



2 June 2025

ASX Market Announcements
ASX Limited
20 Bridge Street
Sydney NSW 2000

Postponement and Change of Venue of Extraordinary General Meeting

Yowie Group Limited (ASX: YOW) (the "**Company**" or "**Yowie**") advises that Keybridge Capital Limited (**Keybridge**) has purported to send a Notice under section 249F of the *Corporations Act 2001* (Cth) to shareholders to consider resolutions to change clause 13.3 of the constitution, to remove all of the Yowie directors and to appoint Mr Wilson, Mr Hamilton, Mr McCathie, Mr Ravell and Mr Catalano as directors (all, save for Mr Catalano, being WAM Active Nominee directors at Keybridge).

Yowie recommends that shareholders TAKE NO ACTION at this stage.

On 2 June 2025, pursuant to clause 11.2 of the Company's Constitution, the Board has resolved unanimously, to the extent the purported meeting is valid, to postpone (by a fortnight) and change the venue of the Extraordinary General Meeting of the Company's shareholders, so that it will now be held on **Monday 14 July 2025 at 10.00am** at the Company's usual venue for Shareholder meetings, being:

**Rooftop Conference Room
Level 7
370 St Kilda Road
Melbourne Victoria 3004**

The cutoff time for the lodgment of proxies will, accordingly, change to 12 July 2025 at 10.00am, with voting entitlements to be determined as at 12 July 2025 at 7.00pm.

Although the Constitution does not require the provision of reasons, the Board wishes to advise members that the postponement and change of venue of the EGM is necessary for a number of reasons, including (but not limited to):

- Yowie refers to its earlier announcement on 1 May 2025 and its response dated 19 May 2025 to an ASX Query letter which was released onto the MAP on 20 May 2025, regarding the validity of the meeting request;
- Yowie notes that separate applications have been made to the Takeovers Panel by Keybridge and Yowie both pertaining to the prospective meeting. One regarding Keybridge's ability to call the meeting (at least insofar as the change of board resolutions) during Yowie's takeover offer for Keybridge and the other involves voting eligibility at the meeting. Both of these matters must be resolved prior to the holding of the meeting.
- The purported notice of meeting raises issues about a constitutional clause that affects a number of the resolutions purportedly put at the meeting, where shareholders are not

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ABN 98 084 370 669



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properly informed by the notice about the impact of that constitutional clause and the practical consequences of changing it.

- Yowie has been made aware that a Keybridge shareholder, holding more than 5% of Keybridge, issued, on 1 April 2025, a s. 203D notice seeking the removal of all Keybridge directors and that a s. 249F meeting has since been called by that shareholder seeking the removal of Mr Wilson, Mr Hamilton, Mr McCathie and Mr Ravell (WAM Directors) from the Keybridge board.

This announcement has been authorised for release by the Board.

About Yowie

Yowie Group Ltd is a global brand licensing and chocolate manufacturing business specializing in the development of consumer products designed to promote learning, understanding and engagement with the natural world through the adventures and exploits of six endearing Yowie characters. Educating children and adults about the environment and ecology is at the heart of the Yowie proposition.

Yowie Group employs its company-owned intellectual property rights in the outsourcing of the manufacturing and distribution of the Yowie chocolate confectionery product and in the development of a Yowie digital platform and Yowie branded licensed consumer products. The Company's vision for the Yowie brand is to distribute on a widening basis the Yowie product in North America and ANZ, with further international expansion.

For more information on the company go to www.yovieworld.com

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