or through an online platform at <https://web.lumiagm.com/387745037>.

The voting results of the Meetings will be announced on the ASX shortly after the conclusion of the Scheme Meeting.

### 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-

### Investor Enquiries

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### About Ansarada (ASX:AND)

Ansarada is a SaaS (Software-as-a-Service) Platform with products used by the world's top companies, advisors and governments to govern their most critical information and processes in Deals and Transaction Management, Board



Management, Governance, Risk and Compliance and Infrastructure procurement. Ansarada enables organisations across the globe to be run more efficiently, with reduced risk and an increased ability to make fast confident decisions.

Ansarada is purpose-driven with a mission to help organisations be confident in every critical decision throughout their lifecycle so they can fully realise their potential.

For more information, please visit [www.ansarada.com/investor-relations](http://www.ansarada.com/investor-relations)

For personal use only

## General Meeting and Scheme Meeting

### ANSARADA GROUP LIMITED

ACN 602 586 407

(Company or Ansarada)

Wednesday, 21 August 2024

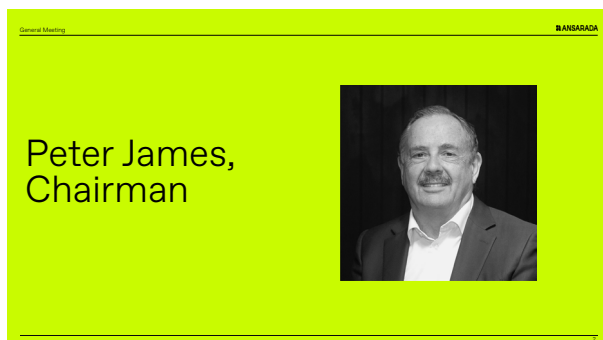
AT 3.00 PM (AEST)

#### General Meeting and Scheme Meeting CHAIR'S SCRIPT

##### Slide 1 – Title



##### Slide 2 - Welcome, Introductions, Apologies and Quorum



Good morning, all. My name is Peter James. I am the Chair of Ansarada Group Limited and will be chairing both the General Meeting and the Scheme Meeting today.

Today is an important day for Ansarada where shareholders will be able to determine the future of the Company. As well as voting on resolutions, you will also have the opportunity to ask questions.

On behalf of the Independent Directors (being Mr David Pullini, Ms Nancy Hobhouse, Mr Stuart Clout and myself), I am pleased to welcome you to the General Meeting and Scheme Meeting and to provide you with a brief background on the transaction put forward for your resolution.

The Scheme is the culmination of a period of extensive and meaningful engagement between Ansarada and Datasite which initially commenced in June 2023 to explore the opportunity and value proposition presented by combining Ansarada's Deals and Procure products with Datasite.

As the engagement between the parties progressed, Datasite's interest was focused on acquiring Ansarada's Deals and Procure products, rather than the Carve-Out Assets comprising Ansarada's ESG, GRC and Board businesses, to maximise value for Ansarada Shareholders. Ultimately, Datasite confirmed that it did not wish to acquire the Carve-Out Assets as part of the Scheme. The Carve-Out Assets are at their early stages of growth and development, are cashflow negative and are considered to be non-core to Datasite's strategy and business.

Samuel Riley (Ansarada's Chief Executive Officer and Executive Director) has agreed to acquire the Carve-Out Assets (being the Carve-Out Transaction) to give Ansarada Shareholders the opportunity to receive A\$2.50 cash per Scheme Share. The Carve-Out Transaction enables an attractive outcome for Ansarada's shareholders, ensures customers who rely on the products are served well and provides continuity for the team to continue developing the products. The Scheme is conditional on the approval of the Carve-Out Transaction by Ansarada Shareholders (which will be constituted by Ansarada Shareholders approving the Carve-Out Resolution).

After the period of extensive and meaningful engagement previously referred to, on 13 February 2024, Ansarada announced that it had entered into a Scheme Implementation Deed under which it has agreed with DS Answer Pty Ltd (which I will refer to as Datasite BidCo) to propose the Scheme and to implement the Carve-Out Transaction. Datasite BidCo is indirectly majority-owned by funds managed by CapVest Partners LLP. Implementation of the Scheme and the Carve-Out Transaction are inter-conditional, meaning that unless both are approved, the Scheme and the Carve-Out Transaction cannot proceed. Therefore, today we are now holding two consecutive meetings as follows:

- the General Meeting – to resolve to proceed with the Carve-Out Transaction or not, under which (among other things), an entity Controlled by Samuel Riley (Ansarada's Chief Executive Officer and Executive Director) would acquire the Carve-Out Assets (comprising Ansarada's ESG, GRC and Board products); and
- the Scheme Meeting – to resolve to implement the Scheme or not, under which Ansarada would be acquired by Datasite BidCo.

The Ansarada Board confirms that no superior proposal has emerged to date, nor is it aware of any superior proposal likely to emerge. As such, Ansarada's Independent Directors continue to unanimously recommend that Ansarada Shareholders vote in favour of the Scheme and the Carve-Out Transaction. Prior to the meetings, each of Ansarada's Independent Directors has instructed that the shares held or controlled by them be voted in favour of the Scheme and the Carve-Out Transaction.

The Explanatory Booklet sets out the detailed reasons for Ansarada's Independent Directors' recommendation, as well as reasons why shareholders may wish to vote against the Scheme and the Carve-Out Resolution.

Ansarada's Independent Directors appointed Grant Thornton as the Independent Expert to assess the merits of the Scheme and Carve-Out Transaction. The Independent Expert has concluded that the Scheme is fair and reasonable and therefore is in the best interests of Ansarada Shareholders, in the absence of a superior proposal. The Independent Expert has also concluded 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.

The Scheme is now principally conditional on two things occurring, first:

- shareholders passing both the Carve-Out Resolution and the Scheme Resolution today at the General Meeting and Scheme Meeting respectively; and finally
- the Supreme Court of New South Wales approving the Scheme at the Second Court Hearing on 27 August 2024.

The Scheme is also subject to other customary operational and procedural conditions precedent which are described in further detail in the Explanatory Booklet. The Ansarada Board is not aware of any circumstances which would cause any of the outstanding conditions precedent to not be satisfied or waived prior to the Second Court Hearing.

