

ASX Announcement



5 August 2024

SCHEME OF ARRANGEMENT HAS BECOME LEGALLY EFFECTIVE AND SUSPENSION OF TRADING ON ASX

QANTM Intellectual Property Limited (ASX:QIP) (**QANTM**) refers to its announcement made on Friday, 2 August 2024 and confirms that it has lodged with the Australian Securities and Investments Commission (**ASIC**) an office copy of the orders made by the Supreme Court of New South Wales (**Court**) approving the acquisition by Fox BidCo Pty Ltd (**BidCo**), an entity owned and controlled by funds managed and advised by Adamantem Capital Management Pty Ltd (**Adamantem**), of all the shares in QANTM by way of scheme of arrangement (**Scheme**).

Unless otherwise indicated, capitalised terms used in this announcement have the meaning given to them in the scheme booklet in relation to the Scheme dated 25 June 2024.

Lodgement of Court Orders and Suspension of Trading

An office copy of the Court orders lodged with ASIC is attached to this Announcement as **Annexure A**.

The Scheme is now legally effective, and it is expected that quotation of QANTM Shares on the ASX will be suspended from the close of trading today (Monday, 5 August 2024).

Special Dividend

On Friday, 16 August 2024, QANTM Shareholders will be paid a fully franked special dividend of \$0.071 cash per QANTM Share held on the Special Dividend Record Date of 7:00pm (AEST) on Tuesday, 6 August 2024.

Scheme Consideration

It is expected that implementation of the Scheme will occur on Monday, 19 August 2024 and QANTM Shareholders will be provided with the Scheme Consideration (being either the Cash Consideration or Mixed Consideration (as applicable)) on that date in respect of all QANTM Shares held on the Scheme Record Date of 7:00pm (AEST) on Thursday, 8 August 2024.

QANTM Shareholders who are entitled to receive the Cash Consideration will receive an amount of \$1.746 cash (being \$1.817 less the amount of the Special Dividend of \$0.071) for each QANTM Share held.

QANTM Shareholders who have made a valid Election to receive Mixed Consideration will receive, for each QANTM Share held:

- \$0.8375 (being \$0.9085 less the amount of the Special Dividend of \$0.071); plus
- 0.9085 Class B Shares in HoldCo (to be issued to the Nominee),

subject to rounding.

Further information

If you require any further information in relation to the Scheme, 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).



QANTM INTELLECTUAL PROPERTY LIMITED ASX ANNOUNCEMENT

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.

Annexure A – Court orders lodged with ASIC



Issued: 2 August 2024 10:22 AM

JUDGMENT/ORDER

COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Corporations List
Registry	Supreme Court Sydney
Case number	2024/00215346

TITLE OF PROCEEDINGS

First Plaintiff	QANTM INTELLECTUAL PROPERTY LIMITED ACN 612441326
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First

DATE OF JUDGMENT/ORDER

Date made or given	2 August 2024
Date entered	2 August 2024

TERMS OF JUDGMENT/ORDER

VERDICT, ORDER OR DIRECTION:

Hearing of Originating Process filed 11 June 2024. Second Court hearing.

- Black J grants leave to Fox BidCo Pty Ltd and Fox HoldCo Ltd to appear under r 2.13 of the Supreme Court (Corporations) Rules.

Affidavits read. Exhibits marked.

Black J makes orders in accordance with Short Minutes of Order initialled by him and placed in the file.

THE COURT ORDERS THAT:

1 Pursuant to section 411(4)(b) of the Corporations Act 2001 (Cth) (the Act), the scheme of arrangement between QANTM Intellectual Property Limited (ACN 612 441 326) (QANTM) and the holders of fully paid ordinary shares in QANTM, the terms of which are contained in Attachment C to the Scheme Booklet dated 25 June 2024 (a copy of which is Exhibit 1 in the proceeding) (Scheme), be approved.

2 Pursuant to section 411(12) of the Act, QANTM be exempted from compliance with section 411(11) of the Act in relation to the Scheme.

3 These orders be entered forthwith.

SEAL AND SIGNATURE

Signature Rebel Kenna
Capacity Principal Registrar
Date 2 August 2024

If this document was issued by means of the Electronic Case Management System (ECM), pursuant to Part 3 of the Uniform Civil Procedure Rules (UCPR), this document is taken to have been signed if the person's name is printed where his or her signature would otherwise appear.

PERSON PROVIDING DOCUMENT FOR SEALING UNDER UCPR 36.12

Name QANTM INTELLECTUAL PROPERTY LIMITED, Plaintiff 1

Legal representative Colleen Anne Platford
Legal representative reference
Contact name and telephone Alexandra Whitby
02 9263 4372

FURTHER DETAILS ABOUT Plaintiff(s)

First Plaintiff
Name QANTM INTELLECTUAL PROPERTY LIMITED
ACN 612441326
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MELBOURNE VIC 3000
Telephone
Fax
E-mail
Client reference

Legal representative

Name Colleen Anne Platford
Practicing certificate number 10936
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Contact name and telephone Alexandra Whitby
02 9263 4372

FURTHER DETAILS ABOUT (s)