

ASX Announcement



8 July 2024

The Manager
ASX Market Announcements
Australian Securities Exchange

PROXY AND DIRECT VOTING FOR SCHEME MEETING

MMA Offshore Limited ("**MMA**") refers to the proposed acquisition of 100% of the issued shares in MMA, via scheme of arrangement between MMA and its shareholders ("**Scheme**"), by Cyan MMA Holdings Pty Limited, a wholly-owned subsidiary of Cyan Renewables Pte. Ltd.

Attached to this announcement are MMA's presentation slides which will be presented at the Scheme Meeting to consider the Scheme, being held today at 9:00am (AWST) at The ANZAC Club WA, 28 St Georges Terrace, Perth WA 6000, Australia. The presentation slides include the proxy and direct voting instructions received by MMA as at the latest time for lodgment of proxies and direct voting with respect to the Scheme Meeting, being 9:00am (AWST) on Saturday, 6 July 2024.

The final voting results of the Scheme Meeting will be announced to the ASX immediately after the conclusion of the Scheme Meeting.

Indicative timetable

Subject to the resolution to approve the Scheme being passed by the requisite majorities of MMA shareholders at the Scheme Meeting and subject to the remaining conditions of the Scheme being satisfied or waived (if applicable), implementation of the Scheme is expected to occur on or about Thursday, 25 July 2024. The key dates and times for the Scheme are as follows:

Second Court Hearing to approve the Scheme	2:15 pm (AWST) on Wednesday, 10 July 2024
Effective Date and last date of trading of MMA shares on ASX	Thursday, 11 July 2024
Record Date for determining entitlements to the Scheme Consideration	5:00 pm (AWST) on Thursday, 18 July 2024
Implementation Date and date of payment of the Scheme Consideration	Thursday, 25 July 2024

All stated dates and times in the above timetable are references to the date and time in Perth, Western Australia and all such dates and times are indicative only and subject to change. The actual timetable will depend on many factors outside the control of MMA, including the Court approval process and the satisfaction or waiver (where applicable) of the conditions of the Scheme. Certain times and dates are conditional on the approval of the Scheme by the Court. Any changes to the above timetable will be announced by MMA to ASX.

For personal use only



ASX Announcement



Further information

If you are an MMA shareholder and have any questions regarding the Scheme, you should contact the MMA shareholder information line on 1300 148 339 (from within Australia) and +61 2 9066 4059 (from outside Australia) Monday to Friday (excluding public holidays) between 9:00am and 5:00pm (AEST).

For further information please contact:

Investor enquiries

Mr David Ross
Managing Director
+61 8 9431 7431
investors@mmaoffshore.com

Media enquiries

Shane Murphy / Jane Munday
FTI Consulting
+61 420 945 291 / +61 488 400 248
shane.murphy@fticonsulting.com /
jane.munday@fticonsulting.com

Authorised for release to the ASX by the Managing Director and Company Secretary of MMA Offshore Limited (ACN 083 185 693).

For personal use only



For personal use only



MMA
OFFSHORE

SCHEME MEETING

8 JULY 2024

SCHEME RESOLUTION

“That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between MMA and the holders of its ordinary shares as contained in and more particularly detailed in the Scheme Booklet of which the Notice convening this meeting forms part, is approved, and the Directors of MMA are authorised to agree to such alterations or conditions as are thought fit by the Court and consented to in writing by Cyan and MMA, and subject to approval by the Court, to implement the Scheme with any such alterations or conditions.”

DIRECT VOTING AND PROXY VOTES

AS AT THE RECORD DATE FOR THE SCHEME MEETING (9.00AM (AWST) ON SATURDAY, 6 JULY 2024)



	Number of votes cast	% of votes cast ³	Number of Shareholders ⁴	% of Shareholders ³
For ¹	194,657,569	90.89%	340	64.03%
Against	19,483,547	9.10%	189	35.59%
Undirected ¹	35,055	0.02%	10	1.88%
Total	214,176,171	100%	531	100%
Abstain ²	46,296		8	

Notes:

1. Undirected proxies given to the Chairperson have been included in the FOR category.
2. Abstentions are not counted in determining whether the requisite majorities have been achieved.
3. The percentages given are only the percentages of the overall proxy and direct voting instructions received. Please note that the figures do not total 100% due to rounding and the splitting of votes by some shareholders (as detailed in footnote 4 below).
4. The difference between the sum of the number of shareholders voting FOR, voting AGAINST and voting UNDIRECTED, and the TOTAL number of shareholders is due to the splitting of votes by some shareholders. For example, where a shareholding has been split and voted both FOR and AGAINST the resolution, the FOR vote and the AGAINST vote will each have been counted as one shareholder (i.e. +1 in the FOR total and +1 in the AGAINST total), but the shareholder will only have been counted once in the TOTAL number of shareholders voting (i.e. +1 in the TOTAL figure).