

#51834

Date: January 24, 2023

Subject: Maverix Metals Inc. (Election Merger) - Contract Adjustment

Option Symbol: MMX New Symbol: TFPM1 Date: 01/20/2023

\* \* \* Update - Determination of Deliverable \* \* \*

On January 12, 2023, Shareholders of Maverix Metals Inc. (MMX) approved a Plan of Arrangement with Triple Flag Precious Metals Corporation (TFPM). The merger was subsequently consummated on January 19, 2023.

Update: The Non-Electing Consideration has been finalized at 0.36 Triple Flag Precious Metals Corporation (TFPM) Common Shares per MMX share.

# The Merger: Aggregate Terms

The Plan of Arrangement provides that there is a maximum aggregate amount of the cash consideration and the share consideration to be paid to electing MMX Shareholders equal to 15% and 85%, respectively, of the total consideration.

## The Merger: Individual Share Elections

Within the terms of the arrangement, individual MMX Shareholders may:

- Elect to receive \$3.92 in cash ("All Cash Consideration"). All Cash Consideration is subject to proration. OR,
- Elect to receive 0.36 TFPM Common Shares ("All Share Consideration"). All Share
  Consideration is subject to proration. Fractional shares will be rounded down to the nearest
  whole share. OR,
- Register no preference by not making an election ("Non-election Consideration"). Shareholders
  who do not make an election will be deemed to have elected the All Share Consideration for
  each MMX share held, subject to proration.

The election deadline was 5:00 p.m. Toronto time, on January 11, 2023.

## The Merger Consideration: Prorations

The All Cash Consideration and the All Share Consideration will be subject to proration as described in the MMX/TFPM Information Circular dated December 2, 2023.

## **Contract Adjustment**

Date: January 20, 2023

Option Symbol: MMX changes to TFPM1

Strike Divisor: 1

Contract Multiplier: 1

**New Multiplier:** 100 (e.g., a premium or strike price extensions, 5.00 yields \$500)

New Deliverable

Per Contract: The deliverable for adjusted MMX options will be BASED ON THE

MERGER CONSIDERATION WHICH ACCRUES TO NON-ELECTING

MMX SHAREHOLDERS (stated in terms of a current 100-Share

deliverable).

36 Triple Flag Precious Metals Corporation (TFPM) Common Shares

**CUSIP:** TFPM: 89679M104

# **Pricing**

The underlying price for TFPM1 will be determined as follows:

TFPM1 = 0.36 (TFPM)

### Settlement

The TFPM component of the TFPM1 deliverable, which was delayed from January 20, 2023 through January 23, 2023, is no longer delayed and will settle through National Securities Clearing Corporation (NSCC).

#### Disclaimer

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The determination to adjust options and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.

For questions regarding this memo, please email the Investor Education team at options@theocc.com. Clearing Member Firms of OCC may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email memberservices@theocc.com.