

17 September 2021

Court approves convening of Scheme Meeting and distribution of Scheme Booklet

Japara Healthcare Limited (**Japara** or the **Company**) (ASX: JHC) today announces an update on the proposed acquisition by Little Company of Mary Health Care Limited (**Calvary**) of all the issued ordinary shares held by Japara shareholders pursuant to a scheme of arrangement (**Scheme**).

Court Approval

The Federal Court of Australia has today made orders to the following effect in relation to the Scheme:

- that Japara convene and hold a meeting of Japara shareholders to consider and vote on the Scheme (**Scheme Meeting**); and
- approving the distribution of an explanatory statement providing information about the Scheme and the notice of meeting for the Scheme Meeting (**Scheme Booklet**) to Japara shareholders.

The Scheme Meeting, at which Japara shareholders will vote on the Scheme, will be held at 10.00am (Melbourne time) on Thursday, 21 October 2021.

Scheme Booklet and Independent Expert's Report

The Scheme Booklet will be released to the ASX following registration with the Australian Securities and Investments Commission and will also be made available on Japara's Scheme website (scheme.japara.com.au).

The Scheme Booklet will include a copy of the independent expert's report prepared by Deloitte Corporate Finance Pty Limited (**Independent Expert**) and the notice of meeting for the Scheme Meeting (**Notice of Meeting**).

Details on where the Scheme Booklet can be viewed and downloaded, as well as a proxy form, are expected to be dispatched to Japara shareholders on 22 September 2021.

Japara shareholders who have supplied an email address for the purposes of receiving communications will receive an email containing a link to Japara's scheme website (scheme.japara.com.au) where they can view and download the Scheme Booklet and the Scheme Meeting Online Guide. The email will also contain a personalised proxy lodgement link through which Japara shareholders can electronically lodge proxy voting instructions. Japara shareholders who have not supplied an email address will receive a letter (sent by post) containing details of where they can view and download the Scheme Booklet and the Scheme Meeting Online Guide, along with a proxy form and a reply prepaid envelope. A hard copy of the Scheme Booklet will be available to Japara shareholders upon request.

The Scheme Booklet should be read in its entirety before making a decision on whether or not to vote in favour of the Scheme.

Scheme Meeting

Due to the current restrictions on physical gatherings and travel imposed by governments as a result of the COVID-19 pandemic, and as an important health and safety measure, the Scheme Meeting will be held virtually (online). Japara shareholders and their authorised proxies, attorneys and corporate representatives (**Participants**) may participate in and vote at the Scheme Meeting via an online platform at scheme.japara.com.au. Participants will be able to listen to the Scheme Meeting, cast an online vote, ask questions online and, subject to receiving a personalised PIN number in advance, speak and ask questions by telephone.

All registered Japara shareholders at 7.00pm (Melbourne time) on Tuesday, 19 October 2021 will be eligible to vote at the Scheme Meeting. Further information about how to participate in and vote at the Scheme Meeting will be provided in the Notice of Meeting annexed to the Scheme Booklet.

Shareholder Information Line

A Shareholder Information Line will be available on 1300 857 499 (or +61 1300 857 499 if outside Australia) between 8.30am to 5.30pm (Melbourne time), Monday to Friday, excluding public holidays, for any questions relating to the Scheme or the Scheme Booklet.

For further information:

Investor enquiries:

Anthony Rice
Chief Financial Officer
Japara Healthcare Limited
T: (03) 9649 2100

Media enquiries:

Sue Cato
Cato and Clive
E: cato@catoandclive.com
T: 0419 282 319

This document was authorised for release by the Board of Japara.

About Japara

Japara is one of Australia's largest providers and developers of residential aged care, with a large national footprint across five Australian states. Our unique approach to aged care is based on respect for the individual in delivering a better standard of residential living for elderly Australians.

With a team of around 6,000 nurses, carers and other support staff, we care for ~4,000 valued residents across 50 homes located throughout Eastern Australia. We also operate five villages co-located with our residential care homes, providing senior living unit and apartment accommodation.