Annexure A

NOTICE OF PROPOSED SETTLEMENT

FEDERAL COURT OF AUSTRALIA

BHP CLASS ACTION

Vince Impiombato, and Klemweb Nominees Pty Ltd (as trustee for the Klemweb Superannuation Fund) v BHP Group Limited (VID649/2018)

IMPORTANT NOTICE TO GROUP MEMBERS
SENT BY ORDER OF THE FEDERAL COURT OF AUSTRALIA

PLEASE READ CAREFULLY

This Notice is issued to you by the Federal Court of Australia because you are either a "Registered Group Member" or you have previously contacted Phi Finney McDonald, Maurice Blackburn or G&E KTMC Funding LLC to enquire about participation in the BHP Class Action. It contains important information about the proposed settlement of the BHP Class Action.

Group Members in the BHP Class Action should read this Notice carefully as their legal rights will be affected by the proposed settlement if approved by the Court. It is proposed that only Registered Group Members will be entitled to share in the benefits from the proposed settlement.

If there is anything in this Notice that you do not understand, you should use the contact information at Section 7 below to make enquiries or seek independent legal advice. Do not contact the Federal Court with any questions about this Notice.

SUMMARY OF YOUR OPTONS

1. If you **do not object to** the Proposed Settlement, you do not need to do anything.

2. If you wish to **object** to the Proposed Settlement then you **must**, **by no later than 4:00pm (AEDT) on 28 November 2025**, fill in the form entitled 'Notice of Objection' annexed to this notice, sign it, and file it together with any evidence and/or written submissions in support with the Court by sending it to the address on the form and send it to the Joint Applicants' lawyers by email to enquiries@bhpclassaction.com.

   Any group member who has filed a Notice of Objection with the Court **must** at the same time send any evidence and written submissions they wish to rely upon in support of the Notice of Objection to the Court by sending it to the address on the form and to the Joint Applicants' lawyers by email to enquiries@bhpclassaction.com.

1 PURPOSE OF THE SETTLEMENT NOTICE

1.1 In summary, this Settlement Notice is to inform you that a conditional settlement of AU$110 million (**Settlement Sum**) (inclusive of legal costs and disbursements, funding commissions, fees, taxes, expenses, charges and interest and the costs of distributing the Settlement Sum in accordance with a Settlement Distribution Scheme), to resolve the claims of all Group Members has been reached in the BHP Class Action (**Proposed Settlement**). The Proposed Settlement is without admission of liability by BHP Group Limited.

1.2 This Notice provides information about the Proposed Settlement and explains the rights that Group Members have regarding the Proposed Settlement. Group Members should read this Notice carefully as it will affect their rights.

1.3 The Proposed Settlement requires Court approval to be effective and for monies to be distributed to eligible Group Members. Before the Court will approve the Proposed Settlement, it must be satisfied that the Proposed Settlement is fair and reasonable, and in the interests of Group Members as a whole. At 10:15am (AEDT) on 5 December 2025, the Court will hear the application to approve the Proposed Settlement and the proposed distribution of the Settlement Sum under the Settlement Distribution Scheme (**Settlement Approval Hearing**). You are entitled to attend the hearing if you wish to.

1.4 You have been sent this Notice because you are either a Registered Group Member or you have previously contacted Phi Finney McDonald, Maurice Blackburn or G&E KTMC Funding LLC enquiring about participation in the BHP Class Action.

1.5 You are a Group Member in the BHP Class Action if:

(a) during the period from 8 August 2012 to the close of trade on 9 November 2015 inclusive, you entered into a contract (whether by yourself or by an agent or trustee) to acquire an interest in fully paid up ordinary shares in BHP Group Ltd, formerly BHP Billiton Limited (**BHP Ltd**); and/or BHP Group Plc, formerly BHP Billiton Plc (**BHP Plc**);

(b) you are alleged to have suffered loss or damage by or resulting from the conduct of BHP Ltd as pleaded in the Third Further Amended Consolidated Statement of Claim dated 25 March 2025; and

(c) you are <u>not</u>:

(i) a related party, related body corporate, associated entity, director or officer or close associate of BHP Ltd; or

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

(d) you have not opted out of the proceeding by providing an opt out notice to the Victorian District Registry of the Federal Court of Australia.