### Slide 3 - Indicative Implementation Timetable

General Meeting

■ ANSARADA

Indicative Implementation Timetable

Date of Explanatory Booklet	12 April 2024
Latest time and date for lodgement of completed Proxy Form for the Meetings	03:00pm (Sydney time) on 19 August 2024
Time and date for determining eligibility of Ansarada Shareholders to vote at the Meetings	7:00pm (Sydney time) on 19 August 2024
Time and date of the General Meeting	03:00pm (Sydney time) on 21 August 2024
Time and date of the Scheme Meeting	04:00pm (Sydney time) on 21 August 2024 or at the conclusion or adjournment of the General Meeting (whichever time is later)
Second Court Date	27 August 2024
Effective Date of the Scheme	28 August 2024
Last date of trading of Ansarada Shares on ASX	Close of trading on the ASX on the Effective Date
Record Date for determining entitlements to the Scheme Consideration	7:00pm (Sydney time) on 30 August 2024
Completion of the Carve-Out Transaction	Implementation Date
Implementation Date for the Scheme	6 September 2024
Delisting of Ansarada from ASX	Close of trading on the Business Day immediately following the Implementation Date

If the Carve-Out Transaction and Scheme are approved by shareholders today, the timetable to implement the Scheme and the Carve-Out Transaction and to provide shareholders their Scheme Consideration will be as shown on the screen now. These dates are subject to satisfaction of the outstanding conditions precedent. Any changes will be announced to the ASX. If the outstanding conditions precedent are not satisfied or if either the Carve-Out Transaction or Scheme are not approved, the Scheme will not proceed and Ansarada will continue as a standalone entity listed on the ASX.

The General Meeting has been convened in accordance with the provisions of the Corporations Act, and as a quorum of shareholders is present, I declare the General Meeting open.

We would appreciate your cooperation in making sure your mobile phones are set to silent mode for the duration of both meetings.

For those joining us online, if you need technical assistance during today's meetings, please call 1300 068 177 (within Australia) or +61 2 8023 5416 (outside Australia). You can also refer to the Lumi Online Voting Guide which is available from our scheme website and attached to the Notice of General Meeting included in Annexure 6 of the Explanatory Booklet.

If we experience any technical issues during today's meetings that results in a significant number of shareholders being unable to reasonably participate, I will adjourn the meetings. We would hope that any technical issues could be resolved quickly, and the reconvened meetings held later today. Please check the ASX if this eventuates.

Before we progress to the formal business of the General Meeting, I would like to introduce you to the members of the Ansarada Board and senior executive team who are present here today.

Firstly – my co-directors:

- Managing Director and Chief Executive Officer – Mr Sam Riley;

- Non-Executive Director– Mr Stuart Clout;
- Non-Executive Director – Mr David Pullini; and
- Non-Executive Director – Ms Nancy Hobhouse.

And from our management team:

- Chief Financial Officer – Mr James Drake; and
- Company Secretary – Ms Patricia Vanni.

The Company's legal advisor, DLA Piper, who is responsible for the Company's legal advice during the scheme of arrangement and Carve-Out Transaction negotiation and process, is represented today by Mr David Ryan and Mr Elliott Cheung.

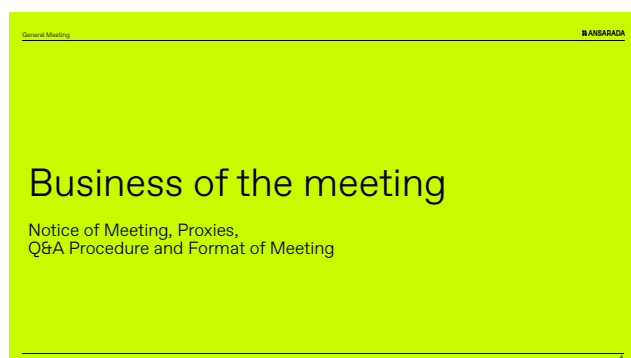
The Company's, financial and corporate advisor, Moelis Australia, who is responsible for the Company's financial and commercial advice during the scheme of arrangement negotiation and process, is represented today by Mr Ben Wong and Mr Jamie Duong.

I will first present my Chair's Address, which will include an overview of the Ansarada Group's 2024 financial year performance.

[PETER TO PROVIDE CHAIR'S ADDRESS, IF ANY]

We will deal with each item of formal business in the Notices of the General Meeting in turn. Once we have dealt with the resolution of the General Meeting, I will close the formal meeting and answer any general questions you may have and after a short break to tally the votes cast and present the results. We will then open the Scheme Meeting and deal with each item of from the formal business in the Notice of Scheme Meeting.

#### Slide 4 - Business of the General Meeting



#### Notices of General Meeting

The notice of meeting convening the General Meeting was dated 12 April 2024 and was made available to Ansarada Shareholders in accordance with the ASX Listing Rules, the Corporations Act, and the requirements set out in our Constitution.

As disclosed in the Notice of General Meeting, Samuel Riley and his Associates will be excluded from voting on the Carve-Out Resolution, given his material personal interest in the Carve-Out Transaction.

We will take the Notice of General Meeting and the resolutions to be considered at the General Meeting as read if there are no objections.

## Proxies and Voting

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Valid proxies have been received, recorded and are open for inspection. Proxies have been received from shareholders for a total of 65,258,842 shares, representing 73.05% of the Company's issued capital.

I note that if I am, as Chair, your proxy, either by appointment or by default, and you have not indicated your voting intention, you expressly authorise me to exercise the proxy in respect of Resolution 1.

I intend to exercise all available proxies in favour of Resolution 1 unless the shareholder has expressly indicated a different voting intention.

Today I have determined, as Chair, that Resolution 1 will be put to poll. All eligible shareholders or anyone in attendance in the capacity of proxy, attorney, or representative of a shareholder should have received a voting card upon registration. Anyone who considers they are eligible to vote and who does not have a voting card please raise their hand now and Boardroom will attend to you.

When you registered at the registration desk this morning, you should have received a voting card from Boardroom:

- Shareholders holding a GREEN voting card can vote and speak at the meeting;
- Shareholders holding a YELLOW card are not eligible to vote as you have already submitted your proxy or you are the holder of a joint holding, but you can speak at the meeting; and
- Visitors holding a WHITE card are not eligible to vote or speak at the meeting.

In order to provide you with enough time to vote, I will open online voting for the resolution put to you at today's General Meeting.

I now declare voting open on the Carve-Out Resolution. For online attendees, the voting tab will soon appear. Please submit your votes at any time.

If you are entitled to vote but have not already registered or do not have a GREEN card, please see a Boardroom representative at the back of the room.

If you are joining us online and are eligible to vote at the General Meeting, a polling icon will be available on your screen. Selecting this icon will bring up the list of resolutions to vote for and allow you to cast your vote. To cast your vote, simply select one of the options.

There is no need to press submit or click the enter button as once your selection is made, the vote is automatically recorded.

