Schedule 1

NOTICE OF PROPOSED SETTLEMENT

CUDECO CLASS ACTION VID176/2022

ABOUT THIS NOTICE

- **What is this?** This notice is sent by order of the Federal Court of Australia about the CuDeco Class Action. It contains information about the proposed settlement of part of the CuDeco Class Action and how to register if you are eligible to receive a payment.
- **Why is this notice important?** If you are a Group Member, your legal rights will be affected. Please read this notice carefully.
- **Why have I received this notice?** You have been identified as a potential Group Member. You may be eligible for a payment from the CuDeco Class Action settlement. More information about whether you might be eligible is set out at paragraph 13 of this notice.
- **What is the CuDeco Class Action about?** The class action claims that the directors engaged in misleading and deceptive conduct by, amongst other things, making misleading statements to the market about CuDeco's ore reserves, and the value and financial viability of CuDeco's Rocklands project. The Applicant alleges that those statements caused the price of CuDeco shares to be inflated, and that people who purchased those inflated shares suffered loss. In respect of those claims, the Applicant seeks, inter alia, damages, interest and costs.
- **What is the proposed settlement?** The Director Respondents and Insurers have agreed to pay $12 million to settle the claim against them. This must be approved by the Federal Court. The settlement is made without any admission of liability.
- **What are my options?**
  1. **Register: To have your eligibility assessed to participate in the settlement**, you must complete your registration form on https://bantongroup.com/cudeco-class-action/ by **25 August 2026 unless you have previously registered with Banton Group** (including in the settlement with KPMG).
  2. **Do nothing**: If you do not register, **you will not receive a payment**.
  3. **Object**: If you want to object to the proposed settlement, you must complete the Notice of Objection and email it to the Federal Court at vicreg@fedcourt.gov.au and Banton Group at CuDeco@bantongroup.com by **25 August 2026**. If you object but still want to be considered to receive a payment if the settlement is approved, you must also register. More information is set out at Section F of this notice.
- **How much money will Group Members receive from the settlement?** How much you might receive depends on a number of things, including but not limited to the number of people that register and your specific circumstances. This will be calculated at a later date once the Registration Deadline has passed and all registrations are received.
- **What deductions may be made from the proposed settlement?** The proposed deductions include a litigation funding commission, payments for legal costs and disbursements incurred by the Applicant in running the claim, and reimbursement payments for the Applicant. More information is set out at Section D. Only deductions approved by the Court will be made. The proposed deductions, if approved, are estimated to comprise:
  - $1.85 million in legal costs and disbursements incurred prior to the issue of the notice;
  - $175,000 as an estimate of the future cost of progressing the proceeding to the settlement approval hearing;
  - $20,000 as costs for the costs referee, Kerri Rosati
  - $200,000 for the costs of administering the settlement;
  - An amount to be paid to the funder in respect of the litigation funding commission;
  - $20,000 as a reimbursement payment to the Applicant.
- **Is this notice a scam?** This notice is sent by order of the Federal Court of Australia in relation to the CuDeco Class Action and is not a scam. You can check the legitimacy of this notice online, from the websites of the Federal Court of Australia and Banton Group.

PLEASE CAREFULLY READ THIS NOTICE FOR MORE INFORMATION.

- **Questions?** There are many potential Group Members. To help minimise costs, you are encouraged to read this notice carefully and access more information on Banton Group's website at https://bantongroup.com/cudeco-class-action/.

What is this notice about?

1 This notice is sent to you by order of the Federal Court of Australia (**Court**).

2 This notice relates to the **Class Action** brought by Leo Toner (**Applicant**) on his own behalf and on behalf of persons who acquired an interest in fully paid ordinary shares in CuDeco Limited during the period between 11 April 2016 and 13 March 2018 (**CuDeco Class Action**).

3 The purpose of this notice is to inform you that:

(a) the Applicant has settled the claims made in the CuDeco Class Action against the Second and Third Respondents (**Director Respondents**), and the Fifth, Sixth and Seventh Respondents (**Insurers**) on terms which are subject to the approval of the Court;

(b) you have a right to object or make submissions in relation to the proposed settlement; and

(c) a **Settlement Deed** has been executed which provides details of the settlement.

4 You have received this notice as you are considered to be a "**Group Member**" because you have not previously elected to 'opt-out' of the Proceedings.

What is a class action?

