

ASX Announcement

21 November 2025

Results of Scheme Meeting – Lynch shareholders vote in favour of the Scheme

Lynch Group Holdings Limited (ASX:LGL) (**Lynch** or the **Company**) is pleased to announce that shareholders have today voted in favour of the acquisition of all of the shares in the Company by Darwin Aus Bidco Pty Ltd by way of a scheme of arrangement (**Scheme**).

Results of the Scheme Meeting

Lynch advises that the resolution to approve the Scheme (**Scheme Resolution**), as set out in the Notice of Scheme Meeting included in Annexure D of the Scheme Booklet dated 21 October 2025 (**Scheme Booklet**), was passed by the Requisite Majorities (as defined in the Scheme Booklet) of Lynch Shareholders at the Scheme Meeting held today pursuant to orders made on 21 October 2025 by the Federal Court of Australia (**Court**).

In accordance with ASX Listing Rule 3.13.2 and section 251AA(2) of the Corporations Act 2001 (Cth), the outcome of the Scheme Resolution which was conducted by poll is summarised below:

- 99.94% of the votes cast by Lynch Shareholders were in favour of the Scheme Resolution; and
- 96.55% of Lynch Shareholders present and voting at the Scheme Meeting (either in person or by proxy) were in favour of the Scheme Resolution.

Details of the proxies received and votes cast in respect of the Scheme Resolution are attached to this announcement.

Next Steps

The Scheme remains subject to the approval of the Court at a hearing that has been scheduled at 2.15pm (AEDT) on Thursday, 27 November 2025 (**Second Court Hearing**) and certain other conditions precedent which are described in the Scheme Booklet.

If the outstanding conditions precedent are satisfied or waived (if applicable) prior to the Second Court Hearing, and the Court approves the Scheme, Lynch proposes to lodge an office copy of the orders of the Court with the Australian Securities and Investments Commission (which is expected to occur on Friday, 28 November 2025), at which time the Scheme will become legally effective.

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Following this, it is expected that Lynch shares will be suspended from trading on the ASX from close of trading on Friday, 28 November 2025 and the Scheme will be implemented on Tuesday, 9 December 2025.

All times and dates remain subject to change. Any changes will be announced by Lynch to ASX.

Further information

For further information in relation to the Scheme, please contact support@cm.mpms.mufg.com, or call the Lynch Share Registry, MUFG Corporate Markets (AU) Limited Shareholder Information Line on 1300 495 169 (within Australia) or +61 1300 495 169 (outside Australia) between 8.30am to 5.00pm (AEDT) Monday to Friday, excluding public holidays.

Unless otherwise indicated, capitalised terms have the meaning given to them in the Scheme Booklet.

Authorised for release by the Board of Lynch Group Holdings Limited

For further information please contact:

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For more information, please visit <https://www.lynchgroup.com.au/>

-ENDS-



LYNCH GROUP HOLDINGS LIMITED

SCHEME MEETING
Friday, 21 November, 2025

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Direct vote (as at proxy close):		Total votes cast in the poll (where applicable)			Result
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (OpenVotes)	Abstain	For	Against	For	Against	Abstain **	
1	SCHEME RESOLUTION	NA	53,795,985 53.21%	55,555 0.05%	30,750 0.03%	0	47,209,832 46.70%	1,929 0.00%	101,064,344 99.94% 84 Holders	57,484 0.06% 3 Holders	0 0 Holders	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item