

**ASX Announcement****6 June 2019**

Supreme Court of Victoria approves Scheme of Arrangement

The Directors of MacPhersons Resources Limited (ASX: MRP) are pleased to advise that the Supreme Court of Victoria has today made orders approving the Scheme of Arrangement between MacPhersons and its shareholders, in relation to the proposed merger with Intermin Resources Limited (**Intermin**).

A copy of the Court Orders has been lodged with the Australian Securities and Investments Commission and the Scheme is now effective. A copy of the Court Orders is attached.

An indicative timetable for the remaining steps to implement the scheme is set out below.

Last day of trading in MacPhersons Shares – MacPhersons
Shares suspended from trading on ASX from close of trading on
ASX

6 June 2019

Record Date for Scheme Consideration

5:00 pm (Perth time) on 11 June 2019

Implementation Date

14 June 2019

Issue of Scheme Consideration to Scheme Participants

14 June 2019

Application for the admission of the New Intermin Shares to trading on ASX will be made by Intermin and normal trading of the New Intermin Shares is expected to commence on 17 June 2019.

Any changes to the above dates will be announced through ASX (and accordingly, details of any changes will be available on ASX's website at www.asx.com.au) and notified on MacPhersons' website at mrpresources.com.au.

Capitalised terms used in this announcement have the same meaning as set out in the Scheme Booklet dated 17 April 2019.

Stephen Hewitt-Dutton
Company Secretary
MacPhersons Resources Limited

IN THE SUPREME COURT OF VICTORIA AT MELBOURNE
COMMERCIAL COURT
CORPORATIONS LIST

S ECI 2019 01361

IN THE MATTER OF MACPHERSONS RESOURCES LIMITED
ABN 98 139 357 967

IN THE MATTER OF MACPHERSONS RESOURCES LIMITED
ABN 98 139 357 967

Plaintiff

GENERAL FORM OF ORDER

| | |
|---------------------|---|
| JUDGE | The Honourable Justice Robson |
| DATE MADE: | 6 June 2019 |
| ORIGINATING PROCESS | Originating Process filed on 1 April 2019 |
| HOW OBTAINED: | On return of the orders of the Honourable Justice Robson made 17 April 2019 |
| ATTENDANCE: | Dr E J Boros of counsel for the plaintiff Mr A Papamatheos of counsel for Intermin |
| OTHER MATTERS: | A. The Court received into evidence the Fifth Affidavit of Richard Anthony Lustig sworn 6 June 2019 and the exhibits thereto. B. There has been produced to the Court a statement in writing by the Australian Securities and Investments Commission (ASIC) in accordance with section 411(17)(b) of the <i>Corporations Act 2001</i> (Cth) stating that ASIC has no objection to the scheme of arrangement between the plaintiff and its members referred to in this Order. C. Associate Justice Eftim has by order made on 5 June 2019 pursuant to rule 16.6 of the <i>Supreme Court (Corporations) Rules 2013</i> (Vic) declared that the meeting of the members of the plaintiff convened pursuant to the order of the Honourable Justice Robson made on 17 April 2019 and held on 31 May 2019 was duly convened and held and the resolution considered by the said meeting was duly passed. |



THE COURT ORDERS THAT:

1. Pursuant to section 411(4)(b) of the *Corporations Act 2001* (Cth) (**Act**), the scheme of arrangement between the plaintiff and its members agreed to by the said members (**Scheme**) be approved.
2. Pursuant to s 411(12) of the Act, the plaintiff be exempted from compliance with section 411(11) of the Act in respect of the Scheme.
3. This order be drawn up by the solicitors for the plaintiff be and be signed by the Honourable Justice Robson pursuant to rule 60.02 of the *Supreme Court (General Civil Procedure) Rules 2015* (Vic)

Dated: 6 June 2019



The seal of the Supreme Court of Victoria is a red circular emblem. It features a central coat of arms with a crown on top, flanked by two figures. The text 'SUPREME COURT OF VICTORIA' is written around the perimeter of the seal. A handwritten signature in black ink is written across the seal.

The Honourable Justice Robson