

Court approves convening of BKW Share Scheme Meeting and distribution of Combination Booklet

Brickworks Limited (**Brickworks** or **BKW**) refers to the proposed combination of Brickworks and Washington H. Soul Pattinson and Company Limited (**Soul Patts**) to create a newly capitalised ASX-listed company (First Services Company Ltd (ACN 687 534 023) (**Topco**)) by way of two separate but inter-conditional schemes of arrangement between Brickworks and its ordinary shareholders (**BKW Share Scheme**) and between Soul Patts and its ordinary shareholders (**SOL Share Scheme**), as announced to the ASX on 2 June 2025 (**Combination**).

Court orders

Brickworks is pleased to announce that the Supreme Court of New South Wales (**Court**) has today made the following orders in relation to the BKW Share Scheme:

- that Brickworks convene and hold a meeting of Brickworks shareholders (**Shareholders**) to consider and vote on the BKW Share Scheme (**BKW Share Scheme Meeting**) to be held at 9.00am (Sydney time) on Wednesday, 10 September 2025 at The Grand Ballroom, The Fullerton Hotel Sydney, 1 Martin Place, Sydney NSW 2000; and
- approving the distribution to Shareholders of the Combination Booklet (**Combination Booklet**) which provides information about the BKW Share Scheme, the Notice of BKW Share Scheme Meeting and the Independent Expert's Report (**IER**).

Combination Booklet

The Combination Booklet will be released to the ASX following registration with the Australian Securities and Investments Commission. A copy of the Combination Booklet, including the IER and the notice of BKW Share Scheme Meeting, will be available on Brickworks' website at

<https://investors.brickworks.com.au/proposedmerger/asx-announcements/>

The Combination Booklet, including the IER, the Notice of BKW Share Scheme Meeting and the proxy form, is expected to be despatched to Shareholders on or around Wednesday, 6 August 2025 as follows:

- Shareholders who have previously elected to receive meeting materials by post will receive hard copies of the Combination Booklet along with personalised proxy forms for the BKW Share Scheme Meeting.
- All other Shareholders will either receive an email to their nominated email address containing links to access the Combination Booklet and personalised proxy forms, if they have elected to receive materials electronically or if they have an email address on file, or, alternatively, if they have not elected to receive communications electronically and do not have an email address on file, will be sent materials by post directing them how to access the Combination Booklet electronically, along with personalised proxy forms.

Shareholders should carefully read the Combination Booklet in its entirety before making a decision on whether or not to vote in favour of the BKW Share Scheme.

Independent Expert's Report

The Combination Booklet contains the IER prepared by Kroll Australia Pty Ltd (**Independent Expert**).

The Independent Expert has concluded that the BKW Share Scheme is fair and reasonable, and is in the best interests of Shareholders, in the absence of a superior proposal.

The Independent Expert's conclusion should be read in the context of the full IER and the Combination Booklet.

Brickworks Independent Directors Recommendation

The Brickworks Independent Directors (being Deborah Page, Malcolm Bunday, Robyn Stubbs and The Hon. Joel Fitzgibbon) unanimously recommend that Shareholders vote in favour of the BKW Share Scheme, in the absence of a superior proposal and subject to the Independent Expert continuing to conclude that the BKW Share Scheme is in the best interests of Shareholders.

Subject to those same qualifications, each Brickworks Independent Director and each other BKW Director who holds or controls Brickworks shares intends to vote their Brickworks shares in favour of the BKW Share Scheme.

BKW Share Scheme Consideration

If the BKW Share Scheme is approved and implemented, Shareholders will receive 0.82 Topco shares for every Brickworks share they hold on the BKW Share Scheme Record Date (being 7.00 pm on Wednesday, 17 September 2025).

Details of the BKW Share Scheme Meeting

The BKW Share Scheme Meeting, at which Shareholders will vote on the proposed BKW Share Scheme, will be held in person at 9.00am (Sydney time) on Wednesday, 10 September 2025 at The Grand Ballroom, The Fullerton Hotel Sydney, 1 Martin Place, Sydney NSW 2000.

All Shareholders who are registered on Brickworks’ share register at 7.00pm (Sydney time) on Monday, 8 September 2025 will be entitled to attend and vote at the BKW Share Scheme Meeting.

The BKW Share Scheme can be implemented only if, in addition to the satisfaction or waiver of all other conditions precedent, it is approved by the requisite majorities of:

- at least 75% of the total number of votes cast on the BKW Share Scheme resolution at the BKW Share Scheme Meeting; and
- more than 50% in number, unless the Court orders otherwise, of eligible Brickworks Shareholders present and voting at the BKW Share Scheme Meeting.

Shareholders are encouraged to vote by attending the BKW Share Scheme Meeting in person, or by completing the proxy form accompanying the Combination Booklet and ensuring it is received by the Brickworks share registry by 9.00 am (Sydney time) on Monday, 8 September 2025. If you cannot attend the BKW Share Scheme Meeting in person, you can watch it online via a live webcast by registering at <https://meetnow.global/MVMCHT4>, however you will not be able to vote online.

Indicative BKW Share Scheme Timetable

If the required majorities of Shareholders approve the BKW Share Scheme, and the required majorities of Soul Patts shareholders approve the SOL Share Scheme, Brickworks will apply to the Court for orders approving the BKW 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 Shareholders	Wednesday, 6 August 2025
Proxy Cut-Off Date	9.00am on Monday, 8 September 2025
Voting Entitlement Time	7.00pm on Monday, 8 September 2025
BKW Share Scheme Meeting date	9.00am on Wednesday, 10 September 2025
Second Court Hearing Date	Friday, 12 September 2025
Effective Date	Monday, 15 September 2025
BKW Share Scheme Record Date	7.00pm on Wednesday, 17 September 2025
Implementation Date	Tuesday, 23 September 2025

All dates following the date of the BKW 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

For more information, please refer to the Combination Booklet. If you have any questions in relation to the Combination Booklet or the BKW Share Scheme, you should contact the Brickworks Shareholder Information Line on 1300 855 080 (within Australia) or +61 (03) 9415 4000 (outside of Australia) between 8.30 am to 5.00 pm (Sydney time) Monday to Friday.

The Brickworks Independent Directors have authorised the release of this announcement to the market.

For further information, please contact:

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About Brickworks (ASX: BKW)

Brickworks has been building the Australian dream for over a century. Today, Brickworks is more than Australia's largest and most trusted brick manufacturer. It comprises a diversified portfolio of attractive assets, offering shareholders stability and long-term growth. The Company has a proud track record, having paid a dividend every year since listing on the ASX in 1962. Brickworks comprises four divisions – Building Products Australia, Building Products North America, Industrial Property, and Investments.

Building Products Australia includes Austral Bricks, the country's largest bricks producer, and other leading brands such as Austral Masonry and Bristle Roofing. Building Products North America is the leading brick producer in the north-east of the United States and includes the flagship brand of Glen-Gery.

On surplus land assets, Brickworks has developed extensive industrial property assets in conjunction with Joint Venture partner Goodman Group. These facilities help our customers meet the supply chain needs of the growing digital economy.

Brickworks also has a long-standing investment in Soul Patts, a diversified investment house and ASX100 company. This investment has delivered outstanding returns for the Company and provides stability and growing cash dividends.