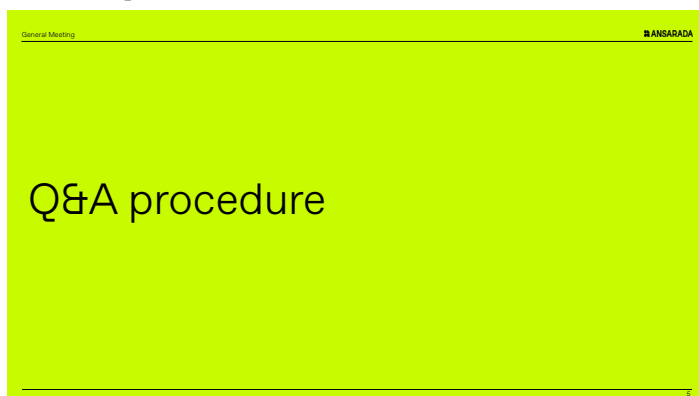
You may change your vote up until the time I declare voting is closed.

## Format of the Meeting

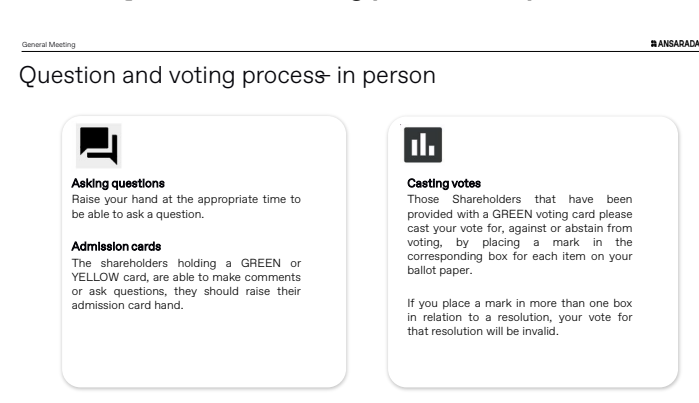
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There is one item of formal business to be considered at today's General Meeting. The resolution as set out in the Notice of General Meeting, relates to the approval of the Carve-Out Resolution for the purposes of ASX Listing Rule 10.1 and Chapter 2E of the Corporations Act.

## Slide 5 - Q&A Procedure



## Slide 6 - Question and voting process – in person

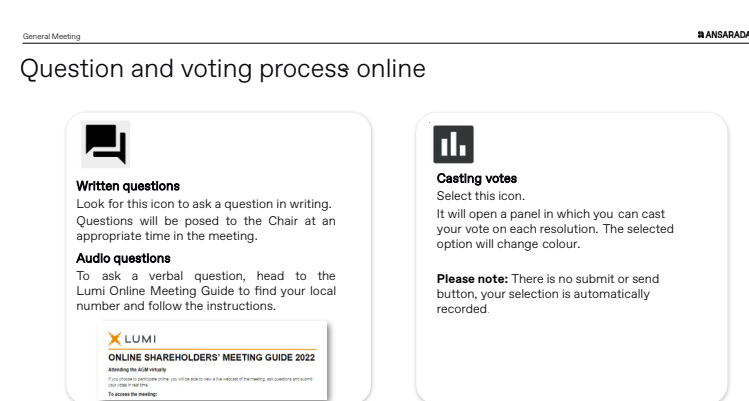


Questions relating to an item of business may be raised by shareholders holding a GREEN or YELLOW card when that item of business is being considered.

If you wish to address the meeting, please raise your GREEN or YELLOW card. Before you speak, please give your name and state who you are representing.

To ensure that everyone has an opportunity to speak, each person's questions or comments will be kept to a couple of minutes.

## Slide 7 - Question and voting process – online



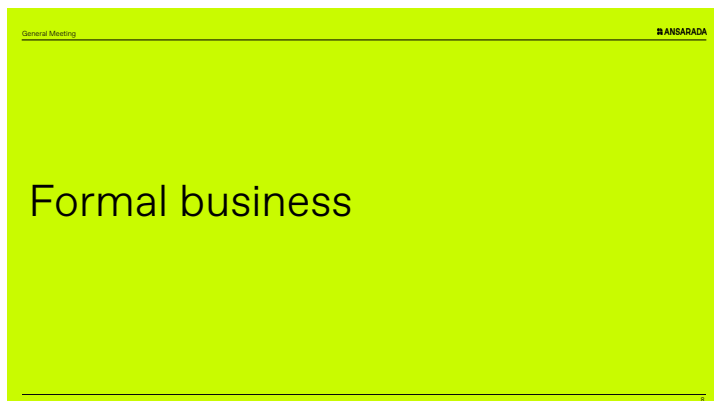
If you are online and wish to submit a question look for the comment icon to ask a question in writing. Questions will be posed to the Chair at an appropriate time in the meeting.

If you wish to submit a verbal question, head to the Lumi Online Voting Guide to find your local number and follow the instructions.

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## Slide 8 - Formal Business of the General Meeting

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We will now move to the formal business of the General Meeting.

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## Slide 9 – Resolution 1 – Approval of the Carve Out Transaction

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General Meeting

ANSARADA

### Resolution 1

Approval of the CarveOut Resolution

Resolution 1 is to consider and, if thought fit, to pass, with or without amendment, the following as an ordinary resolution:

*"That, subject to and interdependent with the Scheme becoming Effective, for the purposes of ASX Listing Rule 10.1 and Chapter 2E of the Corporations Act and for all other purposes, approval is given for the Carve-Out Transaction described in the Explanatory Booklet and the transactions and arrangements under the Carve-Out Transaction Documents to give effect to the Carve -Out Transaction."*

Proxy votes received:

For	Against	Discretionary	Abstained/Excluded
65,193,985	14,789	50,068	5,145
99.90%	0.02%	0.08%	-

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I now refer you to the single item of business as set out in the Notice of General Meeting, which is Resolution 1 – Approval of the Carve-Out Resolution.

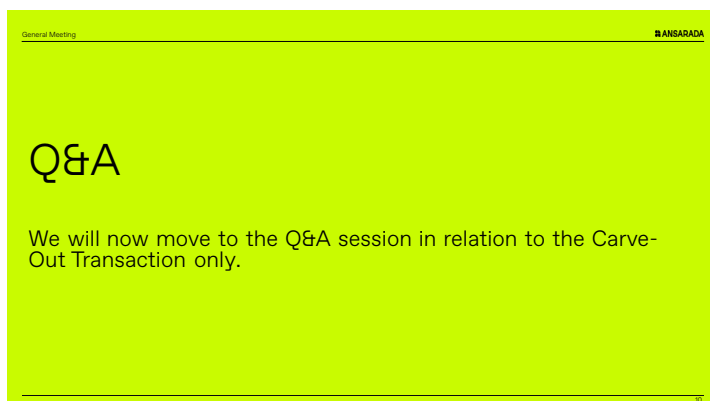
To consider and, if thought fit, to pass, with or without amendment, the following as an ordinary resolution:

*"That, subject to and interdependent with the Scheme becoming Effective, for the purposes of ASX Listing Rule 10.1 and Chapter 2E of the Corporations Act and for all other purposes, approval is given for the Carve-Out Transaction described in the Explanatory Booklet and the transactions and arrangements under the Carve-Out Transaction Documents to give effect to the Carve-Out Transaction."*

Proxy votes received in respect of this resolution are as displayed on the screen.

