

Federal Court of Australia approves Scheme

Newcrest Mining Limited (ASX, TSX, PNGX: NCM) announces that the Federal Court of Australia (Court) has today made orders approving the proposed scheme of arrangement under which Newcrest will be acquired by Newmont Corporation (via its subsidiary, Newmont Overseas Holdings Pty Ltd) (Scheme).

Newcrest expects to lodge an office copy of the Court orders with the Australian Securities and Investments Commission tomorrow, at which time the Scheme will become effective. As disclosed in the Scheme Booklet dated 7 September 2023 (released to the ASX, PNGX and TSX (via SEDAR) on 8 September 2023), Newcrest shares will continue to trade on the ASX, PNGX and TSX after the Scheme becomes effective until close of trading on 26 October 2023.

Special Dividend

Newcrest announced on 5 October 2023 a Special Dividend of US\$1.10 per Newcrest share, subject to the Scheme becoming effective. This dividend will be fully franked.

Newcrest shares on the ASX and PNGX will trade ex the Special Dividend from commencement of trading tomorrow. Newcrest shares on the TSX will trade ex the Special Dividend from commencement of trading on 19 October 2023.

The record date for the dividend will be 7.00pm (Melbourne time), 19 October 2023 and it will be paid on 27 October 2023.

Shares acquired on the ASX and PNGX after today (and on the TSX from 19 October 2023) will not carry an entitlement to the Special Dividend.

Scheme Consideration

Subject to the Scheme becoming effective, eligible Newcrest shareholders will be entitled to receive the Scheme Consideration of 0.400 Newmont securities for each Newcrest share held on the Scheme Record Date, being 7.00pm (Melbourne time) on 30 October 2023. Newcrest shareholders on the:

- Australian share register will receive Newmont CHESSE depository interests (Newmont CDIs);
- PNG share register will receive Newmont PETS depository interests (Newmont PDIs); and
- Canadian share register will receive Newmont shares (Newmont Shares).

Timetable

The remaining key dates of the Scheme are set out below.

Event	Date
Effective Date	Wednesday, 18 October 2023
Court order lodged with ASIC	
Newcrest shares will continue to trade ex-dividend on the ASX and PNGX after the Effective Date ¹	

¹ In order to be entitled to both the Special Dividend and the Scheme Consideration, Newcrest shareholders must hold their Newcrest shares on both the Special Dividend Record Date and Scheme Record Date. See section 4.6 of the Scheme Booklet for further details.

Event	Date
Newcrest shares on the TSX will trade ex-dividend from commencement of trading on Thursday, 19 October 2023 ²	
Special Dividend Record Date For determining entitlements to the Special Dividend	7.00pm, Thursday, 19 October 2023 ³
Last day to reposition Newcrest shares between the Australian, Canadian and Papua New Guinean registers	Thursday, 26 October 2023
Last day of trading in Newcrest shares Newcrest shares will be suspended from trading on the ASX, PNGX and TSX from close of trading ⁴	Thursday, 26 October 2023
Newmont CDIs listed on the ASX First day trading in Newmont CDIs on the ASX (on a deferred settlement basis) (ASX: NEM)	Friday, 27 October 2023
Newmont PDIs listed on the PNGX First day trading in Newmont PDIs on the PNGX (on a deferred settlement basis) (PNGX: NEM)	Friday, 27 October 2023
Special Dividend Payment Date Date on which the Special Dividend will be paid (provided the Scheme becomes effective)	Friday, 27 October 2023
Scheme Record Date For determining entitlements to Scheme Consideration	7.00pm, Monday, 30 October 2023
Implementation Date Issue of Scheme Consideration completed ⁵	Monday, 6 November 2023
Commencement of trading – Newmont Shares Commencement of trading of Newmont Shares issued under the Scheme on NYSE and TSX	Monday, 6 November 2023 (New York time)
Commencement of normal trading – Newmont CDIs Holding statements for Newmont CDIs dispatched Commencement of normal trading of Newmont CDIs on the ASX (ASX: NEM)	Tuesday, 7 November 2023

² As described in the Special Bulletin published by the TSX on Friday, 13 October 2023 (Toronto time), the TSX has put in place mandatory special settlement rules that will apply to Newcrest shares trading on the TSX. In particular, all trades on the TSX on Tuesday, 17 October 2023 will settle on Wednesday, 18 October 2023 and all trades on the TSX on Wednesday, 18 October 2023 will settle the same day.

³ The Toronto time equivalent is 4.00am on Thursday, 19 October 2023. Accordingly, shareholders on Newcrest's Canadian share register will need to be registered on the Newcrest share register on Wednesday, 18 October 2023 (Toronto time) in order to remain on the register for the Special Dividend Record Date.

⁴ The TSX has granted permission for Newcrest Shares to trade on a T+1 basis during the course of trading on Wednesday, 25 October 2023 and on a T+0 basis during the course of trading on Thursday, 26 October 2023. Non-registered holders of Newcrest shares on Newcrest's Canadian share register should note that full restrictions will be imposed by each of CDS and the Depository Trust Company over Newcrest shares on and from 4.30pm on Friday, 27 October 2023 (New York time) such that there cannot be any trades or withdrawals prior to the Scheme Record Date. These holders should refer to the bulletins published by each of CDS and the Depository Trust Company for further details on trading limitations that may be imposed.

⁵ Newmont shares issued under the Scheme will be issued following close of trade on Friday, 3 November 2023 (New York time), being the business day prior to the Implementation Date.

Event	Date
Commencement of normal trading – Newmont PDIs Holding statements for Newmont PDIs dispatched Commencement of normal trading of Newmont PDIs on the PNGX (PNGX: NEM)	Tuesday, 7 November 2023
DRS statements – Newmont Shares DRS statements for Newmont Shares dispatched	Monday, 13 November 2023

Unless otherwise indicated, all times and dates in the above timetable are references to the time and date in Melbourne, Australia and all such times and dates are subject to change. Any changes will be announced by Newcrest to the ASX, PNGX and TSX (via SEDAR) and notified on Newcrest’s website at www.newcrest.com.

Authorised by the Newcrest Disclosure Committee

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