



Issued: 17 March 2025 3:41 PM

JUDGMENT/ORDER

COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Corporations List
Registry	Supreme Court Sydney
Case number	2024/00300446

TITLE OF PROCEEDINGS

First Applicant	VAUGHAN STRAWBRIDGE, KATHRYN EVANS AND BENJAMIN CAMPBELL IN THEIR CAPACITY AS JOINT AND SEVERAL ADMINISTRATORS OF AEON METALS LIMITED AND THE THIRD TO SEVENTH PLAINTIFFS NAMED IN SCHEDULE 1
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First

DATE OF JUDGMENT/ORDER

Date made or given	17 March 2025
Date entered	17 March 2025

TERMS OF JUDGMENT/ORDER

Hearing of Interlocutory Process filed 11 February 2025.

Affidavit evidence read. Exhibits marked.

Black J makes orders in accordance with Short Minutes of Order initialled by him and placed in the file.

THE COURT ORDERS THAT:

Section 444GA Orders

1. Pursuant to section 444GA(1)(b) of the Corporations Act 2001 (Cth) (Corporations Act), the First Plaintiffs, Vaughan Strawbridge, Kathryn Evans and Benjamin Campbell, in their capacities as joint and several deed administrators of Aeon Metals Limited (Subject To Deed Of Company Arrangement) ACN 121 964 725 and the Third To Seventh Plaintiffs Named In Schedule 1 (Companies), jointly and severally are granted leave to transfer all of the existing shares in the capital of the Second Plaintiff, Aeon Metals Limited (Subject to Deed of Company Arrangement) ACN 121 964 725 (Shares) from the members (as defined in the Corporations Act) (Members) to OL Master Limited or its nominee (Purchaser) in accordance with clause 10.2 of the deed of company arrangement dated 19 December 2024 entered into by the First Plaintiffs, OL Master Limited and the Companies.

2. Pursuant to section 447A(1) of the Corporations Act and clause 90-15(1) of the Insolvency Practice Schedule (Corporations) set out in Schedule 2 to the Corporations Act, any of the First Plaintiffs may jointly or severally:

- (a) execute on behalf of Members, share transfer forms and any other documents ancillary or incidental to effect the transfer referred to in order 1; and
- (b) enter or procure the entry of the name of the Purchaser in the share register for the Second Plaintiff in respect of all Shares transferred to the Purchaser pursuant to order 1.

Services and Notices

3. Order that within five business days of the making of these orders, the First Plaintiffs are to take all reasonable steps to give notice of these orders to the members and creditors of the Second Plaintiff (including persons claiming to be creditors), by means of a circular:

- (a) to be sent by email to the members and creditors for whom the First Plaintiffs have a current email address;
- (b) to be sent by ordinary post to members and creditors for whom the First Plaintiffs lack a current email address but have a postal address;
- (c) to be published on the website maintained by the Deed Administrators at <https://www.fticonsulting.com/creditors/aeon-metals-group>; and
- (d) by making an announcement to the Australian Securities Exchange.

4. Order that any interested party have liberty to apply in relation to orders 1 and 2, such liberty to be exercised within 7 days from the date of these orders.

Others

5. Order that the First Plaintiffs' costs of and incidental to this application be costs and expenses in the deed administration of each of the Second to Seventh Plaintiffs and be paid out of the assets of each of the Second to Seventh Plaintiffs.

Judgment to be delivered in Chambers.

SEAL AND SIGNATURE



Signature Rebel Kenna
Capacity Principal Registrar
Date 17 March 2025

If this document was issued by means of the Electronic Case Management System (ECM), pursuant to Part 3 of the Uniform Civil Procedure Rules (UCPR), this document is taken to have been signed if the person's name is printed where his or her signature would otherwise appear.

PERSON PROVIDING DOCUMENT FOR SEALING UNDER UCPR 36.12

Name VAUGHAN STRAWBRIDGE, KATHRYN EVANS AND
 BENJAMIN CAMPBELL IN THEIR CAPACITY AS JOINT AND
 SEVERAL ADMINISTRATORS OF AEON METALS LIMITED
 AND THE THIRD TO SEVENTH PLAINTIFFS NAMED IN
 SCHEDULE 1, Applicant 1

Legal representative Camilla Clemente
Legal representative reference

Telephone 0439443153

FURTHER DETAILS ABOUT Applicant(s)

First Applicant
Name

VAUGHAN STRAWBRIDGE, KATHRYN EVANS AND
BENJAMIN CAMPBELL IN THEIR CAPACITY AS JOINT AND
SEVERAL ADMINISTRATORS OF AEON METALS LIMITED
AND THE THIRD TO SEVENTH PLAINTIFFS NAMED IN
SCHEDULE 1

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FURTHER DETAILS ABOUT (s)