

9 June 2026

ASX Announcement

Scheme Update

Qube Holdings Limited (ASX:QUB) (**Qube**) refers to its announcement on 16 February 2026 that it has entered into a Scheme Implementation Deed pursuant to which Rubik Australia Pty Limited (ACN 694 531 792) (**Bidder**) has agreed to acquire 100% of the shares in Qube (the **Scheme**).

Scheme Update

Qube provides the following updates in relation to the key conditions precedent to the Scheme:¹

- The Bidder has received approval from the PNG Independent Consumer and Competition Commission;
- As at the date of this announcement, Qube has received a majority of the required third party consents or waivers under the specified contracts²; and
- The required outstanding regulatory approvals for implementation of the Scheme from ACCC, FIRB and the OIO are progressing.

Having regard to the progress in satisfying the key conditions precedent to the Scheme, Qube intends to maintain the current date for the General Scheme Meeting for Qube shareholders (other than UniSuper) at 11am (Sydney time) on Tuesday 16 June 2026. The UniSuper Scheme Meeting will follow immediately after the conclusion of the General Scheme Meeting.

Update in relation to Special Dividend

Subject to and following the Scheme becoming effective, the Qube Board intends to declare and pay a fully franked special dividend of \$0.3465 cash per fully paid ordinary share in Qube (**Qube Share**) held on the Record Date (yet to be determined) for the Special Dividend (**Special Dividend**). Declaration of the Special Dividend remains in the Qube Board's absolute discretion.

If declared and paid, the Special Dividend is expected to enable eligible Qube shareholders to benefit from franking credits worth up to \$0.1485 per Qube Share.³ The eligibility of Qube shareholders to benefit from these franking credits will depend upon their particular tax circumstances. Qube Shareholders should seek independent advice in relation to their particular tax circumstances and the value to them of any franking credits.

Transaction Consideration

Subject to the Scheme becoming effective and the Qube Board declaring the Special Dividend, the scheme consideration of \$5.20 cash per Qube Share would comprise:

- Interim Dividend of \$0.0535 cash per Qube Share (in relation to the six month period ended 31 December 2025) that was paid to Qube Shareholders on 9th April 2026 in respect of any Qube Shares held on 4 March 2026; plus

¹ Further detail regarding the Scheme is set out in the Scheme Booklet released to the ASX on 23 April 2026.

² A number of these consents or waivers are subject to conditions that Qube expects will be satisfied as at the second court date

³ Qube has applied to the Australian Taxation Office (ATO) for a class ruling to confirm the Australian income tax treatment of the Special Dividend, including the application of relevant Australian franking credit integrity rules. Qube and its advisors are continuing to engage with the ATO to confirm the intended tax consequences of the Special Dividend.

- Scheme Consideration of \$4.80 cash per Qube Share; plus
- Special Dividend of \$0.3465 cash per Qube Share.

Qube Board recommendation

The Qube Board unanimously recommends that Qube 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 Qube Shareholders (other than UniSuper). Subject to those same qualifications, each member of the Qube Board intends to vote, or cause to be voted, any shares held or controlled by them in favour of the Scheme.

Shareholder information line

Qube Shareholders who have any questions relating to the Scheme should contact the Qube Shareholder Information Line on 1300 367 804 (within Australia) or +61 2 9066 6162 (outside Australia), Monday to Friday (excluding public holidays) between 9:00am and 5:00pm (Sydney time).

Authorised for release by:

The Board of Directors, Qube Holdings Limited

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