

ASX Announcement

Potential Takeovers Panel proceedings and change to Entitlement Offer Timetable

2 September 2024

Energy Resources of Australia Ltd (**ERA**) refers to the non-underwritten pro-rata renounceable offer of new fully paid ERA ordinary shares (**New Shares**) to raise up to approximately \$880 million, as announced to ASX on 29 August 2024 (**Entitlement Offer**).

Potential Takeovers Panel proceedings by Zentree and Packer & Co

ERA advises that its Independent Board Committee (**IBC**) has received a letter from Zentree Investments Limited and Packer & Co Limited:

- indicating that a Takeovers Panel application is being prepared, seeking a declaration of unacceptable circumstances in respect of the Entitlement Offer and requesting interim and final orders; and
- requesting that ERA amend the timetable for the Entitlement Offer so as to delay the "ex date" and commencement of trading of entitlements under the Entitlement Offer (with consequent changes to the rest of the Entitlement Offer timetable) until such time as the Takeovers Panel determines whether to make the requested interim orders.

On receipt of the application, ERA anticipates that the Takeovers Panel will issue a media release in relation to the application, and it will keep shareholders updated in relation to any material developments.

Change to Entitlement Offer Timetable

The IBC does not agree that unacceptable circumstances exist in relation to the Entitlement Offer.

However, in light of this information and in the interests of minimising disruption to the Entitlement Offer, the IBC has requested ASX to defer the Entitlement Offer timetable by five (5) trading days such that the ex-date for the Entitlement Offer (and commencement of entitlements trading on a deferred settlement basis) will now take place on **Monday 9 September 2024**, instead of today.

ASX has agreed to implement this proposal but requires one business day's notice to be able to implement such a change. Accordingly, ERA's shares are being placed in voluntary suspension today, whilst this proposal is processed.

Unless ASX decides otherwise, trading in ERA's shares will be suspended until the commencement of normal trading on Tuesday, 3 September 2024.

A revised timetable which ASX has agreed to implement is set out below.

Updated Entitlement Offer Timetable*

Event	Date
Announcement of Entitlement Offer and ASX release of Investor Presentation	Thursday, 29 August 2024
ASX release of Offer Information Booklet, Cleansing Statement and Appendix 3B	Thursday, 29 August 2024
Voluntary suspension	Monday, 2 September 2024
Ex-date	Monday, 9 September 2024
Entitlements trading on ASX begins on deferred settlement basis	Monday, 9 September 2024
Record date for eligibility in the Entitlement Offer	7:00pm Sydney time, Tuesday, 10 September 2024
Entitlement Offer opens	Thursday, 12 September 2024
Notice sent to Eligible Shareholders with weblink to access personalised Entitlement and Acceptance Form and the Offer Information Booklet	Thursday, 12 September 2024
Entitlement trading on ASX on normal settlement basis begins	Friday, 13 September 2024
Entitlements trading on ASX ends	4:00pm Sydney time, Thursday, 26 September 2024
New Shares under the Entitlement Offer commence trading on ASX on deferred settlement basis	Friday, 27 September 2024
Last day to extend the Entitlement Offer closing date	Before 12.00pm Sydney time, Monday, 30 September 2024
Entitlement Offer closes	5:00pm Sydney time, Thursday, 3 October 2024
Announcement of results of Entitlement Offer	Tuesday, 8 October 2024
Determination of allocation under Shortfall Facility and Shortfall Bookbuild	Tuesday, 8 October 2024
Notification of shortfall under Entitlement Offer to ASX	Wednesday, 9 October 2024
Issue of New Shares under the Entitlement Offer and lodgement of Appendix 2A	Before 12:00pm Sydney time, Friday, 11 October 2024
New Shares under the Entitlement Offer commence trading on ASX on a normal settlement basis	Monday, 14 October 2024

**ERA reserves the right, subject to the Corporations Act, ASX Listing Rules and other applicable laws, to withdraw or vary the dates of the Entitlement Offer at its discretion and without notice. In particular, ERA reserves the right to extend the closing date of the Entitlement Offer or accept late applications, either generally or in particular cases, without prior notice. The commencement of*

quotation of New Shares is subject to confirmation from ASX. ERA reserves the right to cancel the Entitlement Offer at any time prior to the allotment of New Shares.

This announcement is authorised by the Independent Board Committee.

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About Energy Resources Australia Ltd

Energy Resources of Australia Ltd (ERA) has been one of the nation's largest uranium producers and operated Australia's longest continually producing uranium mine.

After closure of the Ranger Mine in 2021, ERA is now committed to creating a positive legacy and achieving world class, sustainable rehabilitation of former mine assets.

The Ranger Rehabilitation Project is located on Aboriginal land and is surrounded by, but separate from, Kakadu National Park. ERA respectfully acknowledges the Mirarr people, Traditional Custodians of the land on which the Ranger Project Area is situated.

ERA's Ranger Project Area (100%) is located eight kilometres east of Jabiru and 260 kilometres east of Darwin, in Australia's Northern Territory. ERA also holds title to the Jabiluka Mineral Lease (100%) and is a signatory to the Long Term Care and Maintenance Agreement over the Jabiluka Mineral Lease.