

Mad Paws Shareholders vote in favour of the Scheme

Mad Paws Holdings Limited (ASX:MPA) (**Mad Paws**) is pleased to announce that Mad Paws shareholders have today voted in favour of the proposed acquisition of 100% of the issued share capital of Mad Paws by Rover Group, Inc. (**Rover**) by way of scheme of arrangement (**Scheme**).

Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), Mad Paws advises that the resolution to approve the Scheme (**Scheme Resolution**) as set out in the Notice of Meeting in the Scheme Booklet was passed by the requisite majorities of Mad Paws Shareholders at the Scheme Meeting held earlier today. In summary:

- 91.84% of Mad Paws Shareholders present and voting (in person or by proxy, attorney or corporate representative) at the Scheme Meeting voted in favour of the Scheme Resolution; and
- 99.91% of total votes cast on the Scheme Resolution by Mad Paws Shareholders present and voting (in person or by proxy, attorney or corporate representative) at the Scheme Meeting were in favour of the Scheme Resolution.

Details of the valid proxies received and votes cast are set out in the attachment to this announcement.

Next steps

The Scheme remains subject to certain Conditions Precedent as detailed in the Chairman's address for the Scheme Meeting released to the ASX earlier today and in the Scheme Booklet dated 17 September 2025.

If the outstanding Conditions Precedent are satisfied or waived (if applicable) prior to the Second Court Hearing at 3:00pm (Sydney time) on 3 November 2025 and the Court approves the Scheme, Mad Paws proposes to lodge an office copy of the orders of the Court with the Australian Securities and Investments Commission shortly thereafter, at which time the Scheme will become legally effective. It is then expected that:

- Mad Paws will apply for its shares to be suspended from trading on the ASX from close of trading on 3 November 2025; and
- the Scheme will be implemented and the Scheme Consideration of \$0.14 per Mad Paws share held on the Scheme Record Date of 6 November 2025 will be paid to Mad Paws shareholders on 11 November 2025.

The indicative timetable above assumes that the outstanding Conditions Precedent are satisfied or waived (if applicable) prior to the Second Court Hearing. Mad Paws will announce to the ASX any changes to the timing of the Second Court Hearing and subsequent timing to implementation of the Scheme.

Further information

If you have any questions in relation to the Scheme, please contact the Mad Paws Shareholder Information Line on 1300 103 392 (within Australia) or +61 2 9068 1925 (if calling from overseas) Monday to Friday between 8:30am and 7:00pm (Sydney time) (excluding public holidays). Capitalised terms used in this announcement have the meaning set out in the Scheme Booklet dated 17 September 2025, unless otherwise defined.

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Contacts

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About Mad Paws

Mad Paws operates Australia's leading online pet ecosystem, connecting pet owners with an ecosystem of high-quality services.

The Mad Paws pet ecosystem supports over 300,000 active pet owners, facilitating over 400,000 transactions last year, driven by the rapid growth in pet ownership and increased spending on pets in this \$30 billion Australian pet market.

The Mad Paws marketplace is the leading online platform for pet owners to book their pet sitting, walking, day care and grooming services, with 70,000 registered pet carers Australia wide. With over 2 million pet care services since inception the Mad Paws pet services marketplace is the leading marketplace of its kind in Australia.

Mad Paws is a purpose driven organisation and exists to enable pets to live their lives to the fullest, supporting owners through all stages of the pet lifecycle.

For more information: www.madpaws.com.au

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Disclosure of Proxy Votes

Mad Paws Holdings Limited

Scheme Meeting

Friday, 24 October 2025



Automic

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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)			Results
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN*	OUTCOME
1 That, pursuant to and in accordance with section 411 of the Corporations Act, the Scheme (the terms of which are contained in and more particularly described in the Scheme Booklet of which this Notice of Scheme Meeting forms part), is approved (with or without modifications, alterations or conditions as approved by the Court to which Mad Paws and Rover agree in writing) and the Mad Paws Board is authorised to implement the Scheme with any such modifications, alterations or conditions.	P	251,579,120	251,190,612 99.85%	229,622 0.09%	4,000	158,886 0.06%	252,414,339 99.91% 90 shareholders 91.84%	229,622 0.09% 8 shareholders 8.16%	4,000	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

