

8 April 2022

Update on Proposed Scheme – Outcome of Second Court Hearing

Ozgrowth Limited (**Ozgrowth** or the **Company**) (ASX: OZG) is pleased to provide the following update on the status of the proposed scheme of arrangement (**Scheme**) under which WAM Capital Limited (**WAM Capital**) (ASX: WAM) is proposing to acquire all the Ozgrowth shares that it does not currently own.

The Supreme Court of Western Australia (**Court**) has today made orders (**Orders**) approving the Scheme.

The Scheme will become legally effective following the lodgement of the Court Orders with the Australian Securities and Investment Commission (**ASIC**). Ozgrowth intends to lodge an office copy of the Orders with respect of the Scheme with ASIC on Monday, 11 April 2022. Once this occurs, Ozgrowth shares will be suspended from trading on the Australian Securities Exchange (**ASX**) at the close of trading on Monday, 11 April 2022 and the Scheme will be implemented on Thursday, 21 April 2022.

As announced to ASX on 6 April 2022 the final Scheme Consideration will be **0.177¹** WAM Capital shares for each Ozgrowth share held at 3:00pm (Perth time) on the record date for the Scheme (13 April 2022).

Ineligible Overseas Shareholders will receive Cash Proceeds (each as defined in the Scheme Booklet announced to ASX on 1 March 2022) instead of new WAM Capital shares (refer to Sections 14.8 and 14.9 of the Scheme Booklet for further information).

The exact number of New WAM Capital Shares to be issued to you will not be confirmed until you receive your holding statement following the Implementation Date. It is your responsibility to confirm your holding of New WAM Capital Shares before you trade them to avoid the risk of committing to sell more than will be issued to you.

¹ The Scheme Consideration is subject to rounding for fractional entitlements. Ineligible Overseas Shareholders will not be entitled to receive any New WAM Capital Shares and will instead receive Cash Proceeds from the sale by the Sale Agent of the New WAM Capital Shares which an Ineligible Overseas Shareholder would otherwise have been entitled to receive.

Timetable for Remaining Key Milestones

The expected timetable for remaining key milestones relating to the Scheme is as follows:

| Event | Date |
|---|---|
| Lodgement of Court orders with ASIC, Effective Date of the Scheme and last day of trading of Ozgrowth Shares on ASX | 11 April 2022 |
| Suspension of trading of Ozgrowth Shares on ASX | Close of trading on 11 April 2022 |
| Commencement of trading of New WAM Capital Shares on ASX on a deferred settlement basis | 12 April 2022 |
| Record Date for determining entitlements to the Scheme Consideration ¹ | 13 April 2022 |
| Implementation Date for the issue of the Scheme Consideration to Scheme Shareholders | 21 April 2022 |
| Commencement of trading of New WAM Capital Shares on ASX on a normal settlement basis | 22 April 2022 |
| Termination of official quotation of Ozgrowth Shares on ASX | 22 April 2022 (or as otherwise determined by ASX) |

The above dates and times are indicative only and, amongst other things, are subject to the time at which each Scheme Condition is satisfied and the dates on which all necessary Court and regulatory approvals are obtained. Ozgrowth has the right to vary any or all of these dates and times, subject to the approval of such variation by ASX, the Court and WAM Capital, where required.

Any variation to the above dates and times will be announced to ASX (and accordingly, details of any variations will be available on ASX's website (www.asx.com.au)) and will be published on Ozgrowth's website (<https://westozfunds.com.au/ozgrowth-limited/>). All references to time and dates in this announcement are references to Perth times unless otherwise stated.

Further Information

For further information please contact Anthony Hewett, Company Secretary on 08 9488 1445, Monday to Friday from 7:00am to 3:00pm (Perth time).

This announcement has been approved for release by the Board of Ozgrowth Limited.

Anthony Hewett

Company Secretary
Ozgrowth Limited

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08 9488 1445