



Swoop Holdings Limited | ABN 20 009 256 535
Level 5, 126-130 Phillip Street, Sydney NSW 2000

ASX ANNOUNCEMENT

16 December 2024

UPDATE ON SWOOP'S OFF-MARKET TAKEOVER OFFER FOR VONEX LIMITED

Swoop Holdings Limited (ASX:SWP) (**Company**) is pleased to provide an update in relation to Swoop Telecommunications Pty Ltd's (**Swoop**) off-market takeover offer to acquire all of the ordinary shares in Vonex Limited (ACN 063 074 635) (**Vonex**) that it does not already own (**Offer**) as contained in the bidder's statement dated 22 November 2024 as supplemented by the supplementary bidder's statement dated 9 December 2024 (together, **Bidder's Statement**).

In response to Vonex's request for clarification dated 10 December 2024, the Company confirms that Swoop's Offer remains open on the terms set out in the Bidder's Statement despatched to Vonex shareholders.

If Swoop does not receive acceptances which would result in it obtaining a relevant interest in at least 50.1% of the Vonex shares, the Board will consider at the applicable time whether to waive its minimum acceptance condition and proceed to acquire Vonex shares under the Offer. If Swoop does elect to waive the minimum acceptance condition, it will acquire additional Vonex shares under the offer but will not obtain a controlling shareholding. In this event, as disclosed in the Bidder's Statement, it is possible that some or all of the anticipated synergies may not be achieved.

<ENDS>

This announcement has been authorised for release by the Board of Swoop Holdings Limited.

For further information, please contact:

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Forward looking statements

This announcement contains forward-looking statements, which address a variety of subjects including, for example product development, marketing position and technical advances. Statements that are not historical facts, including statements about our beliefs, plans and expectations, are forward-looking statements. Such statements are based on our current expectations and information currently available to management and are subject to a number of factors and uncertainties, which could cause actual results to differ materially from those described in the forward-looking statements. The Company's management believes that these forward-looking statements are reasonable as and when made. However, you should not place undue reliance on any such forward-looking statements because such statements speak only as of the date when made. We do not undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law or the ASX Listing Rules. In addition, forward-looking statements are subject to certain risks and uncertainties that could cause actual results, events, and developments to differ materially from our historical experience and our present expectations.