

Dispatch of Scheme Booklet

Allkem Limited (ASX: AKE, “Allkem”) refers to the proposed merger of equals between Allkem and Livent Corporation announced to ASX on 10 May 2023 (“Transaction”).

Allkem is pleased to confirm that it has today completed dispatch of the notice of meeting and explanatory statement in relation to the proposed scheme of arrangement pursuant to which Arcadium Lithium plc will acquire all of the shares in Allkem under the Transaction (“Scheme Booklet”). Dispatch was completed in accordance with the orders of the Court (and in the manner described in Allkem’s ASX announcement dated 8 November 2023).

In particular:

- Allkem shareholders who have elected to receive hard copies of communications from Allkem have been sent (by post) a physical copy of the Scheme Booklet, as well as a personalised proxy form;
- Allkem shareholders who have elected to receive electronic communications from Allkem have been sent an email containing instructions about how to access and download a copy of the Scheme Booklet, as well as how to lodge their proxy form and/or voting instructions; and
- Allkem shareholders who have not made an election (to either receive electronic or hard copy communications from Allkem) have been sent a letter (by post) containing instructions about how to access and download a copy of the Scheme Booklet, along with a personalised proxy form for the Scheme Meeting.

The Scheme Booklet, including the Independent Expert’s Report, is also available on Allkem’s website at: www.allkem.co, and on Allkem’s ASX announcements page at: www.asx.com.au.

Indicative Scheme Timetable

The key dates expected for the Transaction are set out below. Allkem will continue to update shareholders about any material developments in relation to the Transaction or the indicative timetable for the Transaction, as the timetable progresses.

Date / time	Event
10:30am (AWST) / 1:30pm (AEDT) on 17 December 2023	Latest time and date for receipt of proxy forms for Scheme Meeting
7:00pm (AEDT) on 17 December 2023	Time and date for determining eligibility to vote at the Scheme Meeting
10:30am (AWST) / 1:30pm (AEDT) on 19 December 2023	Scheme Meeting
If the Scheme is approved by Allkem Shareholders (and the US Merger is approved by Livent Stockholders)	
20 December 2023	Second Court Date for approval of the Scheme
Principal Register Shareholders: 5:00pm (AEDT) on 20 December 2023 Canadian Register Shareholders: 5:00pm (Toronto time) / 10:00pm (UTC) on 20 December 2023	Election Date The latest time and date by which Election Forms (or Election Withdrawal Forms, if applicable) must be received by the Allkem Share Registry from: <ul style="list-style-type: none"> • Eligible Principal Register Shareholders who wish to receive NewCo Shares, rather than NewCo CDIs, as Scheme Consideration; and • Eligible Canadian Register Shareholders who wish to receive NewCo CDIs, rather than NewCo Shares, as Scheme Consideration.

21 December 2023	Scheme Effective Date
7.00pm (AEDT) on 27 December 2023	Record Date for determining entitlements to receive Scheme Consideration
4 January 2024	Scheme Implementation Date Scheme Consideration issued to Eligible Shareholders
4 January 2024 (New York time)	US Merger Effective Time Arcadium Lithium plc Shares issued to Livent Stockholders after this time

Note: All references to time above are references to AEDT (Sydney time), unless otherwise specified.

All dates following the date of the Scheme Meeting are indicative only and, among other things, are subject to all necessary approvals from the Court and other Governmental Entities and the satisfaction or permissible waiver of all other applicable closing conditions. Allkem reserves the right to vary the times and dates set out above. Any changes to the above timetable (which may include an earlier Second Court Hearing) will be announced through ASX, filed under Allkem's profile on SEDAR+ and notified on: www.allkem.co.

Shareholder Information Line

If you have any questions about the Scheme or the Scheme Booklet after reading the Scheme Booklet, please contact the Allkem Shareholder Information Line on 1300 367 804 (within Australia) or +61 2 9066 6162 (outside Australia) from 9:00 am to 5:00 pm (AEDT), Monday to Friday (excluding public holidays).

ENDS

This release was authorised by the Board of Directors of Allkem Limited.

