

ASX Announcement

Maggie Beer Holdings Limited
(ASX: MBH)



24 November 2025

NOTICE UNDER SECTION 708AA(2)(f) OF THE CORPORATIONS ACT

This notice is given by Maggie Beer Holdings Limited ACN 092 817 171 (**Company**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84.

On 24 November 2025, the Company announced a non-renounceable pro-rata entitlement offer to eligible securityholders with registered addresses in Australia or New Zealand (**Eligible Shareholders**) to subscribe for 1 new fully paid ordinary share in the Company (**Share**) for every 10 existing Shares held as at 7:00PM (Melbourne time) on 27 November 2025 (**Entitlement Offer**), including a top-up facility which allows Eligible Shareholders who take up their full entitlement to apply for additional Shares in excess of their entitlement (**Top-Up Facility**). Certain sophisticated or professional investors may also be invited to apply for Shares not subscribed for by Eligible Shareholders under the Entitlement Offer and the Top-Up Facility, under a shortfall offer (**Shortfall Offer**) (the Entitlement Offer (including the Top-Up Facility) and Shortfall Offer together, the **Offer**). The Offer is not underwritten.

Further details of the Offer are contained in the announcement made by the Company on 24 November 2025.

The Company gives notice that:

- (a) the Company will be offering the Shares for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708AA(2)(f) of the Corporations Act;
- (c) as at the date of this notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (ii) sections 674 and 674A of the Corporations Act;
- (d) as at the date of this notice, there is no information that is "excluded information" of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7) of the Corporations Act; and
- (e) for the purposes of section 708AA(7)(e) of the Corporations Act:
 - (i) the potential effect of the issue of Shares under the Offer on the control of the Company and the consequences of that effect will depend on a number of factors, including the extent to which Eligible Shareholders take up their entitlements under the Entitlement Offer;
 - (ii) the Company will manage the Entitlement Offer, such that no Shares will be issued to any person pursuant to the Offer if, in the view of the Directors, to do so would



contravene the Corporations Act (including the takeover prohibition in section 606), the Company's constitution, the Listing Rules, or any other applicable law;

- (iii) based on the above matters, the potential effect which the issue of Shares pursuant to the Offer will have on the control of the Company is as follows:
 - A. if all Eligible Shareholders take up their full entitlements under the Entitlement Offer, the Shares issued under the Entitlement Offer will have no effect on the control of the Company and all Shareholders will hold the same percentage interest in the Company, subject only to changes resulting from ineligible shareholders being unable to participate in the Entitlement Offer; and
 - B. in the event that there is a shortfall in the Entitlement Offer, Eligible Shareholders who do not subscribe for their full entitlement of Shares under the Entitlement Offer will be diluted relative to those Shareholders who subscribe for some or all of their Entitlement, and will be diluted by any take up of Shares under the Top-Up Facility or Shortfall Offer;
- (iv) the impact of control of the Company as a result of the Offer will ultimately be affected by the level of Applications under the Entitlement Offer. The final percentage interests held by Shareholders of the Company is dependent on the extent to which other Eligible Shareholders take up their Entitlements and whether any Shares are issued under the Top-Up Facility or Shortfall Offer; and
- (v) shareholders should note that if they do not participate in the Entitlement Offer, their holdings are likely to be diluted by approximately 10% (as compared to their holdings and number of Shares on issue at the date of the Offer). However, it is not anticipated that the Offer will have a significant effect on the control of the Company.

-Ends

Authorised for release by the Board.

For enquiries please contact:

Chris Fogarty

Director

FMC

E: chris@fmcchange.com

M: [+61 420 928 824](tel:+61420928824)

W: fmcchange.com