

15 February 2023

NOTICE OF GENERAL MEETING

Attached is a Notice of Meeting and sample proxy form in respect of a General Meeting of Shareholders for Antilles Gold Limited (ASX Code: AAU, OTCQB: ANTMF, FSE Code: PTJ) which is to be held on Wednesday 15 March 2023 at 10.30am AEDT at the Company's registered office at 55 Kirkham Road, Bowral, NSW.

This announcement has been authorised by the Chairman of Antilles Gold Limited.

For further information, please contact:

Pamela Bardsley,

Company Secretary,

Antilles Gold Limited

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ANTILLES GOLD LIMITED

ABN 48 008 031 034

NOTICE OF GENERAL MEETING

**The General Meeting of Shareholders
will be held on 15 March 2023 at 10.30am (AEDT)**

at

55 Kirkham Road, Bowral, NSW, 2576

If you are unable to attend the meeting, please complete the form of proxy enclosed and return it in accordance with the instructions set out on that form.

ANTILLES GOLD LIMITED
ABN 48 008 031 034

NOTICE OF GENERAL MEETING

Notice is given that a General Meeting of the Shareholders of Antilles Gold Limited (the **Company** or **Antilles Gold**) will be held on 15 March 2023 commencing at 10.30am (AEDT) at the registered office of Antilles Gold Limited at 55 Kirkham Road, Bowral, N.S.W.

The Explanatory Statement and proxy form which accompany and form part of this Notice, describe in more details the matters to be considered. Please consider this Notice, the Explanatory Statement and the proxy form in their entirety.

AGENDA

ORDINARY BUSINESS

Resolution 1: Ratification of Previous Issue of Placement Options (LR 7.4)

To consider and, if thought fit, to pass (with or without amendment) the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify and approve the prior allotment and issue of 666,667 Listed Options on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting.”

The Company will disregard any votes cast in favour of Resolution 1 by or on behalf of;

- a person or entity who participated in the issue; or
- an associate of that person or those persons.

However, this does not apply to a vote cast in favour of a resolution by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- The chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides: or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 2: Ratification of Previous Issue of Placement Shares and Options (LR 7.4)

To consider and, if thought fit, to pass (with or without amendment) the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify and approve the prior allotment and issue of 1,593,546 Fully Paid Ordinary Shares and 2,500,000 Listed Options on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting.”

The Company will disregard any votes cast in favour of Resolution 2 by or on behalf of;

- a person or entity who participated in the issue; or
- an associate of that person or those persons.

However, this does not apply to a vote cast in favour of a resolution by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- The chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides: or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 3: Ratification of Previous Issue of Placement Shares (L.R.7.4)

To consider and, if thought fit, pass, with or without amendment the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify and approve the prior allotment and issue of 41,526,366 Fully Paid Ordinary Shares on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting.”

The Company will disregard any votes cast in favour of Resolution 3 by or on behalf of;

- a person or entity who participated in the issue; or
- an associate of that person or those persons.

However, this does not apply to a vote cast in favour of a resolution by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- The chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides: or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 4: Ratification of Previous Issue of Placement Shares (LR 7.4)

To consider and, if thought fit, pass, with or without amendment the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify and approve the prior allotment and issue of 30,000,000 Fully Paid Ordinary Shares on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of;

- a person or entity who participated in the issue; or
- an associate of that person or those persons.

However, this does not apply to a vote cast in favour of a resolution by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- The chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides: or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

By Order of the Board



Pamela Bardsley
Company Secretary
14 February 2023

PROXY AND SHAREHOLDER INFORMATION

Attendance and Voting

The Company has, for the purposes of determining voting entitlements at this General Meeting (**GM**), that all the Shares of the Company recorded in the Company's register at 7pm (AEDT) on 13 March 2023, shall be taken to be held by the persons registered as holding the Shares at that time. Only those persons will be entitled to vote at the GM and transfers registered after that time will be disregarded in determining entitlements to attend and vote at the GM.

Shareholders may vote by attending the GM in person or by proxy (see below).

Ordinary resolutions require the support of more than 50% of those Shareholders voting in person, by proxy, by representative or by attorney. Special resolutions require the support of at least 75% of those Shareholders voting in person, by proxy, by representative or by attorney.

