

Results of Scheme Meeting and General Meeting

Firefly Resources Limited (**ASX: FFR; Firefly** or **the Company**) is pleased to announce that Firefly Shareholders have today voted in favour of the proposed merger of Firefly by way of scheme of arrangement under which Gascoyne Resources Limited (ASX: GCY) (**Gascoyne**) will acquire all of the issued shares in Firefly in consideration for the issue of 0.34 fully paid ordinary shares in Gascoyne of each Firefly share (**Scheme**).

Firefly Shareholders also voted in favour of the proposed demerger of certain copper-gold and lithium assets which will be transferred to a newly incorporated entity, Firetail Resources Limited (**Firetail**), by way of a capital reduction and in-specie distribution of 1 fully paid ordinary share in Firetail for approximately every 11.91 Firefly shares (**Demerger**).

Voting Results of Scheme Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), Firefly advises that the resolution to approve the Scheme (**Scheme Resolution**), as set out in the Notice of Scheme Meeting attached to the Supplementary Disclosure dated 15 October 2021, was passed by the requisite majorities of Firefly Shareholders at the meeting of Firefly Shareholders (**Scheme Meeting**) held earlier today pursuant to orders made on 15 October 2021 by the Supreme Court of Western Australia (**Court**).

In summary:

- 92.96% of Firefly Shareholders present and voting (in person or by proxy, attorney or corporate representative) at the Scheme Meeting voted in favour of the Scheme Resolution; and
- 99.64% of the total number of votes cast by Firefly Shareholders were in favour of the Scheme Resolution.

Voting was conducted by a poll. The voting results in respect of the Scheme Resolution are attached to this announcement.

Second Court Hearing

The Scheme remains subject to a number of conditions, including the approval of the Court at the Second Court Hearing, currently scheduled to be heard at 2.00PM (Perth time) on 1 November 2021.

Voting Results of Demerger Meeting

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), Firefly provides the details of the resolutions and proxies received for the General Meeting held earlier today (**Demerger Meeting**). All resolutions were passed and decided by way of a poll.

Details of proxies received, and the results of the poll are contained in the attached appendices.

Timetable

The key dates for implementation are set out below.

Second Court Date for approval of the Scheme	1 November 2021
Effective date of the Scheme and last day of trading of Firefly Shares on ASX (Effective Date)	1 November 2021
Suspension of trading of Firefly Shares on ASX	Close of trading on 1 November 2021
Record date for determining entitlements to the Scheme Consideration (Scheme Record Date)	7.00pm (Perth time) on 3 November 2021
Effective date for the issue of New Firetail Shares to Firefly Shareholders (in-specie distribution under Demerger) (Demerger Effective Date)	4 November 2021
Record date for determining entitlements to the New Firetail Shares under the Demerger (Demerger Record Date)	7.00pm (Perth time) on 9 November 2021
Implementation date for the issue of Scheme Consideration to Firefly Shareholders (Implementation Date) Implementation date for the issue of New Firetail Shares to Eligible Firefly Shareholders (Demerger Implementation Date)	10 November 2021
Termination of official quotation of Firefly Shares on ASX	5.00pm (Perth time) on 10 November 2021 (or as otherwise determined by ASX)

Further Information

Shareholders with any questions in relation to the Scheme and/ or Demerger should contact either of the Firefly Joint Company Secretaries, Steven Wood, on +61 8 9322 7600 and Natalie Teo, on +61 8 6389 2688 or by email at sw@grangeconsulting.com.au or natalie.teo@anthonyho.com.au between 9.00am and 5.00pm (WST), Monday to Friday, or consult their legal, financial or other professional adviser.

Authorised by the Board of Directors – Firefly Resources Limited

Disclosure of Proxy Votes

Firefly Resources Limited

Scheme Meeting

Wednesday, 27 October 2021



Automic

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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.

			Proxy Votes				Poll Results (if applicable)		
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Approval of the Scheme	P	154,777,783	151,288,815 97.75%	280,634 0.18%	1,110	3,208,334 2.07%	162,143,838 99.64%	580,634 0.36%	1,110



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Demerger Meeting

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1 Approval to dispose of major asset	P	154,825,402	151,283,854 97.71%	288,976 0.19%	0	3,252,572 2.10%	162,183,115 99.82%	288,976 0.18%	0
2 Approval for a reduction of capital and in-specie distribution of Firetail Shares	P	154,825,402	151,386,854 97.78%	185,976 0.12%	0	3,252,572 2.10%	162,286,115 99.89%	185,976 0.11%	0

