

26 September 2024

By electronic lodgement
The Manager
Market Announcements Office
ASX Limited
20 Bridge Street
Sydney NSW 2000

Partner: Harry Kingsley
harry.kingsley@klgates.com

T +61 3 9205 2093

Our ref: 7392777.00031

Dear ASX

Takeover bid by Yumbah Aquaculture Ltd – Notice of freeing the Offer from remaining conditions (Corporations Act s650F)

We act for Yumbah Aquaculture Ltd (ACN 082 219 636) (**Yumbah**) in relation to its off-market takeover bid under Chapter 6 of the Corporations Act 2001 (Cth) (**Corporations Act**) for all the current and to be issued fully-paid ordinary shares in East 33 Limited (ASX:E33) (**E33**).

We enclose, by way of service pursuant to section 650F of the Corporations Act, a formal notice freeing the Offer from all unfulfilled Conditions.

A copy of the formal notice of freeing the Offer from all conditions has been sent to E33 today.

Yours faithfully



Harry Kingsley
Partner
K&L Gates

encl.

For personal use only

Notice under section 650F of the Corporations Act 2001 (Cth) – freeing Offer from Conditions

To: **ASX Limited**
East 33 Limited

This notice is given by Yumbah Aquaculture Ltd (ACN 082 219 636) (**Yumbah**) for the purpose of section 650F of the *Corporations Act 2001 (Cth)* (**Corporations Act**) in relation to its takeover offer (**Offer**) for all of the fully-paid ordinary shares in East 33 Limited (ASX:E33) (**E33**) contained in its replacement bidder's statement dated 23 August 2024 (**Bidder's Statement**).

Capitalised terms in this notice have the same meaning given in the Bidder's Statement, unless the context requires otherwise.

In accordance with section 650F of the Corporations Act, Yumbah gives notice that:

- (a) the Offer and each contract resulting from acceptance of the Offer is freed from the following Conditions as further described in the Bidder's Statement:
- (i) **(Minimum acceptance)** During, or at the end of, the Offer Period, the number of E33 Shares in which the Bidder has a Relevant Interest is at least 90% of all E33 Shares;
 - (ii) **(Prescribed Occurrences)** No Prescribed Occurrence (as defined in Section 12.2(b) of the Statement) occurs between (and including) the Announcement Date and the end of the Offer Period (inclusive);
 - (iii) **(Regulated Events)** No Regulated Event (as defined in Section 12.2(c) of the Bidder's Statement) occurs between (and including) the Announcement Date and the end of the Offer Period (inclusive);
 - (iv) **(No restraint)** Between the Announcement Date and the end of the Offer Period (each inclusive), nothing restrains, prohibits or impedes, or otherwise materially adversely impacts the Offers and the completion of the Offer or which requires the divestiture by the Bidder of any E33 Shares or any material assets of E33 or any Subsidiary of E33; and
 - (v) **(No termination of BID)** Between the Announcement Date and the end of the Offer Period (each inclusive), the Bidder does not become entitled to terminate the BID as a result of any of the representations and warranties given by E33 under the BID becoming untrue or incorrect in any material respect.
- (b) as at the date of this notice the aggregate of Yumbah's voting power in E33 is 65.18%.

Date: 26 September 2024

Signed for and on behalf of Yumbah Aquaculture Ltd (ACN 082 219 636) by:



Jonathan Lillie, Director