

Corporate Directory

Non-Executive Chairman
Mr John Fitzgerald

Managing Director
Mr Justin Tremain

Non-Executive Director
Mr Travis Schwertfeger

Company Secretary & CFO
Mr Trevor O'Connor

Exploration Manager
Mr Elliot Grant

Contact Details

ACN 009 146 794
50 Ord Street
West Perth WA 6005

PO BOX 71
West Perth WA 6872
T: +61 8 6117 0446
E: info@exorerresources.com.au
W: www.exorerresources.com.au
@ExoreResources

Exore Shareholders Approve Scheme of Arrangement

Exore Resources Ltd (ABN 16 009 146 794) (**'Exore'** or the **'Company'** | **ASX: ERX**) is pleased to announce that, at the scheme meeting held earlier today (**'Scheme Meeting'**), the requisite majorities of Exore shareholders approved the scheme of arrangement under which Perseus Mining Limited (**'Perseus'**) will acquire all of the shares in Exore (**'Scheme'**).

This satisfies one of the remaining conditions of the Scheme Implementation Deed, a copy of which was released to ASX on Wednesday, 3 June 2020. Exore and Perseus expect the remainder of the conditions to the Scheme to be satisfied or waived in due course.

Exore will now apply to the Supreme Court of Western Australia (**'Court'**) for orders to approve the Scheme at a hearing scheduled for 9:00am (WST) on Tuesday, 15 September 2020. If the Scheme is approved by the Court, Exore expects to lodge the Court orders approving the Scheme with the Australian Securities and Investments Commission on Wednesday, 16 September 2020.

If that occurs, on and from Wednesday, 16 September 2020, the Scheme will become effective in accordance with section 411(1) of the *Corporations Act 2001* (Cth) (**'Corporations Act'**). Trading in Exore's shares is then expected to be suspended at close of trading on Wednesday, 16 September 2020.

Details of the votes cast at the Scheme Meeting and details of the outcome of the resolution (**'Scheme Resolution'**) are included in Annexure A to this announcement in accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act.

Resolution 1

"That pursuant to and in accordance with section 411 of the Corporations Act 2001 (Cth):

(a) the Scheme, the terms of which are contained in and more particularly described in the Scheme Booklet (of which this Notice of Scheme Meeting forms part) is agreed to (with or without any modifications or conditions as approved by the Court); and

(b) the directors of Exore are authorised, subject to the terms of the Scheme Implementation Deed:

(i) to agree such modifications or conditions as thought fit by the Court; and

(ii) subject to approval of the Scheme by the Court, to implement the Scheme with any such modifications or conditions."

The resolution was carried on a poll. The requisite majorities are more than 50% of shareholders voting and more than 75% of shares voted. In summary:

- 97.54% of Exore shareholders present at the Scheme Meeting (in person or by proxy) voted in favour of the Scheme Resolution; and
- 99.76% of the votes cast were in favour of the Scheme Resolution.

This announcement has been authorised for release by Exore's Managing Director, Justin Tremain.

For further information, please contact:

Justin Tremain
Managing Director
+61 8 6117 0446



If you have questions regarding the number of Exore shares you hold please contact the Exore share registry on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) Monday to Friday between 9:00am and 5:00pm (WST).

All times and dates referred to are times in Perth, Australia. All dates are indicative only. Any changes to the indicative timetable for implementation of the Scheme will be announced to ASX and notified on Exore's website at www.exorerresources.com.au.

For personal use only

Annexure A: Results of Scheme Meeting - Resolution 1

Instructions given to validly appointed proxies (as at proxy close)				Votes cast on the poll			Resolution result
Votes for	Votes against	Votes discretionary	Votes abstain	Votes for	Votes against	Abstain*	Carried / not carried
278,598,492 shares	714,700 shares	22,489,913 shares	0 shares	301,088,405 shares	714,700 shares	0 shares	Carried
92.31%	0.24%	7.45%	0%	99.76%	0.24%	0%	
				198 shareholders	5 shareholders	0 shareholders	

*Note that the votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item.