1.6 If you are unsure whether or not you are a Group Member, you should contact the Joint Applicants' lawyers by email at enquiries@bhpclassaction.com or seek your own legal advice without delay.

2 ABOUT THE BHP CLASS ACTION

2.1 The Joint Applicants in this class action, Vince Impiombato and Klemweb Nominees Pty Ltd (as trustee for the Klemweb Superannuation Fund), brought the BHP Class Action on behalf of persons who, between 8 August 2012 and 9 November 2015 (inclusive) (**Claim Period**) acquired an interest in fully paid up ordinary shares in: BHP Group Ltd, formerly BHP Billiton Limited (**BHP Ltd**); and/or BHP Group Plc, formerly BHP Billiton Plc (**BHP Plc)**.

2.2 The Joint Applicants brought the BHP Class Action with funding from G&E KTMC Funding LLC (**G&E KTMC**). The Joint Applicants' lawyers are Phi Finney McDonald and Maurice Blackburn.

2.3 The BHP Class Action is brought by the Joint Applicants on their own behalf and on behalf of all persons who are "Group Members".

2.4 The Joint Applicants allege that BHP Ltd:

(a) contravened its continuous disclosure obligations between 8 August 2012 and 9 November 2015 (inclusive) by failing to properly inform the ASX of BHP's alleged knowledge of the Fundão dam (located in the Germano mine in Minas Gerais, Brazil, operated by Samarco Mineração SA, a non-operated joint venture between BHP Billiton Brasil Ltda and Vale SA in Brazil) being at risk of failure, and alleged knowledge that if the dam failed, serious adverse human, environmental, and financial consequences would likely result;

(b) engaged in misleading or deceptive conduct by representing to the ASX (by publishing in its annual reports between FY11 and FY15) that:

(i) the primary consideration in every aspect of BHP's business was the safety of its people and the safety and sustainability of the environment and the communities in which it, and its subsidiaries, carried on business; and

(ii) BHP had effective systems and processes in place to identify and effectively manage risks to the safety of its people and the safety and sustainability of the environment and the communities in which it, and its subsidiaries, carried on business, including the Samarco mining operation.

2.5 The BHP Class Action alleges that investors who acquired BHP Ltd or BHP Plc shares in the Claim Period are entitled to compensation for loss and damage caused by or resulting from the conduct of BHP Ltd as alleged in the Third Further Amended Consolidated Statement of Claim dated 25 March 2025.

2.6 The allegations are denied by BHP Ltd. BHP Ltd defended the class action and the Proposed Settlement acknowledges that BHP Ltd makes no admissions of liability or any other admissions beyond those specifically pleaded in the pleadings filed with the Court in the Proceeding.

2.7 Full details of the allegations made by the Joint Applicants and of BHP Ltd's defence against those allegations are set out in the Third Further Amended Consolidated Statement of Claim and the Defence to the Third Further Amended Consolidated Statement of Claim, which can be downloaded from the webpage https://www.bhpclassaction.com.

3 INFORMATION ABOUT THE PROPOSED SETTLEMENT

Key Terms of the Proposed Settlement

3.1 The key terms of the Proposed Settlement are:

(a) BHP Ltd will pay a sum of AU$110 million, inclusive of all legal costs and disbursements, funding commissions, fees, taxes, expenses, charges and interest and the costs of distributing the Settlement Sum in accordance with a Settlement Distribution Scheme, in full and final settlement of all of the Joint Applicants' and Group Members' claims made against BHP Ltd in the BHP Class Action. The settlement is without any admission of liability by BHP Ltd.