5 A class action is a legal proceeding in which one or more individuals (called applicants) bring a claim not only for themselves but also on behalf of others who have similar or related claims. These individuals form a group known as the 'group members'. The lead applicant in the CuDeco Class Action is Leo Toner.

What is this class action about?

6 This claim is a securities class action.

7 It is brought on behalf of shareholders who acquired an interest in CuDeco shares between 11 April 2016 and 13 March 2018 (**Relevant Period**) and have suffered loss or damage by or resulting from the alleged conduct of the Respondents.

8 The First Respondent, CuDeco Limited (Receivers and Managers Appointed) (In Liquidation) has no active role in the Proceeding, as the Applicant did not seek leave to proceed against the company in liquidation.

9 In relation to the Director Respondents, Peter Robert Hutchison and Dianmin Chen, the Applicant alleges that the directors engaged in misleading or deceptive conduct by, amongst other things, making misleading statements to the market about CuDeco's ore reserves, and the value and financial viability of CuDeco's Rocklands project.

10 Pursuant to orders of the Court made on 10 March 2026, the Federal Court of Australia approved the settlement of the proceedings against the Fourth Respondent, KPMG, and dismissed the proceedings as against KPMG on and from the payment of the settlement

sum by KPMG (**KPMG Settlement**). The amount of the settlement sum paid by KPMG is confidential.

11 The Respondents deny the allegations and are defending the Class Action. They have each filed a Defence. The Applicant's Statement of Claim and the Defences of each Respondent are available on the Banton Group website:

(a) The Further Amended Statement of Claim is at: https://ehymdracjodyxiyeimfb.supabase.co/storage/v1/object/public/article-documents/cases/cudeco/2025-08-08-Further-Amended-Statement-of-Claim-dated-8-August-2025-sealed-1.pdf

(b) The Second Respondent's Amended Defence is at: https://ehymdracjodyxiyeimfb.supabase.co/storage/v1/object/public/article-documents/editor/1784183269206-second-respondents-amended-defence.pdf

(c) The Third Respondent's Amended Defence is at: https://ehymdracjodyxiyeimfb.supabase.co/storage/v1/object/public/article-documents/editor/1784183284516-third-respondents-amended-defence.pdf

(d) KPMG's Defence is at: https://ehymdracjodyxiyeimfb.supabase.co/storage/v1/object/public/article-documents/cases/cudeco/2023-04-11-Defence-of-Fourth-Respondent-Sealed.pdf

12 The Applicant's lawyers are Banton Group. A company called Equite Capital No 4 Pte Ltd (**Equite** or the **Funder**) is funding the CuDeco Class Action.

Are you a group member in the class action?

13 You are a group member if you acquired an interest in fully paid ordinary shares in CuDeco Limited during the period between 11 April 2016 and 13 March 2018.

14 You will only be excluded from being a group member if you are:

(a) a related party of CuDeco (i.e. Directors, relatives, controlling entities);

(b) a related body corporate of CuDeco (i.e. holding company, subsidiary company, subsidiary of holding company);

(c) an associated entity of CuDeco (i.e. An entity is associated with another entity if they are members of the same corporate group, or if one entity has a certain degree of control over the other);

(d) an officer or a close associate of CuDeco (e.g. director, secretary, receiver, administrator, liquidator, trustee);

(e) a Justice, Registrar, District Registrar or Deputy District Registrar of the Federal Court of Australia or the High Court of Australia;

(f) Sinosteel Equipment & Engineering Ltd (Sinosteel);

(g) China Oceanwide International Investment Co. Limited, Oceanwide International Resources Investment Co., Limited, China Oceanwide Holdings Group Co., Ltd, Oceanwide Group Co., Ltd, Oceanwide Holdings Co., Ltd, or Zhiqiang Lu;

(h) Rich Lead Investments Pte Ltd.; or

(i) New Apex Asia Investment Limited.

Are Group Members liable for legal costs?

15 The Applicant and some Group Members have retained Banton Group to act as their solicitors but it is not necessary for you or other Group Members to retain Banton Group to participate as a Group Member.