As advised earlier, voting on this resolution will be by poll at the end of the meeting.

## Slide 10 - Q&A

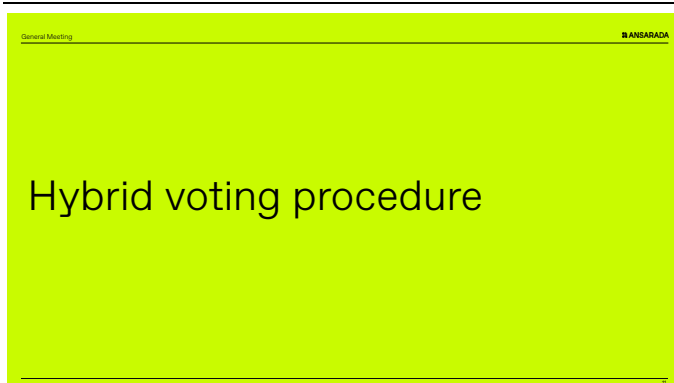


We will now move to the Q&A session in relation to the Carve-Out Transaction only.

Are there any questions on the Carve-Out Transaction or the Carve-Out Resolution?

*[Allow time for any questions from the members as required]*

## Slide 11 - Hybrid Voting Procedure



Ladies and gentlemen, we have now dealt with the item of business of the General Meeting. I now ask you to ensure that your voting cards have been completed for the resolution put to you today. Please ensure that you print your name where indicated and sign the voting card.

Once voting is finalised for the poll, the General Meeting will be closed. The results of the poll will be presented after the meeting has been closed and the votes have been counted, as well as released to the ASX and the Company's website later today.

I appoint Mr **Rushad Bachana/David Parkinson**, a representative of Boardroom, assisted by his staff members, as Returning Officer for this meeting. Mr **Bachana/Parkinson** is appointed to conduct the poll.

For the shareholders attending the meeting online please make sure you submit your votes on the Lumi app.

*[Allow time for completion of ballots]*

Boardroom will now collect the voting cards.

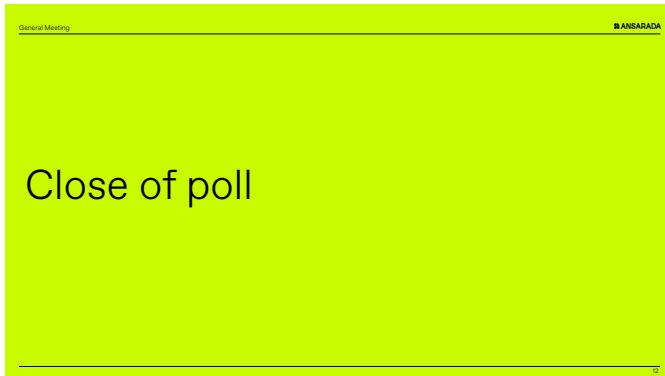
Are there any voting cards that have not been collected?

*[Allow time for further collection, if required]*

Now that all voting cards have been collected and all shareholders attending online have voted. I declare the poll closed.

#### Slide 12 – Close

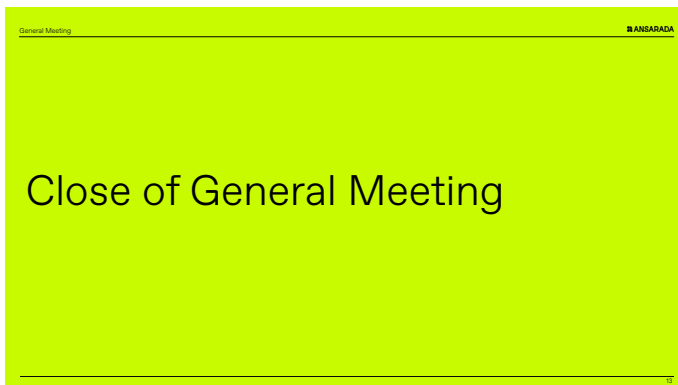
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Ladies and gentlemen, that concludes our formal proceedings of the General Meeting and I declare the General Meeting closed.

#### Slide 13 – Close of General Meeting

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This now closes the first part of the meetings today and concludes the General Meeting. We will proceed with a quick break so Boardroom can finalise the tallying of the votes cast, and we will come back with the results given, the implementation of the Scheme and the Carve-Out Transaction are inter-conditional, and neither will proceed if the other does not proceed.

#### Slide 14 – The Scheme Meeting will commence shortly at 4:00pm (Sydney time)

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The Scheme Meeting will commence shortly at 4:00pm (Sydney time), or as soon as reasonably practicable after the results of the General Meeting have been tallied and presented (whichever time is later).

General Meeting

ANSARADA

The Scheme Meeting will commence shortly at 04:00pm (Sydney time)

or as soon as reasonably practicable after the results of the General Meeting have been tallied and presented (whichever time is later)

[SHORT BREAK – 30 minutes]

Slide 15 – Results of Carve Out Meeting

General Meeting

ANSARADA

Results of General Meeting

[RESULTS TO BE READ OUT LOUD BY THE COMPANY SECRETARY]

Now we will move to the results of the General Meeting:

The Carve-Out Resolution of the General Meeting was passed with:

For	Against	Resolution Result
[PERCENTAGE]	[PERCENTAGE]	[CARRIED / NOT CARRIED]

Back to you Peter.

Given the Carve-Out Resolution of the General Meeting was passed, we will now move to the second of the two meetings being held today, the Scheme Meeting. The Scheme Meeting has been convened in accordance with the provisions of the Corporations Act, and as a quorum of shareholders is present, I declare the Scheme Meeting open. I won't repeat the full description which was given in the meeting immediately before this one.

## Slide 16 - Scheme Meeting



### Notice of Scheme Meeting

The notice of meeting convening the Scheme Meeting was dated 12 April 2024 and was made available to Ansarada Shareholders in accordance with the ASX Listing Rules, the Corporations Act, and the requirements set out in our Constitution.

