

Schedule 3 – Final Conditions Precedents for Calidus, Keras Pilbara and Calidus Blue

- 1 The satisfaction or waiver of all the Initial Conditions Precedent.
- 2 The Calidus Creditors' Trust Deed being duly executed and the Calidus Creditors' Trust being created.
- 3 The Calidus Blue Creditors' Trust Deed being duly executed and the Calidus Blue Creditors' Trust being created.
- 4 The Calidus Otways Creditors' Trust Deed being duly executed and the Calidus Otways Creditors' Trust being created.
- 5 The Keras Pilbara Creditors' Trust Deed being duly executed and the Keras Pilbara Creditors' Trust being created.
- 6 The Keras Gold Creditors' Trust Deed being duly executed and the Keras Gold Creditors' Trust being created.
- 7 The Millennium Creditors' Trust Deed being duly executed and the Millennium Creditors' Trust being created.
- 8 The Deed Administrators of Calidus capitalising the Calidus Creditors' Trust in accordance with the terms of the Calidus DOCA.
- 9 The Deed Administrators of Calidus Blue capitalising the Calidus Blue Creditors' Trust in accordance with the terms of the Calidus Blue DOCA.
- 10 The Deed Administrators of Calidus Otways capitalising the Calidus Otways Creditors' Trust in accordance with the terms of the Calidus Otways DOCA.
- 11 The Deed Administrators of Keras Pilbara capitalising the Keras Pilbara Creditors' Trust in accordance with the terms of the Keras Pilbara DOCA.
- 12 The Deed Administrators of Keras Gold capitalising the Keras Gold Creditors' Trust in accordance with the terms of the Keras Gold DOCA.
- 13 The Deed Administrators of Millennium capitalising the Millennium Creditors' Trust in accordance with the terms of the Millennium DOCA.
- 14 Settlement of any Adjustments payable by the Proponent.
- 15 Completion pursuant to the Pirra Lithium Asset Sale Agreement.
- 16 The Calidus Administrators transferring all of the Calidus Employees to the Proponent of the Calidus TS and Calidus DOCA or its nominee/s.
- 17 The Calidus Administrators transferring all of the shares in Calidus Otways, Keras Gold and Millenium to the Proponent or its nominee.