

ASX:SQX 22 August 2023

NOTICE OF MEETING

SQX Resources (ASX: SQX) (SQX or the Company) attaches a copy of the following documents in relation to a General Meeting of Shareholders to be held on 28 September 2023 at 10.00am (Brisbane Time) (General Meeting).

- Letter to Shareholders regarding arrangements for the General Meeting;
- 2. Notice of General Meeting; and
- 3. Proxy Form.

This announcement has been approved and authorised to be released to the ASX by the Board of Directors of SQX Resources Limited.

- ENDS -

For further information please contact:

SQX Resources Limited

Bryan Granzien Non-Executive Chairman E: info@sqxresources.com

Additional information is available at sqxresources.com.

About SQX Resources Limited (SQX)

SQX is a modern mineral exploration company dedicated to delivering shareholder value by building a portfolio of exploration, development, and operating assets. Its current focus is on gold and copper mineralisation at the Ollenburgs and Scrub Paddock prospects, located on EPM 27257 in the underexplored Esk Basin in southeast Queensland near major regional infrastructure and population centres. Both prospects feature known mineralisation and historical mine workings.

Scrub Paddock

Identified as a potential gold-copper porphyry, the Scrub Paddock Prospect features more than 20 historical mine workings with surface mineralisation extending across a ~2km strike length. Soil sampling and drilling have already confirmed gold and copper mineralisation; the extent of this mineralisation, both along the strike of the surface anomaly and at depth, is unknown. The Company is aiming to define an economic mineral resource.

Ollenburgs

Ollenburgs hosts potential for a copper-gold porphyry system and features several copper/gold/silver mine workings, an anomaly visible on aeromagnetic mapping, a surface soil and rock-chip geochemical anomaly across ~300x50m and no historical drilling. The Company intends to expand on recently completed soil sampling by undertaking IP surveying and, if justified, follow up with the first-ever drill program at the prospect.



22 August 2023

Dear Shareholders,

I am pleased to invite you to an Extraordinary General Meeting of the Company's Shareholders (**EGM**) to be held at the offices of Link Market Services, Level 21 10 Eagle Street Brisbane QLD 4000 at 10:00am (Brisbane time) on Thursday 28 September 2023.

A notice of meeting and accompanying explanatory memorandum was released to ASX on 22 August 2023 (together **Notice of Meeting**) in respect of the EGM.

In accordance with Treasury Laws Amendments (2022 Measures No. 1) Act 2021, the Company will not be sending hard copies of the Notice of Meeting to Shareholders. The Notice of Meeting can be viewed and downloaded from https://sqxresources.com/. Alternatively, a complete copy of the meeting documents has been posted to the Company's ASX market announcements page.

The Company strongly encourages Shareholders to vote via proxy for the purposes of the EGM. A personalised Proxy Form will be attached to this letter when dispatched by the Registry. Shareholders who have elected to receive notices from the Company in electronic format will receive an email directly from the Registry. Shareholders can update their email addresses and communication preferences via the website <u>linkmarketservices.com.au.</u>

SQX Resources Limited provides for Shareholders to lodge their proxy votes online. To do that, Shareholders can log in to www.linkmarketservices.com.au using the holding details (SRN or HIN) that will be available on the personalised Proxy Form dispatched by the Registry. Once logged in, select Voting and follow the prompts to lodge your vote.

Shareholders that experience any problems accessing the proxy voting screen(s) can contact the Registry (Link Market Services Limited) by phone on 1300 554 747 or by email at registrars@linkmarketservices.com.au.

Proxy instructions must be received no later than 48 hours before the commencement of the EGM.

This announcement has been authorised for release to the ASX by the Board of Directors of SQX Resources Limited.

Any inquiries in relation to the resolutions or the Explanatory Memorandum should be directed to info@sqxresources.com.

Yours sincerely SQX RESOURCES LIMITED

Bryan Granzien Non-Executive Chairman

SQX Resources Limited ABN 91 659 090 338 Notice of General Meeting and Explanatory Statement

Date of Meeting: 28 September 2023

Time of Meeting: 10.00 AM Brisbane time

Place of Meeting: Link Market Services

Level 21 10 Eagle Street Brisbane QLD 4000

This Notice of General Meeting and Explanatory Statement should be read in their entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser without delay.

The Meeting will be held in person.

Notice is hereby given that an General Meeting of Shareholders of **SQX Resources Limited** ABN 91 659 090 338 (**Company**) will be held at Link Market Services, Level 21 10 Eagle Street Brisbane QLD 4000, Brisbane City, Queensland, 4000 on 28 September 2023 at 10.00 AM Brisbane time.

Ordinary Business

Resolutions 1 to 4 (Appointment and Removal of Directors) are included in this Notice of General Meeting following a requisition for general meeting of shareholders received by the Company on 2 August 2023 under section 249D of the *Corporations Act* 2001 (Cth) from Mounts Bay Investments Pty Ltd (**Mounts Bay**) holding at least 5% of the votes which may be cast at a general meeting (**Requisition Notice**).