16 The costs of the CuDeco Class Action are funded by Equite pursuant to funding agreements entered into between the Funder and the Applicant and some Group Members. During the course of the CuDeco Class Action, the Funder has paid the legal costs, and indemnified the Applicant against potential adverse costs orders and provided security against the possibility of any such adverse costs orders. If the proposed settlement of the claim against the Director Respondents and Insurers is approved by the Court, the Applicant will ask the Court to make an order that the legal and funding costs of conducting the CuDeco Class Action as it relates to the Director Respondents and Insurers be deducted from the aggregate Settlement Sum, before calculating each Group Member's entitlement i.e. the legal and funding costs of conducting the CuDeco Class Action will be spread equitably among all Group Members participating in the Settlement. Therefore, if you are eligible to participate as a Group Member in the distribution of the Settlement Sum, your share of the settlement (if any) will be calculated and paid to you after deduction of legal and funding costs.

17 Under no circumstances will you, by registering to participate in the proposed Settlement, be liable for "out of pocket" costs, whether to Banton Group, or the Funder, or otherwise.

A. PROPOSED SETTLEMENT

18 The CuDeco Class Action commenced on 7 April 2022.

19 In June 2026, the Applicant and the Director Respondents and Insurers reached settlement of the Proceeding (**Remaining Parties Settlement**) on the terms set out in the Settlement Deed dated 17 July 2026 (**Settlement Deed**).

20 The parties involved in this settlement are the Applicant, all group members other than those who opted out of the Proceeding (**Bound Group Members**), the Funder, the Director Respondents and Insurers.

B. PRE-CONDITIONS TO THE PROPOSED SETTLEMENT

21 The proposed settlement is conditional upon the making of the following orders by 29 April 2027 (called the **Sunset Date**):

(a) approving the Settlement on an unconditional basis pursuant to s 33V(1) of the Federal Court Act; and

(b) authorising the Applicant *nunc pro tunc*, under section 33ZF of the Federal Court Act, to enter into and give effect to this Deed on behalf of all Group Members (to the extent the Group Members are party to this Deed),

(the **Approval Orders**).

(c) If these conditions are not met, the settlement does not proceed.

C. KEY TERMS OF PROPOSED SETTLEMENT

22 Under the terms of the Settlement Deed it is proposed:

(a) that the amounts paid into Court pursuant to the Orders of the Honourable Justice Moshinsky dated 29 June 2026 as amended in Orders dated 30 June 2026, as security for the Director Respondents' and the Insurers' costs, and any interest accrued on those amounts, be released to the Applicant's Solicitors, Banton Group;

(b) no further steps are taken in the Proceeding, except where they are:

(i) necessary to give effect to the terms of the Settlement Deed; or

(ii) agreed between the Parties in writing;

(c) in full and final settlement of all claims, the Director Respondents and the Insurers must together pay the **Settlement Sum** ($12,000,000) into the Settlement Distribution Account within 7 days of Settlement Approval being obtained;

(d) the Director Respondents and the Insurers do not admit liability by entering into this Settlement or making the payment at paragraph (c) above;

(e) the Settlement Sum will be distributed according to a court-approved scheme (**Settlement Distribution Scheme or SDS**);

(f) the **Applicant's Lawyers** (Banton Group) will administer the SDS;

(g) once the Settlement is approved and payment is made, the Applicant and each of the Group Members release the Director Respondents, the Insurers and each of their Related Entities from all Claims arising from or in connection with the subject matter of the Proceeding and the circumstances or allegations giving rise to the Proceeding and the Director Respondents' prior positions as directors of CuDeco;

(h) the Settlement is subject to approval by the Federal Court of Australia. The Applicant must apply for this approval and keep the Director Respondents and Insurers informed of progress.

23 If the Court approves the Proposed Settlement and you are an eligible Group Member who did not opt out, you may receive a share of the Settlement Sum distributed under the settlement. You will also be bound by the settlement and cannot take legal action against the Respondents or their related entities for claims like those made in the Class Action.

24 If the Court does not approve of the Proposed Settlement, no monies will be distributed. The Class Action will need to go to trial to be determined by the Court unless another settlement can be reached.

D. IMPORTANT FEATURES OF THE PROPOSED SETTLEMENT DISTRIBUTION SCHEME (SDS)

25 If the SDS is approved, then a scheme administrator of the SDS will be appointed by the Court (**Scheme Administrator**).

26 The proposed method of distributing the Settlement Sum is set out in the SDS. All Group Members participating in the Settlement will share pro rata in the Settlement Sum on the basis of their losses, subject to the assumptions and qualifications set out in the SDS, and including adjustments to reflect that legal costs and scheme administration costs will continue to be incurred.