Every resolution put to the Shareholders at this GM will be decided in the first instance by a show of hands. A poll may be demanded in accordance with the Company's Constitution. On a show of hands, every Shareholder who is present in person or by proxy, representative or attorney, will have one vote. Upon a poll, every person who is present in person or by proxy, representative or attorney, will have one vote for each Share held by that person.

Proxies

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has the right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

To vote by proxy, you must complete and lodge the Proxy Form using one of the following methods:

Online	Lodge the Proxy Form online at https://investor.automic.com.au/#/loginsah by following the instructions: Login to the Automic website using the holding details as shown on the Proxy Form. Click on 'View Meetings' – 'Vote'. To use the online lodgement facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown on the front of the Proxy Form. For further information on the online proxy lodgment process please see the Online Proxy Lodgment Guide at https://investor.automic.com.au/#/loginsah
By post	Automic, GPO Box 5193, Sydney NSW 2001
By hand	Automic, Level 5, 126 Phillip Street, Sydney NSW 2000
By email	meetings@automicgroup.com.au

Your Proxy instruction must be received not later than 48 hours before the commencement of the Meeting. **Proxy Forms received later than this time will be invalid.**

Corporate Representatives

A corporate Shareholder or corporate proxy wishing to appoint a person to act as its representative at the meeting may do so by providing that person with the following information which the representative should bring to the meeting:

1. a letter executed in accordance with the Shareholder's or proxy's constitution and the Corporations Act authorizing that person as the corporate Shareholder's or proxy's representative at the meeting;
or
2. a copy of the resolution appointing the person as the corporate Shareholder's or proxy's representative at the meeting, certified by the company secretary or a director of the corporate Shareholder or proxy.

ANTILLES GOLD LIMITED
ABN 48 008 031 034

EXPLANATORY STATEMENT TO SHAREHOLDERS

RESOLUTION 1 – Ratification of Previous Issue of Placement Options (LR 7.4)

Resolution 1 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of 666,667 Listed Options under the placement announced to the ASX on 1 August 2022.

ASX Listing Rule 7.1 provides that a company must not, subject to specified exemptions, issue or agree to issue more equity securities during any 12-month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

By ratifying this issue, the Company will retain the flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

If Resolution 1 is not passed, the Options will be included in calculating the Company's 15% placement limit under Listing Rule 7.1, effectively decreasing the number of equity securities the Company can issue without Shareholder approval.

Regulatory requirements- ASX Listing Rule 7.4

Listing Rule 7.5 requires that the following information be provided to Shareholders for the purpose of obtaining Shareholder approval pursuant to Listing Rule 7.4:

- (a) The number of securities issued was 666,667 Listed Options.
- (b) The Options were issued on 13 October 2022.
- (c) The Options were issued for NIL consideration, at an exercise price of \$0.13 each on or before 30 April 2023.
- (d) The Options were issued on the terms set out in Appendix A to this Explanatory Statement.
- (e) The Options were issued to sophisticated investors and other persons to whom no disclosure is required, under the Placement announced to the ASX on 1 August 2022. In conducting the Placement, the Company and its Lead Manager looked to identify current and new investors based on their alignment to the Company's investment and development strategy and the Lead Manager's understanding of each investor's relevant investment strategies, networks and risk profile.
- (f) The Options were issued to raise up to \$3,050,000 before costs of approximately \$180,000 and will be used for:
 - a preliminary drilling program of El Pilar copper-gold porphyry deposit, and its overlying gold-copper oxide cap in central Cuba; and
 - finalizing the Definitive Financial Study for proposed La Demajagua gold-silver open pit mine on the Isle of Youth, in south west Cuba.
- (g) An appropriate voting exclusion statement is included in the Notice of Meeting.

RESOLUTION 2 – Ratification of Previous Issue of Shares and Options (LR 7.4)

The Company agreed to issue Shares and Options in payment of invoices from various consultants. The Shares were issued at the same price as the Shares issued in the Placement announced on 1 August 2022 (i.e. at \$0.05 per Share). The Listed Options were issued for NIL consideration at an exercise price of \$0.13 each, exercisable on or before 30 April 2023.

Resolution 2 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of 1,593,546 Fully Paid Ordinary Shares and 2,500,000 Listed Options

ASX Listing Rule 7.1 provides that a company must not, subject to specified exemptions, issue or agree to issue more equity securities during any 12-month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

By ratifying this issue, the Company will retain the flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

If Resolution 2 is not passed, the Shares and Options will be included in calculating the Company's 15% placement limit under Listing Rule 7.1, effectively decreasing the number of equity securities the Company can issue without Shareholder approval.

