

## SCHEMES APPROVED BY GREENSTONE SECURITYHOLDERS

Greenstone Resources Limited (ASX: GSR) (**Greenstone**) and Horizon Minerals Limited (ASX: HRZ) (**Horizon**) refer to the announcements on:

- 13 February 2024 and 2 April 2024 in relation to the proposed merger between Horizon and Greenstone to be conducted by way of schemes of arrangement under the Corporations Act 2001 (Cth), whereby Horizon will acquire 100% of the fully paid ordinary shares in Greenstone (**Share Scheme**) and 100% of the listed Greenstone options (**Option Scheme**, and together with the Share Scheme, the **Schemes**), subject to the satisfaction of various conditions; and
- 1 May 2024 in relation to the orders of the Supreme Court of Western Australia (**Court**):
  - directing Greenstone to convene a meeting of Greenstone shareholders for the purpose of considering and to vote on the Share Scheme (**Share Scheme Meeting**); and
  - directing Greenstone to convene a meeting of Greenstone listed optionholders for the purpose of considering and to vote on the Option Scheme (**Option Scheme Meeting**); and
- 27 May 2024 in relation to the hearing of the Supreme Court of Western Australia to approve the Schemes currently scheduled to occur at 10:00am (Perth time) on Wednesday, 5 June 2024 (**Second Court Hearing**).

Greenstone and Horizon are pleased to announce that the Schemes have been approved by Greenstone shareholders at the Share Scheme Meeting and by Greenstone listed optionholders at the Option Scheme Meeting, each held today.

Greenstone advises that the resolution relating to the Share Scheme (the **Share Scheme Resolution**) and the resolution relating to the Option Scheme (**Option Scheme Resolution**) were each passed by the requisite majorities of Greenstone shareholders and Greenstone listed optionholders, respectively.

### Share Scheme Resolution

For the Share Scheme Resolution to have been approved, it was necessary for both of the following voting thresholds to be met:

- (1) more than 50% in number of the Greenstone shareholders who were present and voting at the Share Scheme Meeting, either in person, by proxy or attorney, or in the case of corporate Greenstone shareholders, by corporate representative; and
- (2) at least 75% of the total number of votes cast on the Share Scheme Resolutions by Greenstone shareholders at the Share Scheme Meeting.

The first and second thresholds were met, and the Share Scheme was approved by Greenstone shareholders.

## Option Scheme Resolution

For the Option Scheme Resolution to have been approved, it was necessary for both of the following voting thresholds to be met:

- (1) more than 50% in number of the Greenstone listed optionholders who were present and voting at the Option Scheme Meeting, either in person, by proxy or attorney, or in the case of corporate Greenstone listed optionholders, by corporate representative; and
- (2) at least 75% of the total number of votes cast on the Option Scheme Resolution by Greenstone listed optionholders at the Option Scheme Meeting.

The first and second thresholds were met, and the Option Scheme was approved by Greenstone listed optionholders.

A detailed report of the votes cast on the Share Scheme Resolution and Option Scheme Resolution to approve the respective Schemes is included as Annexure A to this announcement.

In summary:

- at the Share Scheme Meeting:
  - 85.46% in number of the Greenstone shareholders present and voting at the Share Scheme Meeting voted in favour of the Share Scheme Resolution (either in person, by proxy or attorney, or in the case of corporate Greenstone shareholders, by corporate representative); and
  - 96.88% of the total number of votes cast by Greenstone shareholders were in favour of the Share Scheme Resolution; and
- at the Option Scheme Meeting:
  - 94.87% in number of the Greenstone listed optionholders present and voting at the Option Scheme Meeting voted in favour of the Option Scheme Resolution (either in person, by proxy or attorney, or in the case of corporate Greenstone listed optionholders, by corporate representative); and
  - 99.14% of the total number of votes cast by Greenstone listed optionholders were in favour of the Option Scheme Resolution.

Although Greenstone securityholder approval has been obtained, the Schemes remain subject to a number of customary conditions detailed in the Scheme Implementation Deed entered into with Horizon (a full copy of which is included in Annexure A to the ASX Announcement dated 13 February 2024 titled "Horizon and Greenstone to merge to create a new merging gold producer in the WA goldfields", which is available on the ASX website at [www.asx.com.au](http://www.asx.com.au) and Greenstone's website at <https://greenstoneresources.com.au/>, including:

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- the Supreme Court of Western Australia approving the Schemes at the Second Court Hearing;
- the Independent Expert (as defined in the Scheme Booklet) continuing to conclude that, in the absence of a superior proposal, the Schemes are in the best interests of Greenstone securityholders; and
- the satisfaction or waiver of any remaining conditions prior to 8.00am on the date of the Second Court Hearing.

Subject to these remaining conditions being satisfied or waived (where permitted), implementation of the Schemes is expected to occur on or about 18 June 2024 (see the indicative timetable below).

Further details regarding the Second Court Hearing are included in the ASX Announcement dated 28 May 2024, which is available on the ASX website at [www.asx.com.au](http://www.asx.com.au) and Greenstone's website at <https://greenstoneresources.com.au/>.

## Timetable

Key events and the expected timing in relation to implementation of the Schemes are set out below:

Event	Date
<b>Second Court Hearing (Approval)</b>	5 June 2024
<b>Effective Date</b>	6 June 2024
<b>Suspension of trading of Greenstone shares and Greenstone listed options on ASX</b>	Close of trading on 6 June 2024
<b>Record Date for determining entitlements to the Scheme Consideration</b>	11 June 2024
<b>Implementation Date</b>	18 June 2024
<b>Termination of official quotation of Greenstone shares and listed options on ASX</b>	5:00pm (AWST) on 18 June 2024 (or as otherwise determined by ASX)

These dates are indicative only and, among other things, are subject to the Court approval process and the satisfaction or waiver (where permitted) of the conditions to the Schemes set out in section 12.2 of the Scheme Booklet.

## ASX ANNOUNCEMENT



**This announcement has been approved for release by the Board of Directors of Horizon Minerals Ltd and Greenstone Resources Ltd.**

**For further information, please contact:**

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# ASX ANNOUNCEMENT



## ANNEXURE A: RESULTS OF THE SCHEME MEETINGS

# Disclosure of Proxy Votes

## Greenstone Resources Limited

Scheme Meeting

Friday, 31 May 2024



**Automic**

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ABN 27 152 260 814

In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)			Results
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
1 Approval of Share Scheme	P	658,082,629	589,977,517 89.65%	20,589,878 3.13%	328,344	47,515,234 7.22%	639,746,145 96.88%	20,589,878 3.12%	328,344	Passed



# Disclosure of Proxy Votes

## Greenstone Resources Limited

Option Scheme Meeting

Friday, 31 May 2024



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			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
1 Approval of Option Scheme	P	67,095,398	66,518,475 99.14%	576,923 0.86%	0	0 0.00%	66,556,936 99.14%	576,923 0.86%	0	Passed

