

## Southern Cross Gold Ltd – Scheme becomes legally effective

15 January 2025

**Melbourne, Australia** — Further to the announcement made yesterday, **Southern Cross Gold Ltd (ASX: SXG) (SXG or the Company)** is pleased to confirm that the scheme of arrangement pursuant to which TSXV listed Southern Cross Gold Consolidated Ltd. (formerly named Mawson Gold Limited), a company formed in British Columbia, Canada (TSXV: **SXGC**) will acquire 100% of the shares in SXG it does not already own (**Scheme**) is now legally effective. It is expected that SXG shares will be suspended from close of trading today, Wednesday 15 January 2025.

SXG lodged an office copy of the orders made by the Supreme Court of New South Wales (**Court**) approving the Scheme with the Australian Securities and Investments Commission today, pursuant to section 411(10) of the *Corporations Act 2001* (Cth). An office copy of the Court orders is attached to this announcement.

On implementation of the Scheme (expected to occur on Friday 24 January 2025), SXG shareholders as at 7.00pm on the Scheme Record Date of Friday 17 January 2025 will receive the Scheme Consideration.

Capitalised terms not otherwise defined in this announcement have the meaning given to them in the Scheme Booklet dated 12 November 2024.

### For further information, please contact:

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- Ends -

This announcement has been approved for release by the Board of Southern Cross Gold Ltd.

Justin Mouchacca  
Company Secretary

### Not an offer of securities

This press release does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in any jurisdiction.

#### SOUTHERN CROSS GOLD LTD

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ASX Code: SXG

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## JUDGMENT/ORDER

### COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Corporations List
Registry	Supreme Court Sydney
Case number	2024/00289709

### TITLE OF PROCEEDINGS

First Plaintiff	SOUTHERN CROSS GOLD LTD ACN 652166795
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First

### DATE OF JUDGMENT/ORDER

Date made or given	14 January 2025
Date entered	14 January 2025

### TERMS OF JUDGMENT/ORDER

#### VERDICT, ORDER OR DIRECTION:

Black J grants leave for Mawson Gold Limited (Bidder) to appear under r 2.13 of Supreme Court (Corporations) Rules.

Hearing of Originating Process filed 7 August 2024. Second Court hearing.

Affidavit evidence read. Exhibits marked.

Black J makes orders 1 – 3 and notes paragraph 1 (as amended) in accordance with Short Minutes of Order initialled by him and placed in the file.

#### THE COURT ORDERS THAT:

1. Pursuant to sections 411(4)(b) of the Corporations Act 2001 (Cth) (Act), the scheme of arrangement between the plaintiff and its holders of fully paid ordinary shares, the terms of which are contained in Annexure D of the Scheme Booklet (a copy of which is contained in Annexure "ETE-1" of the affidavit of Earnest Thomas Eadie sworn on 11 November 2024) (Scheme), be approved.
2. Pursuant to s 411(12) of the Act, the plaintiff be exempted from compliance with s 411(11) of the Act in relation to the Scheme.
3. These orders be entered forthwith.

#### THE COURT NOTES THAT:

1. The plaintiff and Mawson Gold Limited will rely on the Court's approval of the Scheme for the purpose of qualifying for exemption from the registration requirements of the United States

Securities Act of 1933 provided for by section 3(a)(10) of that Act, in connection with the shares and CHESSE Depository Interests to be issued as part of the implementation of the Scheme.

## SEAL AND SIGNATURE



Signature Rebel Kenna  
Capacity Principal Registrar  
Date 14 January 2025

If this document was issued by means of the Electronic Case Management System (ECM), pursuant to Part 3 of the Uniform Civil Procedure Rules (UCPR), this document is taken to have been signed if the person's name is printed where his or her signature would otherwise appear.

## PERSON PROVIDING DOCUMENT FOR SEALING UNDER UCPR 36.12

Name SOUTHERN CROSS GOLD LTD, Plaintiff 1

Legal representative Brit Ibanez  
Legal representative reference  
Contact name and telephone Emily Pendlebury  
437010197

## FURTHER DETAILS ABOUT Plaintiff(s)

First Plaintiff  
Name SOUTHERN CROSS GOLD LTD  
ACN 652166795  
Address Australia Square Level 42  
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SYDNEY NSW 2000  
Telephone  
Fax  
E-mail  
Client reference

### Legal representative

Name Brit Ibanez  
Practicing certificate number 00029531  
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Contact name and telephone Emily Pendlebury  
437010197

## FURTHER DETAILS ABOUT (s)

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