

20 July 2022



## Vimy shareholders vote in favour of merger with Deep Yellow

Vimy Resources Limited (ASX:VMY, OTCQB:VMRSF) (**Vimy** or **Company**) is pleased to announce that the requisite majorities of its shareholders (**Vimy Shareholders**) today voted in favour of the proposed scheme of arrangement, pursuant to which Deep Yellow Limited (ASX:DYL, OTCQX: DYLLF) (**Deep Yellow**) will acquire all of the shares in Vimy (**Vimy Shares**) (**Scheme**).

### Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), Vimy advises that the resolution to approve the Scheme as set out in the notice of Scheme meeting attached to Vimy's scheme booklet registered by ASIC on 16 June 2022 (**Scheme Resolution**), was passed by the requisite majorities of Vimy shareholders. A detailed report of the poll and proxy results on the Scheme Resolution is included as Annexure A to this announcement. In summary:

- **96.57%** of Vimy Shareholders present and voting at the Scheme meeting (in person or by proxy, attorney or corporate representative via Vimy's online meeting platform) voted in favour of the Scheme Resolution; and
- **99.00%** of the total number of votes cast by Vimy Shareholders at the Scheme meeting (in person or by proxy, attorney or corporate representative via Vimy's online meeting platform) were in favour of the Scheme Resolution.

### Next steps

Vimy will now seek approval of the Scheme by the Supreme Court of Western Australia (**Court**) at a second Court hearing scheduled for Tuesday, 26 July 2022 (**Second Court Hearing**).<sup>1</sup> Further details about the Second Court Hearing are included as Annexure B to this announcement.

If the Court approves the Scheme at the Second Court Hearing, Vimy intends to lodge a copy of the orders of the Court with the Australian Securities and Investments Commission on Wednesday, 27 July 2022, so that the Scheme will become effective on that date. If this occurs, Vimy Shares will be suspended from trading on ASX with effect from close of trading on Wednesday, 27 July 2022.

Implementation of the Scheme is expected to occur on Thursday, 4 August 2022, subject to the satisfaction or waiver of the remaining conditions precedent to the Scheme (including approval by the Court at the Second Court Hearing).

### Scheme Timetable

The key dates expected for the Scheme are set out below.

<sup>1</sup> The Scheme remains subject to certain conditions. The Second Court Hearing will only occur if all of the remaining conditions precedent to the Scheme (other than the Supreme Court of Western Australia's approval of the Scheme) have been satisfied or waived as at 8.00 am (Perth time) on Tuesday, 26 July 2022 (being the date that is currently scheduled to be the Second Court Date). Full details of the conditions precedent to the Scheme (and other terms of it) are set out in the Scheme Implementation Deed entered into between Vimy and Deep Yellow (as amended from time to time), a summary of which is included in the Scheme Booklet and which is available on the ASX website at [www2.asx.com.au](http://www2.asx.com.au) and on Vimy's website at [www.vimyresources.com.au](http://www.vimyresources.com.au).



Key Dates	Date*
Second Court Date for approval of the Scheme	Tuesday, 26 July 2022
Effective Date	Wednesday, 27 July 2022
Scheme Record Date	5:00pm (AWST), Friday, 29 July 2022
Implementation Date	Thursday, 4 August 2022
New Deep Yellow Shares commence trading on ASX on a normal settlement basis	Friday, 5 August 2022

\*All times and dates in the above timetable are references to the time and date in Perth, Western Australia (AWST). All dates are indicative only and, among other things, are subject to the Court approval process, ASX approval and the satisfaction or, where applicable, waiver of the conditions set out in Section 2.5 of the Scheme Booklet. Vimy reserves the right to vary the times and dates set out above. Any changes to the above timetable will be announced on ASX and notified on Vimy's website at [www.vimyresources.com.au](http://www.vimyresources.com.au).

Vimy will continue to update Vimy shareholders as to any material developments in relation to the Scheme as the timetable progresses.

**ENDS**

**Steven Michael**  
**Managing Director**

Tel: +61 8 9389 2700

Released for and on behalf of the Board of Vimy Resources Limited



## About Vimy Resources

Vimy Resources Limited (ASX: VMY, OTCQB: VMRSF) is a Perth-based resource development company. Vimy's flagship project is the Mulga Rock Project (100%), one of Australia's largest undeveloped uranium resources, which is located 290km by road ENE of Kalgoorlie in the Great Victoria Desert of Western Australia.

