

ASX Release

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Confirmation of approach to Sigma's future financial reporting

Sigma Healthcare Limited (**Sigma**) refers to Sections 9.4 and 9.12 of its Prospectus dated 10 February 2025 (**Prospectus**), which outlined the approach that Sigma intends to take following implementation of its scheme of arrangement with CW Group Holdings Limited (**Chemist Warehouse**) to meeting its financial reporting obligations. This approach involves meeting those financial reporting obligations by reporting notional financial years ending 30 June and notional half-years ending 31 December so that there is consistency between the financial year ends of Sigma and Chemist Warehouse.

Those sections of the Prospectus also outlined relief Sigma had sought from the Australian Securities and Investments Commission (**ASIC**) and waivers from the ASX Listing Rules that Sigma had sought from the Australian Securities Exchange (**ASX**) to facilitate that approach to financial reporting.

Sigma confirms that it has received from ASIC the relief and from ASX the requisite confirmations which will enable Sigma to meet its financial reporting obligations in the future in the manner outlined in the Prospectus.

Background and effect of the ASIC relief

As detailed in Sigma's Prospectus, Sigma and Chemist Warehouse have different balance dates. Sigma's financial year ends on 31 January, whilst Chemist Warehouse's financial year ends on 30 June.

Given the complexity with reconciling conflicting legal and accounting requirements applying to the preparation of the Sigma and Chemist Warehouse accounts following Merger Implementation (**Merged Group**), ASIC has granted relief that will allow Sigma to meet its financial reporting obligations based on a notional financial year that runs to 30 June each year, enabling the Merged Group to report in accordance with Chemist Warehouse's financial year of 30 June.

As a result of receiving this relief, Sigma will meet its financial reporting obligations under Part 2M.3 of the *Corporations Act 2001* (Cth) in relation to notional financial years ending 30 June and notional half-years ending 31 December, as if those were Sigma's statutory financial years and half-years.

Accordingly, Sigma will release financial results for the financial year ending 30 June 2025 and half-year financial results for the half-year ending 31 December 2025 (and so on each period thereafter). To support this approach, ASIC has also granted relief that will allow each of Sigma's subsidiaries (that have financial reporting obligations) to report as if their financial year end is 30 June as well as relief that will facilitate consolidated group reporting reflecting the new notional financial year ending on 30 June of each year.

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Sigma's full year financial report for the financial year ending 31 January 2025 and proposed near term future financial reporting

Notwithstanding this relief, Sigma will still prepare its financial statements and an annual report for its statutory financial year ended 31 January 2025 on a standalone basis (i.e. without consolidation of Chemist Warehouse and its controlled entities). Sigma expects to release these results in mid-March 2025.

The next financial statements after that will be as follows:

- for the financial year ending 30 June 2025, Sigma will publish audited consolidated financial statements which incorporate 12 months of financial information of Chemist Warehouse and its controlled entities and financial information of Sigma and its controlled entities for the period from the date of implementation of the scheme (12 February 2025) to 30 June 2025 (to be published in August 2025)¹; and
- for the half-year ending 31 December 2025, Sigma will publish reviewed consolidated financial statements which incorporate 6 months of financial information of Chemist Warehouse and its controlled entities and Sigma and its controlled entities (to be published in February 2026).

ASX Confirmations

In light of the ASIC relief, ASX has provided confirmations regarding the application of certain requirements in Chapter 4 of ASX Listing Rules that would otherwise require the lodgement of half and full year results (including Sigma's annual reports, half-yearly reports and Appendices 4D and 4E) based on a 31 January financial year end (and 31 July half-financial year end).

ASX's confirmations provide that ASX will now apply Listing Rules 4.2A, 4.2B, 4.3A, 4.3B, 4.5.1 and 4.7 as if Sigma's half year balance date is 31 December and not 31 July and its full year balance date is 30 June and not 31 January (subject to the satisfaction of certain conditions set out in Annexure A, which Sigma intends to satisfy).

The ASIC relief and the ASX confirmations provide a sensible and logical pathway for the Merged Group to follow its financial reporting obligations in a manner which allows for the synchronisation of the balance dates of the Sigma and Chemist Warehouse groups.

Full details of ASX's confirmations are in Annexure A.

For more information contact:

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This announcement was authorised for release by the Company Secretary of Sigma Healthcare Limited.

¹ These FY2025 financial statements will also include a gap period note with summarized consolidated results of Sigma and its controlled entities (excluding Chemist Warehouse and its controlled entities) for the period from 1 February 2025 to 11 February 2025 (being the day prior to implementation of the scheme).

Annexure A – ASX Decision

Listing Rules 4.2A, 4.2B, 4.3A, 4.3B, 4.5.1, 4.7

Confirmation Decision

1. Based solely on the information provided, ASX Limited ('ASX') confirms that from the date of implementation of the merger of Sigma Healthcare Limited (the 'Company') and CW Group Holdings Limited ACN 635 851 839 by way of a scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) ('Corporations Act') ('Merger Implementation'), ASX will apply Listing Rules 4.2A, 4.2B, 4.3A, 4.3B, 4.5.1 and 4.7 as if the Company's half year balance date is 31 December and not 31 July and its full year balance date is 30 June and not 31 January, subject to the following conditions:
 - 1.1. the Australian Securities and Investments Commission ('ASIC') provides financial reporting obligation relief from the requirements of Part 2M.3 of the Corporations Act ('ASIC Relief') in connection with the Merger Implementation allowing the Company to meet its financial reporting obligations under Part 2M.3 of the Corporations Act based on notional financial half-years ending on 31 December of each year and notional financial years running to 30 June of each year as if those periods were the Company's financial half-year and financial year (respectively) under the Corporations Act;
 - 1.2. the ASIC Relief remains in full force and effect and the Company is in continued compliance with the ASIC Relief;
 - 1.3. The Company announces the full details of this confirmation to the market along with an explanation for, and the effect of, the ASIC Relief no later than 2 days after Merger Implementation occurring; and
 - 1.4. A summary of this confirmation is provided in each periodic report provided under Listing Rules 4.2A, 4.2B, 4.3A, 4.3B, 4.5.1 and 4.7 following the Merger Implementation.
2. ASX has considered Listing Rules 4.2A, 4.2B, 4.3A, 4.3B, 4.5.1 and 4.7 only and makes no statement as to the Company's compliance with other Listing Rules.
3. For the avoidance of doubt, nothing in this confirmation prevents the Company from preparing and lodging with ASIC and ASX full year financial accounts for its financial year ended 31 January 2025 in respect of its consolidated group as at 31 January 2025.