

Kingwest Resources Ltd

ASX: KWR

Shares on Issue
281,726,818

Directors & Management

Executive Chairman

Gregory Bittar

Chief Operating Officer

Dean Vallve

Non Executive Directors

Jonathan Downes

Ashok Parekh

Company Secretary

Stephen Brockhurst

Principal Place of Business

Unit 3, Churchill Court

335 Hay Street

Subiaco WA 6008

Registered Office

Level 8

216 St Georges Terrace

Perth WA 6000

Contact

T 08 9481 0389

E admin@kingwestresources.com.au

W www.kingwestresources.com.au

Investor Relations

Lucas Robinson

T +61 408 228 889

E lucas@corporatetorytime.com



12 May 2023

SCHEMES OF ARRANGEMENT - VOTING RESULTS

KINGWEST SHAREHOLDERS APPROVE STRATEGIC MERGER WITH BRIGHTSTAR RESOURCES LIMITED

Kingwest Resources Limited (**Kingwest** or the **Company**) (ASX: KWR) refers to the proposed strategic merger with Brightstar Resources Limited (**Brightstar**) (ASX:BTR) under which Brightstar will acquire 100% of the issued capital in Kingwest by way of schemes of arrangement, as announced on 23 December 2022 (**Schemes**).¹

Kingwest Resources Limited (**Kingwest**) (ASX: KWR) is pleased to announce that Kingwest Securityholders have approved the Schemes at the Scheme Meetings held today.

VOTING RESULTS

In accordance with Listing Rule 3.13.2 and section 251AA(2) of the Corporations Act 2001, Kingwest advises that the resolutions to approve the Schemes (**Scheme Resolutions**) as set out in the Notices of Meeting and Scheme Booklet dated 6 April 2023, were passed by the requisite majority of Kingwest shareholders and Kingwest optionholders pursuant to orders made by the Supreme Court of Western Australia.

In summary:

- 79.4% of votes cast by Kingwest shareholders were in favor of the Share Scheme Resolution, and 57.86% of Kingwest shareholders present and voting at the Share Scheme Meeting voted in favor of the Share Scheme Resolution; and
- 97.7% of votes cast by Kingwest optionholders were in favor of the Option Scheme Resolution, and 73.53% of Kingwest optionholders present and voting at the Option Scheme Meeting voted in favor of the Option Scheme Resolution; and

Full details of the Poll, valid proxies received and votes cast for the Share Scheme Meeting and Option Scheme Meeting are set out in the attached summary in accordance with the Company's disclosure requirements pursuant to ASX Listing Rule 3.13.2 and section 251AA(2) of the Corporations Act 2001 (Cth).

NEXT STEPS

Kingwest will now apply to the Supreme Court of Western Australia for approval of the Schemes at a hearing scheduled for 10:00am (WST) on 18 May 2023 (**Second Court Hearing**).

If the Court approves the Schemes, Kingwest proposes to lodge the orders of the Court with the Australian Securities and Investment Commission on 19 May 2023 with the Schemes becoming legally effective on that date.

It is expected that Kingwest shares will be suspended from trading on the close of 19 May 2023.

A summary of the key events and the expected timing in relation to the approval and implementation of the Schemes are set out in the table below.

1. Refers to the Scheme Implementation Deed (SID) announced on 23 December 2022 and varied on 15 March 2023.

Event	Date
Original Announcement of Proposed Schemes	23 December 2022
KWR submits draft Scheme Booklet to ASIC and ASX	17 March 2023
First Court Hearing	5 April 2023
Scheme Documents dispatched to Shareholders and Optionholders	12 April 2023
Scheme Meetings	12 May 2023
Second Court Hearing	18 May 2023
Effective Date and last day of trading of Kingwest Shares on ASX	19 May 2023
Record Date for determining entitlements to the Scheme Consideration	23 May 2023
Scheme Implementation Date	26 May 2023

The above dates and times are indicative only and, amongst other things, are subject to the time at which each Scheme Condition is satisfied and the dates on which all necessary Court and regulatory approvals are obtained. Kingwest has the right to vary any or all of these dates and times, subject to the approval of such variation by ASX, the Court and Brightstar, where required.

Any variation to the above dates and times will be announced to ASX (and accordingly, details of any variations will be available on ASX's website (www.asx.com.au) and will be published on Kingwest's website (www.kingwestresources.com.au).

Capitalised terms used in this announcement have the meanings given in the Scheme Booklet unless expressly defined otherwise.

Further information contacts:

Gregory Bittar:

Executive Chairman

T: 61+ 8 9481 0389

E: admin@kingwestresources.com.au

Kingwest Scheme Information Line:

International: +61 2 9068 1925

Direct: 1300 103 103 392

Steinepreis Paganin is acting as legal advisor to Kingwest.

Authorised for release to the ASX by the Board of Kingwest.

Disclosure of Proxy Votes

Kingwest Resources Limited

Share Scheme Meeting

Friday, 12 May 2023



Automic

GPO Box 5193, Sydney, NSW 2001

P 1300 288 664 (aus) or +61 (0)2 9698 5414 (world)

F +61 (0)2 8583 3040 E hello@automic.com.au

ABN 27 152 260 814

In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Approval of Share Scheme "That pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between Kingwest and Scheme Shareholders, as contained in and more particularly described in the document of which the notice convening this meeting forms part, is approved (with or without modification as approved by the Supreme Court of Western Australia)."	P	160,894,133	124,965,361 77.67%	33,140,426 20.60%	5,500	2,788,346 1.73%	127,753,707 79.40%	33,140,426 20.60%	5,500



Disclosure of Proxy Votes

Kingwest Resources Limited

Option Scheme Meeting

Friday, 12 May 2023



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Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Approval of Option Scheme "That pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between Kingwest and Scheme Optionholders, as contained in and more particularly described in the document of which the notice convening this meeting forms part, is approved (with or without modification as approved by the Supreme Court of Western Australia)."	P	24,720,473	19,093,554 77.24%	569,227 2.30%	0	5,057,692 20.46%	24,151,246 97.70%	569,227 2.30%	0