Vimy also owns and operates the largest granted uranium exploration package in the world-class Alligator River uranium district, located in the Northern Territory. Vimy is exploring for large high-grade uranium unconformity deposits identical to those found in the Athabasca Basin in Canada.

Vimy acknowledges the Traditional Custodians of the country on which we work and travel, throughout Australia, and respects their associated connections.

### Directors and Management

The Hon. Cheryl Edwardes AM  
*Non-Executive Chairman*

Wayne Bramwell  
*Non-Executive Director*

Steven Michael  
*Managing Director & CEO*

Dr Tony Chamberlain  
*Executive Director & COO*

Paula Arthur  
*Manager Approvals and ESG*

Shannon Coates  
*Company Secretary*

Scott Hyman  
*Vice President Sales and Marketing*

Xavier Moreau  
*General Manager, Geology and Exploration*

Matthew Owen  
*Chief Financial Officer*

Kyle Pitcher  
*Registered Manager, Mulga Rock Project*



For a comprehensive view of information that has been lodged on the ASX online lodgement system and the Company website, please visit [asx.com.au](http://asx.com.au) and [vimyresources.com.au](http://vimyresources.com.au), respectively.

#### Principal Place of Business

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ABN: 56 120 178 949

#### Share Registry

Automatic Group

T: 1300 288 664 (within Australia)  
+61 2 9698 5414 (outside Australia)  
W: [investor.automic.com.au](http://investor.automic.com.au)  
E: [hello@automicgroup.com.au](mailto:hello@automicgroup.com.au)



### Towards Sustainable Mining®

Vimy has adopted an award-winning accountability framework which helps minerals companies evaluate, manage and communicate their sustainability performance.

Adopting the independently verified system will reinforce Vimy's commitment to continuous improvement in safety, environmental and social governance (ESG).

### Committed to:



The amount of natural uranium produced from Mulga Rock (3.5Mlbs pa U<sub>3</sub>O<sub>8</sub>) if utilised in nuclear reactors which displaced coal-fired electricity would reduce carbon dioxide equivalent emissions by approximately

**64 million tonnes**



That is equivalent to **about 12%** of Australia's and **70%** of Western Australia's greenhouse gas emissions



## **Annexure A: Voting Results of the Scheme Meeting**

### **VIMY RESOURCES LIMITED SCHEME MEETING**

**Wednesday, 20 July 2022  
Voting Results**

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

# Disclosure of Proxy Votes

## VIMY RESOURCES LIMITED

Scheme Meeting

Wednesday, 20 July 2022



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)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Scheme Resolution - That under and in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth), the members agree to the arrangement proposed between Vimy Resources Limited and the holders of its fully paid ordinary shares, designated the Scheme, as contained in and more particularly described in the Scheme Booklet accompanying the notice convening this meeting (with or without any alterations or conditions agreed or any alterations or conditions required by the Court) and the Board of Directors of Vimy is authorised to implement the Scheme with any such alterations or conditions.	P	507,608,186	501,829,600 98.86%	4,243,321 0.84%	10,357	1,535,265 0.30%	507,572,689 99.00%	5,110,125 1.00%	10,357





## **Annexure B: Second Court Hearing**

### **Notice of hearing to approve scheme of arrangement under section 411 of the *Corporations Act 2001* (Cth)**

TO all members of Vimy Resources Limited ACN 120 178 949 (**Vimy**).

TAKE NOTICE that at 9.15am (AWST) on 26 July 2022, the Supreme Court of Western Australia at David Malcolm Justice Centre, 28 Barrack Street, Perth, Western Australia, will hear an application by Vimy seeking the approval of a scheme of arrangement between Vimy and its shareholders, if agreed to by a resolution to be considered by the meeting of shareholders of Vimy held as a virtual meeting on 20 July 2022 at 10.00am (AWST) pursuant to the electronic arrangements described in the notice convening the scheme meeting (see Appendix 4 of the scheme booklet).

If you wish to oppose the approval of the scheme of arrangement, you must file and serve on Vimy 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 Vimy at its address for service at least 1 day before the date fixed for the hearing of the application.

The address for service of Vimy is c/o MinterEllison, Allendale Square, 77 St Georges Terrace, Perth, Western Australia 6000 (Attention: Shaun McRobert).

A copy of the scheme booklet is available on Vimy's website (<https://www.vimyresources.com.au>).

This notice is inserted by Vimy Resources Limited ACN 120 178 949.