

ASX RELEASE

LPI.ASX

23 January 2024

RESULTS OF SCHEME MEETING AND NOTICE OF SECOND COURT HEARING

Lithium Power International Limited (ASX: LPI) ("**LPI**" or the "**Company**") is pleased to announce that the requisite majorities of its shareholders ("**LPI Shareholders**") today voted in favour of the proposed scheme of arrangement pursuant to which a wholly-owned subsidiary of Corporación Nacional del Cobre de Chile ("**Codelco**"), Salar de Maricunga SpA, will acquire all of the shares in LPI ("**Scheme**").

Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), LPI advises that the resolution to approve the Scheme, as set out in the Notice of Meeting included in the Scheme Booklet dated 19 December 2023, was passed by the requisite majorities of LPI Shareholders.

A detailed report of the proxies received and votes cast on the resolution to approve the Scheme is included as **Annexure A** to this announcement.

In summary:

- 94.51% of LPI Shareholders present and voting (in person or by proxy, attorney or corporate representative) voted in favour of the Scheme; and
- 99.54% of the votes cast by LPI Shareholders were in favour of the Scheme.

Next steps

The Scheme remains subject to the approval by the Federal Court of Australia ("**Court**") (sitting in New South Wales) at a hearing scheduled for Tuesday, 13 February 2024 ("**Second Court Hearing**") and certain other customary conditions precedent as previously announced and described in the Scheme Booklet.¹ Further details about the Second Court Hearing are included as **Annexure B** to this announcement.

If the outstanding conditions precedent are satisfied or waived (as applicable) prior to the Second Court Hearing, and the Court approves the Scheme, LPI intends to lodge a copy of the orders of the Court with the Australian Securities and Investments Commission on Wednesday, 14 February 2024, so that the Scheme will become effective on that date. If this occurs, it is expected that LPI shares will be suspended from trading on the ASX with effect from close of trading on Wednesday, 14 February

¹ The Second Court Hearing will only occur if all of the remaining conditions precedent to the Scheme (other than the Federal Court of Australia's approval of the Scheme) have been satisfied or waived as at 8:00 am (AEDT) on Tuesday, 13 February 2024 (being the date that is currently scheduled to be the Second Court Date). Full details of the conditions precedent to the Scheme (and other terms of it) are set out in the Scheme Implementation Deed entered into between LPI and Codelco on 18 October 2023, a summary of which is included in the Scheme Booklet and which is available on the ASX website at www.asx.com.au and on LPI's website at www.lithiumpowerinternational.com.

2024.

Implementation of the Scheme is expected to occur on Friday, 23 February 2024.

Timetable

The key dates expected for the Scheme are set out below.

Key Dates	Date
Second Court Date for approval of the Scheme	Tuesday, 13 February 2024
Scheme Effective Date	Wednesday, 14 February 2024
Record Date for determining entitlements to receive Scheme consideration	5:00pm on Friday, 16 February 2024
Scheme Implementation Date	Friday, 23 February 2024

Note: All times and dates in the above timetable are references to the time and date in Sydney, New South Wales (AEDT). All dates are indicative only and, among other things, are subject to all necessary approvals from the Court and each other condition precedent to the Scheme being satisfied or waived (as applicable). LPI reserves the right to vary the times and dates set out above. Any changes to the above timetable will be announced on ASX and notified on LPI's website at www.lithiumpowerinternational.com.

LPI will continue to update LPI shareholders as to any material developments in relation to the Scheme as the timetable progresses.

Further Information

If you have any questions about the Scheme, please contact the LPI Shareholder Information Line on 1300 527 403 (within Australia) or +61 2 9066 6158 (outside Australia) on Monday to Friday between 9:00am and 5:30pm (AEDT), excluding public holidays in Sydney.

Authorised for release by the Board of Directors of Lithium Power International Limited.

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[Annexure A: detailed report of the votes cast on the resolution to approve the Scheme]

The Chairman
Lithium Power International Limited

Total number of scheme shareholders:
Voting capital: 640,529,158

Dear Sir,

As scrutineer appointed for the purpose of the Poll taken at the Court Meeting of the Members of the Company held on 23 January 2024, I HEREBY CERTIFY that the result of the Poll is correctly set out as follows:-

Present and Voting			Voted FOR the Resolution				Voted AGAINST the Resolution			
How Present	No. of Shareholders	Shares Represented	No. of Shareholders	% of Shareholders Represented	Shares Represented	% of Shares Represented	No. of Shareholders	% of Shareholders Represented	Shares Represented	% of Shares Represented
In Person	3	1,106,188	3	100.00%	1,106,188	100.00%	0	0.00%	0	0.00%
By Proxy	635	392,411,059	600	94.49%	390,611,913	99.54%	35	5.51%	1,799,146	0.46%
Total	638	393,517,247	603	94.51%	391,718,101	99.54%	35	5.49%	1,799,146	0.46%

Percentage of total Scheme Shares		
Shares Represented	Shares Voted FOR	Shares Voted AGAINST
61.44%	61.16%	0.28%

Percentage of total Scheme Holders		
No. of Shareholders	Scheme Shareholders Voted FOR	Scheme Shareholders Voted AGAINST
638	94.51%	5.49%

Yours faithfully,

David Parkinson
Returning Officer

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[Annexure B: Notice regarding Second Court Hearing]

Notice regarding Second Court Hearing

TO: All the creditors and members of Lithium Power International Limited (ACN 607 260 328) (**LPI**).

LPI refers to the proposed acquisition of LPI by Salar de Maricunga SpA (a wholly-owned subsidiary of Corporación Nacional del Cobre de Chile), by way of Scheme of Arrangement (**Scheme**), as announced to the ASX on 18 October 2023.

TAKE NOTICE that at 10:15 am (AEDT) on Tuesday, 13 February 2024 the Federal Court of Australia at Law Courts Building, 184 Phillip Street, Sydney, NSW will hear an application by LPI seeking the approval of the Scheme between LPI and its members, as proposed by a resolution passed by the meeting of the members of LPI held on Tuesday, 23 January 2024.

If you wish to oppose the approval of the Scheme, you must file with the Court, and serve on LPI, a notice of appearance, in the prescribed form, together with any affidavit on which you wish to rely at the hearing. The notice of appearance and affidavit must be served on LPI at its address for service at least one day before the date fixed for the hearing of the application.

The address for service of LPI is:

c/- Ashurst Australia
Level 9, 5 Martin Place,
Sydney NSW 2000
Attention: Nicole Gardner
Email: nicole.gardner@ashurst.com

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