

Allkem 2023 Scheme Meeting Report

ASX code	AKE
Meeting date	Tuesday, 19 December 2023
Type of meeting	Hybrid
Monitor	Len Roy (in John Campbell's absence) with Ros Ferguson (trainee monitor)
Pre AGM-meeting	Zoom meeting on Monday, 27 November with Peter Coleman (Chair), Andrew Barber and Phoebe Lee (Investor Relations)

Meeting Statistics

Number of holdings represented by ASA	60
Number of shares represented by ASA	481,460
Value of shares represented by ASA	\$5.108 million
Total number attending meeting - in person & online	18 shareholders present, 84 shareholders online, 1,269,934 votes from in person and online
Market capitalisation	\$6.7 billion
ASA open proxies voted	To be given to the Chair

The Chair Peter Coleman welcomed everyone to the Scheme meeting. The CEO Martin Perez de Solay and the six Non-Executive Directors were in attendance online.

Peter provided a brief presentation of the proposed Merger that would combine Allkem and Livent to become Arcadium Lithium. He reiterated that the Merger proposal is subject to:

- approval of Allkem shareholders at this Scheme meeting;
- approval of Livent shareholders at their US Stockholder meeting; and
- approval by the Federal Court of Australia.

He also confirmed that should all approvals and conditions be met the implementation of the Merger would be on 4 January 2024 (New York time).

As at 17 December 2023, when proxy voting closed, Allkem had received proxy votes representing 53% of shares, of which approximately 89% were in favour of the Merger. The Notice of Scheme Meeting details the requisites for the resolution to be passed, being:

- **Headcount test** - more than 50% of Allkem shareholders present or online or by proxy at the Scheme meeting vote in favour
- **Voting test** - at least 75% of the total number of votes cast by Allkem shareholders are in favour

There were 4 online questions relating to:

- The seemingly low 53% vote as at 17 December 2023;
- Whether Allkem had made a creditable effort to communicate with shareholders about the Merger;
- The inconsistency whereby Allkem shareholders will receive less Arcadium Lithium shares by comparison to Livent shareholders; and
- Australian Allkem shareholders will receive CDIs instead of shares.

Peter Coleman provided comprehensive responses to all questions confirming that the perceived low voting rate was in fact fairly normal for most companies, and that Allkem had done a lot of communication and presentations with many shareholder groups and organisations representing shareholders.

He explained the difference in shares allocation being down to the value of the organisations and their current shares and confirmed that many consultants had reviewed and confirmed the figures used in these calculations, and therefore the share allocation outcome.

There was just one question from the face-to-face meeting. It was asked whether there had been any significant changes to business recently. Peter responded that there had been no material changes that would affect the Merger.

In closing, Peter thanked shareholders for their support, and spoke enthusiastically about his confidence in the future of Arcadium Lithium.

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