As disclosed in the Notice of Scheme Meeting, Samuel Riley and his Associates will not vote on the Scheme Resolution, given his material personal interest in the inter-conditional Carve-Out Transaction.

We will take the Notice of Scheme Meeting and the resolution to be considered at the Scheme Meeting as read if there are no objections.

### Proxies and Voting

Valid proxies have been received, recorded and are open for inspection. Proxies have been received from shareholders for a total of 65,173,389 shares, representing 72.95% of the Company's issued capital.

I note that if I am, as Chair, your proxy, either by appointment or by default, and you have not indicated your voting intention, you expressly authorise me to exercise the proxy in respect of Resolution 1.

I intend to exercise all available proxies in favour of Resolution 1 unless the shareholder has expressly indicated a different voting intention.

I note the same voting and Q&A procedures for the General Meeting will be applied to the Scheme Meeting, all eligible shareholders or anyone in attendance in the capacity of proxy, attorney, or representative of a shareholder should have received a voting card upon registration. Anyone who considers they are eligible to vote and who does not have a voting card please raise their hand now and our share registry, Boardroom will attend to you.

When you registered at the registration desk this morning, you should have received a voting card from Boardroom:

- Shareholders holding a GREEN voting card can vote and speak at the meeting;

- Shareholders holding a YELLOW card are not eligible to vote as you have already submitted your proxy or you are the holder of a joint holding, but you can speak at the meeting; and
- Visitors holding a WHITE card are not eligible to vote or speak at the meeting.

In order to provide you with enough time to vote, I will open online voting for the resolution put to you at today's Scheme Meeting.

I now declare voting open on the Scheme Resolution. For online attendees, the voting tab will soon appear. Please submit your votes at any time.

If you are entitled to vote but have not already registered or do not have a GREEN card, please see a Boardroom representative at the back of the room.

As was the case in respect of voting at the General Meeting, if you are joining us online and are eligible to vote at the Scheme Meeting, a polling icon will be available on your screen. Selecting this icon will bring up the list of resolutions to vote for and allow you to cast your vote. To cast your vote, simply select one of the options.

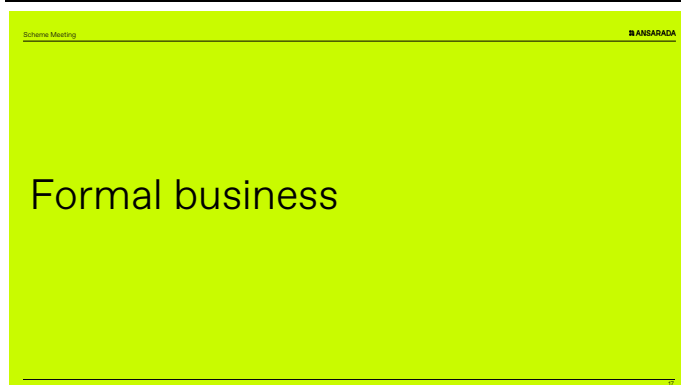
There is no need to press submit or click the enter button as once your selection is made, the vote is automatically recorded.

You may change your vote up until the time I declare voting is closed.

### Format of the Meeting

There is one item of formal business to be considered at today's Scheme Meeting. The resolution, as set out in the Notice of Scheme Meeting, relates to the approval of the Scheme pursuant to and in accordance with section 411 of the Corporations Act.

### Slide 17- Formal Business of the Scheme Meeting



We will now move to the formal business of the Scheme Meeting.

## Slide 18 – Resolution 1 – Approval of the Scheme

Scheme Meeting

■ ANSARADA

### Resolution 1 Approval of the Scheme

Resolution 1 is to consider and if, thought fit, to pass, with or without amendment, the following resolution in accordance with section 411 of the Corporations Act:

*"That, subject to the Carve-Out Resolution being approved by the Requisite Majority of Ansarada Shareholders, pursuant to and in accordance with section 411 of the Corporations Act:*

- (a) *the Scheme (the terms of which are contained in and more particularly described in the Explanatory Booklet of which this Notice of Scheme Meeting forms part), is approved (with or without alterations or conditions as approved by the Court to which Ansarada and Datasite BidCo agree); and*
- (b) *the directors of Ansarada are authorised, subject to the terms of the Scheme Implementation Deed, to (i) agree to such modifications, alterations or conditions as are thought fit by the Court, and (ii) subject to approval of the Scheme by the Court, implement the Scheme with any such modifications, alterations or conditions."*

Proxy votes received:

For	Against	Discretionary	Abstained/Excluded
65,068,281	13,789	91,319	100,145
99.84%	0.02%	0.14%	-

I now refer you to the single item of business as set out in the Notice of the Scheme Meeting, which is Resolution 1 – Approval of the Scheme.

To consider and if, thought fit, to pass, with or without amendment, the following resolution in accordance with section 411 of the Corporations Act:

*"That, subject to and conditional on the Carve-Out Resolution being approved by the Requisite Majority of Ansarada Shareholders, pursuant to and in accordance with section 411 of the Corporations Act:*

- (a) *the Scheme (the terms of which are contained in and more particularly described in the Explanatory Booklet of which this Notice of Scheme Meeting forms part), is approved (with or without alterations or conditions as approved by the Court to which Ansarada and Datasite BidCo agree); and*
- (b) *the directors of Ansarada are authorised, subject to the terms of the Scheme Implementation Deed, to (i) agree to such modifications, alterations or conditions as are thought fit by the Court, and (ii) subject to approval of the Scheme by the Court, implement the Scheme with any such modifications, alterations or conditions."*

Proxy votes received in respect of this resolution are as displayed on the screen.

As advised earlier, voting on this resolution will be by poll at the end of the meeting.

## Slide 19 – Q&A

Scheme Meeting

■ ANSARADA

Q&A

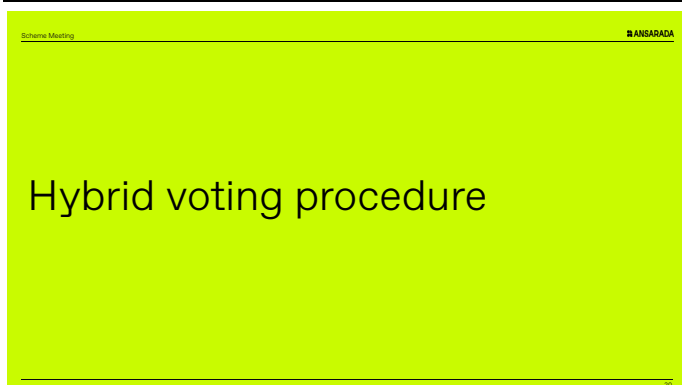
Before we move to the Scheme Q&A session, I want to express my deepest gratitude to our Board of directors, our team, our customers, and our investors. Your belief in our vision and strategy fuels our journey. Thank you for your support and trust in Ansarada.

