SDI

ASX Announcement

22 June 2026

Results of Scheme Meeting

SDI Limited (ASX:SDI) (**SDI**) refers to the proposed scheme of arrangement under which InnoXvest Dental Pty. Ltd (**Bidder Sub**), a wholly owned subsidiary of Beijing Guoci Kebo Technology Co., Ltd (**Bidder**), which is an entity controlled by Shenzhen Stock Exchange listed Shandong Sinocera Functional Material Co. Ltd (**Sinocera**), will acquire 100% of the issued share capital of SDI by way of a scheme of arrangement (**Scheme**) for A$1.40 per SDI share in cash (**Scheme Consideration**).

Results of the Scheme Meeting

SDI is pleased to announce that the Scheme Resolution was passed by the Requisite Majority of SDI Shareholders at the Scheme Meeting held earlier today on Monday, 22 June 2026.

In summary, 98.94% of the votes cast by SDI Shareholders were in favour of the Scheme Resolution and 93.56% of SDI Shareholders present and voting at the Scheme Meeting (either in person or by proxy, attorney or in the case of a corporation, its duly appointed corporate representative) were in favour of the Scheme Resolution. Refer below for details of the voting.

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 and a summary of the proxies received in respect of the Scheme Resolution are attached.

Next steps

The Scheme remains subject to the approval of the Court at a hearing that has been scheduled at 9:15am (Sydney time) on Wednesday, 24 June 2026 (**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, SDI proposes to lodge the orders of the Court with the Australian Securities and Investments Commission (which is expected to occur on Thursday, 25 June 2026), at which time the Scheme will become Effective.

The Record Date for determining entitlements to the Scheme Consideration is currently expected to be 7:00pm (Sydney time) on Monday, 29 June 2026. The announcement earlier today in relation to the Chair's address to SDI Shareholders at the Scheme Meeting included an incorrect expected Record Date. The correct date is Monday, 29 June 2026, as stated in this announcement.

It is expected that SDI Shares will be suspended from trading on the ASX from close of trading on Thursday, 25 June 2026, and the Scheme will be implemented on Monday, 6 July 2026.

All dates and times are indicative only and are subject to change. Any changes will be announced through the ASX.

Further information

If you require further information or have questions in relation to the Scheme or the Scheme Booklet, please visit the website at https://www.sdi.com.au/au/company/investor-information/ or contact the SDI Shareholder Information Line on 1300 761 372 (within Australia) or +61 1300 761 372 (outside Australia), Monday to Friday between 9:00am and 5:00pm (Sydney time) (excluding public holidays).

Unless otherwise indicated, capitalised terms used in this announcement have the meaning given to them in the Scheme Booklet dated 18 May 2026.

SDI is being advised by Houlihan Lokey as financial adviser and DLA Piper as legal adviser.

This announcement has been authorised by the Board of Directors of SDI Limited.

Investor contact:

Adrian Mulcahy
Adrian.mulcahy@automicgroup.com.au
P: +61 438 630 422

About SDI

SDI Limited (ASX:SDI) is a leading Australian manufacturer and global distributor of specialist dental materials. With a strong focus on innovation and excellence, SDI develops, produces, and markets restorative dental products including amalgams, composites, adhesives, cements, and tooth whitening systems. All SDI products are proudly manufactured in Victoria, Australia, and distributed in over 100 countries worldwide.

Founded in 1972 and publicly listed in 1985, SDI has built a reputation for pioneering advancements in minimal intervention dentistry, an approach that integrates prevention, remineralisation, and conservative treatment. SDI also continues to invest in research and development to bring new solutions to market, supporting better oral health outcomes globally. To learn more about SDI, please visit www.sdi.com.au/au/.

About Sinocera and Beijing Guoci

Sinocera is a leading China-based advanced materials company specialising in the development and production of functional ceramic materials. With a strong global footprint and a commitment to innovation, Sinocera serves a broad range of industries including electronics, automotive, and healthcare.

Beijing Guoci is the holding company of the majority of Sinocera's domestic and international dental businesses.

InnoXvest Dental Pty. Ltd is an Australian proprietary company that was incorporated for the purposes of acquiring the SDI shares under the Scheme.

SDI LIMITED

SCHEME OF ARRANGEMENT
Monday, 22 June, 2026

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)**				**Total votes cast in the poll (where applicable)**			
No	**Short Description**	Strike **Y/N/NA**	***For***	***Against***	***Discretionary (OpenVotes)***	***Abstain***	***For***	***Against***	***Abstain *****	***Result***
1	“That pursuant to and in accordance with section 411 of the Corporations Act: (a) 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 alterations or conditions as approved by the Court to which SDI and the Bidder agree); and (b) the directors of SDI are authorised, subject to the terms of the Scheme Implementation Deed, to (i) agree to such modifications, alterations or conditions as are thought fit by the Court; and (ii) subject to approval of the Scheme by the Court, implement the Scheme with any such modifications, alterations or conditions.”	NA	83,290,404 98.40%	888,198 1.05%	466,435 0.55%	10,000	83,791,121 98.94% 189 Holders	900,158 1.06% 12 Holders	10,000 1 Holder	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