27 Each Group Member's entitlement to a share of the Settlement Sum (**Scheme Payment**) will be determined by the Scheme Administrator in accordance with the terms of the SDS (**Process**).

28 Under the Process, the Scheme Administrator will issue a Claim Data Notice to each Group Member who registers to participate in the Remaining Parties Settlement (see section F below). That notice will set out your Claim Data and notify you of the Scheme Administrator's preliminary estimate of your Scheme Payment. The Claim Data Notice will set out a period of time within which you can dispute the correctness of any Claim Data.

29 The Applicant has entered into a litigation funding agreement with Equite. The funding agreement provides that Equite will pay legal costs and that the Claimant will pay to the Funder or its nominee a Funder's Commission and also reimburse Equite for the legal costs it has paid.

30 **Common Fund Order.** The Applicant will make an application for an order that all group members contribute to the Funder's Commission out of their share of any settlement distribution, whether or not they signed a funding agreement. If the Court makes such an order, it will determine the rate of commission payable by Group Members participating in the settlement. The sum approved under a common fund order will be subject to an order of the Court.

31 Equite proposes to seek a common fund order of no more than 35% of both the settlement paid by the directors ($12 million), and the sum paid under the KPMG Settlement. The settlement sum paid by KPMG is subject to a confidentiality order. The amount of funding commission sought by Equite may be disclosed to Group Members subject to compliance with a Confidentiality Undertaking, as explained in section G below.

32 **Costs Equalisation Order.** The Applicant will make an application for orders approving in this Proceeding the legal costs and disbursements incurred as at the date of the Approval Hearing, and that those costs be deducted from the Settlement Sum. Those costs comprise legal costs and disbursements incurred from 1 February 2026 to the date of this notice of approximately $1.85 million, and estimated further costs to the completion of the application for approval of the settlement of approximately $195,000. The sum approved for legal costs will be subject to an order of the Court.

33 **Administration costs.** The Applicant will make application for an order that the costs of administering the settlement will be deducted from the Settlement Sum. The estimated administration costs are approximately $200,000. The sum approved for administration costs will be subject to an order of the Court.

34 **Applicant reimbursement payment.** The Applicant will make application for a payment to be made to him as compensation for time and effort spent in prosecuting the claims on

behalf of group members. The Applicant proposes to apply for a payment of $20,000. The sum approved as a reimbursement payment to the Applicant will be subject to an order of the Court.

E. COURT APPROVAL PROCESS

35 Before the Settlement becomes effective, the Court must be satisfied that the Settlement is a fair and reasonable compromise of the claims against the Director Respondents and Insurers and must approve its terms as being in the interests of the Group Members. If the Settlement is not approved by the Court, the claims against the Director Respondents and Insurers will continue.

36 The Court will have a hearing on **[*]** to determine whether to approve the proposed settlement.

F. OPTIONS FOR GROUP MEMBERS

37 Group members who are eligible to participate in the settlement of the Applicant's claims against the Director Respondents and Insurers are those who register with Banton Group by no later than **25 August 2026**, or who have already registered with Banton Group.

38 **<u>Registered Group Members:</u>** If you have previously registered with Banton Group in relation to the Proceeding or signed a litigation funding agreement in the Proceeding (**Current Registered Group Member**), then you only need to provide your Share Trade Data to Banton Group by **25 August 2026**, being

(a) the Group Member's name (or names in the case of joint security holders) and address and email address;

(b) the full name of the registered owner and any relevant Holder Identification Number (HIN) or Security Reference Number (SRN) or equivalent reference number (if known) in respect of fully paid ordinary shares in CuDeco (CuDeco Securities) held as at close of trade (on 10 April 2016) or acquired during the Relevant Period (as defined in the Statement of Claim);

(c) the number of CuDeco Securities held by each Group Member as at close of trade on 10 April 2016 and if known the exchange on which they were held;

(d) the number of CuDeco Securities held by each Group Member as at close of trade on 13 March 2018 and if known the exchange on which they were held;

(e) details of each transaction by which the Group Member bought and/or sold CuDeco Securities in the period 11 April 2016 to 13 March 2018 including specifying the number of securities bought or sold, the price of purchase or sale, and any brokerage including GST or other costs incurred on the transaction.

39 If you are a Current Registered Group Member, Banton Group will contact you to provide your Shre Trade Data.

40 If you are a Current Registered Group Member and you wish to **object** to the proposed settlement, but still participate in the settlement in the event that your objection is overruled and the settlement is approved, you must submit a Notice of Objection to Proposed Settlement by **25 August 2026**.