We will now move to the Q&A session in relation to the Scheme only.

Are there any questions on the Scheme or the Scheme Resolution?

*[Allow time for any questions from the members as required]*

## Slide 20 - Hybrid Voting Procedure



Ladies and gentlemen, we have now dealt with the item of business of the Scheme Meeting. I now ask you to ensure that your voting cards have been completed for the resolution put to you today.

Once voting is finalised for the poll, the Scheme Meeting will be closed. The results of the poll will be released to the ASX after the meeting has been closed and the votes have been counted.

I appoint Mr **Rushad Bachana/David Parkinson**, a representative of Boardroom, assisted by his staff members, as Returning Officer for this meeting. Mr **Bachana/Parkinson** is appointed to conduct the poll.

For the shareholders attending the meeting online please make sure you submit your votes on the Lumi app.

*[Allow time for completion of ballots]*

Boardroom will now collect the voting cards.

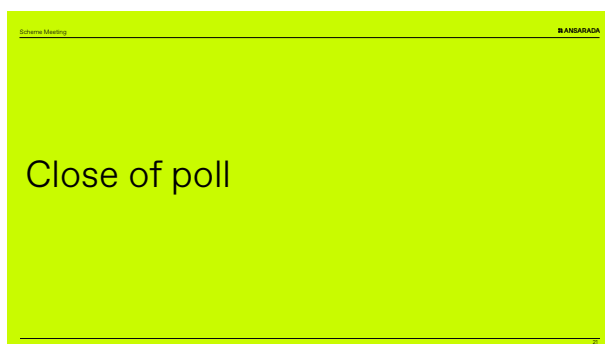
Are there any voting cards that have not been collected?

*[Allow time for further collection, if required]*

Now that all voting cards have been collected and all shareholders attending online have voted. I declare the poll closed.

Formal results of the poll will be released to the ASX and the Company's website later today for both the General Meeting and the Scheme Meeting.

## Slide 21 – Close



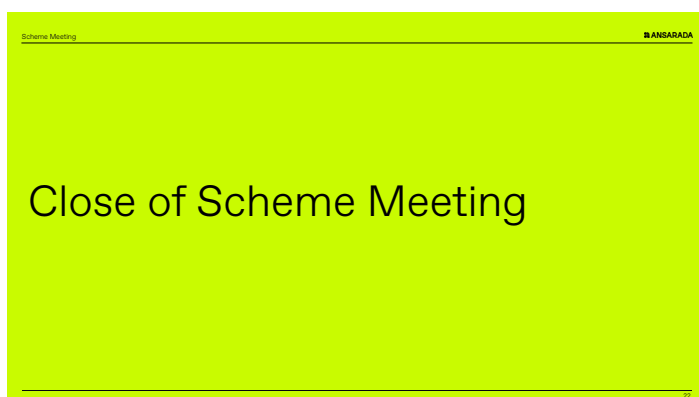
Formal results of the poll will be released to the ASX and the Company's website later today for both the General Meeting and the Scheme Meeting.

Ladies and gentlemen, that concludes our formal proceedings today and I declare the Scheme Meeting closed.

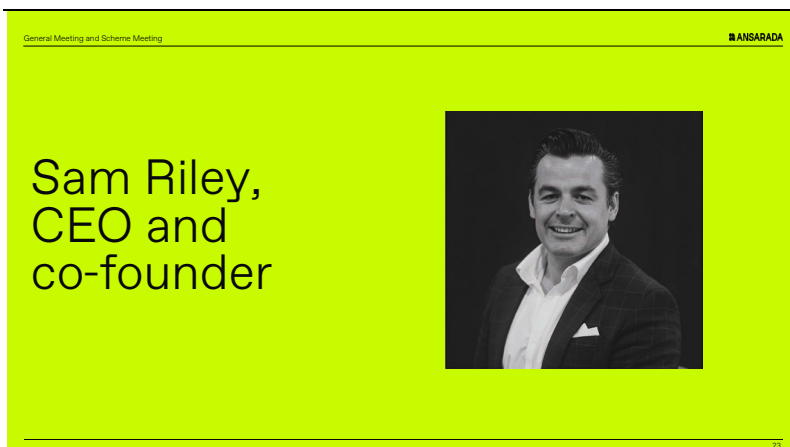
## Slide 22 – Closing of Meeting

I would like to thank everyone for their attendance and for your time today and invite you to remain for a presentation from our Managing Director, Mr Sam Riley.

Over to you **Sam.**



## Slide 23- CEO Address



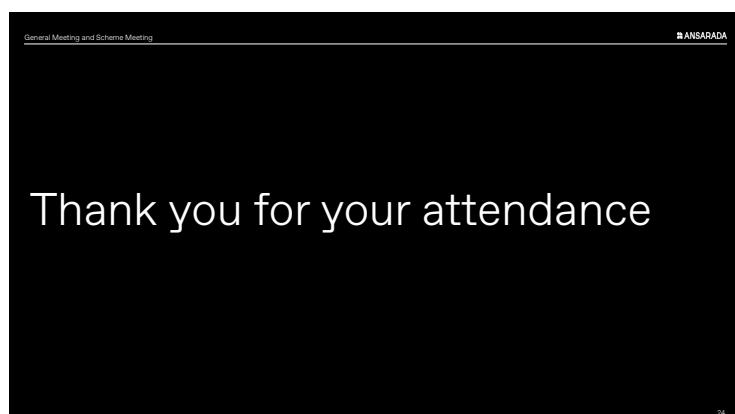
Thank you Peter and I'd like to publicly acknowledge the immense contribution and support you and the entire Ansarada Board have given to me, the Ansarada leadership team and all our stakeholders. It's been a great year working together.

Well, it's a privilege to stand before you today to share our journey, our achievements, and our vision for the future. Our continued success is a testament to the hard work of our team, the trust of our customers, the contributions from our suppliers and the unwavering support of our investors.