(b) All Group Members will be bound by the terms of the Proposed Settlement, if approved by the Court. The payment of the Settlement Sum is in exchange for releases in favour of BHP Ltd. This will prevent Group Members from taking any other legal action against

BHP Ltd that raises common claims between the Joint Applicants and Group Members which relate to the matters or issues the subject of the BHP Class Action and which the Joint Applicant make, made or were capable of making on behalf of Group Members, regardless of whether or not you are a Registered Group Member and whether or not you receive any benefit from the Proposed Settlement.

(c) The Proposed Settlement will only take effect if it is approved by the Court. If the Proposed Settlement is not approved by the Court, the BHP Class Action will continue and there will be no distribution of payments to Group Members unless and until the Joint Applicants are successful in the proceeding, or a further settlement is reached by the parties and approved by the Court.

<u>Eligibility to Participate in the Proposed Settlement</u>

3.2 As was foreshadowed in paragraphs 5.2 and 5.12 of the Registration and Opt Out Notice previously issued to Group Members, the Joint Applicants intend to apply for an order from the Court as part of the Settlement Approval Hearing which, if made, will mean only Registered Group Members are entitled to share in the benefits from the Proposed Settlement. The order sought will be to the effect that:

> *"Pursuant to sections 33V and 33ZF of the Federal Court of Australia Act 1976 (Cth), any Group Member who is not a Registered Group Member and who has not opted out of these proceedings will remain a Group Member for all purposes of this proceeding and shall not, without the leave of the Court, be permitted to seek any benefit under the proposed settlement in the event that it receives approval by the Court."*

3.3 You are a Registered Group Member if:

(a) you entered into a litigation funding agreement with G&E KTMC before 4:00pm (AEDT) on 31 May 2024;

(b) you entered into a retainer and costs agreement with Maurice Blackburn before 4:00pm (AEDT) on 31 May 2024;

(c) you submitted your claim registration before 4:00pm (AEDT) on 31 May 2024 through the online portal accessible through the webpage https://www.bhpclassaction.com; or

(d) your claim registration was submitted after 4:00pm (AEDT) on 31 May 2024, but by orders of the Court dated 11 July 2025 or 31 October 2025 you have been deemed to be a Registered Group Member.

4 THE SETTLEMENT DISTRIBUTION SCHEME

4.1 At the Settlement Approval Hearing, the Joint Applicants will seek orders from the Court to approve a proposed scheme for the distribution of the Settlement Sum (the **Settlement Distribution Scheme**). The purpose of the proposed Settlement Distribution Scheme is:

(a) to govern the distribution of the Settlement Sum, and any interest that accrues on that amount before distribution, including between the Registered Group Members; and

(b) to determine how the monetary compensation payable to each Registered Group Member is calculated (using a confidential "Distribution Formula").

4.2 Under the proposed Settlement Distribution Scheme, the Joint Applicants and Registered Group Members will receive 50% of the total amount of the Settlement Sum, being at least AU$55,000,000 (before any interest which accrues on the settlement amount paid by BHP

Ltd). The proposed Settlement Distribution Scheme and the Distribution Formula are subject to Court approval.

4.3 At this stage it is not possible to provide a final estimate of how much individual Registered Group Members will receive from the settlement. However, Registered Group Members will be sent a Notice of Estimated Distribution by 3 November 2025.

4.4 The amount to be paid to each Registered Group Member under the proposed Settlement Distribution Scheme will depend on a number of factors, such as the number of shares purchased by that Registered Group Member, the date of purchase, whether any of those shares were sold, the overall losses of all Registered Group Members sharing in the Proposed Settlement, the total amount of the deductions from the Settlement Sum which are approved by the Court and any interest earned on the Settlement Sum prior to final distributions.

