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21 March 2025

To Creditors

Dear Sir/Madam

Nuheara Limited ACN 125 167 133
Nuheara IP Pty Ltd ACN 605 704 096
Terrace Gold Pty Ltd ACN 072 608 952
(All Subject to a Deed of Company Arrangement) ("DOCA")
(Collectively referred to as "the Group")

The 3rd Reconvened Second Meeting of Creditors of the Group was held on 17 March 2025 at 11:30am AWST at the offices of KPMG, Level 8, 235 St Georges Terrace, Perth WA 6000 (the **Meeting**).

As you may be aware, resolutions 1, 2 and 7 were considered by way of a poll at the Meeting. The outcome of these 3 resolutions was that:

- **Resolution 1:** being whether to accept the Realtek DOCA **failed** in respect of both numbers and value;
- **Resolution 2:** being whether to accept the Orecchio DOCA **passed** in respect of both numbers and value; and
- **Resolution 7:** in respect of the Administrators' remuneration for the period from 7 August 2024 to 28 February 2025 **passed** in respect of both numbers and value.

The purpose of this circular is to notify creditors of slight variances between the counting of votes announced at the Meeting and the correct count identified by KPMG subsequently in its **Post Meeting Reconciliation**.

We confirm that these slight variances did not affect the outcome of the votes on any resolution in respect of either numbers or value.



1. Resolution 1

Resolution 1 consisted of the following:

*“That, pursuant to Section 439C of the Corporations Act 2001 (the Act), the Company execute a Deed of Company Arrangement, under Part 5.3A of the Act, in the same form as the proposal statement presented to the meeting by **Realtek Semiconductor Corporation** (even if it differs from the proposed Deed (if any) details of which accompanied the notice of meeting).”*

A comparison of the polling votes advised at the Meeting against the Post Meeting Reconciliation is tabled below:

Results	Advised in the Meeting	Post Meeting Reconciliation	Variance
For	8	8	-
Against	25	26	1
Abstain	1	-	(1)
Total	34	34	-
For	2,844,019.15	2,844,019.15	-
Against	4,031,022.72	4,068,990.50	(37,967.79)
Abstain	37,967.79	-	37,967.79
Total	6,913,009.65	6,913,009.65	-

The Post Meeting Reconciliation identifies an increase of 1 vote against Resolution 1 at a value of \$37,967.79. This reconciliation does not affect the outcome of the resolution which was against the Realtek DOCA Proposal.

2. Resolution 2

Resolution 2 consisted of the following:

*“That, pursuant to Section 439C of the Corporations Act 2001 (the Act), the Company execute a Deed of Company Arrangement, under Part 5.3A of the Act, in the same form as the proposal statement presented to the meeting by **Orecchio Pty Ltd** (even if it differs from the proposed Deed (if any) details of which accompanied the notice of meeting).”*

A comparison of the polling votes advised at the Meeting against the Post Meeting Reconciliation is tabled below:

Results	Advised in the meeting	Post Meeting Reconciliation	Variance
For	27	28	1
Against	4	4	-
Abstain	2	2	-
Total	33	34	1
For	4,633,687.00	4,107,194.96	526,492.04
Against	2,186,966.00	2,717,103.16	(530,137.16)
Abstain	88,712.00	88,711.53	0.47
Total	6,909,365.00	6,913,009.65	(3,644.65)

The Post Meeting Reconciliation reveals an increase of 1 vote for Resolution 2 and a change in value of up to \$530,137.16. Again it does not affect the passage of the Resolution 2 which was a vote in favour of the Orecchio DOCA Proposal.

3. Resolution 7

Resolution 7 consisted of the following:

“That the remuneration of the Administrators, as set out in the Remuneration Approval Request dated 13 March 2025, for the period from 7 August 2024 to 28 February 2025 be fixed in the amount of \$1,206,422 plus any applicable GST, and may be paid.”

A comparison of the polling votes advised at the Meeting against the Post Meeting Reconciliation is tabled below:

Results	Advised in the meeting	Post Meeting Reconciliation	Variance
For	25	26	1
Against	5	5	-
Abstain	2	1	(1)
Total	32	32	-
For	4,086,327.83	4,086,327.83	-
Against	2,731,437.35	2,731,437.35	-
Abstain	57,276.69	53,047.50	4,229.19
Total	6,875,041.87	6,870,812.68	4,229.19



The Post Meeting Reconciliation reveals an increase of 1 vote for Resolution 7, however the value has not changed.

All creditor communications may be found on our KPMG website via the following link
<https://kpmg.com/au/en/home/creditors/nuheara.html>.

Should you have any questions regarding the administration or this report, please contact us on (08) 9263 7287 or email at nuheara@kpmg.com.au.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Martin Jones', with a stylized flourish at the end.

Martin Jones
Joint and Several Deed Administrator