[SAM TO PROVIDE HIS CEO ADDRESS AS WELL AS TRANSITION INSIGHTS, IF ANY]

## Slide 24 – Conclusion

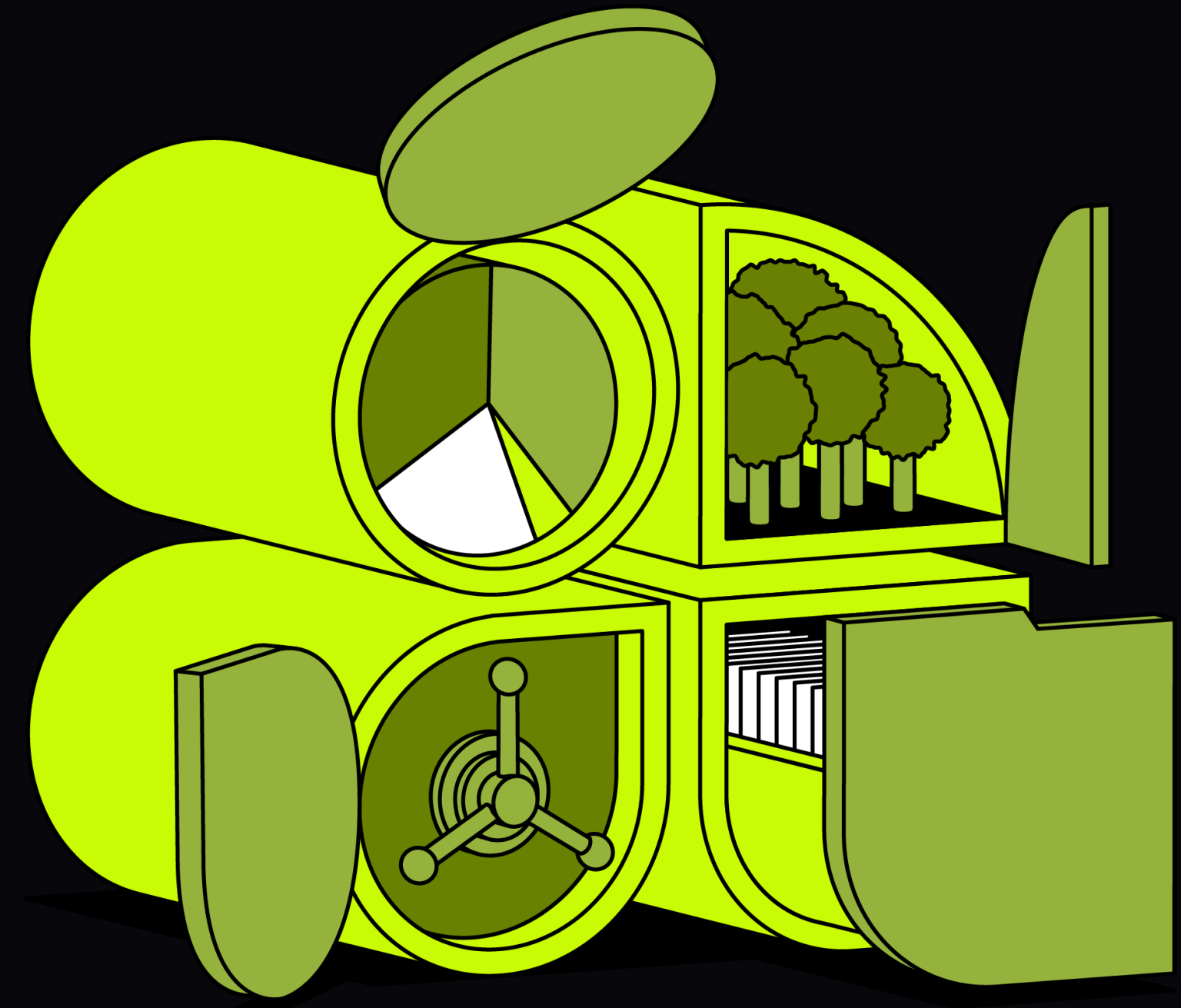
In closing, the journey we're on at Ansarada is not just about growth; it's about creating sustainable value for our customers, our people, and our stakeholders. Good Growth. We're excited for the future and would like to use this opportunity to thank all of you, Ansarada's shareholders, who have invested in Ansarada over the years and supported its growth. Thank you for your time today.



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# General Meeting

Wednesday, 21 August 2024



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# Peter James, Chairman



# Indicative Implementation Timetable

Date of Explanatory Booklet	12 April 2024
Latest time and date for lodgement of completed Proxy Form for the Meetings	03:00pm (Sydney time) on 19 August 2024
Time and date for determining eligibility of Ansarada Shareholders to vote at the Meetings	7:00pm (Sydney time) on 19 August 2024
Time and date of the General Meeting	03:00pm (Sydney time) on 21 August 2024
Time and date of the Scheme Meeting	04:00pm (Sydney time) on 21 August 2024 or at the conclusion or adjournment of the General Meeting (whichever time is later)
Second Court Date	27 August 2024
Effective Date of the Scheme	28 August 2024
Last date of trading of Ansarada Shares on ASX	Close of trading on the ASX on the Effective Date
Record Date for determining entitlements to the Scheme Consideration	7:00pm (Sydney time) on 30 August 2024
Completion of the Carve-Out Transaction	Implementation Date
Implementation Date for the Scheme	6 September 2024
Delisting of Ansarada from ASX	Close of trading on the Business Day immediately following the Implementation Date

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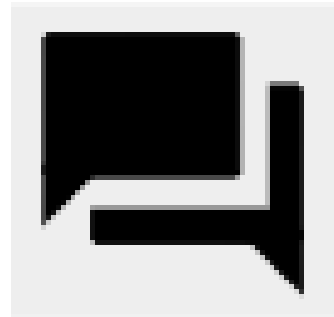
# Business of the meeting

Notice of Meeting, Proxies,  
Q&A Procedure and Format of Meeting

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# Q&A procedure

# Question and voting process – in person



## Asking questions

Raise your hand at the appropriate time to be able to ask a question.

## Admission cards

The shareholders holding a GREEN or YELLOW card, are able to make comments or ask questions, they should raise their admission card hand.

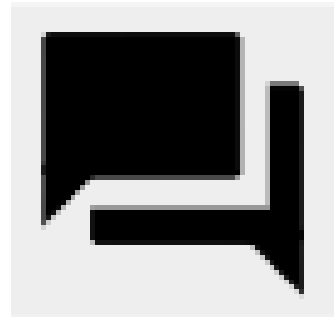


## Casting votes

Those Shareholders that have been provided with a GREEN voting card please cast your vote for, against or abstain from voting, by placing a mark in the corresponding box for each item on your ballot paper.

If you place a mark in more than one box in relation to a resolution, your vote for that resolution will be invalid.

# Question and voting process - online



## Written questions

Look for this icon to ask a question in writing. Questions will be posed to the Chair at an appropriate time in the meeting.

## Audio questions

To ask a verbal question, head to the Lumi Online Meeting Guide to find your local number and follow the instructions.