Regulatory requirements- ASX Listing Rule 7.4

Listing Rule 7.5 requires that the following information be provided to Shareholders for the purpose of obtaining Shareholder approval pursuant to Listing Rule 7.4:

- (a) The number of securities issued was 1,593,546 Fully Paid Ordinary Shares and 2,500,000 Listed Options.
- (b) The Shares and Listed Options were issued on 13 October 2022.
- (c) The Shares were issued at \$0.05 per share. The Listed Options were issued for NIL consideration at an exercise price of \$0.13 each on or before 30 April 2023.
- (d) The Shares allotted and issued rank equally in all respects with all of the existing Shares on issue. The Options were issued on the terms set out in Appendix A to this Explanatory Statement.
- (e) The Shares and Options were issued to Blue Sail Capital Inc., Lake Capital Partners Ltd and Stephen Muller none of whom are related parties or associates of the Company.
- (f) The Shares and Options were issued in lieu of payment of invoices submitted by the consultants.
- (g) An appropriate voting exclusion statement is included in the Notice of Meeting.

Resolution 3: Ratification of Previous Issue of Placement Shares (L.R.7.4)

Resolution 3 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of Shares under the Placement as announced to the ASX on 6 December 2022.

ASX Listing Rule 7.1 provides that a company must not, subject to specified exemptions, issue or agree to issue more equity securities during any 12-month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

By ratifying this issue, the Company will retain the flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

If Resolution 3 is not passed, the Shares will be included in calculating the Company's 15% placement limit under Listing Rule 7.1, effectively decreasing the number of equity securities the Company can issue without Shareholder approval.

Regulatory requirements- ASX Listing Rule 7.4

Listing Rule 7.5 requires that the following information be provided to Shareholders for the purpose of obtaining Shareholder approval pursuant to Listing Rule 7.4:

- (a) The number of securities issued was 41,526,366 Ordinary Shares.
- (b) The Shares were issued on 13 December 2022, 15 December 2022, 20 December 2022, 27 December 2022, 29 December 2022 and 3 January 2023.
- (c) The Shares were issued at \$0.033 per share.
- (d) The Shares allotted and issued rank equally in all respects with all of the existing Shares on issue.
- (e) The Shares were issued to various sophisticated investors and other persons to whom no disclosure is required, under the Placement announced to the ASX on 6 December 2022. In conducting the Placement, the Company and its Lead Manager looked to identify current and new investors based on their alignment to the Company's investment and development strategy and the Lead Manager's understanding of each investor's relevant investment strategies, networks and risk profile.
- (f) The Shares were issued to raise up to \$2.0 million before costs of \$180,000 and will be used for:
 - A drilling program of the El Pilar copper-gold oxide deposit and underlying porphyry deposit in central Cuba;
 - progressing the Definitive Feasibility Study for the proposed La Demajagua open pit gold-silver mine in south west Cuba; and
 - costs of the offer.
- (g) An appropriate voting exclusion statement is included in the Notice of Meeting.

RESOLUTION 4 – Ratification of Previous Issue of Placement Shares (L.R.7.4)

Resolution 4 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of Shares under the Placement as announced to the ASX on 6 December 2022.

The Company issued 30,000,000 Ordinary Shares under Listing Rule 7.1A. to sophisticated investors at an issue price of \$0.033 per Share.

At its Annual General Meeting held on 16 May 2022, the Company obtained shareholder approval to issue additional equity securities up to 10% of the issued capital of the Company under Listing Rule 7.1A.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

By ratifying this issue, the Company will retain the flexibility to issue equity securities in the future up to the additional 10% placement capacity set out in Listing Rule 7.1A without the requirement to obtain prior Shareholder approval.

If Resolution 4 is not passed, the Shares will be included in calculating the Company's combined 25% placement limit under Listing Rules 7.1 and 7.1A, effectively decreasing the number of equity securities the Company can issue without Shareholder approval.

Regulatory requirements- ASX Listing Rule 7.4

Listing Rule 7.5 requires that the following information be provided to Shareholders for the purpose of obtaining Shareholder approval pursuant to Listing Rule 7.4:

(a) The number of securities issued was 30,000,000 Ordinary Shares issued pursuant to Listing Rule 7.1A.

