

13 April 2023

Results of Scheme Meeting

OZ Minerals is pleased to announce that the requisite majorities of its shareholders today voted in favour of the proposed scheme of arrangement pursuant to which BHP Lonsdale Investments Pty Ltd ("BHP"), a wholly owned subsidiary of BHP Group Limited (ASX: BHP), will acquire 100% of the shares in OZ Minerals ("Scheme").

OZ Minerals Chairman Rebecca McGrath and Managing Director and Chief Executive Officer, Andrew Cole said:

"Today's strong endorsement from our shareholders enables the next chapter for OZ Minerals as, pending endorsement of the Court, we will become part of a major global mining company which values our strategy of creating value for stakeholders, enabled by our agile culture of inclusion, innovation and collaboration, as well as our portfolio of modern minerals operating assets and our pipeline of growth opportunities. We thank all our stakeholders for their contribution over the years."

Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act, a detailed report of the votes cast on the resolution to approve the Scheme is included as Annexure A to this announcement.

In summary:

- 98.33% of the votes cast by OZ Minerals shareholders were in favour of the Scheme; and
- 88.34% of OZ Minerals shareholders present and voting (in person or online or by proxy, attorney or corporate representative) voted in favour of the Scheme.

Next steps

OZ Minerals will now seek approval of the Scheme by the Federal Court of Australia ("Court") at a hearing scheduled for 10.30am (Melbourne time) on Monday, 17 April 2023 ("Second Court Hearing")¹.

If the Court approves the Scheme at the Second Court Hearing, OZ Minerals intends to lodge a copy of the orders of the Court with the Australian Securities and Investments Commission on Tuesday, 18 April 2023, so that the Scheme will become effective on that date. If this occurs, OZ Minerals

¹ 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 Court's approval of the Scheme) have been satisfied or waived as at 10.30am (Melbourne time) on Monday, 17 April 2023 (being the date that is currently scheduled for the Second Court Hearing). 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 OZ Minerals and BHP, a summary of which is included in the Scheme Booklet and which is available on the ASX website at www.asx.com.au.

expects that the ASX will suspend OZ Minerals shares from trading on ASX with effect from the close of trading on that day.

Implementation of the Scheme is expected to occur on Tuesday, 2 May 2023, subject to the satisfaction or waiver of the remaining conditions precedent to the Scheme, including approval of the Scheme by the Court at the Second Court Hearing.

Scheme consideration

OZ Minerals' Board of Directors today declared a fully franked special dividend of \$1.75 per OZ Minerals share ("Special Dividend"). The Special Dividend is conditional on the Scheme becoming effective and is payable on the Implementation Date, being 2 May 2023 to holders of OZ Minerals shares at 7.00pm (Melbourne time) on Friday, 21 April 2023 ("Special Dividend Record Date").

The terms of the Scheme provide that OZ Minerals shareholders will receive from BHP \$28.25 per OZ Minerals share held on the Scheme Record Date (being 7.00pm (Melbourne time) on Monday, 24 April 2023 ("Scheme Record Date"), less the amount of the Special Dividend.

Timetable

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

Item	Estimated date²
Second Court Hearing for approval of the Scheme	10.30am (Melbourne time) on Monday, 17 April 2023
Scheme Effective Date	Tuesday, 18 April 2023
Special Dividend Record Date	7.00pm (Melbourne time) on Friday, 21 April 2023
Scheme Record Date	7.00pm (Melbourne time) on Monday, 24 April 2023
Implementation Date	Tuesday, 2 May 2023

OZ Minerals will continue to update OZ Minerals shareholders regarding any material developments in relation to the Scheme.

This announcement is authorised for market release by OZ Minerals' Board.

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² Please note that all times and dates are indicative only and subject to change. Any changes will be announced by OZ Minerals to the ASX.

Annexure A: Voting Results of the Scheme Meeting



OZ MINERALS LIMITED

SCHEME MEETING
Thursday, 13 April, 2023

RESULT OF SCHEME MEETING (ASX REPORT)

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Total votes cast in the poll (where applicable)			Result
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	Abstain **	
1	APPROVAL OF THE SCHEME RESOLUTION	NA	187,048,577 97.95%	3,130,353 1.64%	782,890 0.41%	39,038	188,990,714 98.33% 3,145 Holders (88.34%)	3,212,056 1.67% 415 Holders (11.66%)	39,038 29 Holders	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item