

# ASX Announcement

7 October 2022

## Completion of acquisition of Smart & Biggar

IPH Limited (IPH) is pleased to announce that it has completed the acquisition of the business of Smart & Biggar as announced on 18 August 2022.

The initial approximately CAD 282m (AUD 320.4m<sup>1</sup>) purchase price for the acquisition was funded by:

- the issuance of 5,317,980 new IPH shares to the vendors at an issue price of AUD 8.51 per share (with those shares being escrowed for 2 years from completion subject to certain exceptions); and
- cash payments of approximately CAD 241m (AUD 273.9m<sup>1</sup>), subject to net debt and working capital adjustments, funded by IPH's debt facilities and cash reserves.

Additional shares may be issued relating to deferred earn-out consideration, capped at CAD 66m of new IPH shares. Earn-out consideration is payable dependent on the extent that Smart & Biggar's earnings in CY2022 or CY2023 outperform agreed thresholds broadly in-line with its pre-COVID earnings levels in 2019. The earn-out could be achieved in full or part in either of those years and any deferred earn-out consideration is payable by issue of IPH shares within 30 days following determination of the earn-out.

In addition to the earn-out, there is a potential for a further share based payment of CAD 2.4m to certain non-equity employees, contingent upon the same conditions as the earn-out and including continued employment in CY2023.

For more information, please contact:

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**Authorised for release to ASX by:** The Board of Directors

**About IPH Limited**

IPH is the Asia Pacific's leading intellectual property services group, comprising a network of member firms working in nine IP jurisdictions and servicing more than 25 countries. The group includes leading IP firms AJ Park, Griffith Hack, Pizzeys, Smart & Biggar, Spruson & Ferguson and online IP services provider Applied Marks. IPH employs more than 1,200 people working in Australia, Canada, China, Hong Kong SAR, Indonesia, Malaysia, New Zealand, Singapore and Thailand.

<sup>1</sup>AUD:CAD as at 6 October 2022.

