

ASX ANNOUNCEMENT

27 November 2023



Level 28
108 St Georges Terrace
PERTH WA 6000

ABN 98 103 348 947
ASX CNW

Scheme becomes effective

Cirrus Networks Holdings Limited (ASX: CNW) (**Cirrus**) refers to the proposed acquisition of Cirrus by Atturra Holdings Pty Ltd by way of scheme of arrangement (**Scheme**), as announced to ASX on 11 and 15 September 2023.

Cirrus confirms that a copy of the Orders made by the Supreme Court of New South Wales (**Court**) approving the Scheme has been lodged with the Australian Securities and Investments Commission (**ASIC**). A copy of the Orders made by the Court as lodged with ASIC is attached to this announcement.

It's expected that Cirrus's shares will be suspended from trading on the ASX with effect from close of trading today, 27 November 2023.

The remaining key dates expected for the implementation of the Scheme are set out below:

Event	Date
Record Date for determining entitlements to Scheme Consideration	7:00pm Sydney Time, Monday 4 December 2023
Implementation Date and provision of Scheme Consideration	Monday 11 December 2023

The above timeline is indicative only and the states times and dates are subject to change. Cirrus will announce any changes to the ASX.

Further information

If you have any questions in relation to the Scheme or the Scheme Booklet, please call the Shareholder Information Line on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8.30am and 5.30pm (AEDT) Monday to Friday.

The Board of Directors at Cirrus has authorized the release of this announcement.

Contact for further information		
Chris McLaughlin Managing Director	Matt Green Chief Financial Officer	08 6180 4222 investor@cirrusnetworks.com.au cirrusnetworks.com.au



Issued: 24 November 2023 1:32 PM

JUDGMENT/ORDER

COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Corporations List
Registry	Supreme Court Sydney
Case number	2023/00314480

TITLE OF PROCEEDINGS

First Plaintiff	CIRRUS NETWORKS HOLDINGS LIMITED ACN 103348947
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First

DATE OF JUDGMENT/ORDER

Date made or given	24 November 2023
Date entered	24 November 2023

TERMS OF JUDGMENT/ORDER

Second Scheme hearing:

ORDERS:

(1) Pursuant to s 411(4)(b) and (6) of the Corporations Act 2001 (Cth) (the Act), the scheme of arrangement (Scheme) between the plaintiff and holders of fully paid ordinary shares in the capital of the plaintiff (other than Atturra Holdings Pty Ltd ACN 132 368 104) the terms of which were set out in Annexure C to the Scheme Booklet marked as Exhibit 1 on 17 October 2023 be approved subject to the following alterations to the Scheme:

- (a) the references to “clause 6.4” in the definitions in cl 1 of “Cash Consideration”, “Election” and “Share Consideration” be amended to refer to “clause 6.6”;
- (b) the reference in clause 6.6(c) to “clause 6.4(j)” be amended to “clause 6.6(j)”;
- (c) the reference in clause 6.6(h) to “clauses 6.4(i) and 6.4(j)” be amended to “clauses 6.6(i) and 6.6(j)”;
- (d) the reference in clause 6.6(j) to “clause 6.4(c)” be amended to “clause 6.6(c)”;
- (e) in clause 6.7(b), add the words “or clause 6.6” after the words “clause 6.5”;
- (f) the reference in clause 6.8(a) to “clause 6.4, 6.5” be amended to “clause 6.4, 6.5, 6.6”; and
- (g) the reference in clause 6.11(b) to “clause 6.5” be amended to “clause 6.11”.

(2) Pursuant to s 411(12) of the Act, the plaintiff be exempted from compliance with s 411(11) of the Act in relation to the Scheme.

(3) These orders be entered forthwith.

Representation:

J Williams SC (briefed by Corrs Chambers Westgarth)

SEAL AND SIGNATURE



Signature Chris D'Aeth
Capacity Principal Registrar
Date 24 November 2023

If this document was issued by means of the Electronic Case Management System (ECM), pursuant to Part 3 of the Uniform Civil Procedure Rules (UCPR), this document is taken to have been signed if the person's name is printed where his or her signature would otherwise appear.

PERSON PROVIDING DOCUMENT FOR SEALING UNDER UCPR 36.12

Name CIRRUS NETWORKS HOLDINGS LIMITED, Plaintiff 1

Legal representative Katrina Sleiman
Legal representative reference
Telephone 0405525538

FURTHER DETAILS ABOUT Plaintiff(s)

First Plaintiff
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ACN 103348947
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108 St Georges Terrace
PERTH WA 6000
Telephone
Fax
E-mail
Client reference

Legal representative

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FURTHER DETAILS ABOUT (s)