

1 August 2025

ASX Announcement

Court approves convening of SOL Share Scheme Meeting

Diversified investment house, Washington H. Soul Pattinson and Company Limited ("**Soul Patts**" or "**SOL**") (ASX:SOL), refers to its announcement released to the ASX on 2 June 2025 in relation to the proposed merger between Soul Patts and Brickworks ("**Combination**"), and provides the following updates.

Court orders

Soul Patts is pleased to announce that the Supreme Court of New South Wales has today made the following orders in relation to the SOL Share Scheme:

- that Soul Patts convene a meeting of SOL Shareholders to consider and vote on the proposed Combination ("**SOL Share Scheme Meeting**") to be held at 11.00am (Sydney time) on Wednesday 10 September 2025; and
- approving the distribution to SOL Shareholders of the Combination Booklet, which provides information on the SOL Share Scheme, the Notice of SOL Share Scheme Meeting, and the Independent Expert's Report ("**IER**").

Release of Combination Booklet and Independent Expert's Report

The Combination Booklet will be released to the ASX following registration with the Australian Securities and Investment Commissions ("**ASIC**"). A copy of the Combination Booklet, including the IER and the Notice of SOL Share Scheme Meeting, will be emailed or posted to SOL Shareholders. The Combination Booklet will also be available to be accessed through our investor centre at <https://soulpatts.com.au/investor-centre/investor-overview>

SOL Shareholders who have elected to receive all shareholder communications electronically will receive an email that contains instructions about how to view and download a copy of the Combination Booklet. SOL Shareholders who have elected to receive meeting documents by post will receive a hard copy of the Combination Booklet together with a personalised proxy and voting form.

Soul Patts appointed Lonergan Edwards & Associates Limited as the SOL Independent Expert to assess the merits of the proposed Combination and to prepare the IER, which is contained in the Combination Booklet. All SOL Shareholders should read the Combination Booklet in its entirety before making a decision on whether or not to vote in favour.

Soul Patts Board Recommendation

The Soul Patts Board unanimously recommends that SOL Shareholders vote in favour of the SOL Share Scheme, in the absence of a superior proposal emerging and subject to the SOL Independent Expert continuing to conclude that it is in the best interests of SOL Shareholders.



Each Soul Pattinson Director intends to vote all of their shares in favour of the SOL Share Scheme.

Scheme Consideration

If the SOL Share Scheme is approved and implemented, SOL Shareholders will receive 1 Topco Share for every 1 SOL Share as at the Record Date.

Details of the SOL Share Scheme Meeting

The SOL Share Scheme Meeting will be held on 10 September 2025 commencing at 11.00am (Sydney time) at The Grand Ballroom, The Fullerton Hotel, 1 Martin Place, Sydney. All registered SOL Shareholders as at 7.00 pm on Monday, 8 September 2025 will be eligible to attend and vote in person, or by completing the proxy appointment in the proxy and voting form accompanying the Combination Booklet which needs to be received by 11.00 am (Sydney time) on Monday 8 September 2025.

SOL Shareholders who are unable to attend in person can view a livestream of the SOL Share Scheme Meeting at <https://www.streamgate.co/soulpattinson-scheme-meeting-2025/>

SOL Shareholders watching online can submit written questions through the Streamgate platform, but will not be able to vote online. SOL Shareholders can also elect to submit questions in advance of the SOL Share Scheme Meeting via the proxy form.

Indicative Scheme Timetable

If the required majorities of SOL Shareholders approve the SOL Share Scheme Meeting, and the required majorities of BKW Shareholders approve the BKW Share Scheme Meeting, Soul Pattinson will apply to the Court for orders approving the SOL Share Scheme. The key events and expected timing in relation to the approval and implementation are set out below.

Event	Date (Sydney time)
First Court Date	Friday, 1 August 2025
Dispatch of Combination Booklet to SOL Shareholders	Wednesday, 6 August 2025
Proxy Cut-Off Date	11.00am Monday, 8 September 2025
Voting Entitlement Time	7.00pm Monday, 8 September 2025
SOL Share Scheme Meeting date	11.00am Wednesday, 10 September 2025
Second Court Hearing Date	Friday, 12 September 2025
Effective Date	Monday, 15 September 2025
SOL Share Scheme Record Date	7.00pm Wednesday, 17 September 2025
Implementation Date	Tuesday, 23 September 2025

All dates following the date of the SOL Share Scheme Meeting are indicative only and, among other things, are subject to all necessary approvals from the Court, ASIC, ASX and any other relevant government agency, and any other conditions to the Combination having been satisfied or, if applicable, waived.



Further information

SOL Shareholders can contact the Shareholder Information Line on 1300 271 284 (within Australia) or +61 3 9938 4382 (outside Australia) between the hours of 8.30am – 5.00pm (Sydney time) Monday to Friday. SOL Shareholders can also visit the Soul Patts Investor Centre: <https://soulpatts.com.au/investor-centre/investor-overview>

–ENDS–

This ASX announcement has been authorised for release by the Soul Patts Board.

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About Soul Patts

Washington H. Soul Pattinson ("Soul Patts") is an Australian public company that first listed on the Sydney Stock Exchange (now ASX) on 21 January 1903. With origins in owning and operating Australian pharmacies, Soul Patts has since evolved into an investment house with a diversified and uncorrelated portfolio of assets across multiple industries. Soul Patts takes a long-term approach to investing with an objective to deliver superior returns by creating capital growth and regular dividends. Through owning SOL shares, an investor gains access to the following asset classes: listed equities, private markets, credit, and property. More information: SoulPatts.com.au

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