



CASSINI
RESOURCES LIMITED

ASX Release (CZI)

13 August 2020

Registration of Acquisition Scheme Booklet and Demerger Scheme Booklet

HIGHLIGHTS:

- **Acquisition Scheme Booklet and Demerger Scheme Booklet now registered with the Australian Securities and Investments Commission**
- **Scheme Booklets available online**
- **Scheme meetings to be held in person and online on 21 September 2020**

Cassini Resources Limited (ASX:CZI) (**Cassini** or **Company**) refers to the proposed acquisition of Cassini by OZ Minerals Limited (**OZ Minerals**) by way of scheme of arrangement (**Acquisition Scheme**) and the inter-conditional scheme of arrangement and connected capital reduction (**Demerger Scheme**) announced previously to ASX on 22 June 2020 and the announcement to ASX on 12 August 2020 announcing the orders made by the Court approving the despatch of the Acquisition Scheme Booklet and the Demerger Scheme Booklet (together the **Scheme Booklets**) and the convening of meetings of Cassini shareholders to consider the Acquisition Scheme and Demerger Scheme.

Cassini is pleased to confirm that the Scheme Booklets were registered today with the Australian Securities and Investments Commission.

If the Acquisition Scheme is implemented, Cassini shareholders (other than ineligible foreign shareholders and Cassini shareholders who hold an unmarketable parcel) will receive scrip consideration of 1 OZ Minerals share for every 68.5 Cassini shares held. The Demerger Scheme, if implemented, will see Cassini undertake a demerger of its Yarawindah Brook and Mount Squires assets into Caspin Resources Limited.

The Acquisition Scheme Booklet and Demerger Scheme Booklet (together the **Scheme Booklets**) will be available for viewing and downloading on the Company's website at www.cassiniresources.com.au and on Cassini's platform on the ASX at: www.asx.com.au.

Cassini shareholders should carefully read the Scheme Booklets in its entirety and the material accompanying it before deciding whether to vote in favour of the Acquisition Scheme, Demerger Scheme and Capital Reduction.

Shareholder Meetings and Resolutions

Three consecutive shareholder meetings will be held on 21 September 2020 to consider three separate resolutions required for the Acquisition Scheme and Demerger Scheme to be implemented (**Meetings**). Due to the potential health risks associated with large gatherings and the coronavirus (COVID-19) pandemic, the Company has made arrangements for Cassini shareholders to participate in the Meetings electronically. Details of how to log in online will be in the relevant notice of meeting released separately immediately following this announcement.

All Cassini shareholders are encouraged to vote either by joining the Meetings electronically, or by appointing a proxy, corporate representative or attorney to join the relevant electronic Meetings on their behalf.

(a) Acquisition Scheme Meeting - 21 September 2020 at 10:00am (AWST)

The meeting of shareholders to approve the Acquisition Scheme will be held in person at BDO Australia, 38 Station Street, Subiaco, Western Australia and electronically on 10:00am (AWST).

The Notice of Acquisition Scheme Meeting is included as an annexure to the Acquisition Scheme Booklet and a personalised proxy form for the Acquisition Scheme Meeting will accompany the Acquisition Scheme Booklet.

(b) Demerger Scheme Meeting - 21 September 2020 will be held immediately following the conclusion of the Acquisition Scheme Meeting (but not before 11:00am (AWST))

The meeting of shareholders to approve the Demerger Scheme, will be held in person at BDO Australia, 38 Station Street, Subiaco, Western Australia and electronically immediately following the conclusion of the Acquisition Scheme Meeting (but not before 11:00am (AWST)).

The Notice of Demerger Scheme Meeting is included as an annexure to the Demerger Scheme Booklet and a personalised proxy form for the Demerger Scheme Meeting will accompany the Demerger Scheme Booklet.

(c) Capital Reduction Meeting - 21 September 2020 will be held immediately following the conclusion of the Demerger Scheme Meeting (but not before 11:30am (AWST))

The meeting of shareholders to approve the associated capital reduction in relation to the Demerger Scheme, will be held in person at BDO Australia, 38 Station Street, Subiaco, Western Australia and electronically immediately following the conclusion of the Demerger Scheme Meeting (but not before 11:30am (AWST)).

The Notice of Capital Reduction Meeting is included as an annexure to the Demerger Scheme Booklet and a personalised proxy form for the Capital Reduction Meeting will accompany the Demerger Scheme Booklet.

ASIC relief

The Company has been granted relief by ASIC from the on-sale restrictions in sections 707(3), (4), (5) and (6) as further described in section 13.12 of the Demerger Scheme Booklet.

The Company has consulted with ASIC and has withdrawn its relief application in respect of the operation of the sale facility under the Demerger Scheme following clarification of ASIC's interpretation of the relevant provisions of the Corporations Act.

Further information

Cassini encourages Cassini shareholders to read the Scheme Booklets in their entirety before deciding whether or not to vote in favour of the Acquisition Scheme, Demerger Scheme and Capital Reduction at the relevant Meetings.

If you require further information or have questions, please contact the Company Secretary on +61 8 9322 7600 Monday to Friday between 9:00am and 5:00pm (AWST).

This has been authorised for release by Richard Bevan.

Richard Bevan
Managing Director

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