4.5 Under the proposed Settlement Distribution Scheme, amounts for each of the items set out below (subject to Court approval) will be deducted from the Settlement Sum before the balance is distributed to and shared on a pro rata basis by all Registered Group Members in accordance with the proposed Settlement Distribution Scheme. If all the deductions outlined below are approved by the Court, 50% of the total Settlement Sum will be paid to Registered Group Members.

<u>Legal Costs</u>

4.6 The Court will be asked to approve the deduction of reasonable legal costs and disbursements incurred by the Joint Applicants' lawyers in conducting the proceedings on behalf of the class from the Settlement Sum.

4.7 The Joint Applicants will seek Court approval of legal costs in an amount to be determined as fair and reasonable by the Court, having regard to the opinion of an independent expert costs referee appointed by the Court. This amount would include a permitted 25% uplift on the conditional component of Phi Finney McDonald's legal fees and a 6.25% uplift on the conditional component of Maurice Blackburn's legal fees.

<u>Funding Costs</u>

4.8 As foreshadowed in paragraph 2.8 of a previous Court notice issued to Registered Group Members in the BHP Class Action on or around 16 July 2025, the Joint Applicants intend to seek common fund orders that include a percentage commission to G&E KTMC of up to 27.5% of the "net recovery", calculated on the basis of the total settlement sum minus G&E KTMC's expenses from its agreement to pay all disbursements incurred in the BHP Class Action, Phi Finney McDonald under its current terms of engagement for performing legal work and premiums associated with after-the-event insurance arrangements procured for the BHP Class Action.

4.9 The final rate of the common fund order to be sought cannot be calculated exactly at this time. It will be substantially lower than 27.5% of the net recovery, to ensure that the total proposed deductions to the Joint Applicants' lawyers and G&E KTMC do not exceed 50% of the Settlement Sum (before taking into account accrued interest).

4.10 If granted, the order for approved legal costs, reimbursement of premiums associated with after-the-event insurance arrangements procured for the BHP Class Action and payment of a funding commission would allow a deduction from the Settlement Sum for all Registered Group Members who stand to benefit from the proceeding to contribute to those amounts. In this regard, the Court's Class Actions Practice Note (GPN-CA) states that in an open class action (such as the BHP Class Action), class members may expect that if an application is made, and if in all the circumstances it is fair, just, equitable and in accordance with principle, the Court will make an appropriately framed order to prevent unjust enrichment and equitably and fairly distribute the burden of reasonable legal costs, fees and other expenses (including reasonable litigation funding charges and commission) amongst all persons who have benefited from the action.

Joint Applicants' Reimbursement Payments

4.11 The Court will also be asked to approve that an estimated amount of $40,000 be deducted from the balance of the Settlement Sum as a reimbursement payment to the Joint Applicants, to compensate them for the time they have spent representing Group Members in the proceeding.

Settlement Administration Costs

4.12 If the Court approves the Proposed Settlement, an administrator will be appointed in order to distribute the Settlement Sum to Registered Group Members and administer the settlement in accordance with the Settlement Distribution Scheme under directions of the Court (the **Administrator**).

4.13 The Court will be asked to appoint Phi Finney McDonald and Maurice Blackburn as the Administrators of the Settlement Distribution Scheme. If the Court appoints Phi Finney McDonald and Maurice Blackburn as the Administrators, the Court will be asked to approve the deduction of settlement administration costs, in an amount to be determined as fair and reasonable by the Court, having regard to the opinion of an independent expert costs referee appointed by the Court. The costs of administering the Settlement Distribution Scheme will be subject to Court oversight and will be deducted from the interest accruing on the Settlement Sum. Any residual accrued interest not used for payment of the settlement administration costs will form part of the Settlement Sum to be distributed to Registered Group Members if determined appropriate to do so by the Scheme Administrator.

5 PROCESS FOR SETTLEMENT APPROVAL

5.1 The Proposed Settlement will only take effect if it is approved by the Court. In deciding whether to approve the Proposed Settlement, the Court will consider whether the Proposed Settlement is fair and reasonable and in the interests of the Group Members as a whole.

