

The following information is prepared for the convenience of Canadian Derivatives Clearing Corporation (CDCC) members and Bourse de Montréal Inc. (the Bourse) approved participants. This document is an unofficial summary of certain terms of the aforementioned adjustment. CDCC and the Bourse accept no responsibility for the accuracy or completeness of the summary. CDCC members and Bourse approved participants must ensure they have reviewed the documentation published by the Issuers involved in this corporate action.



CIRCULAR 094-24
August 12, 2024

ANTICIPATED CONTRACT ADJUSTMENT
Osisko Mining Inc. (OSK)
Plan of Arrangement

The Bourse and CDCC wish to inform you that Osisko Mining Inc. ("**Osisko**") (TSX:OSK) is pleased to announce that it has entered into a definitive arrangement agreement dated August 12, 2024 (the "**Arrangement Agreement**") pursuant to which Gold Fields Limited, through a 100% owned Canadian subsidiary (the "**Purchaser**" or "**Gold Fields**"), has agreed to acquire all of the issued and outstanding common shares of Osisko (the "**Shares**") at a price of C\$4.90 per Share (the "**Consideration**"), in an all-cash transaction valued at approximately C\$2.16 billion on a fully diluted basis (the "**Transaction**").

The Transaction will be implemented by way of a statutory plan of arrangement under Section 182 of the *Business Corporations Act* (Ontario) (the "Plan of Arrangement"). Completion of the Transaction is subject to customary conditions, including, among others, court approval, regulatory approvals, the approval of at least two-thirds of the votes cast by the Shareholders present in person or represented by proxy at the Meeting and a simple majority of the votes cast by Shareholders on a resolution approving the Arrangement, excluding for this purpose the votes attached to the Shares held by persons required to be excluded for purposes of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions*.

Subject to the satisfaction of all conditions to closing set out in the Arrangement Agreement, it is anticipated that the Transaction will be completed in Q4 2024. Upon closing of the Transaction, it is expected that the Shares will be delisted from the TSX and that Osisko will cease to be a reporting issuer under applicable Canadian securities laws.

Copies of the Information Circular, the Arrangement Agreement, the Plan of Arrangement, the Voting Support Agreements and certain related documents will be filed with the applicable Canadian securities regulators and will be available in due course on SEDAR+ (www.sedarplus.ca) under Osisko's issuer profile.

PLEASE ENSURE THAT ALL CLIENTS WHO HAVE EITHER LONG OR SHORT POSITIONS IN THIS OPTION CLASS ARE ADVISED OF THIS NOTICE.

For further information, please contact the Market Operations Department at (514) 871-7877.
Clearing members may contact the CDCC Corporate Operations Department.

Patrick Desjardins
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