

20 SEPTEMBER 2022

IMPLEMENTATION OF SCHEME

Oklo Resources Limited ("**Oklo**" or "**the Company**") is pleased to advise that the scheme of arrangement pursuant to which B2Gold Corp. ("**B2Gold**") will acquire, through its wholly owned subsidiary B2Gold Oklo Resources Pty Limited ("**B2Gold Acquisition Subsidiary**"), 100% of the share capital of Oklo ("**Oklo Shares**"), has been implemented ("**Scheme**").

Scheme Consideration

In accordance with the Scheme, all Oklo Shares have been transferred to the B2Gold Acquisition Subsidiary. The Scheme consideration, comprising:

- 0.0206 B2Gold shares per Oklo Share held, has been issued to Oklo shareholders (other than ineligible foreign shareholders and small shareholders who made an election ("**Electing Small Shareholders**") ("**Scrip Consideration**")); and
- A\$0.0525 cash per Oklo Share held, has been paid to Oklo shareholders ("**Cash Consideration**").

Ineligible foreign shareholders and Electing Small Shareholders will have the Scrip Consideration that they would have otherwise been entitled to receive issued to a sale agent, who will sell those B2Gold shares and pay the sale proceeds (minus applicable fees, foreign exchange, stamp duty, brokerage and other selling costs, taxes and charges) to Oklo, who will then remit the pro rata share of the sale proceeds to those shareholders.

Board Changes

Following implementation of the Scheme, Dr Madani Diallo has resigned as Director of the Company with immediate effect. Messrs Randall Chatwin and Michael Cinnamond have been appointed as Directors of the Company. Messrs Simon Taylor and Mark Connelly will remain as Directors of the Company.

Delisting

An application has been made to remove Oklo from the official list of ASX, which is expected to take effect on and from the close of trade on 20 September 2022.

This announcement is authorised for release by Oklo's Managing Director, Simon Taylor.

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