



THIS IS AN IMPORTANT DOCUMENT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to its contents, you should contact your financial, legal, tax or other professional adviser immediately

Sixth Supplementary Target's Statement

This Supplementary Target's Statement supplements, and is to be read together with, the Target's Statement dated 26 May 2026, the First Supplementary Target's Statement dated 2 June 2026, the Second Supplementary Target's Statement dated 5 June 2026, the Third Supplementary Target's Statement dated 16 June 2026, the Fourth Supplementary Target's Statement dated 18 June 2026 and the Fifth Supplementary Target's Statement dated 22 June 2026 issued by

Atlas Arteria

(comprised of Atlas Arteria Limited (ACN 141 075 201) (**ATLAX**) and Atlas Arteria International Limited (EC43828) (**ATLIX**)) (ASX:ALX) (**ALX**)

in respect of the unsolicited off-market cash takeover bid made by Diamond Infracore 1 Pty Ltd (ACN 657 874 363) (**Bidder**), a wholly owned Subsidiary of IFM Global Infrastructure Fund (**IFM GIF**).

REJECT the Offer

The Independent Directors of Atlas Arteria continue to unanimously recommend that you **REJECT** the Offer. To **REJECT** the Offer, simply **IGNORE** all documents sent to you by the Bidder and IFM.

IF YOU HAVE ANY QUESTIONS IN RELATION TO THE OFFER YOU CAN CONTACT THE ALX SECURITYHOLDER INFORMATION LINE ON 1800 267 108 (WITHIN AUSTRALIA) AND +61 3 9415 4053 (OUTSIDE OF AUSTRALIA) WHICH IS AVAILABLE MONDAY TO FRIDAY BETWEEN 8:30AM – 5:00PM (AEST).

Important notices

This document is given by ALX under Part 6.5 Division 4 of the Corporations Act and is the sixth supplementary target's statement (**Supplementary Target's Statement**) to the Target's Statement dated 26 May 2026 (**Target's Statement**) issued by ALX and lodged with ASIC on 26 May 2026, in relation to the off-market takeover bid by the Bidder. This Supplementary Target's Statement supplements, and is to be read together, with the Target's Statement, the first supplementary target's statement dated 2 June 2026 (**First Supplementary Target's Statement**), the second supplementary target's statement dated 5 June 2026 (**Second Supplementary Target's Statement**), the third supplementary target's statement dated 16 June 2026 (**Third Supplementary Target's Statement**), the fourth supplementary target's statement dated 18 June 2026 (**Fourth Supplementary Target's Statement**) and the fifth supplementary target's statement dated 22 June 2026 (**Fifth Supplementary Target's Statement**).

You should read the Supplementary Target's Statement, the Target's Statement, the First Supplementary Target's Statement, the Second Supplementary Target's Statement, the Third Supplementary Target's Statement, the Fourth Supplementary Target's Statement and the Fifth Supplementary Target's Statement in their entirety before making a decision as to whether or not to accept the Offer for your ALX Securities.

If you have recently sold all of your ALX Securities, please disregard this document.

Interpretation

Unless the context otherwise requires, capitalised terms and certain abbreviations used but not defined in this Supplementary Target's Statement have the meanings given to them in section 9.1 of the Target's Statement. The interpretation rules set out in Section 9.2 of the Target's Statement also apply to this Supplementary Target's Statement. This Supplementary Target's Statement prevails to the extent of any inconsistency with the Target's Statement.

All references to times in this Supplementary Target's Statement are references to time in Sydney, unless otherwise stated.

ASIC and ASX disclaimer

A copy of this Supplementary Target's Statement was lodged with ASIC and given to ASX on 29 June 2026. None of ASIC, ASX or any of their respective officers takes any responsibility for the content of this Supplementary Target's Statement.

ALX Securityholder Information Line

ALX has established an ALX Securityholder Information Line which ALX Securityholders should call if they have any queries in relation to the Offer. The telephone number for the ALX Securityholder Information Line is:

- 1800 267 108 (within Australia); or
- +61 3 9415 4053 (outside Australia),

which is available Monday to Friday between 8.30am and 5.00pm (AEST).

Further information relating to the Offer can be obtained from ALX's website at <https://www.atlasarteria.com/investor-centre/ifm-takeover-offer>.

