

## Galaxy shareholders vote in favour of merger with Orocobre

Galaxy Resources Limited (ASX: GXY) (**Galaxy**) is pleased to announce that the requisite majorities of its shareholders (**Galaxy Shareholders**) today voted in favour of its proposed merger with Orocobre Limited (ASX:ORE, TSX:ORL) (**Orocobre**), pursuant to which Orocobre will acquire all of the shares in Galaxy (**Galaxy Shares**) by way of a scheme of arrangement (**Scheme**).

### Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), a detailed report of the votes cast on the resolution to approve the Scheme is included as Annexure A to this announcement. In summary:

- **96.94%** of Galaxy Shareholders present and voting (in person or by proxy, attorney or corporate representative) voted in favour of the Scheme; and
- **98.69%** of the votes cast by Galaxy Shareholders were in favour of the Scheme.

### Next steps

Galaxy will now seek approval of the Scheme by the Supreme Court of Western Australia (**Court**) at a hearing scheduled for Friday, 13 August 2021 (**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, Galaxy intends to lodge a copy of the orders of the Court with the Australian Securities and Investments Commission on Monday, 16 August 2021, so that the Scheme will become effective on that date. If this occurs, Galaxy Shares will be suspended from trading on ASX with effect from close of trading on Monday, 16 August 2021.

Implementation of the Scheme is expected to occur on Wednesday, 25 August 2021, 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.

Second Court Date	Friday, 13 August, 2021
Effective Date	Monday, 16 August 2021
New Orocobre Shares commence trading on ASX on a deferred settlement basis	Tuesday, 17 August 2021
Scheme Record Date	Wednesday, 18 August 2021 at 5.00 pm
Implementation Date	Wednesday, 25 August 2021
New Orocobre Shares commence trading on ASX on a normal settlement basis	Thursday, 26 August 2021

**Note:** All times and dates in the above timetable are references to the time and date in Perth, Western Australia. All dates are indicative only and, among other things, are subject to all necessary approvals from the Supreme Court of Western Australia and each other condition precedent to the Scheme being satisfied or waived. Galaxy 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 Galaxy's website at [www.gxy.com](http://www.gxy.com).

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

<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 7.00 am (Perth time) on Friday, 13 August 2021 (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 Merger Implementation Deed entered into between Galaxy and Orocobre (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 [www.asx.com.au](http://www.asx.com.au) and on Galaxy's website at [www.gxy.com](http://www.gxy.com).

**ENDS**

This release was authorised by Mr. Simon Hay, Chief Executive Officer of Galaxy Resources Limited.

**For more information**

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**About Galaxy (ASX: GXY)**

Galaxy Resources Limited ("Galaxy") is an international company with lithium production facilities, hard rock mines and brine assets in Australia, Canada and Argentina. It wholly owns and operates the Mt Cattlin mine in Ravensthorpe Western Australia, which is currently producing spodumene and tantalum concentrate.

Galaxy is advancing the development of the Sal de Vida lithium brine project in Argentina situated in the lithium triangle (where Chile, Argentina and Bolivia meet), which is currently the source of more than 40% of global lithium production. Sal de Vida has excellent potential as a low-cost brine-based lithium carbonate production facility.

Galaxy's diversified project portfolio also consists of the wholly owned James Bay lithium pegmatite project in Quebec, Canada. James Bay will provide additional expansion capacity to capitalise on future lithium demand growth.

Lithium compounds are used in the manufacture of ceramics, glass, and consumer electronics and are an essential cathode material for long life lithium-ion batteries used in hybrid and electric vehicles, as well as mass energy storage systems. Galaxy is bullish about the global lithium demand outlook and is aiming to become a major producer of lithium products.

**Not for Release in the United States**

This announcement has been prepared for publication in Australia and may not be released in the United States. This announcement does not constitute an offer of securities for sale in any jurisdiction, including the United States and any securities described in this announcement may not be offered or sold in the United States absent registration or an exemption from registration under the United States Securities Act of 1933, as amended. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the issuer and that will contain detailed information about the company and management, as well as financial statements.

**ASX ANNOUNCEMENT / MEDIA RELEASE**

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

**GALAXY RESOURCES LIMITED  
SCHEME MEETING  
Friday, 6 August 2021  
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.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1 Approval of the Scheme	Special#	265,036,202	3,193,629	2,159,634	1,918,276	268,820,067	3,565,361	1,921,076	Carried
						Number of shareholders voting on the poll			
						For	Against	Abstain*	
						1,867	59	36	

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

# In accordance with the requisite majorities prescribed by section 411(4) of the *Corporations Act 2001* (Cth).

**Annexure B: Second Court Hearing**

**Notice of hearing to approve arrangement**

To all members of Galaxy Resources Limited (ABN 11 071 976 442) (**Galaxy**).

**TAKE NOTICE** that at 10.00 am (AWST) on Friday, 13 August 2021 at the Supreme Court of Western Australia, 28 Barrack Street, Perth, Western Australia, the Supreme Court of Western Australia will hear an application by Galaxy seeking the approval of an arrangement between Galaxy and its members as proposed by a resolution passed by the meeting of the members of Galaxy held on Friday, 6 August 2021.

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

The address for service of Galaxy is Ashurst Australia, Level 10, Brookfield Place Tower 2, 123 St Georges Terrace, Perth, Western Australia.

Name of person giving notice: Galaxy Resources Limited (ABN 11 071 976 442).