(b) The Shares were issued on 13 December 2022, 15 December 2022, 20 December 2022, 27 December 2022, 29 December 2022 and 3 January 2023.

(c) The Shares were issued at \$0.033 per share.

(d) The Shares allotted and issued rank equally in all respects with all of the existing Shares on issue.

(e) The Shares were issued to various sophisticated investors and other persons to whom no disclosure is required, under the Placement announced to the ASX on 6 December 2022. In conducting the Placement, the Company looked to identify current and new investors based on their alignment to the Company's investment and development strategy and the Company's understanding of each investor's relevant investment strategies, networks and risk profile.

(f) The Shares were issued to raise up to \$2.0 million before costs of approximately \$180,000 and will be used for:

- A drilling program of the El Pilar copper-gold oxide deposit and underlying porphyry deposit in central Cuba;
- progressing the Definitive Feasibility Study for the proposed La Demajagua open pit gold-silver mine in south west Cuba; and
- costs of the offer.

(g) An appropriate voting exclusion statement is included in the Notice of Meeting.

APPENDIX A

TERMS OF ISSUED LISTED OPTIONS

The Options entitle the holder to be issued Shares on the following terms and conditions:

(a) Entitlement

Each Option entitles the holder to subscribe for one Share upon exercise of the Option before the Expiry Date.

(b) Quotation of Options

(c) Exercise Price

The amount payable on exercise of each Option will be \$0.13 (Exercise Price):

(d) Expiry Date

The Options will expire at 5.00pm (AEST) on 30 April 2023 (Expiry Date):
Any Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(e) Exercise Period

Options may be exercised at any time prior to the Expiry Date (Exercise Period).

(f) Notice of Exercise

The Options may be exercised by notice in writing to the Company (Exercise Notice) and payment of the Exercise Price, in Australian currency, for each Option being exercised. A minimum of 3,846 Options (having a total exercise price of \$500) must be exercised at any time. Where a Shareholder holds less than 3,846 Options then they must exercise their entire holding of Options.

(g) Exercise Date

Any Exercise Notice received by the Company will be deemed effective on and from the later of:
(i) the date of receipt of the Exercise Notice and
(ii) the date of Company's receipt of the Exercise Price, for each Option being exercised, in cleared funds (Exercise Date).

(h) Timing of Issue of Shares on Exercise

Within 15 Business Days after an Option is validly exercised or such other period specified by the Listing Rules, the Company will:

- (i) allot and issue that number of Shares pursuant to the exercise of the Options; and
- (ii) if admitted to the official list of the ASX at the time, apply for official quotation on the ASX of the Shares issued pursuant to the exercise of the Options.

(i) Shares Issued on Exercise

Shares issued pursuant to the exercise of the Options will rank equally with the then issued Shares of the Company.

(j) Participation in New Issues

There are no participation rights or entitlements inherent in the Options and the holder will not be entitled to participate in new issues of capital to Shareholders during the currency of the Options without exercising the Options.

(k) Reconstruction of Capital

If at any time the issued share capital of the Company is reconstructed, all rights of an Option holder will be varied to comply with the Corporations Act and the ASX Listing Rules which apply to the reconstruction at the time of the reconstruction.

(l) New Options Transferable

The Options are transferable.

(m) Change in Exercise Price

An Option does not confer the right to a change in the Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(n) Adjustments for Rights Issues

If the Company makes a pro rate issue of Shares to existing Shareholders, there will be no adjustment to the Exercise Price of an Option.

(o) Adjustment for Bonus Issue of Shares

If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than in satisfaction of dividends or by way of dividend reinvestment):

The number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the Option holder would have received if the Option holder had exercised the Option before the record date for the bonus issue; and there will be no adjustment to the Exercise Price of an Option.

If you are attending the meeting in person, please bring this with you for Securityholder registration.

Holder Number:

Your proxy voting instruction must be received by **10.30am (AEST) on Monday, 13th March 2023**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY VOTE ONLINE

Vote online at <https://investor.automic.com.au/#/loginsah>



Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting form.

- ✓ **Save Money:** help minimise unnecessary print and mail costs for the Company.
- ✓ **It's Quick and Secure:** provides you with greater privacy, eliminates any postal delays and the risk of potentially getting lost in transit.
- ✓ **Receive Vote Confirmation:** instant confirmation that your vote has been processed. It also allows you to amend your vote if required.

SUBMIT YOUR PROXY VOTE BY PAPER

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise, if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automic.com.au>.



