

ASX Announcement

ASX Approval for Voluntary Delisting from ASX

Date: 5 May 2025

Pact Group Holdings Ltd (ASX: **PGH** or the **Company**) advised in an announcement dated 29 April 2025 that the Company had submitted a formal request to the Australian Securities Exchange (**ASX**) to be removed from the official list of the ASX (**Official List**) under ASX Listing Rule 17.11 (**Delisting**).

On 2 May 2025, ASX confirmed to the Company that it approved the formal Delisting request. This remains subject to compliance with the following conditions, which were outlined in the Company's announcement dated 29 April 2025:

- (a) the request for removal of PGH from the Official List is approved by a special resolution of PGH's shareholders;
- (b) the notice of meeting seeking shareholder approval for the Company's removal includes the following information, in form and substance satisfactory to ASX:
 - (1) a timetable of key dates, including the time and date at which the Company will be removed from ASX if that approval is given;
 - (2) a statement to the effect that if shareholders wish to sell their shares on ASX, they will need to do so before the Company is removed from the Official List, and if they do not, details of the processes that will exist after the Company is removed from the Official List to allow shareholders to dispose of their holdings and how they can access those processes;
 - (3) the information prescribed by ASX in section 2.11 of ASX Guidance Note 33 for a notice of meeting in connection with a delisting; and
 - (4) a voting exclusion statement excluding Bennamon and its associates from voting in favour of the resolution to remove the Company from the official list of ASX, unless the shareholder meeting to consider the removal is held after 7 June 2025;
- (c) the removal does not take place any earlier than one month after the date on which the resolution to approve the Delisting is passed;
- (d) the Company must apply for its shares to be suspended from quotation at least two business days before its proposed removal date; and
- (e) the Company release the full terms of the in-principle advice decision to the market upon making a formal application to ASX to remove the Company from the Official List (which the Company did in its announcement dated 29 April 2025).

PGH will send a notice of meeting to shareholders in respect of an EGM to be held on 12 June 2025 to vote on the delisting, which will contain the information in (b) above.



As the EGM is proposed to be held more than 12 months after the close of the takeover, Bennamon and its associates will be entitled to vote on the resolution. Bennamon and its associates, who together hold 88% of issued shares, intend to vote in favour of the resolution.

For further information contact:

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This document has been authorised for release by the Disclosure Committee.

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