ASX Announcement

30 June 2026

Cluey Ltd Voluntary Delisting from ASX – ASX Formal Decision

Cluey Ltd (**Cluey** or the **Company**) refers to its announcement made on 25 June 2026 regarding its lodgement of a formal Delisting request with ASX Limited (**ASX**) for the Company to be removed from the official list of the ASX (**Official List**) pursuant to Listing Rule 17.11.

Cluey advises that on 26 June 2026 it received ASX's confirmation decision, that based solely on the information provided, ASX agrees to the removal of the Company from the Official List pursuant to Listing Rule 17.11 on a date to be determined by ASX in consultation with the Company, subject to compliance with the following conditions:

1. The request for removal of the Company from the Official List is approved by a special resolution of ordinary shareholders of the Company.

2. The notice of general meeting seeking shareholder approval for the Company's removal from the Official List must include the following information, in form and substance satisfactory to ASX:

   a) a timetable of key dates, including the time and date at which the Company will be removed from the Official List if that shareholder approval is given;

   b) a statement to the effect that the removal will take place no earlier than one month after shareholder approval is granted;

   c) a statement to the effect that if shareholders wish to sell their shares on ASX, they will need to do so before the Company is removed from the Official List; and if they do not, details of the processes that will exist after the Company is removed from the Official List to allow security holders to dispose of their holdings and how they can access those processes; and

   d) the information prescribed in section 2.11 of ASX Guidance Note 33.

3. The removal of the Company from the Official List must not take place any earlier than one month after shareholder approval has been obtained so that shareholders have at least that period to sell their securities on ASX should they wish to do so.

4. The Company must apply for its securities to be suspended from quotation at least two (2) business days before its proposed removal date.

5. The Company releases the full terms of the ASX's decision to the market.

Cluey Ltd
ABN: 65 644 675 909
Suite 2, Level 2, 117 Clarence Street
Sydney NSW 2000

The Delisting will be put to shareholders for approval at a general meeting of the Company, which is scheduled to be held on Thursday, 13 August 2026.

A Notice of General Meeting and accompanying explanatory statement will be despatched on or around 10 July 2026, containing more detailed information in relation to the Delisting.

Authorised for release by the Board of Cluey Ltd.

For enquiries, please contact:

Investors

Mark Rohald	Greg Fordred
Deputy Chairman	CFO and Company Secretary
investor.relations@clueylearning.com	investor.relations@clueylearning.com

ABOUT CLUEY

Cluey is an innovative, ASX-listed Edtech company that combines education and technology to deliver quality education outcomes and an enhanced experience for students. Cluey provides curriculum aligned academic support for students in Australia and New Zealand. In addition, Cluey delivers co-curricular online, holiday camps and after-school programs in Australia through its wholly owned subsidiary, Code Camp. The Company has announced that Code Camp's UK operations will close by 31 August 2026. Cluey has a highly experienced management team and Board with a track record of building successful education businesses. Cluey is headquartered in Sydney.

26 June 2026

Ms Becki Tam
Special Counsel
K&L Gates

By email: Becki.Tam@klgates.com

Dear Ms Tam

Cluey Ltd ('CLU'): Confirmation Decision of Listing Rule 17.11

I refer to your letter dated 24 June 2026 applying on behalf of CLU for its removal from the Official List of ASX Limited ('ASX') pursuant to Listing Rule 17.11.

ASX's formal decision is as follows:

"Listing Rule 17.11

Confirmation Decision

1. *Based solely on the information provided, ASX Limited ('ASX') agrees to the removal of Cluey Ltd (the 'Company') from the official list of ASX pursuant to Listing Rule 17.11 on a date to be determined by ASX in consultation with the Company, subject to compliance with the following conditions:*

   1.1 *The request for removal of the Company from the official list is approved by a special resolution of ordinary security holders of the Company.*

   1.2 *The notice of meeting seeking security holder approval for the Company's removal from the official list must include the following information, in form and substance satisfactory to ASX:*

      1.2.1 *a timetable of key dates, including the time and date at which the Company will be removed from the official list if that approval is given;*

      1.2.2 *a statement to the effect that the removal will take place no earlier than one month after approval is granted;*

      1.2.3 *a statement to the effect that if holders wish to sell their securities on ASX, they will need to do so before the entity is removed from the official list; and if they do not, details of the processes that will exist after the Company is removed from the official list to allow security holders to dispose of their holdings and how they can access those processes; and*

      1.2.4 *the information prescribed in section 2.11 of ASX Guidance Note 33.*

   1.3 *The removal of the Company from the official list must not take place any earlier than one month after security holder approval is obtained so that security holders have at least that period to sell their securities should they wish to do so.*

   1.4 *The Company must apply for its securities to be suspended from quotation at least two (2) business days before its proposed removal date.*

   1.5 *The Company releases the full terms of this decision to the market.*

2. *ASX has considered Listing Rule 17.11 only and makes no statement as to the Company's compliance with other Listing Rules.*

Basis for Confirmation Decision

3. *ASX may remove an entity from the official list of ASX at the request of an entity. Removal from the official list at an entity's request recognises that remaining listing may no longer be suitable for a listed entity at a particular stage in its existence. There is no requirement for ASX to act on the request. ASX's power not to agree to requests for delisting enables it to ensure that delisting is not sought for inappropriate reasons or conducted in a way that is clearly harmful to the market or to security holders' legitimate interests. ASX may impose conditions on granting the request. The power to impose conditions enables ASX to ensure that an orderly market is maintained in the period leading up to the delisting, and that the listed entity makes appropriate arrangements in connection with its delisting. These conditions may include: (i) seeking security holder approval for delisting by way of a special resolution; (ii) giving advanced notice of an amount of time which is adequate to the particular circumstances; or (iii) providing alternative arrangements for security holders to exit their investment before or after delisting.*

Facts/Reasons for providing the Confirmation

4. *The circumstances faced by the entity are those to which section 2.7 of Guidance Note 33 applies. Where an entity requests removal from the official list of ASX and its ordinary securities are not readily able to be traded on another exchange, ASX will usually require the entity to obtain security holder approval for removal from the official list by way of a special resolution.*

Yours sincerely

ASX Supervision