

31 March 2022

## Completion of API acquisition

Wesfarmers Limited (ASX:WES) today announced the implementation of the Scheme of Arrangement (“Scheme”) under which WFM Investments Pty Ltd, a wholly-owned subsidiary of Wesfarmers, has acquired 100 per cent of the shares in Australian Pharmaceutical Industries Limited (“API”, ASX:API).

Managing Director Rob Scott said Wesfarmers was pleased to welcome API team members to the Group and thanked API’s Board, management and shareholders for their support through the acquisition process.

“The completion of this acquisition is an exciting milestone for API and Wesfarmers. API will be the foundation business of our new Health division as we develop capabilities and invest in the growing health, wellbeing and beauty sector,” Mr Scott said. “We see opportunities to strengthen the competitive position of API and its partners, by investing in expanding product ranges, improving supply chain capabilities and enhancing the online experience for customers.

“Wesfarmers supports the community pharmacy model, including the pharmacy ownership and location rules, and we are looking forward to working closely with API’s pharmacy partners, suppliers and other industry stakeholders.”

The Scheme Consideration of \$1.50 per share paid to API shareholders today brings the total cash consideration to \$1.55 per share, including \$0.05 per share in dividends paid to API shareholders since the announcement of the Scheme. The initial capital employed for the Wesfarmers Health division is expected to be approximately \$1,025 million, reflecting the total cash consideration of \$774 million<sup>1</sup> paid to API shareholders plus the estimated funding requirement for API’s net debt<sup>2</sup> and associated working capital balance.

API will apply to be removed from the official list of the ASX, which is expected to occur from the close of trade on 1 April 2022.

### For more information:

#### Media

Rebecca Keenan  
Media and Public Affairs Manager  
+61 8 9327 4423 or +61 402 087 055  
[RKeenan@wesfarmers.com.au](mailto:RKeenan@wesfarmers.com.au)

#### Investors

Simon Edmonds  
Investor Relations Manager  
+61 8 9327 4438 or +61 409 417 710  
[SEdmonds@wesfarmers.com.au](mailto:SEdmonds@wesfarmers.com.au)

This announcement was authorised to be given to the ASX by the Wesfarmers Disclosure Committee.

<sup>1</sup> Total cash consideration of \$774 million reflects the total cash consideration of \$1.55 per fully-diluted API share.

<sup>2</sup> Estimated net debt excludes lease liabilities. Estimated net debt also excludes the impact of the \$0.05 per share in dividends paid by API and payments associated with the cancellation of performance rights, as these are included in the total cash consideration of \$774 million.