5.2 The Court will have a hearing at 10:15am (AEDT) on 5 December 2025 to determine whether to approve the Proposed Settlement.

5.3 If you would like to review the proposed Settlement Distribution Scheme (including the confidential Distribution Formula) you may make a request to the Joint Applicants' lawyers by email to: enquiries@bhpclassaction.com. The request will only by granted if you first sign a confidentiality undertaking provided by the Joint Applicants' lawyers.

6 WHAT STEPS CAN GROUP MEMBERS NOW TAKE?

OPTION 1 – DO NOTHING

6.1 If you are a Registered Group Member and you are in favour of the proposed settlement, there is nothing you need to do in response to this Notice. If the Proposed Settlement is approved, the Administrator of the Settlement Distribution Scheme will contact you with further information about the settlement distribution process and any actions you may be required to take to receive a distribution under the Settlement Distribution Scheme. You are encouraged to refrain from contacting the Joint Applicants' lawyers unnecessarily in order to keep costs to a minimum.

OPTION 2 – OBJECT TO THE PROPOSED SETTLEMENT

6.2 All Group Members are entitled to object to the Proposed Settlement. If you are a Registered Group Member, doing so will not affect your eligibility to participate in the Proposed Settlement in the event it is approved. If you lodge a Notice of Objection, you may also address the Court (either by yourself or by your lawyer) at the Settlement Approval Hearing.

6.3 If you wish to object to the Proposed Settlement, then by 4:00pm (AEDT) on 28 November 2025 you must fill in the form entitled 'Notice of Objection to Proposed Settlement' attached to this notice and send it along with any evidence (by way of affidavit) in support of the objection and any written submissions (of no more than 2 pages in length) relied upon to the Victorian Registry of the Federal Court of Australia by email at vicreg@fedcourt.gov.au and to the Joint Applicants' lawyers by email at enquiries@bhpclassaction.com.

6.4 If you are not a Registered Group Member and would like to share in the benefit from the Proposed Settlement, you should complete the Notice of Objection and state in the Notice of Objection the reasons why you believe you should be entitled to share in the Proposed Settlement. The Court will then consider your Notice of Objection and decide whether you can share in the Proposed Settlement. There is no guarantee that the Court will allow any person who is not already a Registered Group Member to share in the benefit from the Proposed Settlement.

6.5 A copy of the Notice of Objection is attached as **Schedule 1** to this document.

7 FURTHER QUESTIONS ABOUT THE BHP CLASS ACTION

7.1 Please consider the above matters carefully.

7.2 If there is anything within this Notice that you do not understand, or if you have any questions or comments about the Notice, you should contact the Joint Applicants' lawyers by emailing enquiries@bhpclassaction.com, or seek independent legal advice. You should not delay in making your decision.

SEAL OF THE FEDERAL COURT OF AUSTRALIA

Schedule 1

NOTICE OF OBJECTION TO PROPOSED SETTLEMENT

No. VID649 of 2018

Federal Court of Australia

District Registry: Victoria

Division: General

VINCE IMPIOMBATO, AND KLEMWEB NOMINEES PTY LTD (AS TRUSTEE FOR THE KLEMWEB SUPERANNUATION FUND)

Joint Representative Applicants

BHP GROUP LIMITED (ACN 004 028 077)

Respondent

Complete this form if you wish to submit an objection to the Proposed Settlement.

If you support the Proposed Settlement, you do NOT need to return this form.

Please note that if you submit a Notice of Objection to Proposed Settlement, your name and your specific circumstances (including transaction details and grounds of objection) may be read out in Court and/or referred to in orders and/or judgments of the Court.

Your Notice of Objection will be considered by the Court when it is determining whether to approve the Proposed Settlement.

If you wish to object to the Proposed Settlement, or any aspect of it, by **4:00pm (AEDT) on 28 November 2025** you must file this form and any evidence/submissions in support by sending these documents by email or post to the Victorian Registry of the Court and to the Lawyers at the address below.