41 **Unregistered Group Members:** Group Members who have not previously registered with Banton Group, whether in respect of the KPMG Settlement or otherwise may do three things:

(a) **Option A: Register** to participate in the proposed Settlement by **25 August 2026,** in which case you may be entitled to receive a distribution from the proposed Settlement in the event it is approved by the Court and you otherwise qualify. To register to participate in the proposed Settlement you should go to https://bantongroup.com/cudeco-class-action/ or contact Banton Group on CuDeco@bantongroup.com.

(b) **Option B: Do nothing** in which case if the proposed Settlement is approved by the Court, you will **not** receive a distribution from the Settlement Sum. You will, however, still be bound by the settlement and claims you may have against the Respondents will be extinguished.

(c) **Option C: Object to the Settlement:** Group Members may (in addition to Option A or Option B) object to the settlement of the Applicant's claims against the Director Respondents and Insurers. If you want to object to the settlement but still participate in the settlement in the event that your objection is overruled and the settlement is approved (you should follow option A and option C together) and submit a Notice of Objection to Proposed Settlement by **25 August 2026**. The Notice of Objection is attached to this Notice.

You **must** provide to the Applicant's solicitors a completed Notice of Objection to Proposed Settlement in the form of Annexure A to this Notice by sending it to

(i) the Federal Court Registry at vicreg@fedcourt.gov.au; and

(ii) Banton Group at CuDeco@bantongroup.com;

You **may** attend, or send a representative to attend, the Federal Court of Australia, Victoria District Registry on a dated fixed by the Court when the Remaining Parties Settlement Approval Application is to be heard and address the Court with reasons why the proposed settlement should not be approved.

42 **Former Group Members:** Group Members who submitted an opt out notice prior to the Court imposed deadline of 2 February 2024 do not need to do anything in response to this notice. By choosing to opt out of the CuDeco Class Action, you are no longer a group member in the class action and will not be affected by the class action or the proposed Settlement.

G. HOW TO GET MORE INFORMATION

43 If you think you might wish to oppose the proposed settlement, you should obtain independent legal advice immediately.

You may obtain a copy of the Settlement Deed and/or the Settlement Distribution Scheme and/or obtain further information about the matters referred to in this notice by contacting Elliott Smith at Banton Group at CuDeco@bantongroup.com.

Subject to signing a Confidentiality Undertaking (which can be obtained from Banton Group), you can be confidentially informed of the quantum of the funding commission sought by Equite by attending Banton Group's offices in person, or (if you are unable to attend Banton Group's offices in person) by way of a meeting hosted via a video conferencing platform such as Microsoft Teams or Zoom

If you wish to make those arrangements, please contact Banton Group on (02) 8076 8090 or at CuDeco@bantongroup.com.

The Court cannot answer questions about the process or provide legal advice.

Annexure A

Notice of Objection to Proposed Settlement

No. VID176 of 2022

Federal Court of Australia

District Registry: Victoria

Division: General

LEO TONER

Applicant

CUDECO LIMITED (RECEIVERS AND MANAGERS APPOINTED) (IN LIQUIDATION) ACN 000 317 251 & ORS

Respondent

To: Banton Group
Level 12
60 Martin Place
Sydney NSW 2000
Attention: Elliott Smith

The group member identified below gives notice that an objection is made to the proposed settlement of the above-named representative proceeding. The group member's written reasons for the objection are attached to this notice.

Name of group member:	
Person completing this form (print):	
Authority of person completing this form (e.g. company director, lawyer):	
Telephone contact:	
Postal address:	
Objection also made to Common Fund Order	Yes/No
Objection also made to Costs Equalisation Order	Yes/No

Date: ___________________________

Signed by: [Name]

Capacity (e.g. group member or lawyer for group member):

(Note: the written reasons for the objection may be attached to this notice.)

Annexure B

Individual Share Trading Data for Group Members

The below is either obtained from the CuDeco Share Register or from information you have provided to Banton Group for your review when completing your registration form.

Security Holder Details

Identifier: «Identifier»

HIN/SRN/Reference number: «Holder_Id»

Name of security holder: «Name»

Transaction Details:

Transaction Number	Transaction Type	Date	Units	Unit Price	Closing Balance	Sub Register	Sequence	Transfer Number