

11 July 2025

Scheme Meeting and Extraordinary General Meeting Results

AVJennings Limited (ASX: AVJ) (**AVJennings or AVJ**) is pleased to announce that at the Scheme Meeting held today, AVJennings shareholders approved by the requisite majorities the scheme of arrangement under which PM Nominees C Pty Ltd (**Bidder**) (an investment vehicle of Proprium Capital Partners (Australia) Pty Ltd and AVID (comprising Bidder Cayman HoldCo, the AVID Sibling Entities and all of their respective Subsidiaries), proposes to acquire all of the shares in AVJennings (the **Scheme**).

Voting results of Scheme Meeting and Extraordinary General Meeting

In summary:

- The resolution to approve the Scheme, as set out in the Notice of Scheme Meeting in Annexure D of the Scheme Booklet dated 9 May 2025 (the **Scheme Resolution**), was approved by the requisite majorities of AVJennings shareholders.
- The resolution to approve the Share Issue Resolution, as set out in the Notice of Extraordinary General Meeting in Annexure E of the Scheme Booklet dated 9 May 2025 (the **Share Issue Resolution**), was approved by AVJennings shareholders.

A detailed report of the votes cast in respect of the Scheme Resolution and Share Issue Resolution is attached to this announcement.

Notice of Second Court Hearing

The Scheme remains subject to court approval in order to be implemented, and the satisfaction or waiver (where capable of waiver) of certain other customary conditions, as outlined in clause 3.1 of the Scheme Implementation Deed.

AVJennings has applied to the Court for orders approving the Scheme at a hearing scheduled for 9.30am (AEST) on Wednesday, 23 July 2025 at the Supreme Court of New South Wales, Law Courts Building, 184 Phillip Street, Sydney. As stated in the Scheme Booklet, any AVJennings shareholder who wishes to oppose the approval of the Scheme at the Court hearing may do so by filing with the Court and serving on AVJennings a notice of appearance in the prescribed form, together with any affidavit that the AVJennings shareholder proposes to rely on. AVJennings will make a further announcement after the Court has considered the matter.

Lodgement of Court orders and suspension of trading

If the Court approves the Scheme, AVJennings proposes to lodge an office copy of the Court orders with the Australian Securities and Investments Commission (**ASIC**) on Thursday, 24 July 2025, at which time the Scheme will become legally effective.

If this occurs, AVJennings will apply for its shares to be suspended from trading on the Australian Securities Exchange (**ASX**) and from quotation on Singapore Exchange (**SGX**) GlobalQuote with effect from the close of trade on Thursday, 24 July 2025.

Implementation of the Scheme

The dates for implementation of the Scheme and other key dates are set out below:

Event	Expected Date
Second Court Hearing for approval of the Scheme	Wednesday, 23 July 2025
Effective Date The date on which the Scheme become Effective and is binding on Scheme Shareholders. The Court order will be lodged with ASIC and announced on the ASX and the SGX. Last day of trading in AVJennings Shares – AVJennings suspended from trading on the ASX and from quotation on SGX GlobalQuote from close of trading.	Thursday, 24 July 2025
Special Dividend Record Date All AVJennings Shareholders who hold AVJennings Shares on the Special Dividend Record Date will be entitled to receive any Special Dividend (if the AVJennings Directors (in their absolute discretion) decide to declare and pay a Special Dividend).	5.00pm (AEST) on Tuesday, 29 July 2025
Special Dividend Payment Date Date on which any Special Dividend will be paid (if the AVJennings Board determine to declare and pay a Special Dividend).	Wednesday, 6 August 2025
Scheme Record Date All AVJennings Shareholders who hold AVJennings Shares on the Scheme Record Date will be entitled to receive the Scheme Consideration.	7.00pm (AEST) on Monday, 11 August 2025
Implementation Date All Scheme Shareholders will be paid the Scheme Consideration to which they are entitled on this date and the Scheme Shares will be transferred to the Bidder.	Thursday, 14 August 2025
Delisting on ASX and termination of quotation on SGX GlobalQuote AVJennings will be delisted from the official list of ASX and quotation of AVJennings Shares on SGX GlobalQuote will be terminated.	Friday, 15 August 2025

Shareholder information line

AVJennings shareholders requiring further information in relation to the Scheme may contact the AVJennings Shareholder Information Line on 1800 425 578 (within Australia) or +61 1800 425 578 (outside Australia), Monday to Friday between 8.30am and 5.30pm (AEST).

End

This announcement has been approved and authorised for release to the ASX by the Company Secretary.

For further information please contact:

Investor Relations

Carl Thompson
Company Secretary
AVJennings Limited
Ph: +61 417 143 411

Investor Relations & Media

Andrew Keys
Principal
Keys Thomas Associates
Ph: +61 400 400 380

AVJENNINGS LIMITED

SCHEME OF ARRANGEMENT MEETING
Friday, 11 July, 2025

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

For personal use only

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Direct vote (as at proxy close):		Total votes cast in the poll (where applicable)			
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (OpenVotes)	Abstain	For	Against	For	Against	Abstain **	Result
1	APPROVAL OF SCHEME OF ARRANGEMENT RESOLUTION	NA	375,669,752 86.06%	245,761 0.06%	10,345,955 0.06%	2,542	50,217,909 11.50%	61,103 0.01%	436,957,490 99.93% 284 Holders	310,988 0.07% 9 Holders	2,542 2 Holders	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item

AVJENNINGS LIMITED

EXTRAORDINARY GENERAL MEETING
Friday, 11 July, 2025

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For personal use only

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Direct vote (as at proxy close):		Total votes cast in the poll (where applicable)			
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (OpenVotes)	Abstain	For	Against	For	Against	Abstain **	Result
1	APPROVAL OF EXTRAORDINARY GENERAL MEETING RESOLUTION	NA	365,108,616 84.08%	9,268,201 2.13%	10,869,769 2.50%	1,025,359	35,389,032 8.15%	13,618,734 3.14%	411,639,274 94.73%	22,886,935 5.27%	1,025,359	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item