

COURT ORDERS LODGED WITH ASIC

Further to the announcement on Friday 31 May 2019 **Verdant Minerals Ltd (ASX: VRM)** announces that, it has today lodged the orders of the Federal Court of Australia (**Court**) approving the scheme of arrangement under which CD Capital Natural Resources Fund III LP (**CD Capital**) will acquire all of the issued shares in VRM other than shares held by Washington H. Soul Pattinson and Company Limited (**WHSP**) (**Scheme**) with the Australian Securities and Investments Commission (**ASIC**). Accordingly, the Scheme is now effective.

A copy of the Court's orders is attached to this announcement.

It is expected that trading in VRM shares on ASX will be suspended from the close of trading today.

- ENDS -

A handwritten signature in blue ink, appearing to read "Chris Tziolis", with a stylized flourish at the end.

Chris Tziolis

Managing Director
Verdant Minerals Ltd



Federal Court of Australia

District Registry: Victoria

Division: General

No: VID333/2019

VERDANT MINERALS LTD (ACN 122 131 622)

Plaintiff

ORDER

JUDGE: JUSTICE MOSHINSKY

DATE OF ORDER: 31 May 2019

WHERE MADE: Melbourne


THE COURT NOTES THAT:

1. This proceeding concerns a scheme of arrangement between the plaintiff and the holders of ordinary shares in the plaintiff other than Washington H. Soul Pattinson and Company Ltd (**Scheme**), the terms of which are set out in Annexure C to the Explanatory Booklet, a copy of which is annexed as tab 1 of KML-3 to the Third Affidavit of Ms Kylie Marie Lane affirmed on 17 April 2019.
2. A statement dated 30 May 2019 has been given by the Australian Securities and Investments Commission in accordance with s 411(17)(b) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

THE COURT ORDERS THAT:

1. The time for compliance with paragraph 2 of the orders dated 16 April 2019 be extended to 29 April 2019.
2. Pursuant to s 411(4) of the Corporations Act, the Scheme be approved.
3. Pursuant to s 411(12) of the Corporations Act, the plaintiff be exempted from compliance with s 411(11) of the Corporations Act in respect of the Scheme.
4. These orders be entered forthwith.

Date that entry is stamped: 31 May 2019


Registrar