

19 August 2026

ASX Market Announcements Office
ASX Limited
Level 27
39 Martin Place
Sydney NSW 2000

Grant of waiver of ASX Listing Rule 6.23.2

Noumi Limited (ASX: NOU) (the **Company** or **Noumi**) refers to its announcement dated 21 July 2026 in respect of the proposed schemes of arrangement under which:

- Arrovest Pty Ltd (**Arrovest**) will acquire all of the Noumi Shares that it does not already own (**Share Scheme**); and
- all of the Noumi Options (ASX: NOUO) will be cancelled and extinguished (**Option Scheme**),

(together, the **Schemes**).

Noumi has been granted a waiver of ASX Listing Rule 6.23.2 to permit the Noumi Options to be cancelled for cash consideration in connection with the Option Scheme without requiring shareholder approval. The waiver avoids the need for a separate shareholder approval process to be conducted in relation to the Option Scheme.

As announced on 21 July 2026, if the Option Scheme becomes effective and is implemented, all Noumi Options will be cancelled and extinguished in exchange for cash consideration of \$0.002 per Noumi Option.

If the Option Scheme does not become effective, the Noumi Options will remain on issue in accordance with their existing terms.

Based solely on the information provided, in connection with the Schemes, ASX has granted the waiver of Listing Rule 6.23.2 on the following conditions:

- Noumi releases an announcement to the market that discloses the nature and effect of the waiver from Listing Rule 6.23.2, and Noumi's reasons for seeking the waiver;
- full details of the cancellation of the Noumi Options and the consideration payable for their cancellation are set out to ASX's satisfaction in the Scheme Booklet to be provided to Noumi Shareholders and Noumi Optionholders in connection with the Schemes; and
- the Schemes become effective.

ASX has considered Listing Rule 6.23.2 only and has not made any statement as to Noumi's compliance with other Listing Rules.

For further information, please contact:

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This announcement was authorised for release by the Chair.

About Noumi Limited

Noumi (ASX: NOU) is a leading Australian FMCG company with a mission to create quality, on-trend, responsibly produced dairy and plant-based beverages, nutritional products and ingredients used across the health and fitness industries. The Company operates state-of-the-art manufacturing facilities in Victoria and NSW and produces key brands including the MILKLAB range of long-life dairy and plant-based milks, Australia's Own, So Natural, Vital Strength and PUREnFERRIN lactoferrin. **<https://noumi.com.au/>**