

ASX Announcement

Scheme of Arrangement becomes legally effective

Further to the announcement made yesterday, Blackmores Limited (**ASX: BKL**) (**Blackmores**) confirms that it has lodged an office copy of the orders made by the Federal Court of Australia (**Court**) approving the proposed Scheme of Arrangement (**Scheme**) under which all of the issued shares in Blackmores will be acquired by Kirin Health Science Australia Pty Ltd (**Kirin Sub**), a wholly owned subsidiary of Kirin Holdings Company, Limited (**Kirin**) with the Australian Securities and Investments Commission (**ASIC**) pursuant to sub-section 411(10) of the *Corporations Act 2001* (Cth).

An office copy of the Court orders lodged with ASIC is attached to this announcement.

The Scheme is now legally effective and it is expected that quotation of Blackmores Shares on the ASX will be suspended from the close of trading today.

Blackmores Shareholders will be sent \$91.71 cash per Blackmores share on the Implementation Date for the Scheme (10 August 2023) in respect of Blackmores Shares held at 7:00pm (Sydney time) on 2 August 2023.

Blackmores Shareholders will also receive the fully franked special dividend of \$3.29 per Blackmores Share as announced on 13 July 2023 (**Special Dividend**) in respect of Blackmores Shares held on the record date for the Special Dividend, being 7:00pm (Sydney time) on 26 July 2023. The Special Dividend is to be paid on 1 August 2023.

This announcement was authorised for release by the Board of Directors.

Contacts

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Federal Court of Australia
District Registry: New South Wales
Division: General

No: NSD435/2023

BLACKMORES LIMITED ABN 35 009 713 437
Plaintiff

ORDER

JUDGE: JUSTICE JACKMAN

DATE OF ORDER: 20 July 2023

WHERE MADE: Sydney

THE COURT ORDERS THAT:

1. Pursuant to paragraph 411(4)(b) of the *Corporations Act 2001* (Cth) (**Corporations Act**), the scheme of arrangement between the Plaintiff and holders of fully paid ordinary shares in the Plaintiff (which is Exhibit 2 in this proceeding) (**Scheme**), be approved.
2. Pursuant to subsection 411(12) of the Corporations Act, the Plaintiff be exempt from compliance with subsection 411(11) of the Corporations Act in relation to the Scheme.
3. An office copy of these orders be lodged with the Australian Securities and Investments Commission.
4. These orders be entered forthwith.

Date that entry is stamped: 20 July 2023


Registrar

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Schedule

No: NSD435/2023

Federal Court of Australia

District Registry: New South Wales

Division: General

Interested Person KIRIN HEALTH SCIENCE AUSTRALIA PTY LTD

Second Interested
Person KIRIN HOLDINGS COMPANY, LIMITED

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