Key dates

Date of the Bidder's Offer	11 May 2026
Date of the Target's Statement	26 May 2026
Date of this Supplementary Target's Statement	29 June 2026
Scheduled close of Offer Period (unless withdrawn or extended by operation of law)	7.00pm (Sydney Time), 7 July 2026

Note: The Offer Period was automatically extended on 23 June 2026 as a result of the Bidder's Voting Power in ALX increasing to more than 50% such that the Offer Period will remain open for 14 days from that event.

1 Update on the Offer and Recommendation

The Independent Directors continue to recommend that ALX Securityholders **REJECT the Offer, while highlighting the risks and consequences for ALX Securityholders of the Bidder's majority ownership**

The Bidder, a wholly owned subsidiary of IFM GIF, has acquired Voting Power in Atlas Arteria of more than 50%, through a combination of purchasing ALX Securities on-market and acceptances of the Offer. The Offer will close at 7.00pm (Sydney time) on 7 July 2026. The Bidder has ruled out further extensions.

The Independent Directors have considered the Bidder's current Voting Power in Atlas Arteria in determining their recommendation.

The Independent Directors continue to believe that the Offer of \$5.10 per ALX Security undervalues Atlas Arteria and maintain their unanimous recommendation that ALX Securityholders **REJECT** the Offer. Each Independent Director intends to **REJECT** the Offer in relation to their ALX Securities.

The recommendation reflects the Independent Directors' assessment of the long-term fundamental value of Atlas Arteria's current portfolio, as supported by the Independent Expert's Report. It does not rely on the potential for Atlas Arteria to undertake asset sales or provide a certain level of distributions to ALX Securityholders.

However, the Independent Directors recognise that the Bidder's majority position in Atlas Arteria introduces and increases certain risks and uncertainties that could affect both the long-term value of ALX Securities and the ability of ALX Securityholders to realise that value. These risks and uncertainties (as further described below under the heading "Reasons ALX Securityholders may consider accepting the Offer") may increase if the Bidder continues to increase its ownership both during the Offer and subsequently.

ALX Securityholders should carefully consider these risks and uncertainties, alongside their own risk preferences, investment objectives and time horizons, when assessing whether to accept or reject the Offer.

For example, while ALX Securityholders with longer-term investment horizons may in time be able to realise a value for their ALX Securities in excess of the Offer and therefore may decide not to accept the Offer, ALX Securityholders with short-term investment horizons, lower risk preferences or the need for liquidity may take a different view.

Given these risks and uncertainties, ALX Securityholders (and particularly retail securityholders) should seek professional advice before deciding whether to accept or reject the Offer.

2 Chicago Skyway update

- **Ontario Teachers' Pension Plan has agreed to extinguish the OTPP Put Option for US\$100m**
- **Bridge financing to fund potential exercise of the OTPP Put Option not required**
- **Potential sale of Chicago Skyway has been paused**

2.1 OTPP Put Option Update

Under the Chicago Skyway Shareholders Agreement, if the Bidder achieves beneficial ownership of greater than 50% of ALX Securities as a result of the Offer, Ontario Teachers' Pension Plan (**OTPP**) has a right to put its 33.33% stake of Chicago Skyway to Atlas Arteria at Fair Market Value (**FMV**) plus 7.5% (**OTPP Put Option**). While the Bidder has acquired

voting power in Atlas Arteria of greater than 50%, it has not (to Atlas Arteria's knowledge) yet acquired beneficial ownership of more than 50% of the ALX Securities and as such the OTPP Put Option has not been triggered and a change of control notice (**CoC Notice**) has not been issued by Atlas Arteria to OTPP at this time.

While Atlas Arteria has not issued a CoC Notice to OTPP, Atlas Arteria expects that it would, subject to the new information in the following paragraph, have been required to issue a CoC Notice by 23 July 2026.

Atlas Arteria has reached agreement with OTPP to extinguish the OTPP Put Option in exchange for the payment of US\$100 million to OTPP (the **Settlement Payment**). Atlas Arteria will pay OTPP the Settlement Payment in two instalments over the next six weeks. The Settlement Payment will be funded by cash and corporate debt.

The OTPP Put Option will no longer be triggered by any change of control of Atlas Arteria. The agreement with OTPP is conditional on Atlas Arteria paying the Settlement Payment to OTPP in full by the required time for payment noted above.

