



30 March 2022

ASX/MEDIA RELEASE

SCHEME OF ARRANGEMENT - VOTING RESULTS

BARDOC SHAREHOLDERS APPROVE THE SCHEME WITH ST BARBARA LIMITED

Bardoc Gold Limited (ASX:BDC) (**Bardoc** or the **Company**) is pleased to announce that at the Scheme meeting held earlier today, Bardoc shareholders approved the scheme of arrangement (**Scheme**) in connection with which St Barbara Limited (ASX:SBM) (**St Barbara**) will acquire 100% of the issued Bardoc Shares.

VOTING RESULTS OF THE SCHEME MEETING

The resolution to approve the Scheme (**Scheme Resolution**) as set out in the Notice of Meeting and Scheme Booklet dated 22 February 2022, was passed by the requisite majority of Bardoc shareholders pursuant to orders convening the Scheme meeting made by the Supreme Court of Western Australia (**Court**).

In summary:-

- 98.00% of the votes cast by Bardoc shareholders in the Poll were in favour of the Scheme Resolution
- 95.77% of Bardoc shareholders present and voting in the Poll at the meeting voted in favour of the Scheme Resolution.

Full details of the poll, valid proxies received and votes cast, are set out in the attached summary in accordance with the Company's disclosure requirements pursuant to ASX Listing Rule 3.13.2 and section 251AA(2) of the *Corporations Act 2001* (Cth).

NEXT STEPS

Bardoc will now apply to the Court for approval of the Scheme at a hearing scheduled for 2.15pm on Friday, 1 April 2022 (**Second Court Hearing**).

If the Court approves the Scheme, Bardoc proposes to lodge the orders of the Court with the Australian Securities and Investments Commission on Monday, 4 April 2022 and the Scheme will become legally effective on that date.

It is expected that Bardoc shares will be suspended from trading on the ASX at the close of trading on Monday, 4 April 2022

A summary of the key events and the expected timing in relation to the approval and implementation of the Scheme are set out in the table below.

Event	Date
Second Court Date for approval of the Scheme	1 April 2022
Effective Date of the Scheme and last day of trading of Bardoc Shares on ASX	4 April 2022
Suspension of trading of Bardoc Shares on ASX	Close of trading on 4 April 2022
Trading in New St Barbara Shares issued as Scheme Consideration to commence on a deferred settlement basis	5 April 2022
Record Date for determining entitlements to the Scheme Consideration	5:00pm (AWST) 6 April 2022
Implementation Date for the issue of Scheme Consideration to Bardoc Scheme Shareholders	13 April 2022
Termination of official quotation of Bardoc Shares on ASX	5:00pm (AWST) on 13 April 2022 (or as otherwise determined by ASX)
Trading in New St Barbara Shares issued as Scheme Consideration to commence on a normal (T+2) basis	14 April 2022

ADVISERS

Argonaut PCF is acting as Bardoc's financial adviser and Steinepreis Paganin is acting as Bardoc's legal adviser to the Scheme.

Approved for release by the Board.

For further information contact:

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Bardoc Gold Limited
Scheme Meeting
Wednesday, 30 March 2022
Results of Meeting

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2

Resolution details	Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll			Resolution Result
Resolution	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
Scheme Resolution - Approval of the Scheme	103,295,923 96.62%	2,146,169 2.01%	1,468,761 1.37%	31,421	105,116,476 98.00%	2,146,169 2.00%	31,421	Carried
					Number of shareholders voting on the poll			
					For	Against	Abstain*	
					362 95.77%	16 4.23%	6	

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.