Any Notice of Objection received after this deadline may not be considered by the Court when it is determining whether to approve the Proposed Settlement.

Email Address of Victorian Registry of the Federal Court of Australia

Email: vicreg@fedcourt.gov.au

Post: Owen Dixon Commonwealth Law Courts Building
305 William Street
Melbourne VIC 3000

Email Address of the Joint Applicants' lawyers

To: enquiries@bhpclassaction.com.au

A. DETAILS OF OBJECTING GROUP MEMBER

Name of Group Member	
ACN/ABN [*if company*]	
Person completing this form	
Capacity [*e.g., individual, partnership, trustee/agent*]	
Telephone	
Email	
Postal address	

B. RELEVANT TRANSACTIONAL INFORMATION

If you are not a Registered Group Member, you are required to provide the following information. Further, you are required to provide documentary evidence from a third party (e.g. contract notes or transaction receipts) in support of each acquisition and disposal in fully paid up ordinary shares in BHP Group Ltd, formerly BHP Billiton Limited (**BHP Ltd**) and/or BHP Group Plc, formerly BHP Billiton Plc (**BHP Plc**) between 8 August 2012 and 9 November 2015 (inclusive).

If you are a Registered Group Member, you are **not** required to provide the following information. Please proceed to Sections C, D and E below.

HIN/SRN or equivalent reference number under which shares were traded by the objector in each of BHP Ltd and BHP Plc	
Number of shares held by the objector as at close of trade on 7 August 2012 in each of BHP Ltd and BHP Plc	
The transaction date(s) and number of shares acquired by the objector during the period 8 August 2012 until close of trading on 30 November 2015 (inclusive) in each of BHP Ltd and BHP Plc	
The transaction date(s) and number of shares disposed of by the objector during the period 8 August 2012 until close of trading on 30 November 2015 (inclusive) in each of BHP Ltd and BHP Plc	

C. ATTENDANCE AT HEARING AT 10:15 AM (AEDT) ON 5 DECEMBER 2025

❑ I do not intend to appear, but wish for my submissions to be considered in my absence

❑ I intend to appear before the Court at the hearing at 10:15am (AEDT) on 5 December 2025

[*please tick one*]

If you intend to appear, please complete the following:

❑ I will appear on my own behalf

❑ I will be represented by a lawyer

[*please tick one if you intend to appear*]

D. EVIDENCE AND SUBMISSIONS

❑ I attach evidence (by way of affidavit) in support of my objection.

❑ I attach submissions in support of my objection (limited to 2 pages).

❑ I <u>do not</u> attach any evidence or submissions in support of my objection but wish for my objection to be considered based on my ground(s) of objection set out below.

[*please tick the above options that apply to you*]

E. GROUND(S) OF OBJECTION

Please state the reasons in support of your objection to the Proposed Settlement [*set out in the space below any submissions you wish to make, attach additional pages if necessary*]. If you are not a Registered Group Member and you would like to share in the benefit from the Proposed Settlement, please state the reasons why you believe you should do so.

SEAL OF THE FEDERAL COURT OF AUSTRALIA

F. EXECUTION OF NOTICE

If you are completing the Notice of Objection as or on behalf of an individual shareholder you must sign and have your signature witnessed.

If you are completing the Notice of Objection on behalf of a company with a sole director or as the sole trustee, the sole director or sole trustee must sign and have their signatures witnessed.

If you are completing the Notice of Objection on behalf of a company or trust (with more than one director or trustee), two directors of the company, a director and a company secretary of the company, or two trustees must sign. A witness signature is not required.

By signing below, I confirm that the information I have provided in this form is true, complete and correct:

Signed:	
Name	
Position	
Date	
Witness Signature	
Name of Witness	

Second signature (if applicable):	
Name	
Position	
Date	
Witness Signature	
Name of Witness	