

SCHEMES OF ARRANGEMENT (in which Greg Ahern has acted)

(i) Change of Control ("Takeover") Schemes of Arrangement and trust acquisition

proposal:

Acted on behalf of:

- **Systra SA** in relation to the acquisition by it of all of the shares in BG&E Group Limited (2025)
- **MIXI Australia Pty Ltd** in relation to the proposed acquisition by it, by scheme of arrangement, of all of the shares in PointsBet Holdings Ltd (which scheme of arrangement did not proceed to the court approval stage) (2025)
- **Capitol Health Limited** in relation to the acquisition of its shares by Integral Diagnostics Limited (2024)
- **SILK Laser Australia Limited** in relation to the acquisition of its shares by Wesfarmers (2023)
- **Twin Ridge Acquisition Corp** in relation to the acquisition by it (through a de- SPAC merger transaction) of all of the shares in Carbon Revolution Limited (2023)
- **OZ Minerals Limited** in relation to the acquisition of its shares by BHP (2023)
- **Huon Aquaculture Limited** in relation to the acquisition of its shares by JBS Australia (2021)
- **Essity Holding Company Australia Pty Ltd** in relation to the acquisition by it of all of the shares in Asaleo Care Limited (2021)
- **Roc Partners** in relation to its acquisition proposal for the units in the Vitalharvest Freehold Trust (a listed managed investment scheme) (2021)
- **NorthWest Healthcare Australia RE Limited** in relation to its acquisition proposal for the units in the Australian Unity Healthcare Property Trust (an unlisted managed investment scheme) which proposal was opposed by the responsible entity (2021)
- **Hansen Technologies Limited** in relation to the share acquisition proposal by BGH Capital (2021)
- **HCL Australia Services Pty Ltd** in relation to the acquisition by it of all of the shares in DWS Limited (2020)
- **Village Roadshow Corporation Pty Ltd** (the largest shareholder in Village Roadshow Limited) in relation to the acquisition of all of the shares in Village Roadshow Limited by BGH Capital (private equity) (2020)

- **Uniti Group Limited** in relation to the acquisition by it of all of the shares in OptiComm Ltd **(2020)**
- **QMS Media Limited** in relation to the acquisition of its shares by Quadrant Private Equity **(2019)** and **(2020)**
- **Shell Energy Australia Pty Ltd** in relation to the acquisition by it of all of the shares in ERM Power Limited **(2019)**
- **Kidman Resources Limited** in relation to the acquisition of its shares by Wesfarmers Lithium Pty Ltd (a wholly owned subsidiary of Wesfarmers Limited) **(2019)**
- **Legend Corporation Limited** in relation to the acquisition of its shares by Adamantem Capital **(2019)**
- **Kokusai Pulp & Paper Co. , Ltd ("KPP")** in relation to the acquisition by it of all of the shares in Spicers Limited **(2019)**
- **ASIC** in relation to the takeover by Brookfield of all of the shares in Healthscope Limited (in which Greg acted and appeared as lead counsel for ASIC as intervener at the first court hearing) **(2019)**
- **CDH Genetech Limited and China Grand Pharmaceutical and Healthcare Holdings Limited** in relation to the acquisition by them of all of the shares in Sirtex Medical Limited **(2018)**
- **SMS Management & Technology Ltd** in relation to the proposed acquisition of its shares by DWS Limited (which acquisition did not proceed by reason of a third party offer made by ASG Group Limited for the shares in SMS Management & Technology Ltd following the first court hearing) **(2017)**
- **Patties Foods Limited** in relation to the acquisition of its shares by Australasian Foods Bidco Pty Limited, an entity owned by funds managed or advised by Pacific Equity Partners Pty Limited **(2016)**
- **Diversified Minerals Pty Ltd** in relation to the acquisition by it of the shares in Unity Mining Limited that it did not otherwise hold **(2016)**
- **Findex Australia Pty Ltd** in relation to the acquisition by it of all of the shares in Crowe Horwath Australasia Ltd **(2014)**
- **Oakton Limited** in relation to the acquisition of its shares by Dimension Data Australia Pty

Limited **(2014)**

- **Wesfarmers Industrial and Safety Pty Ltd** (a wholly owned subsidiary of Wesfarmers Ltd)

in relation to the acquisition by it of all of the shares in Greencap Limited **(2013)**

- **Dental Corporation Holdings Ltd** in relation to the acquisition of its shares by BUPA

Dental Corporation Ltd **(2013)**

- **Pacific Industrial Services Bidco Pty Ltd** in relation to the acquisition by it of all of the shares in Spotless Group Limited **(2012)**

- **Foster's Group Limited** in relation to the acquisition of its shares by SABMiller plc **(2011)**

- **Cellectis Limited** in relation to the acquisition of its shares by Qiagen N.V. **(2011)**

- **Lyppard Australia Limited** in relation to the acquisition of its shares by Symbion Pharmacy Services Pty Ltd **(2011)**

- **Redflex Holdings Limited** in relation to the proposed acquisition of its shares by RoadSafety Holdings Pty Ltd, which scheme of arrangement did not proceed to the approval stage

(2011)

- **CPI Group Limited** in relation to the acquisition of its shares by PagePack (AU) Pty Ltd

(2011)

- **Clemenger Group Limited** in relation to the acquisition by Omnicom Group Inc. of a parcel of shares in Clemenger (resulting in Clemenger becoming a majority owned subsidiary of Omnicom) **(2011)**

- **Healthscope Limited** in relation to the acquisition of its shares by Asia Pacific Healthcare Group Pty Ltd, a company owned by funds advised and managed by The Carlyle Group and TPG Capital **(2010)**

- **Nufarm Limited** in relation to the proposed acquisition of its shares by Sinochem Corporation, which acquisition did not proceed and in which there was no court hearing

(2008)

- **Perseverance Corporation Limited** in relation to the acquisition of its shares by Northgate Minerals Corporation **(2008)**

(ii) Merger Schemes of Arrangement:

Acted on behalf of:

- **Vocus Communications Ltd** in relation to the merger of M2 Group Limited with Vocus Communications Ltd **(2016)**
- **Gloucester Coal Ltd** in relation to the merger of Gloucester Coal Ltd and Yancoal Australia Ltd **(2012)**
- **Australian Unity Limited** (a mutual company) in relation to the merger of Lifeplan Australia Friendly Society Limited with Australian Unity **(2009)**
- **Grand United Friendly Society Limited** (a mutual company) in relation to the merger of Grand United Friendly Society Limited with Australian Unity **(2005)**

(iii) Demerger Schemes of Arrangement:

Acted on behalf of:

- **Foster's Group Limited** in relation to the demerger of Treasury Wine Estates Limited **(2011)**
- **Orica Limited** in relation to the demerger of Dulux Group **(2010)**

(iv) Schemes of Arrangement effecting an internal re-organisation or restructure:

Acted on behalf of:

- AusNet Services** in relation to the internal restructure of" AusNet Services' undertaken through a "top-hatting" transaction which involved two schemes of arrangement, judicial advice in relation to proposed amendments to the constitution of a managed investment scheme (known as a 'trust scheme') and the de-stapling of triple stapled securities (2015)
- the Little Real Estate Group in relation to the internal reconstruction/amalgamation of the Little Real Estate Group, which reconstruction/amalgamation involved orders being made under section 413 of the Corporations Act **(2014)**
- Aurecon Australia Group Ltd** in relation to the internal re-organisation of the Aurecon Australia Group, undertaken through a "top-hatting" scheme of arrangement **(2012)**