



Shareholder Update

Alita Resources Limited (in liquidation) ACN 147 393 735 (Alita or the Company)

We refer to previous announcements in relation to the Termination Application which is scheduled for a final hearing on 25 March 2024. Unless otherwise stated, all capitalised terms have the same meanings given in previous updates.

Shareholder poll

On 26 February 2024, the Liquidators issued a shareholder update and accompanying explanatory memorandum, which invited shareholders to vote on whether the liquidation of Alita should be terminated. The outcome of the vote is non-binding and advisory only and has been put into evidence before the Supreme Court of Western Australia ahead of the Termination Application.

The Liquidators confirm that in respect of votes from shareholders which the Liquidators have been able to reconcile to the books and records of Alita, 96.2% (in number of shares) and 91.4% (in number of votes) voted in favour of terminating the liquidation of Alita.

Deed of Debt Arrangement

On 22 March 2024, Alita, the Commissioner of Taxation and MinRes entered into a Deed of Debt Arrangement and Security (**Deed of Arrangement**) in relation to the Notices of Assessment. The Deed of Arrangement provides for the following to occur if the Court makes orders terminating the liquidation of Alita consistent with the Deed of Arrangement:

- the payment by MinRes of \$63,124,973.10 (being 50% of the amount the subject of the Assessment for the 2023 income tax year) to the ATO;
- the payment by Alita of the Security Sum of \$97.5 million into an escrow account pending the resolution of the amount payable by Alita in respect to the 2023 and 2024 income tax years; and
- MinRes to provide a parent company guarantee in favour of the ATO in relation to the payment of the tax liabilities of Alita for the 2019 – 2024 income tax years, with such guarantee capable of being called upon only after the moneys held in the escrow account that are available to the Commissioner of Taxation have first been applied towards the satisfaction of such tax liabilities.

The details of the Deed of Arrangement are confidential.

Deed of variation to SSA

On 22 March 2024, Alita, the MinRes Purchasing Entity and MinRes entered into a deed of variation to the SSA (**Deed of Variation**), pursuant to which MinRes guaranteed the payment of the Attributable Tax Liability.

Tax Process Deed

On 22 March 2024, the Liquidators authorised Mr O'Farrell and Mr Jockel to execute a Tax Process Deed on behalf of Alita with MinRes. The Tax Process Deed provides for MinRes to pay for Alita's costs with respect to determining Alita's tax liabilities for the 2019 - 2024 income tax years, and to pay Alita's minimum operating costs to the extent that Alita is unable to pay those to ensure that Alita remains solvent pending determination of Alita's tax liabilities for those income tax years.



McGrathNicol

Next Steps

The Liquidators will continue to provide updates to shareholders if there are further material developments and a further announcement will be released following the hearing on 25 March 2024.

If you have any further queries, these should be emailed to alita@mcgrathnicol.com or should be directed to McGrathNicol's Perth office at +61 8 6363 7600.

Dated: 23 March 2024

Yours faithfully

Alita Resources Limited (In Liquidation)

Rob Kirman

Liquidator