

# ASX Announcement



26 July 2024

## INDICATIVE OUTCOME OF ELECTIONS FOR MIXED CONSIDERATION

QANTM Intellectual Property Limited (ASX:QIP) (**QANTM**) refers to its announcement made on 24 June 2024 in relation to the proposed scheme of arrangement under which Fox BidCo Pty Ltd (**BidCo**), an entity owned and controlled by funds managed and advised by Adamantem Capital Management Pty Ltd (**Adamantem**), would acquire 100% of the shares in QANTM (**Scheme**) and the registration of the Scheme Booklet with the Australian Securities and Investments Commission on 25 June 2024 (the **Scheme Booklet**).

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

The Election Time for QANTM Shareholders to elect to receive Mixed Consideration, being 5:00pm (AEST) on Wednesday, 24 July 2024, has now passed. The indicative outcome of Elections made by QANTM Shareholders for Mixed Consideration is set out in the table below.

*These results are indicative only and the final Election outcome, including whether the Scaleback Arrangements will apply, will not be known until the Scheme Record Date.<sup>1</sup>*

Number of QANTM Shares under the Scheme	143,528,229
Number of QANTM Shares in respect of which valid Elections to receive the Mixed Consideration have been made	28,571,952
Proportion of QANTM Shares in respect of which valid Elections to receive the Mixed Consideration have been made	19.90%

### Final outcome of Elections to be determined after the Scheme Record Date

The Scheme Record Date is currently scheduled for Thursday, 8 August 2024 at 7:00pm (AEST). The buying and selling of QANTM Shares will continue to occur prior to the Scheme Record Date. Accordingly, these results are indicative only and the final Election outcome will not be known until the Scheme Record Date.

### No Scaleback Arrangements expected to apply

As described in the Scheme Booklet, QANTM Shareholders who make a valid Election to receive the Mixed Consideration may be subject to the Scaleback Arrangements. The Scaleback Arrangements would apply if valid Elections made by QANTM Shareholders and the implementation of the Equity Incentive Arrangements would result in QANTM Shareholders and

<sup>1</sup> The calculations for the indicative outcome of Elections made by QANTM Shareholders for Mixed Consideration includes an estimate of additional QANTM Shares due to be issued prior to the Scheme Record Date pursuant to the Equity Incentive Arrangements, for which an Election for Mixed Consideration will be deemed to apply pursuant to the Scheme. The exact number of additional QANTM Shares to be issued pursuant to the Equity Incentive Arrangements is not known at this time.



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Equity Incentive Holders holding, in aggregate, more than 24% of the total issued capital of HoldCo as at the Implementation Date, being the Maximum Scrip Threshold.

Based on the indicative outcome of the Elections above and expected number of HoldCo Shares to be issued to Equity Incentive Holders, the total number of HoldCo Shares to be issued to QANTM Shareholders and Equity Incentive Holders on implementation of the Scheme is less than the Maximum Scrip Threshold. Therefore, it is expected that QANTM Shareholders who made valid Elections for Mixed Consideration will **not** be subject to the Scaleback Arrangements, although the final position will not be known until the Scheme Record Date.

### **Ineligible Foreign Shareholders and New Shareholders**

Any person who is an Ineligible Foreign Shareholder or becomes a QANTM Shareholder after the Election Time or who did not make a valid Election by the Election Time will not be entitled to receive the Mixed Consideration. These QANTM Shareholders will receive the Cash Consideration in respect of all of their QANTM Shares held on the Scheme Record Date if the Scheme becomes Effective.

### **Next Steps**

The QANTM Directors continue to unanimously recommend that QANTM Shareholders approve the Scheme by voting in favour of the Scheme Resolution, 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 QANTM Shareholders. Subject to the same qualifications, each QANTM Director intends to vote in favour of the Scheme in respect of all QANTM Shares controlled or held by them, by or on their behalf.

QANTM Shareholders are reminded that the latest date and time for receipt of Proxy Forms for the Scheme Meeting is Monday, 29 July 2024 at 10:00am (AEST). The Scheme Meeting will be held on Wednesday, 31 July 2024 at 10:00am (AEST) at the Sofitel Melbourne, Victoria Suites, 25 Collins Street, Melbourne VIC 3000 and virtually via the Online Scheme Meeting Platform at <http://meetnow.global/MXCJ67Y>.

### **Further information**

If you have further questions in relation to the Scheme Meeting, please call the Shareholder Information Line on 1300 266 413 (within Australia) or 03 9938 4344 (outside Australia) Monday to Friday between 8:30am and 5:00pm (AEST).

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**This announcement has been authorised by the QANTM Board for release through the ASX Market Announcements Platform.**

### **For further information**

#### **Investors and Media**

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#### **Company Secretary**

Krista Stewart  
General Counsel and Company Secretary

**About QANTM Intellectual Property**

QANTM Intellectual Property Limited (QANTM, ASX: QIP) is the owner of a group of leading intellectual property (IP) services businesses operating in Australia, New Zealand, Singapore, Malaysia and Hong Kong under key brands DaviesCollison Cave, DCC Advanz Malaysia, Davies Collison Cave Law, FPA Patent Attorneys, and Sortify.tm Ltd (including Sortify's brands – DIY Trademarks, Trademarks Online and Trademark Planet). With more than 150 highly qualified professionals, the businesses within the QANTM Group have a strong track record in providing a comprehensive suite of services across the IP value chain to a broad range of Australian and international clients, ranging from start-up technology businesses to Fortune 500 multinationals, public research institutions and universities.