This outcome provides certainty for ALX Securityholders regarding future funding needs in circumstances where OTPP may have exercised the OTPP Put Option.

The agreement with OTPP (including the amount of the Settlement Payment) was supported unanimously by all of the Directors of Atlas Arteria including IFM's nominee directors.

2.2 Bridge Financing

As a result of the agreement with OTPP, the Bridge Facility will no longer be required. No agreements were ever entered into in connection with the Bridge Facility (and hence no fees were paid to the proposed provider of the facility in connection with it).

The Settlement Payment is only modestly greater than the amount reflecting the 7.5% premium which would have been payable under the OTPP Put Option if the FMV agreed between Atlas Arteria and OTPP, or determined by the independent appraiser, was in line with the Independent Expert's valuation for Chicago Skyway (which is not certain). When also factoring in the material funding costs of an acquisition of OTPP's stake in Chicago Skyway, the Settlement Payment is in line with or lower than overall costs that would otherwise have been incurred by ALX on exercise of the OTPP Put Option.

The agreement with OTPP also removes a number of risks for ALX Securityholders. These include risks as to the determination of the ultimate FMV at which the OTPP Put Option might have been exercised, the potential need for additional leverage (at least in the short term under bridge financing) to fund the full acquisition amount, potential impacts on distributions, potential impacts on Atlas Arteria's negotiating position in pursuing any asset sales and the potential need for a future equity raising including as a result of advocacy by the Bidder against asset sales.

2.3 Chicago Skyway sale process

Atlas Arteria together with OTPP can now focus on maximising the value of Chicago Skyway. Consistent with that, Atlas Arteria will pause its process to explore a potential sale in relation to Chicago Skyway and will determine next steps following the close of the Offer.

3 Reasons for Independent Directors' Recommendations

The Independent Directors continue to recommend that ALX Securityholders **REJECT** the Offer, but ALX Securityholders need to be aware of increased risks associated with the Bidder's increased Voting Power in Atlas Arteria and decide whether they wish to accept or reject the Offer.

3.1 Reasons that the Independent Directors continue to recommend that ALX Securityholders **REJECT** the Offer

The key reasons that the Independent Directors continue to recommend that ALX Securityholders **REJECT** the Offer are set out below and should be considered alongside the implications of the Bidder's increased ownership and ability to influence the strategic direction of the Atlas Arteria Group and its Boards as set out in the remainder of this Supplementary Target's Statement and the Target's Statement (in particular section 5.11).

(a) The Offer undervalues Atlas Arteria, fails to reflect an appropriate premium for control and is below the Independent Expert's assessed fundamental value

- The Independent Directors do not believe the Offer reflects appropriate value for Atlas Arteria's portfolio of high-quality toll road investments.
- The Offer is below the bottom end of the Independent Expert's valuation range of \$5.39 - \$6.20 for ALX Securities. This range was calculated on the basis that the OTPP Put Option is not exercised and did not include any additional costs to extinguish the OTPP Put Option. The Settlement Payment to extinguish the OTPP Put Option represents up to ~9cps and if this was deducted from the Independent Expert's valuation range, the Offer would continue to be materially below the midpoint of the adjusted range.
- The Offer only represents a circa 3% premium to the 12-month VWAP,¹ is less than an 18% premium to the undisturbed trading price of \$4.33, being the closing price as of the Undisturbed Date. The premium implied by the Offer is also below the premium levels typically observed in control transactions.

(b) Additional value may be realised over time

- The Bidder has an incentive to pay more given the value of Atlas Arteria, and there is potential for it to achieve full control, and realise synergies associated with a potential delisting and the adjoining Indiana Toll Road (of which IFM GIF owns 70%).
- IFM GIF has paid more than its initial offer price in a number of previous public market situations, with increases on average of circa 38%² relative to the initial offer price as set out and illustrated in the Target's Statement.
- The Bidder can be involved in transactions which can deliver more value than the Offer, including in the 12 months following the Offer (e.g. selective capital reductions and buybacks by Atlas Arteria).
- Atlas Arteria will continue to own a portfolio of highly attractive assets, and additional value may be unlocked from them, whether in the ordinary course or through asset sales.

¹ 12-month VWAP between 24 April 2025 and 24 April 2026 of \$4.94 per ALX Security.

