

## COURT APPROVAL OF SCHEME OF ARRANGEMENT AND SCHEME BECOMES EFFECTIVE

DRA Global Limited (ACN 622 581 935) (**DRA**) refers to the proposed acquisition of DRA by Apex Capital Partners Limited (**ACP**) to be conducted by way of a scheme of arrangement under Part 5.1 of the *Corporations Act 2001* (Cth) (**Corporations Act**) between DRA and its shareholders (**DRA Shareholders**), pursuant to which ACP will acquire 100% of the fully paid ordinary shares in DRA (**DRA Shares**) as announced on DRA's website on 12 March 2025 (**Scheme**).

DRA is pleased to announce that the Supreme Court of Western Australia (**Court**) has today made orders approving the Scheme.

### Lodgement of Court orders with ASIC

DRA confirms that it has today lodged with the Australian Securities and Investments Commission (**ASIC**) a copy of the orders made by the Court (**Court Orders**) approving the Scheme.

A copy of the Court Orders lodged with ASIC is attached to this announcement.

The Scheme is legally effective as at 8 October 2025 pursuant to section 411(10) of the Corporations Act.

Capitalised words used in this announcement that are not defined have the meaning given to those terms in the scheme booklet lodged with ASIC on 5 August 2025.

### Payment of Scheme Consideration

DRA Shareholders who hold DRA Shares at 5:00pm (AWST) / 11:00am (SAST) on 13 October 2025 (**Record Date**), will receive the Scheme Consideration in accordance with the terms of the Scheme, which will be either:

- (a) cash consideration of (**Cash Consideration**):
  - (i) ZAR30.00 per DRA Share held by them, if the Scheme Shareholder has an address shown in the DRA Share Register as at the Record Date that is in the Common Monetary Area; or
  - (ii) the AUD equivalent (converted at the spot rate as obtained from ACP's bank's Bloomberg terminal or foreign exchange trading desk on the Record Date) of ZAR30.00 per DRA Share if the Scheme Shareholder has an address shown in the DRA Share Register as at the Record Date that is outside the Common Monetary Area;
- (b) scrip consideration of 1 ACP Share for every 1 DRA Share held (**Scrip Consideration**), provided that a Scheme Shareholder may not make this Election if they would receive less than 250 ACP Shares in aggregate; or
- (c) a proportion of the Cash Consideration and the inverse proportion of the Scrip Consideration, provided that a Scheme Shareholder may not make this Election if they would receive less than 250 ACP Shares in aggregate,

in each case depending on the Valid Elections made and the terms of the Scheme.



The ACP Shares issued as Scrip Consideration will be fully paid and, from the date of their issue, will rank equally with existing issued ACP Shares.

DRA Shareholders who make a Valid Election to receive Scrip Consideration agree, from the Implementation Date, to be bound by the ACP MOI pursuant to the Scheme.

DRA Shareholders will only be eligible to receive cash consideration if they are an Ineligible Foreign Shareholder or does not make a Valid Election.

It is expected that the Scheme will be implemented, and the Scheme Consideration will be paid or issued to DRA Shareholders on Monday, 20 October 2025.

### Important dates and times

Key events and the expected timing in relation to the implementation of the Scheme are set out in the table below.

EVENT	DATE
<b>Election Date</b> The date on which Election Forms must be completed and returned to DRA in the manner prescribed by the Election Form.	5:00pm (AWST) / 11:00am (SAST) on Wednesday, 8 October 2025
<b>Effective Date of Scheme</b> The date on which the Scheme comes into effect and is binding on DRA Shareholders. Court order lodged with ASIC and announced on DRA's website.	Wednesday, 8 October 2025
<b>Results of Elections</b> DRA will announce the results of the Elections on DRA's website.	Friday, 10 October 2025
<b>Record Date</b> Determination of entitlement of Scheme shareholders to receive Scheme consideration	5:00pm (AWST) / 11:00am (SAST) on Monday, 13 October 2025
<b>Implementation Date</b> Transfer of all DRA Shares to ACP and payment and/or issue of Scheme consideration (as applicable) to Scheme shareholders	Monday, 20 October 2025

*The above dates and times are indicative only. DRA has the right to vary any or all of these dates and times, subject to the approval of such variation by the Court and ACP, where required.*

### Further information

If you have any questions on the Scheme or on the Scheme Booklet or Supplementary Scheme Booklet, you should consult your independent financial, legal, taxation or other professional adviser, or alternatively, contact Jacqueline Misaba via telephone on +2711 202 8912 or via email at [Jacqueline.Misaba@draglobal.com](mailto:Jacqueline.Misaba@draglobal.com) (in South Africa) or Christel van Jaarsveld via telephone on +61 865 006 143 or via email at [Christel.vJaarsveld@draglobal.com](mailto:Christel.vJaarsveld@draglobal.com), (in Australia) during regular business hours (9am - 5pm AWST or SAST (as applicable)).

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This announcement was approved for release by the Board of DRA Global Limited.



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## About DRA Global Limited

DRA Global Limited (DRA or the Company) is a multi-disciplinary consulting, engineering, project delivery and operations management group predominantly focused on the mining and minerals resources sector. DRA has an extensive global track record, spanning more than three decades and more than 7,500 studies and projects as well as operations, maintenance and optimisation solutions across a wide range of commodities.

DRA has expertise in mining, minerals and metals processing and related non-process infrastructure including sustainability, water and energy solutions for the mining industry. DRA delivers advisory, engineering and project delivery services throughout the capital project lifecycle from concept through to operational readiness and commissioning as well as ongoing operations, maintenance and shutdown services. DRA, headquartered in Perth, Australia, services its global customer base through 19 offices across Asia-Pacific, North and South America, Europe, Middle East and Africa.



**IN THE SUPREME COURT OF WESTERN AUSTRALIA**

COR/104/2025

EX PARTE:

**DRA GLOBAL LIMITED (ACN 622 581 935)**

Plaintiff

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**ORDERS OF THE HONOURABLE JUSTICE STRK  
MADE ON 8 OCTOBER 2025**

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**UPON THE APPLICATION made by the plaintiff by originating process filed on 8 July 2025, AND AFTER HEARING JM Healy on behalf of the plaintiff on an ex-parte basis, IT IS ORDERED THAT:**

1. Pursuant to section 411(4)(b) of the Corporations Act 2001 (Cth) (Act), the scheme of arrangement between the plaintiff and its shareholders in the form contained in Annexure 'SA-50' to the seventh affidavit of Sophia Jane Azzopardi sworn on 28 August 2025 at pages 264 to 282 in this proceeding is approved.
2. Pursuant to section 411(12) of the Act, the plaintiff is exempt from compliance with section 411(11) of the Act in relation to the scheme of arrangement.
3. An office copy of these orders is to be lodged with the Australian Securities and Investments Commission by 8 October 2025.
4. There be liberty to the plaintiff to apply to the court for further directions upon giving no less than 48 hours notice to the Australian Securities and Investments Commission.

BY THE COURT

THE HONOURABLE JUSTICE L STRK