### ONLINE SHAREHOLDERS' MEETING GUIDE 2022

Attending the AGM virtually

If you choose to participate online, you will be able to view a live webcast of the meeting, ask questions and submit your votes in real time.

To access the meeting:



## Casting votes

Select this icon.

It will open a panel in which you can cast your vote on each resolution. The selected option will change colour.

**Please note:** There is no submit or send button, your selection is automatically recorded.

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# Formal business

# Resolution 1

## Approval of the Carve-Out Resolution

Resolution 1 is to consider and, if thought fit, to pass, with or without amendment, the following as an ordinary resolution:

*"That, subject to and interdependent with the Scheme becoming Effective, for the purposes of ASX Listing Rule 10.1 and Chapter 2E of the Corporations Act and for all other purposes, approval is given for the Carve-Out Transaction described in the Explanatory Booklet and the transactions and arrangements under the Carve-Out Transaction Documents to give effect to the Carve-Out Transaction."*

Proxy votes received:

For	Against	Discretionary	Abstained/Excluded
65,193,985	14,789	50,068	5,145
99.90%	0.02%	0.08%	-

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# Q&A

We will now move to the Q&A session in relation to the Carve-Out Transaction only.

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# Hybrid voting procedure

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# Close of poll

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# Close of General Meeting

The Scheme Meeting will commence shortly at 04:00pm (Sydney time)

or as soon as reasonably practicable after the results of the General Meeting have been tallied and presented (whichever time is later)

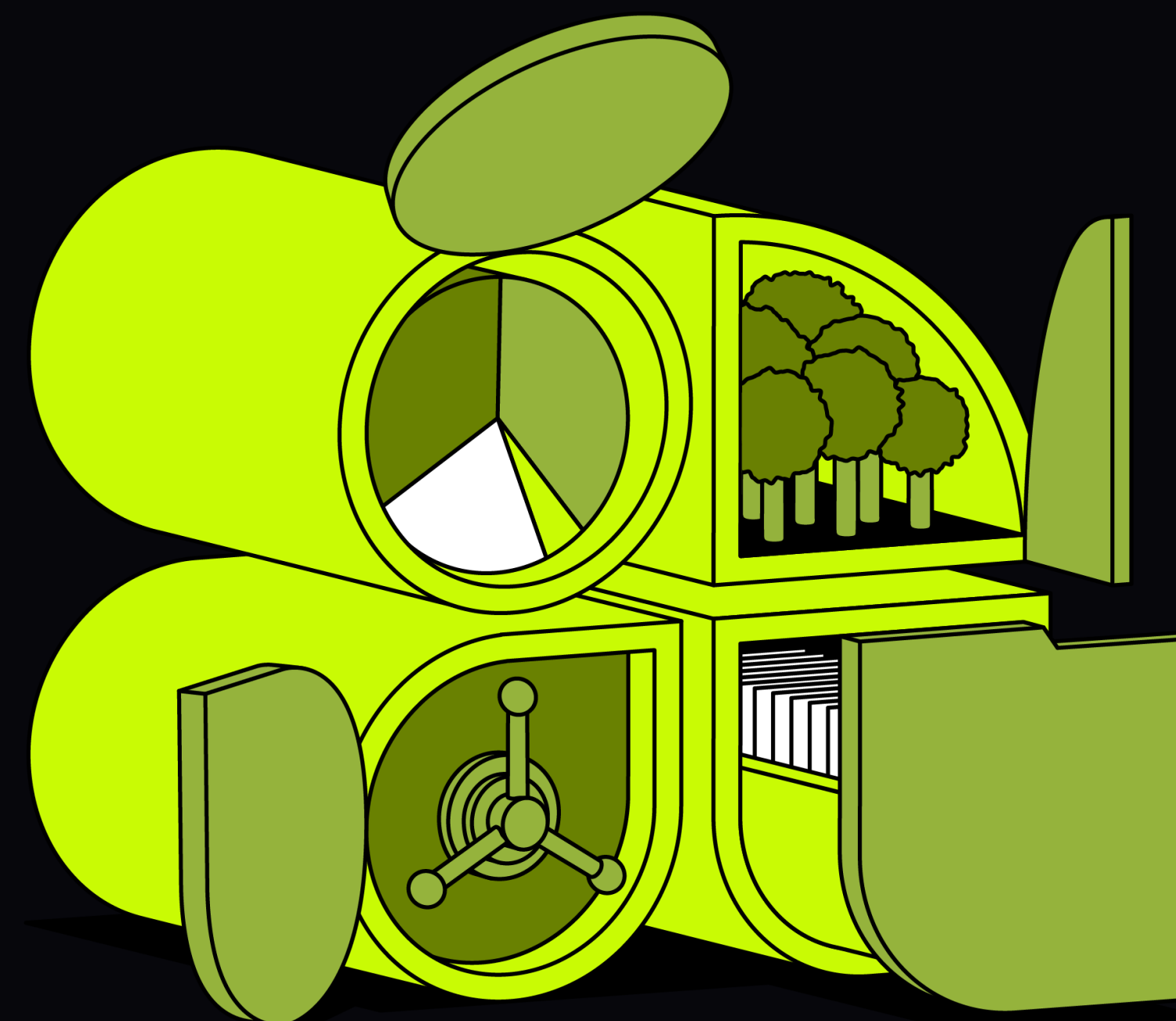
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# Results of General Meeting

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# Scheme Meeting

Wednesday, 21 August 2024



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# Formal business

# Resolution 1

## Approval of the Scheme

Resolution 1 is to consider and if, thought fit, to pass, with or without amendment, the following resolution in accordance with section 411 of the Corporations Act:

*"That, subject to the Carve-Out Resolution being approved by the Requisite Majority of Ansarada Shareholders, pursuant to and in accordance with section 411 of the Corporations Act:*

*(a)the Scheme (the terms of which are contained in and more particularly described in the Explanatory Booklet of which this Notice of Scheme Meeting forms part), is approved (with or without alterations or conditions as approved by the Court to which Ansarada and Datasite BidCo agree); and*

*(b)the directors of Ansarada are authorised, subject to the terms of the Scheme Implementation Deed, to (i) agree to such modifications, alterations or conditions as are thought fit by the Court, and (ii) subject to approval of the Scheme by the Court, implement the Scheme with any such modifications, alterations or conditions."*

Proxy votes received:

For	Against	Discretionary	Abstained/Excluded
65,068,281	13,789	91,319	100,145
99.84%	0.02%	0.14%	-

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# Q&A

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# Hybrid voting procedure

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# Close of poll

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# Close of Scheme Meeting

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# Sam Riley, CEO and co-founder



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# Thank you for your attendance