² Represents the simple average of increases observed in the following transactions. Aleatica: refers to increase in offer price from MXN 27.0 per share to MXN 37.0 per share (+c.37%) from initial cash tender offer for OHL México launched in June 2017 to revised voluntary tender offer price in August 2023. Flughafen Wien AG (Vienna Airport): refers to increase in offer price from €20.00 per share (initial voluntary public offer) to revised offer price in its 2023 partial offer of €34.00 per share (+c.70%). Sydney Airport: refers to increase of offer price from \$8.25 to \$8.75 (+c.6%).

(c) **Atlas Arteria's distribution outlook remains supported; however, there is a risk the Bidder could advocate for a different approach**

- Atlas Arteria can continue to pay its 2026 distribution guidance of 40.0 cents per ALX Security (cps) and can continue to target approximately 40.0 cps going forward.
- However, as a result of the agreement to extinguish the OTPP Put Option and the associated Settlement Payment, the additional 20.0 cps target for 2026 referred to in the Fifth Supplementary Target's Statement on 22 June 2026, **is withdrawn**.
- The Bidder has made limited disclosure of its intentions or preferences with respect to the future distributions profile of Atlas Arteria.
- There is a risk that the Bidder may advocate for a change to Atlas Arteria's distribution profile and that this results in a reduction in distributions to ALX Securityholders.

(d) **The Director Representation Agreement reduces the immediate control effects typically associated with an increase in ownership to more than 50%**

- In 2024, the Bidder and Atlas Arteria entered into the Director Representation Agreement (**DRA**), under which the Bidder committed not to take actions that would prevent Atlas Arteria from complying with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, including maintaining independent chairs of ATLAX and ATLIX, and the ALX Boards comprising a majority of independent non-executive directors³.
- The DRA will continue to bind the Bidder, regardless of the size of the Bidder's Relevant Interest in ALX Securities, which moderates some of the immediate governance changes typically associated with a change of control and supports the continuation of an independent Board structure. The Bidder has stated to Atlas Arteria that it will abide by the terms of the DRA.
- However, the DRA does not prevent changes to the identities of independent directors, and newly appointed independent directors may take a different view of what is in the best interests of Atlas Arteria. This may include decisions in relation to the appropriate terms for the DRA itself, noting that the DRA includes provision for a good faith consultation on potential amendments to its terms if there are any material changes to the circumstances since the DRA was signed. The Bidder has not stated its intentions in this regard but has informed Atlas Arteria that it intends to honour the DRA.
- All directors, including IFM-nominated directors are required to act in the best interests of all shareholders, noting that directors may have differing views on what is in the best interest of all shareholders.
- ALX Securityholders should balance the terms of the DRA with the potential effect of the Bidder's ability to determine the outcome of ordinary resolutions at a general meeting of ALX Securityholders, which would enable it to determine which independent directors are elected to the Boards.

³ See Target's Statement section 8.4(c).

3.2 Reasons ALX Securityholders may consider accepting the Offer

Notwithstanding the Independent Directors' recommendation to **REJECT** the Offer, there are reasons why, depending on their individual circumstances, ALX Securityholders may decide that it is appropriate for them to accept the Offer, including:

- (a) **The trading price of ALX Securities could fall after the close of the Offer and may not return to \$5.10**
- (b) **There is no certainty the Bidder will make a future control proposal or when it may do so, and there is also no certainty that it will be for more attractive consideration than the current Offer**
 - The Bidder has stated that it will not acquire ALX Securities at a price higher than \$5.10 (adjusted for distributions) per ALX Security for at least 12 months following the close of the Offer, in the absence of a competing proposal.
 - If the Bidder does not reach compulsory acquisition under the Offer, the Bidder will have the ability to recommence creeping acquisitions of up to 3% each six months and could continue to increase its Voting Power in Atlas Arteria.
- (c) **Bidder influence over strategy and operations**
 - Whilst the Bidder has stated to Atlas Arteria that it will honour the terms of the DRA, the Bidder has also stated that it intends to undertake a general review of Atlas Arteria's operations, current strategy, financial and operating matters and may seek to exert influence over key business and strategic matters. This may include the payment of distributions, asset disposals or acquisitions and funding decisions.
- (d) **Bidder influence over distributions**
 - The Bidder has made limited disclosure of its intentions or preferences with respect to the future distributions profile of Atlas Arteria.
 - There is a risk that the Bidder advocates for a change to Atlas Arteria's distribution profile and that this results in a reduction in distributions to ALX Securityholders.
- (e) **Risk of disruption to the business and relationships with key stakeholders and increased tax costs**
 - The Bidder acquiring majority ownership of Atlas Arteria may disrupt execution of Atlas Arteria's strategy and key value-creation initiatives being implemented, including through potential unplanned changes in key management and composition of the Boards.
 - Potential unplanned changes in governance, as well as the possible loss of key management, may also adversely impact relationships with key stakeholders and the delivery of strategic initiatives.
 - Any resulting disruption to operations or stakeholder relationships may adversely affect Atlas Arteria's financial performance and long-term value.
 - As the Bidder increases its ownership in Atlas Arteria, Atlas Arteria may not be able to satisfy the 'regularly traded' test to access reduced withholding tax

