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* Associated Firm
** In cooperation with
Trench, Rossi e Watanabe
Advogados

8 October 2024

Markets Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

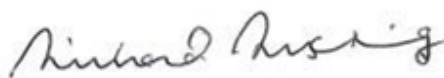
Dear ASX

**Form 604 - Notice of Change of Interests of Substantial Holder:
Olam Agri takeover offer for Namoi**

We act for Olam Agri Australia Pty Ltd (**Olam Agri**) in relation to its off-market takeover offer to acquire all of the ordinary shares in Namoi Cotton Limited (**Namoi**).

In accordance with section 671B(1)(b) of the Corporations Act, we enclose a notice of change of interests of substantial holder on behalf of Olam Agri and its associates.

Yours sincerely



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Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme Namoi Cotton Limited (NAM)

ACN/ARSN 010 485 588

1. Details of substantial holder (1)

Name Olam Agri Australia Pty Ltd (Olam Agri) and each entity listed in Annexure A

ACN (if applicable) 677 122 468

There was a change in the interests of the substantial holder on: 07/10/2024

The previous notice was given to the company on: 01/10/2024

The previous notice was dated: 01/10/2024

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares in NAM (Shares)	16,916,899	8.24%	13,913,902	6.72%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest or the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
07/10/2024	Olam Agri and each entity listed in Annexure A	Disposal of a relevant interest in Shares pursuant to withdrawals of the offers made under Olam Agri's off-market takeover offer to acquire all of the ordinary shares in NAM as set out in its Replacement Bidder's Statement dated 16 May 2024 (Offer)	Offer consideration payable per Share under the terms of the Offer	Shares: (3,002,997)	(1.52)%

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Olam Agri and each entity listed in Annexure A	Shareholders of NAM who have accepted offers under the Offer	Olam Agri, subject to the terms of the Offer	In the case of Olam Agri, relevant interest under section 608(8) of the Corporations Act as a result of acceptance of offers under the Offer. The Shares that are the subject of these acceptances have not been transferred into the name of Olam Agri. Olam Agri has determined not to declare the Offer free from its conditions, and shareholders of NAM who have accepted the Offer will retain ownership of their shares after the Offer lapses and will be free to deal with them. In the case of each entity listed in Annexure A, relevant interest deemed under section 608(3) of the Corporations Act in the Shares in which Olam Agri has, or is deemed to have, a relevant interest.	Shares: 9,672,141	4.67%
Olam Agri and each entity listed in Annexure A	Olam Agri	Olam Agri	In the case of Olam Agri, relevant interest under section 608(1) of the Corporations Act as a result of completion under the share purchase agreement with Harvest Lane Asset Management Pty Ltd. In the case of each entity listed in Annexure A, relevant interest deemed under section 608(3) of the Corporations Act in the Shares in which Olam Agri has, or is deemed to have, a relevant interest.	Shares: 4,241,761	2.05%

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Olam Agri Australia Pty Ltd and each Australian entity listed in Annexure A	55 Wyandra Street, Newstead QLD 4006
Each Singapore entity listed in Annexure A	7 Straits View, #20-01 Marina One East Tower, Singapore 018936

Signature

print name Ashish Govil

capacity Director

sign here 

date 08/10/2024

Annexure A – Entity Details

This is Annexure A of 1 page referred to in Form 604 Notice of Change of Interests of Substantial Holder.



Name: Ashish Govil

Date: 8 October 2024

Entity	Place of incorporation / formation
Olam Holdings Pte Ltd	Singapore
Olam Agri Pte Ltd	Singapore
Olam Group Limited	Singapore
Olam Global Agri Pte Ltd	Singapore
Olam Agri Holdco Australia Pty Ltd	Australia
Olam Investments Australia Pty Ltd	Australia
Olam Australia Pty Ltd	Australia
Queensland Cotton Holdings Pty Ltd	Australia
Queensland Cotton Corporation Pty Ltd	Australia
ProClass Pty Ltd	Australia
Cotton JV Pty Limited	Australia
Coleambally Ginning Pty Ltd	Australia