

ASX Announcement

25 March 2024

92 Energy shareholders approve proposed merger with ATHA Energy

Second and final court hearing on the deal set for March 27

92 Energy Limited (ASX: 92E, OTCQX: NTELF) (**92 Energy** or **Company**) is pleased to announce that the requisite majorities of the shareholders of 92 Energy (**92 Energy Shareholders**) today voted in favour of the proposed merger with ATHA Energy Corp. (TSXV: SASK) (FRA: X5U) (OTCQB: SASKF) (**ATHA**) via a scheme of arrangement (**Scheme**).

RESULTS OF THE SCHEME MEETING

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), 92 Energy advises that the resolution to approve the Scheme as set out in the notice of meeting included as Annexure D of the scheme booklet released on the ASX on 21 February 2024 (**Scheme Booklet**) was passed by the requisite majorities of 92 Energy Shareholders.

A detailed report of the proxies received and votes cast on the resolution to approve the Scheme is included as Appendix 1 to this announcement.

In summary:

- 99.65% of the votes cast by 92 Energy Shareholders were in favour of the Scheme; and
- 94.62% of 92 Energy Shareholders present and voting (in person or by proxy, attorney or corporate representative) voted in favour of the Scheme.

Although 92 Energy Shareholder approval has been obtained, the Scheme remains subject to a number of customary conditions detailed in the Scheme Implementation Deed (which is available on the ASX website at www.asx.com.au and 92 Energy's website at www.92energy.com), including:

- the Federal Court of Australia approving the Scheme at a hearing currently scheduled to occur at 10:15am (AWST) on Wednesday, 27 March 2024 (**Second Court Hearing**);
- the Independent Expert (as defined in the Scheme Booklet) continuing to conclude that the Scheme is fair and reasonable and in the best interests of 92 Energy Shareholders, in the absence of a superior proposal; and
- the satisfaction or waiver (where applicable) of any remaining conditions prior to the Second Court Hearing.

Subject to these remaining conditions being satisfied or waived (where applicable), implementation of the Scheme is expected to occur on or about Thursday, 11 April 2024 (see the indicative timetable below).

INDICATIVE TIMETABLE

The key dates and times for the Scheme are as follows:

Second Court Hearing for approval of the Scheme	Wednesday, 27 March 2024 at 10:15am (AWST)
Effective Date of the Scheme	Thursday, 28 March 2024
Election Time for electing selling scheme participants	Tuesday, 2 April 2024 at 5:00pm (AWST)
Record Date	Thursday, 4 April 2024 at 4:00pm (AWST)
Implementation Date	Thursday, 11 April 2024*

** Due to the time zone differences between Canada and Australia, certain acts relating to the implementation of the Scheme may occur on Wednesday, 10 April 2024 during Canada's business hours so as to enable implementation to occur on Thursday, 11 April 2024 during Australia's business hours.*

All stated dates and times are indicative only. The actual timetable will depend on many factors outside the control of 92 Energy and ATHA, including the Court approval process and the satisfaction or waiver (where applicable) of the conditions precedent to the implementation of the Scheme by each of 92 Energy and ATHA. Any changes to the above timetable will be announced to the ASX and will be available under 92 Energy's profile on the ASX at <https://www.asx.com.au/>.

FURTHER INFORMATION

If you have any questions about the Scheme or the Scheme Booklet, please contact the 92 Energy Information Line on 1300 441 599 (within Australia) or +61 2 9068 1927 (outside Australia) Monday to Friday (excluding public holidays) between 8:30am to 5:00pm (AWST).

This announcement is authorised for release by the Board of 92 Energy Limited.

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ABOUT 92 Energy Limited

92 Energy Limited is an Australian, ASX listed, uranium exploration company targeting high-grade unconformity associated uranium in the Athabasca Basin, Saskatchewan, Canada. On the fourth hole of its inaugural exploration drilling program, 92 Energy made a uranium discovery at its Gemini project, known as the Gemini Mineralization Zone or 'GMZ'.

The Company owns a 100% interest in its 61 mineral claims in the world-class Athabasca Basin. The claims make up the Company's 10 projects, being Gemini, Tower, Clover, Powerline, Wares, Wormboiler, Murphy, Cable, Snowbird and Alpine.

www.92energy.com



Forward Looking Statements

Some statements in this announcement regarding estimates or future events are forward-looking statements. Forward-looking statements include, but are not limited to, statements preceded by words such as “planned”, “expected”, “projected”, “estimated”, “may”, “scheduled”, “intends”, “anticipates”, “believes”, “potential”, “could”, “nominal”, “conceptual” and similar expressions. Forward-looking statements, opinions and estimates included in this announcement are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions. Statements regarding plans with respect to the Company’s mineral properties may also contain forward looking statements.

Forward-looking statements are provided as a general guide only and should not be relied on as a guarantee of future performance. Forward-looking statements may be affected by a range of variables that could cause actual results to differ from estimated results expressed or implied by such forward-looking statements. These risks and uncertainties include but are not limited to liabilities inherent in exploration and development activities, geological, mining, processing and technical problems, the inability to obtain exploration and mine licenses, permits and other regulatory approvals required in connection with operations, competition for among other things, capital, undeveloped lands and skilled personnel; incorrect assessments of prospectivity and the value of acquisitions; the inability to identify further mineralisation at the Company’s tenements, changes in commodity prices and exchange rates; currency and interest rate fluctuations; various events which could disrupt exploration and development activities, operations and/or the transportation of mineral products, including labour stoppages and severe weather conditions; the demand for and availability of transportation services; the ability to secure adequate financing and management’s ability to anticipate and manage the foregoing factors and risks and various other risks. There can be no assurance that forward-looking statements will prove to be correct.

Not an offer of securities

This announcement has been prepared for publication in Australia and may not be released to US wire services or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions registered under the US Securities Act or exempt from, or not subject to, the registration of the US Securities Act and applicable US state securities laws.



APPENDIX 1: RESULTS OF SCHEME MEETING

Disclosure of Proxy Votes

92 Energy Limited

Scheme Meeting

Monday, 25 March 2024



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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)			Results
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
1 Approval of the Scheme	P	29,145,216	28,823,552 98.90%	102,349 0.35%	7,883	219,315 0.75%	29,042,867 99.65%	102,349 0.35%	7,883	Passed