rates, which would reduce longer term cashflow received from its underlying assets in the US.⁴

(f) Reduced liquidity, index weighting and inclusion, analyst coverage and potential delisting

- The trading liquidity of ALX Securities has been reduced and may be further reduced if the Bidder continues to increase its ownership further, either during the rest of the Offer Period or through future acquisitions (including “creeping acquisitions”).
- Increased ownership by the Bidder and the reduction of Atlas Arteria’s free float is expected to result in lower index weighting and selling by passive index funds, even if Atlas Arteria remains included in relevant indices. Atlas Arteria’s investable weight factor will be reviewed by S&P in the September index rebalance which could result in Atlas Arteria’s position being reduced or being removed from certain indices depending on its free float market capitalisation, liquidity and minimum investable weight factors.
- Analyst coverage of Atlas Arteria may reduce following the Offer.
- The Bidder may also seek to remove Atlas Arteria from the Official List of the ASX. However, the Independent Directors do not expect it would be able to do so in the 12 months after this Offer under ASX Guidance or given the Bidder’s stated intentions.⁵ Pursuant to that ASX Guidance, following the close of the Offer Period, a special resolution of ALX Securityholders will usually be required to delist Atlas Arteria.

4 Transition of ATLAX Chair

Debbie Goodin will retire as the independent Non-executive Chair of ATLAX and an independent Non-executive Director of ATLIX with effect after the close of the Offer Period on 7 July 2026.

In April 2026, Ms Goodin publicly stated that she did not intend to complete a full three-year term following her re-election at the 2026 Annual General Meetings and committed to ensuring an orderly and well-planned transition to a new ATLAX Chair. Consistent with this position, Ms Goodin believes the close of the Offer represents an appropriate time for her to retire from the Atlas Arteria Boards.

Current independent Non-executive ATLAX Director John Wigglesworth will be appointed Interim Chair of ATLAX and a Non-executive Director of ATLIX, effective upon Ms Goodin’s retirement. Mr Wigglesworth, who joined the ATLAX Board in 2023, is an experienced board director and is currently Chair of the Atlas Arteria Audit and Risk Committee.

Supported by an external search firm, the Boards will accelerate the process already underway to identify a new independent Chair of ATLAX, consistent with the requirements of the DRA. Both internal and external candidates will be considered.

⁴ See Target’s Statement, section 8.5(b).

⁵ See Target’s Statement section 5.13(a).

5 Additional information

5.1 Date of the Supplementary Target's Statement

This Supplementary Target's Statement is dated 29 June 2026, which is the date on which it was lodged with ASIC and provided to ASX.

5.2 ALX Securityholders to seek independent advice

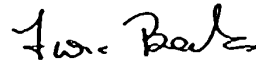
Atlas Arteria encourages ALX Securityholders to read the Target's Statement (including the Independent Expert's Report, the First Supplementary Target's Statement, the Second Supplementary Target's Statement, the Third Supplementary Target's Statement, the Fourth Supplementary Target's Statement and the Fifth Supplementary Target's Statement) in full and consider the Offer having regard to your personal circumstances. ALX Securityholders should also seek any independent financial, legal, tax or other professional advice that you require before taking any action in respect of the Offer.

5.3 Approval of Supplementary Target's Statement

This Supplementary Target's Statement has been approved by a resolution of the Independent Directors.



Debra Goodin
Independent Chair
ATLAX



Fiona Beck
Independent Chair
ATLIX