

ASX Announcement

13 June 2024

## RESULTS OF SCHEME MEETING – CSR SHAREHOLDERS VOTE IN FAVOUR OF SCHEME OF ARRANGEMENT AND NOTICE REGARDING SECOND COURT HEARING

CSR Limited (“**CSR**” or the “**Company**”) announces that CSR Shareholders have today voted in favour of the proposed acquisition of CSR by Compagnie de Saint-Gobain (“**Saint-Gobain**”) by way of scheme of arrangement (“**Scheme**”).

### Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), CSR advises that the resolution to approve the Scheme (“**Scheme Resolution**”), as set out in the Notice of Scheme Meeting included in the Scheme Booklet dated 26 April 2024 (“**Scheme Booklet**”), was passed by the Requisite Majorities of CSR Shareholders at the Scheme Meeting held earlier today.

In summary:

- 98.55% of the votes cast by CSR Shareholders were in favour of the Scheme Resolution; and
- 88.63% of CSR Shareholders present and voting at the Scheme Meeting (either in person or by proxy) were in favour of the Scheme Resolution.

Details of the valid proxies received and votes cast are attached to this announcement.

### Notice of Second Court Hearing

The court hearing to approve the Scheme (“**Second Court Hearing**”) will take place at 9.30am (Sydney time) on Tuesday, 18 June 2024 in the Supreme Court of New South Wales at Law Courts Building, 184 Phillip Street, Queens Square, Sydney.

CSR Shareholders have the right to appear and be heard at the Second Court Hearing and may oppose the approval of the Scheme at the Second Court Hearing.

If you wish to oppose approval of the Scheme by the Court at the Second Court hearing you must file with the Court, and serve on CSR, 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 CSR at its address for service at least 1 day before the Second Court Hearing. The address for service of CSR is Herbert Smith Freehills, ANZ Tower, Level 33, 161 Castlereagh Street, Sydney NSW 2000 (Reference: Luke Bradshaw Hastings).

## Next steps

The Scheme remains subject to the approval of the Court at the Second Court Hearing scheduled for 9.30am (Sydney time) on Tuesday, 18 June 2024, and certain other conditions precedent as previously announced and described in the Scheme Booklet.

If the outstanding conditions precedent are satisfied or waived (if applicable) prior to the hearing, and the Court approves the Scheme, CSR proposes to lodge a copy of the orders of the Court with the Australian Securities and Investments Commission (which is expected to occur on Wednesday, 19 June 2024), at which time the Scheme will become legally effective. It is then expected that:

- CSR Shares will be suspended from trading on the ASX from the close of trading on Wednesday, 19 June 2024;
- on Monday, 1 July 2024, CSR Shareholders will receive the CSR Permitted Dividend of \$0.12 cash per CSR Share held on the CSR Permitted Dividend Record Date, being 7.00pm (Sydney time) on Monday, 24 June 2024; and
- on Tuesday, 9 July 2024, the Scheme will be implemented and the Scheme Consideration of \$8.88 cash per CSR Share will be paid to CSR Shareholders in respect of all CSR Shares held on the Scheme Record Date which is expected to be 7.00pm (Sydney time) on Tuesday, 2 July 2024.

The above timetable is indicative only and the included times and dates are subject to change. CSR will announce any changes to the ASX.

## Shareholder Information Line

For further information, please refer to the Scheme Booklet. If you have any questions, please contact the Shareholder Information Line on 1300 237 569 (for callers within Australia) or +61 2 9066 4055 (for callers outside Australia) between 8.30am and 5.30pm (Sydney time) Monday to Friday (excluding public holidays).

This announcement has been authorised for release by the Board of Directors of CSR.

### Analyst enquiries:

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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	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
That, pursuant to and in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth), the scheme of arrangement proposed between CSR Limited and the holders of its ordinary shares, as contained in and more particularly described in the scheme booklet of which the notice convening this meeting forms part, is agreed to (with or without alterations or conditions as approved by the Supreme Court of New South Wales to which CSR Limited and Compagnie de Saint-Gobain agree). <sup>1</sup>	228,784,215 97.23%	3,254,961 1.39%	3,242,275 1.38%	178,127	232,532,548 98.55%	3,422,386 1.45%	178,427	Carried
					Number of shareholders voting on the poll (where applicable)			
					For	Against	Abstain#	
					5,075 88.63%	651 11.37%	50	

\* Votes cast by a person who abstains from voting are not counted in calculating the required majority on the poll.

# A person who abstains from voting is not counted in calculating the required majority on the poll.

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