ASX Release | 17 July 2026 | ASX:QOR

Implementation of the Scheme and completion of the Capital Raise

Qoria Limited ACN 167 509 177 (ASX: QOR) (**Qoria**) provides the following update on the acquisition by Aura Consolidated Group, Inc. ARBN 695 488 843 (**Aura**) of all of the fully paid ordinary shares in Qoria (**Qoria Shares**) in consideration for the issue of shares in common stock of Aura, in the form of CHESS Depositary Interests (**Scheme Consideration CDIs**), by way of a scheme of arrangement between Qoria and its shareholders (**Scheme**) under Part 5.1 of the *Corporations Act 2001* (Cth).

Capitalised terms used in this announcement have the meaning given to them in the Scheme Booklet announced by Qoria to ASX on 27 May 2026, unless otherwise specified.

Qoria advises the Scheme has now been implemented and settlement and completion of the Capital Raise has occurred.

Scheme Consideration

All Qoria Shares held by Scheme Shareholders have been transferred to Aura under the Scheme. In accordance with the terms of the Scheme, Scheme Shareholders (excluding Non-Electing Unmarketable Parcel Shareholders[1]) have received (subject to rounding, in accordance with the Scheme) 1 Scheme Consideration CDI for approximately every 17.32 Scheme Shares held by them on the Record Date (being 5:00pm (Perth time) on Friday, 10 July 2026). The total Scheme Consideration pursuant to the Scheme was 81,278,566 Scheme Consideration CDIs.

In accordance with the Direct Cash-Out Facility, no later than Friday, 24 July 2026, Qoria will pay, or procure the payment, to each Non-Electing Unmarketable Parcel Shareholder such amount of cash as is due to that shareholder as consideration equal to the 'market value'[2] of the Scheme Consideration CDIs that would have otherwise been issued to that Non-Electing Unmarketable Parcel Shareholder as Scheme Consideration. That 'market value' has been calculated as A$ 5.4917753529142 per Scheme Consideration CDI (being equivalent to A$0.317123 per Qoria Share).

For further information regarding the Direct Cash-Out Facility refer to Section 4.7 of the Scheme Booklet.

Completion of Capital Raise

Aura has successfully completed the Capital Raise of US$100 million (before costs).

Aura CDIs (including those issued pursuant to the Capital Raise and the Scheme Consideration CDIs issued under the Scheme) are expected to commence trading on the ASX on a normal (T+2)

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[1] Being, Scheme Shareholders who held 2,127 or fewer Qoria Shares at the Record Date, and who did not return a valid Election Form in accordance with the Scheme.

[2] Being, per Scheme Consideration CDI, the volume weighted average price of Aura CDIs traded on ASX for the period commencing on the business day after the Effective Date and ending on (and including) the business day that is three business days prior to the Implementation Date.

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settlement basis on Monday, 20 July 2026 (following the period of conditional and deferred settlement trading which commenced at 12:00pm AEST on Thursday, 9 July 2026).

Resignations and Appointments

With effect immediately after release of this announcement to the ASX confirming that implementation of the Scheme has occurred each of Peter Pawlowitsch (Independent Non-Executive Chairman), Tim Levy (Managing Director), Georg Ell, Matthew Stepka, Philip Warren and Dr Jane Watts (Non-Executive Directors) resign as Qoria Directors and William Lundregan, Stephanie Majteles and Ben Jenkins are appointed as directors of Qoria.

As Qoria previously announced, with effect from implementation of the Scheme, the board of Aura comprises Hari Ravichandran (Managing Director and Chief Executive Officer), Peter Pawlowitsch (Deputy Chairman and Lead Independent Director), Tim Levy (Executive Director), Sujay Jaswa (Chairman), Jeffrey Katzenberg (Non-Executive Director) and Matthew Stepka and James Cash (Independent Non-Executive Directors).

Delisting

As Qoria previously announced, trading in Qoria Shares on ASX was suspended at the close of trading on Wednesday, 8 July 2026. Qoria has applied to be removed from the official list of ASX. Delisting is expected to take effect on and from the close of trading on Monday, 20 July 2026.

Further Information

This announcement has been approved for release by the board of Qoria Limited.

For more information, please contact:

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