 <p>Allkem Limited ABN 31 112 589 910 Level 35, 71 Eagle St Brisbane, QLD 4000</p>	<p>Investor Relations & Media Enquiries</p> <p>Andrew Barber M: +61 418 783 701 E: Andrew.Barber@allkem.co</p> <p>Phoebe Lee P: +61 7 3064 3600 E: Phoebe.Lee@allkem.co</p>	<p>Connect</p> <p>info@allkem.co +61 7 3064 3600 www.allkem.co</p>
		

IMPORTANT NOTICES

Not for release or distribution in the United States

This announcement has been prepared for publication in Australia and may not be released to U.S. wire services or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction, and neither this announcement or anything attached to this announcement shall form the basis of any contract or commitment. Any securities described in this announcement have not been, and will not be, registered under the U.S. Securities Act of 1933 and may not be offered or sold in the United States except in transactions registered under the U.S. Securities Act of 1933 or exempt from, or not subject to, the registration of the U.S. Securities Act of 1933 and applicable U.S. state securities laws.



Allkem Limited
ABN 31 112 589 910

Need assistance?



Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:
www.investorcentre.com/contact

AKE

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Allkem Limited Scheme Meeting

Allkem Limited (**Allkem**) refers to the proposed merger of Allkem and Livent Corporation, as announced to ASX on 10 May 2023. As part of the proposed merger, it is proposed that Arcadium Lithium plc (**NewCo**) will acquire all of the fully paid ordinary shares in Allkem by way of a scheme of arrangement in consideration for the issue of 1 NewCo CHESS Depository Interest or NewCo Share for each Allkem share.

Allkem is pleased to advise that the Scheme Booklet in relation to the proposed merger is now available. The Scheme Booklet (including the Notice of Scheme Meeting) is an important document and requires your immediate attention. You should read it carefully and in its entirety before deciding on how to vote at the Scheme Meeting.

ACCESSING THE SCHEME BOOKLET AND NOTICE OF SCHEME MEETING

The Scheme Booklet, which includes the Notice of Scheme Meeting and Explanatory Statement, can be accessed online at www.investorvote.com.au using the information described below and on Allkem's announcement platform at www.asx.com.au. You can also request a free paper copy of the Scheme Booklet by calling the Shareholder Information Line on 1300 367 804 (within Australia) and +61 2 9066 6162 (outside Australia) between 9:00am and 5:00pm (AEDT), excluding public holidays.

SCHEME MEETING DETAILS

The Allkem Limited Scheme Meeting will be held on Tuesday, 19 December 2023 at 10:30am (AWST) / 1:30pm (AEDT). You are encouraged to participate in the meeting using the following options:



MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

For your proxy appointment to be effective it must be received by 10:30am (AWST) / 1:30pm (AEDT) Sunday, 17 December 2023.



ATTENDING THE MEETING VIRTUALLY

To watch the webcast, ask questions and vote on the day of the meeting, please visit:
<https://meetnow.global/MUHNARQ>

For instructions refer to the online user guide available at www.computershare.com.au/virtualmeetingguide



ATTENDING THE MEETING IN PERSON

The meeting will be held at:
The Studio, Level 2 - Crown Towers, Crown Perth Convention Centre, Great Eastern Highway,
Burswood, Western Australia 6100.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.



Allkem Limited
ABN 31112 589 910

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Need assistance?



Phone:
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+61 3 9415 4000 (outside Australia)



Online:
www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:30am (AWST)/1:30pm (AEDT) Sunday, 17 December 2023.**

Proxy Form

How to Vote on Items of Business by Proxy

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001 (Cth)) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

XX

Online:

Lodge your Proxy Form online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
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Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Allkem Limited hereby appoint

the Chairman of the Meeting OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Scheme Meeting of Allkem Limited to be held at The Studio, Level 2 - Crown Towers, Crown Perth Convention Centre, Great Eastern Highway, Burswood, Western Australia 6100 and virtually at <https://meetnow.global/MUHNARQ> on Tuesday, 19 December 2023 at 10:30am (AWST)/1:30pm (AEDT) and at any adjournment or postponement of that meeting.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

For Against Abstain

"That, pursuant to and in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth):

(a) the scheme of arrangement proposed between Allkem and the holders of its ordinary shares, as contained in and more particularly described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to (with or without alterations or conditions made or required by the Court and agreed to by Allkem, Livent and NewCo); and

(b) Allkem is authorised, subject to the terms of the Transaction Agreement, to:

- a. agree to any such alterations or conditions; and
- b. subject to approval of the Scheme by the Court, implement the Scheme with any such alterations or conditions."

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details (Optional)

<input type="text"/>	<input type="text"/>
Mobile Number	Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

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