

ASX Release – 13 April 2026

Results of Scheme Meeting

Insignia Financial shareholders vote in favour of Scheme of Arrangement

Insignia Financial Ltd (ASX: IFL) (“Insignia Financial”) announces that Insignia Financial shareholders have today voted in favour of the proposed acquisition of all of the Insignia Financial shares by Daintree BidCo Pty Ltd (ACN 686 668 619), an entity established by CC Capital Partners LLC and its affiliates, by way of a scheme of arrangement (“**Scheme**”).

Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA(2) of the Corporations Act 2001 (Cth), Insignia Financial advises that the resolution to approve the Scheme (“**Scheme Resolution**”), as set out in the Notice of Scheme Meeting included in the Scheme Booklet dated 27 February 2026, was passed by the Requisite Majority of Insignia Financial shareholders at the Scheme Meeting held earlier today pursuant to orders made on 25 February 2026 by the Federal Court of Australia (“**Court**”).

In summary:

- 98.65% of the votes cast by Insignia Financial shareholders were in favour of the Scheme Resolution; and
- 89.96% of Insignia Financial shareholders present and voting at the Scheme Meeting (either in person or by proxy) were in favour of the Scheme Resolution.

Details of the valid proxies received and votes cast are attached to this announcement. Capitalised but undefined terms in this announcement have the meaning given to them in the Scheme Booklet, a copy of which is available here: events.miraql.com/IFL-scheme.

Next steps

The Scheme remains subject to the approval of the Court at the hearing scheduled for 10:00am (Melbourne time) on 16 April 2026, and certain other conditions precedent described in the Scheme Booklet.

If the outstanding conditions precedent are satisfied or waived (if applicable) prior to the hearing, and the Court approves the Scheme, Insignia Financial proposes to lodge the orders of the Court with the Australian Securities and Investments Commission (which is expected to occur on 17 April 2026), at which time the Scheme will become legally effective. It is then expected that:

- Insignia Financial shares will be suspended from trading on the ASX from market close on the date that the Scheme becomes legally effective; and
- on 28 April 2026, the Scheme will be implemented and Insignia Financial shareholders who are on the share register on the Record Date of 5:00pm (Melbourne time) on 21 April 2026 will receive \$4.80 cash per Insignia Financial share held at that date.

The above timetable is indicative only and the stated times and dates are subject to change. Insignia Financial will announce any such changes to the ASX.

This announcement was approved for release by Adrianna Bisogni, Group Company Secretary, Insignia Financial Ltd.

-ENDS-

About Insignia Financial Ltd

With origins dating back to 1846, today Insignia Financial is a leading Australian wealth manager. Insignia Financial provides financial advice, superannuation, wrap platforms and asset management services to members, financial advisers and corporate employers.

Further information about Insignia Financial can be found at www.insigniafinancial.com.au

Investor enquiries:

Andrew Ehlich
General Manager Capital Markets
Insignia Financial
M: +61 407 223 044
E: andrew.ehlich@insigniafinancial.com.au

Media enquiries:

Francine McMullen
General Manager, Corporate Affairs
Insignia Financial
M: +61 476 806 940
E: francine.mcmullen@insigniafinancial.com.au

**Insignia Financial Ltd
Scheme Meeting
Monday, 13 April 2026
Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result Carried / Not Carried
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	
1. To consider and, if thought fit, to pass the following resolution in accordance with section 411(4)(a)(ii) of the Corporations Act: "That, pursuant to and in accordance with the provisions of section 411 of the Corporations Act: (a) the arrangement proposed between Insignia Financial Ltd and the holders of its ordinary shares, as contained in and more particularly described in the Scheme Booklet accompanying the notice convening this meeting, is agreed to; and (b) the directors of Insignia Financial Ltd are authorised to agree to any alterations or conditions as are thought fit by the Court and, subject to approval of the Scheme by the Court, the board of directors of Insignia Financial Ltd is authorised to implement the Scheme with any of those modifications or conditions."	Scheme Resolution	398,504,671 96.41%	5,571,521 1.35%	9,249,191 2.24%	313,444	407,979,462 98.65%	5,593,159 1.35%	315,210	Carried
						Number of Shareholders voting on the poll			
						For	Against	Abstain*	
						2,662 89.96%	297 10.04%	0	

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

personal use only