

## Aviso de Derechos para emisoras del

FECHA: 01/08/2025



### BOLSA MEXICANA DE VALORES, S.A.B DE C.V, INFORMA:

<b>FOLIO DE REFERENCIA DEL EVENTO CORPORATIVO</b>	266002
<b>FOLIO DE REFERENCIA INDEVAL</b>	829988C002
<b>TIPO DE MENSAJE</b>	Replace
<b>COMPLETO / INCOMPLETO</b>	INCOMPLETE
<b>CONFIRMADO / NO CONFIRMADO</b>	UNCONFIRMED

<b>CLAVE DE COTIZACIÓN</b>	SOL1
<b>RAZÓN SOCIAL</b>	WASHINGTON H. SOUL PATTINSON AND COMPANY LIMITED
<b>SERIE</b>	N
<b>ISIN</b>	AU000000SOL3
<b>MERCADO PRINCIPAL</b>	AUSTRALIAN SECURITIES EXCHANGE

<b>TIPO DE EVENTO</b>	MERGER
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<b>MANDATORIO / OPCIONAL / VOLUNTARIO</b>	Mandatory
<b>FECHA REGISTRO</b>	17/09/2025

<b>OPCIÓN</b>	1
<b>TIPO</b>	Security
<b>DEFAULT</b>	true

<b>TRANSACCIÓN</b>	Securities Movement
<b>CREDIT / DEBIT</b>	Debit
<b>FECHA DE PAGO</b>	23/09/2025

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VALORES A RECIBIR	
	AU000000SOL3
TRANSACCIÓN	Securities Movement
CREDIT / DEBIT	Credit
FECHA DE PAGO	23/09/2025
RATIO	NewToOld
	1 / 1
VALORES A RECIBIR	
	UKWN

NOTAS DEL EVENTO CORPORATIVO

NOTA
<p>(03/06/2025)</p> <p>AUCA 0007 Soul Patts and Brickworks agree to transformative AUD14b merger Diversified investment house, Washington H. Soul Pattinson and Company Limited (ASX.SOL or Soul Patts), and diversified industrial group, Brickworks Limited (ASX.BKW or Brickworks) today announces the execution of a binding Combination Deed (Combination Deed)1 for the implementation of a merger between Soul Patts and Brickworks to create a newly capitalised ASX listed company (Proposed Merger). Transaction Overview and Benefits Proposed Merger expected to deliver value creation and growth opportunities for both sets of shareholders through significantly increased scale and a simplified company structure by removing the cross shareholding Creates a newly capitalised ASX listed company (TopCo) with an expected market capitalisation of AUD14b2, broader shareholder base, increased liquidity and significantly expanded free float Increased exposure for Soul Patts shareholders to Brickworks high quality assets in Building Products and Property Increased exposure for Brickworks shareholders to Soul Patts diverse portfolio of assets spread across multiple investment strategies including private equity and credit opportunities The merged business will have a simplified and well capitalised balance sheet with the cancellation of the cross held shares TopCo will be capitalised with new equity3 to be used to cover a significant portion of outstanding Brickworks debt, other liabilities (including the Soul Patts convertible bond), and transaction costs (including stamp duty) Brickworks shareholders will receive an implied value of AUD30.28 per BKW share, representing a premium of 10.1PCT to the BKW closing share price4, 11.9PCT premium to 1 month VWAP5, 21.9PCT premium to 3 month VWAP6 and 16.6PCT premium to post tax Net Asset Value (NAV) Transaction Details Under the Proposed Merger, a newly established ASX listed company will acquire all of the shares in Soul Patts and Brickworks, 8 in consideration for TopCo Shares issued to holders of Soul Patts and Brickworks Shares in the following proportions. 1 TopCo Share for every 1 Soul Patts Share held as at the Record Date and 0.82 TopCo Shares for every 1 Brickworks Share held as at the Record Date. Based on the merger ratio and issuance of new TopCo shares, Soul Patts Shareholders, Brickworks Shareholders and new TopCo Shareholders will receive approximately 72PCT, 19PCT and 9PCT of the TopCo Shares respectively under the Proposed Merger.13 The ultimate proportion of TopCo owned by Soul Patts Shareholders and Brickworks Shareholders will depend on the final corporate structure. Each of the Brickworks Shareholders and the Soul Patts Shareholders that hold shares in Brickworks or Soul Patts on the Record Date will be issued shares in TopCo TopCo will be renamed Washington H. Soul Pattinson and Company Limited and will trade using the ASX ticker SOL Indicative Timetable and Next Steps An indicative timetable for the events described in this announcement is set out in Schedule 1 of the Combination Deed. It should be noted that the dates in this timetable are indicative only and subject to change. A separate Independent Expert will be appointed by each of the Soul Patts Board and the Independent Directors of Brickworks to consider the respective schemes and provide an opinion on whether the Share Schemes are in the best interests of the Soul Patts Shareholders and the Brickworks Shareholders (respectively), in the absence of a superior proposal. Soul Patts and Brickworks shareholders should take no action at this time. Each of Soul Patts and Brickworks will keep the market informed of any material developments in line with their continuous disclosure obligations. Soul Patts has appointed Pitt Capital Partners as financial adviser and Ashurst as legal counsel in relation to the Proposed Merger discussions. Brickworks has appointed Citigroup Global Markets Australia Pty Ltd as financial adviser and King and Wood Mallesons as legal counsel in relation to the Proposed Merger discussions.</p>