

ASX ANNOUNCEMENT

ASX:AZS



Date: 8 April 2024

Results of EGM and Scheme Meeting

Azure Minerals Limited (ASX: AZS) ("**Azure**") is pleased to announce that its shareholders have passed by the requisite majorities:

- the resolution to approve the proposed acquisition of 100% of the shares in Azure by SH Mining Pty Ltd ("**SH Mining**"), a bid vehicle jointly owned by Sociedad Química y Minera de Chile S.A. (through its subsidiary SQM Australia Pty Ltd) and Hancock Prospecting Pty Ltd (through its subsidiary Hanrine Future Metals Pty Ltd) (together, the "**Joint Bidders**"), by way of scheme of arrangement ("**Scheme**") ("**Scheme Resolution**"); and
- the resolution to approve the Joint Bidders' joint bidding arrangements for the purposes of item 7 of section 611 of the *Corporations Act 2001* (Cth) ("**Section 611 item 7 Resolution**").

Results of the EGM

Azure advises that the Section 611 item 7 Resolution, as set out in the Notice of Extraordinary General Meeting (**EGM**) contained in Annexure 4 of Azure's transaction booklet dated 4 March 2024 ("**Transaction Booklet**"), was passed as an ordinary resolution by Azure shareholders. The total number of valid proxies received and votes cast in respect of the resolution are shown on the page attached.

Results of the Scheme Meeting

Azure advises that the Scheme Resolution, as set out in the Notice of Scheme Meeting contained in Annexure 5 of the Transaction Booklet, was passed by the requisite majority of Azure shareholders. The total number of valid proxies received and votes cast in respect of the resolution are shown on the page attached.

Next steps

Azure has applied to the Supreme Court of Western Australia ("**Court**") for approval of the Scheme at a hearing scheduled for 4.00pm (Perth time) on Wednesday, 1 May 2024 ("**Second Court Hearing**"). The Scheme remains subject to certain customary conditions precedent as previously announced and described in the Transaction Booklet.¹ If the outstanding conditions precedent are satisfied or waived (as applicable) prior to the Second Court Hearing, and the Court approves the Scheme, Azure intends to lodge a copy of the Court orders with the Australian Securities and

¹ The Second Court Hearing may not take place at the scheduled time and date if all of the conditions precedent to the Scheme (other than approval of the Scheme at the Second Court Hearing) have not been satisfied or waived (as applicable) before 5.00pm (Perth time) on Tuesday, 30 April 2024. Full details of the conditions precedent to the Scheme are set out in the Transaction Implementation Deed dated 19 December 2023 between Azure, SH Mining and the Joint Bidders. Refer to Azure's ASX announcement dated 19 December 2023 titled 'Azure Enters Joint Bid Transaction Implementation Deed with SQM and Hancock' for a copy of the Transaction Implementation Deed.

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Investments Commission on Thursday, 2 May 2024, at which time the Scheme will become effective. If this occurs, Azure expects that ASX will suspend Azure shares from trading on the ASX with effect from close of trading that day.

If the Scheme becomes effective, implementation of the Scheme is expected to occur on Thursday, 9 May 2024 and shareholders on the Azure share register on the scheme record date (being 5.00pm (Perth time) on Monday, 6 May 2024) will be entitled to receive the Scheme consideration of \$3.70 cash per Azure share.

Timetable

An indicative timetable is set out below:

Event	Target date
Second Court Date	4.00pm (Perth time) on Wednesday, 1 May 2024
Effective Date of the Scheme	Thursday, 2 May 2024
Last trading of Azure shares on ASX	Thursday, 2 May 2024
Scheme Record Date	5.00pm (Perth time) on Monday, 6 May 2024
Implementation Date	Thursday, 9 May 2024
Delisting of Azure from ASX	Friday, 10 May 2024

All stated dates and times are indicative only. The actual timetable will depend on many factors outside the control of Azure and the Joint Bidders, including the Court approval process and the satisfaction or waiver of the conditions precedent to the completion of the Scheme. To the extent that the condition precedent relating to approval from the Foreign Investment Review Board is obtained prior to 30 April 2024 and there is sufficient time to hold the Second Court Date at an earlier time, Azure intends to do so. Any changes to the above timetable will be announced to ASX and available under Azure's profile at www.asx.com.au.

Azure will update its shareholders as to any material developments in relation to the Scheme as the timetable progresses.

If you have any questions, please contact the Azure Shareholder Information Line on 1300 261 960 (within Australia) or +61 3 9415 4228 (outside of Australia) between 8.30am and 5.00pm (Sydney time), Monday to Friday (excluding public holidays).

This ASX announcement has been approved by Azure's Board of Directors and authorised for release by Azure's Managing Director, Tony Rovira.

ENDS

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The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
Resolution 1 Section 611 item 7 Resolution	Ordinary	204,976,193 98.42%	2,972,978 1.43%	325,987 0.15%	113,323	205,530,234 98.57%	2,972,978 1.43%	113,323	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

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**Azure Minerals Limited
Scheme Meeting
Monday, 08 April 2024
Results of Meeting**



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Resolution details	Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll			Resolution Result
Resolution	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
Approval of the Scheme	205,549,377 98.33%	3,262,198 1.56%	238,099 0.11%	20,873	205,996,470 98.44%	3,262,198 1.56%	20,873	Carried
					Number of shareholders voting on the poll			
					For	Against	Abstain*	
					517 86.89%	78 13.11%	0	

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

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