For personal use only

oOh!media Limited
ABN 69 602 195 380

29 April 2026

ASX Release

Receipt of Non-Binding Indicative Offer from PEP

oOh!media Limited (ASX:OML) (**oOh!** or **the Group**) confirms that it has received an unsolicited, non-binding indicative offer from Pacific Equity Partners (**PEP**) to acquire 100% of the issued share capital of oOh! for cash consideration of A$1.40 per share by way of scheme of arrangement (**Proposal**).

The Proposal is subject to a number of key conditions, including:

- satisfactory completion of due diligence by PEP;
- unanimous recommendation of the Proposal by the oOh! Board and a statement that each oOh! Board member will vote (or procure the voting of) all the oOh! shares they own or control in favour of the Proposal, in the absence of a superior proposal and subject to an independent expert concluding that the Proposal is in the best interests of oOh! shareholders;
- final approval of PEP's Investment Committee to enter into any scheme implementation deed (**SID**);
- entry into a binding SID on acceptable terms; and
- receipt of approvals from the Foreign Investment Review Board (**FIRB**) and the Overseas Investment Office (**OIO**).

PEP has stated that the terms of the Proposal may be adjusted to take into account the impact of any further buyback, dividends, distributions, changes in the final share capital of oOh! (unless otherwise agreed with the Board), acquisitions, divestments or material undisclosed liabilities.

The Board of oOh!, together with its advisers, is considering and evaluating the Proposal and will update shareholders in due course. There is no certainty that the Proposal will result in a binding offer or that any transaction will eventuate. The oOh! Board recommends that shareholders **take no action** in relation to the Proposal at this time.

UBS Securities Australia Limited has been appointed financial adviser and Mallesons as legal adviser to assist the Board to evaluate and respond to the Proposal.

This announcement has been authorised for release to the ASX by the Board.

***

Investor and media contacts

Ryan Thompson
0423 151 378
ryan.thompson@sodali.com

Stephen McMahon
0407 507 415
stephen.mcmahon@sodali.com

Saskia West
0452 120 192
saskia.west@sodali.com

For personal use only

About oOh!media

oOh!media is a leading Out of Home media company that is enhancing public spaces through the creation of engaging environments that help advertisers, landlords, leaseholders, community organisations, local councils and governments reach large and diverse public audiences. The Company's extensive network of digital and static asset locations across Australia and New Zealand includes roadsides, retail centres, airports, train stations, bus stops, office towers and universities.

Find out more at oohmedia.com.au