

ASX ANNOUNCEMENT

29 October 2024

Postponement of Scheme Meeting

Capitol Health Limited ACN 117 391 812 (ASX: CAJ) (**Capitol**) provides the following update in relation to the proposed merger with Integral Diagnostics Limited (ASX: IDX) (**IDX**) by way of a scheme of arrangement (**Scheme**) as described in the Scheme Booklet in relation to the Scheme released to the ASX on 24 September 2024 (**Scheme Booklet**).

Capitol announces that the Federal Court of Australia (**Court**) has today made orders to postpone the date of the Scheme Meeting at which Capitol Shareholders will vote on the proposed Scheme.

The Scheme Meeting has been postponed from 31 October 2024 to 2 December 2024.

The Scheme Meeting will now be held at 11.00am (Melbourne Time) on 2 December 2024 in person at the offices of Maddocks, Level 25, Tower 2, 727 Collins Street, Melbourne Victoria.

As described in the Scheme Booklet, the Scheme is subject to a number of conditions precedent, including that IDX has received informal merger clearance from the Australian Competition and Consumer Commission (**ACCC**). As the ACCC has not yet announced its findings in relation to the Scheme, Capitol approached the Court for orders to postpone the Scheme Meeting and the Second Court Date beyond the scheduled dates in the Scheme Booklet. As set out in the Scheme Booklet, the ACCC's provisional decision date for the announcement of its findings is 28 November 2024.

Further, Capitol refers to its announcement of 24 October 2024 setting out the date for the Second Court Hearing. As a result of the postponement of the Scheme Meeting, the date for the Second Court Hearing has been changed from 1 November 2024 to 2.15pm (Melbourne Time) on Wednesday, 4 December 2024.

Updated Indicative Timetable

As a consequence of the Court orders postponing the Scheme Meeting, the indicative timetable for the Scheme has changed. The updated indicative timetable is set out below:

Proxy Form for Scheme Meeting Latest time and date for receipt of Proxy Forms	11.00am on Saturday, 30 November 2024
Record Date for Scheme Meeting Time and date for determining eligibility to vote at the Scheme Meeting	7.00pm on Saturday, 30 November 2024
Scheme Meeting to be held at the offices of Maddocks, Level 25, Tower 2, 727 Collins Street, Melbourne Victoria	11.00am on Monday, 2 December 2024
Second Court Date to seek Court orders approving the Scheme	2.15pm on Wednesday, 4 December 2024
Effective Date on which the Scheme comes into effect and is binding on Capitol Shareholders. Last day of trading in Capitol Shares on ASX (with Capitol Shares suspended from close of trading)	Thursday, 5 December 2024
New IDX Shares commence trading on ASX on a deferred settlement basis	Friday, 6 December 2024
Scheme Record Date for determining entitlements to Scheme Consideration	7.00pm on Monday, 9 December 2024

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Implementation Date The date on which the Scheme will be implemented and the Scheme Consideration will be issued.	Monday, 16 December 2024
New IDX Shares commence trading on ASX on a normal basis	Tuesday, 17 December 2024
Delisting of Capitol from ASX	Tuesday, 17 December 2024

All of the above dates are indicative only and, among other things, are subject to all necessary approvals from the Court and any relevant Government Agency. Any changes to the timetable (which may include an earlier or later date for the Second Court Date) will be announced through the ASX website (<https://www.asx.com.au>). All references to time are references to Melbourne, Victoria, Australia time.

No change to the Capitol Board's recommendation

The Capitol Directors continue to unanimously recommend that Capitol Shareholders vote in favour of the Scheme in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the Scheme is in the best interests of Capitol Shareholders. The interests of the Capitol Directors are disclosed in section 13.2 of the Scheme Booklet. Capitol Shareholders should have regard to these interests when considering how to vote on the Scheme, including Mr Walter's recommendation on the Scheme, which appears throughout the Scheme Booklet.¹

No change to the Independent Expert's conclusion

As at the date of this announcement, the Independent Expert continues to conclude that the Scheme is fair and reasonable and therefore in the best interests of Capitol Shareholders, in the absence of a Superior Proposal. The Independent Expert's conclusion should be read in context with the full Independent Expert's Report which is included at Annexure 1 of the Scheme Booklet.

Proxy Forms and voting

If a Capitol Shareholder has already lodged their Proxy Form and does not wish to change their voting direction, they do not need to take any action and their Proxy Form will remain valid for the postponed Scheme Meeting.

If a Capitol Shareholder has already submitted a Proxy Form but wishes to change their voting direction, or would like a new Proxy Form, then they can request one by calling the Scheme Information Line on 1300 441 601 (within Australia) or +61 2 9698 7164 (outside Australia), Monday to Friday (excluding public holidays), between 8.30am and 7.00pm (Melbourne Time) on Business Days.

If a Capitol Shareholder has not yet lodged their Proxy Form, but would like to appoint a proxy, they can complete and return the Proxy Form that accompanied the Scheme Booklet.

To be effective Proxy Forms must be received by the Capitol Registry by 11.00am (Melbourne Time) on Saturday, 30 November 2024.

Unmarketable Parcel Shareholder Election Form and Withdrawal Form

If a Capitol Shareholder will, on implementation of the Scheme, be an Unmarketable Parcel Shareholder and they have not yet lodged an Unmarketable Parcel Shareholder Election Form but would like to, or has lodged an Election Form but would like to withdraw it, they can request a copy of the relevant form by contacting the Scheme Information Line on 1300 441 601 (within Australia) or +61 2 9698 7164 (outside Australia), Monday to Friday (excluding public holidays), between 8.30am and 7.00pm (Melbourne Time) on Business Days.

To be effective Unmarketable Parcel Shareholder Election Forms and Withdrawal Forms must be received by the Capitol Registry before the Effective Date (currently expected to be Thursday, 5 December 2024).

¹ Capitol's Managing Director and Chief Executive Officer, Mr Justin Walter, will receive 1,244,382 New IDX Shares in relation to his Performance Rights and Capitol Shares and a cash payment of approximately \$547,500 in relation to his STIs if the Scheme becomes Effective and is implemented. The Capitol Directors, including Mr Walter, consider that notwithstanding these arrangements it is appropriate for Mr Walter to make a recommendation on the Scheme given Mr Walter's role in the operation and management of Capitol and that Capitol Shareholders would wish to know Mr Walter's views on the Scheme.

Further information

For more information, please refer to the Scheme Booklet. If Capitol Shareholders have any questions in relation to the Scheme Booklet, the Scheme or their shareholding, they are encouraged to contact Capitol's Scheme Information Line on 1300 441 601 (within Australia) or +61 2 9698 7164 (outside Australia), Monday to Friday (excluding public holidays), between 8.30am and 7.00pm (Melbourne Time) on Business Days.

Capitalised terms used but not defined in this letter have the defined meanings set out in the Scheme Booklet, unless the context otherwise requires.

For further information, please contact:

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This announcement is authorised for release to the market by the Board of Directors.

About Capitol Health

Capitol Health is a leading provider of diagnostic imaging and related services to the Australian healthcare market. Headquartered in Melbourne, Victoria, the Company owns and operates clinics throughout Victoria, Tasmania, South Australia and Western Australia. The Company's operational focus is on delivering a community-based infrastructure for radiologists and related medical practitioners to deliver optimal, efficient, accurate healthcare service outcomes for its patients.

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