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Barrenjoey

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15 June 2026

Company Announcements Platform
ASX Limited
Level 27, 39 Martin Place
SYDNEY NSW 2000

**ASX ANNOUNCEMENT**

**For immediate release to market**

**ON-MARKET TAKEOVER BID FOR ORDINARY SHARES OF ACCENT GROUP LIMITED**

In accordance with section 5.12.1 of the ASIC Market Integrity Rules (Securities Markets) 2017, Barrenjoey Markets Pty Limited (ABN 66 636 976 059, AFSL 521800) (the **Bidder's Broker**) announces that it will, on behalf of Frasers Group plc (registered in England and Wales, company number 06035106) (the **Bidder**), pursuant to section 635 of the *Corporations Act 2001* (Cth) (**Corporations Act**), offer to acquire on market at a price of A$0.65 cash per share (**Offer Price**), all of the fully paid ordinary shares (**Target Shares**) in the capital of Accent Group Limited ABN 85 108 096 251 (**Target**) which are listed for quotation on the official list of the Australian Securities Exchange (**ASX**) that exist or will exist during the Offer Period (as defined below) (**Offer**) which the Bidder (or its associates) does not already own or control.

**From the date and time of this announcement and ending at the close of trading on the ASX on 30 July 2026 (unless the Offer is withdrawn or extended in accordance with the Corporations Act), the Bidder's Broker (on behalf of the Bidder) will accept at the Offer Price every Target Share offered to the Bidder's Broker on market up to a maximum of 463,514,155 Target Shares (being all the Target Shares on issue at the date of this announcement, excluding those held by the Bidder and its associates) together with any additional Target Shares which are issued during the Offer Period.**

**Terms of the Offer**

Given that the Offer is an on-market bid, it is unconditional and the consideration will be paid in cash.

The key features of the Offer are:

- it is an on-market, unconditional cash offer of A$0.65 cash per Target Share;
- the Bidder's Broker will, on behalf of the Bidder, purchase Target Shares offered to it on market at the Offer Price from 10.00am (Sydney time) today until the conclusion of the Offer Period; and



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- the Offer Period may be extended, the Offer Price may be increased and/or the Offer may be withdrawn in accordance with the Corporations Act.

**Acquisition from Announcement**

The Bidder has appointed the Bidder's Broker to purchase all Target Shares that exist or will exist from 10.00am (Sydney time) today until the close of the Offer Period which are not already owned or controlled by the Bidder or its associates, on its behalf, on market during the official trading days (**Trading Days**) of ASX. The Bidder's Broker has been instructed to purchase, at the Offer Price, every Target Share offered for sale during the Trading Days in the period from the date of this announcement until the end of the Offer Period.

**Settlement and Brokerage**

Payment for Target Shares sold to the Bidder under the Offer will be made on a T+2 settlement basis in accordance with the usual ASX Settlement Operating Rules for ASX trading.

As the Offer will only be capable of acceptance by holders of Target Shares (**Shareholders**) selling through brokers which are participating organisations of ASX or Cboe[1], all Target Shares to be purchased by the Bidder's Broker on the Bidder's behalf will be purchased on market only during Trading Days.

Any brokerage charged by brokers acting for Shareholders wishing to sell their Target Shares will be the sole responsibility of those Shareholders.

**Offer Period**

The Bidder's Broker will stand in the market on behalf of the Bidder and accept Target Shares offered to it at the Offer Price from the date of this announcement and before the commencement of the Offer Period. However, the Offer will officially be made during the period commencing on 30 June 2026 (being the first Trading Day after the expiry of 14 days from the date of this announcement) and ending on 30 July 2026 unless extended by the Bidder pursuant to the Corporations Act (**Offer Period**).

**Variation and withdrawal of the Offer**

The Bidder may vary the Offer Period or Offer Price in accordance with the Corporations Act. The Offer may also be varied at law by the operation of the Corporations Act.

The Bidder reserves the right to withdraw unaccepted Offers in the circumstances permitted by, and in accordance with, Part 6.7 of the Corporations Act, at any time before the end of the Offer Period.

**Bidder's Statement**

In accordance with section 635 of the Corporations Act, a Bidder's Statement will today be served on the Target and lodged with each of the ASX and the Australian Securities and Investments Commission. A copy of the Bidder's Statement will also be sent to Shareholders prior to commencement of the Offer Period.

**The Target Shares**

The Target Shares which are subject to the Offer are all fully paid ordinary shares in the capital of the Target which the Bidder and its associates do not already have a relevant interest in as at the date of the Bidder's Statement, or such other Target Shares which are issued during the Offer Period.

Immediately before the making of this announcement:

[1] the financial market operated by Cboe Global Markets, Inc. and Cboe Australia Pty Ltd known as Cboe Australia (formerly known as 'Chi-X')

- in so far as the Bidder is aware, there are 601,185,674 Target Shares on issue, all of which are quoted on ASX;
- the Bidder has a relevant interest in 137,671,519 Target Shares on issue, which represents approximately 22.9% of the current issued share capital of the Target;
- the Bidder and its associates have a relevant interest in 137,671,519 Target Shares on issue, which represents approximately 22.9% of the current issued share capital of the Target; and
- the Bidder and its associates have voting power in approximately 22.9% of the current issued share capital of the Target.

**ENDS**

**For media enquiries, please contact:**

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