1. Resolution 1 – Removal of Bryan Granzien as a Director of the Company

To consider and, if thought fit, pass, the following resolution as an Ordinary Resolution:

"That Mr Bryan Granzien be hereby removed as a director of the Company with effect from the closing of this meeting."

2. Resolution 2 – Removal of Tim Cooper as a Director of the Company

To consider and, if thought fit, pass, the following resolution as an Ordinary Resolution:

"That Mr Tim Cooper be hereby removed as a director of the Company with effect from the closing of this meeting."

3. Resolution 3 – Appointment of David Sanders as a Director of the Company

To consider and, if thought fit, pass, the following resolution as an Ordinary Resolution:

"That Mr David Sanders, having consented to act, be and is hereby appointed as a director of the Company with effect from the closing of this meeting."

4. Resolution 4 – Appointment of Patric Glovac as a Director of the Company

To consider and, if thought fit, pass, the following resolution as an Ordinary Resolution:

"That Mr Patric Glovac, having consented to act, be and is hereby appointed as a director of the Company with effect from the closing of this meeting."

Additional Notes

1. Explanatory Statement

The Explanatory Statement and the Proxy Form accompanying this Notice of Meeting are incorporated in and comprise part of this Notice of Meeting and should be read in conjunction with this Notice of Meeting.

Terms used in this Notice of Meeting are defined in section 8 of the accompanying Explanatory Statement.

2. Proxies and Representatives

Shareholders are entitled to appoint a proxy to attend and vote on their behalf. Where a Shareholder is entitled to cast two or more votes at the meeting, they may appoint two proxies. Where more than one proxy is appointed, each proxy may be appointed to represent a specific proportion or number of votes the Shareholder may exercise. If the appointment does not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of the votes. The proxy may, but need not, be a Shareholder of the Company.

Shareholders who are a body corporate are able to appoint representatives to attend and vote at the meeting under section 250D of the *Corporations Act 2001* (Cth).

The proxy form must be signed by the Shareholder or his/her attorney duly authorised in writing or, if the Shareholder is a corporation, in a manner permitted by the Corporations Act.

The proxy form (and the power of attorney or other authority, if any, under which the proxy form is signed) or a copy or facsimile which appears on its face to be an authentic copy of the proxy form (and the power of attorney or other authority) must be deposited at, posted to, or sent by facsimile transmission to the address listed below, or by hand to the Share Registry, Link Market Services Limited, Level 12, 680 George Street NSW 2000 not less than 48 hours before the time for holding the meeting, or adjourned meeting as the case may be, at which the individual named in the proxy form proposes to vote.

SQX Resources Limited

C/- Link Market Services Limited

Locked Bag A14

Sydney South NSW 1235 Australia

Telephone Phone: 1300 554 474 (Overseas: +61 1300 554 474)

Facsimile No: +61 2 9287 0309

If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the Company's share registry.

A proxy form is attached to this Notice.

Voting entitlement

For the purposes of determining voting entitlements at the Meeting, Shares will be taken to be held by the persons who are registered as holding the Shares at **7.00pm** on **26 September 2023**. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

Signing instructions

You must sign the proxy form as follows in the spaces provided:

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

Joint Holding: Where the holding is in more than one name, all of the security holders

should sign.

Power of Attorney: To sign under Power of Attorney, you must have already lodged this

document with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of

Attorney to this form when you return it.

Companies: Where the company has a Sole Director, who is also the Sole Company

Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a

Company Secretary, a Sole Director can also sign alone.

Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary.

Please indicate the office held by signing in the appropriate place.

3. General business

To consider any other business as may be lawfully put forward in accordance with the Constitution of the Company.

4. Voting by Proxy

Instructions relating to voting by proxy are outlined in the Proxy form, at the end of this document.

5. Voting in person

To vote in person, the Shareholders must attend the Meeting at the time, date and place set out on the cover page above.

By order of the Board

Bryan Granzien Non-Executive Chairman SQX Resources Limited

Explanatory Statement

1 Introduction

This Explanatory Statement is provided to shareholders of **SQX Resources Limited** ABN 91 659 090 338 (**Company**) to explain the Resolutions to be put to Shareholders at the Extraordinary General Meeting to be held at Link Market Services, Level 21 10 Eagle Street Brisbane QLD 4000, Brisbane City, Queensland, 4000 on 28 September 2023 at 10.00 AM Brisbane time.

The Notice of Meeting sets out details of proposals concerning the Resolutions to be put to Shareholders. This Explanatory Statement forms part of the Notice of Meeting and has been prepared to provide Shareholders with material information to enable them to make an informed decision on the business to be conducted at the General Meeting (**Meeting**), as outlined in Resolutions 1 to 4.

The Directors recommend that Shareholders read the accompanying Notice of Meeting, and this Explanatory Statement in full before making any decision in relation to the Resolutions.

Terms used in this Explanatory Memorandum have the same meaning given to them in the in Section 8 of this Explanatory Statement.

2 Reasons for holding this Meeting

2.1 Calling of this Meeting

This Meeting has been requested pursuant to section 249D of the Corporations Act by Mounts Bay Investments Pty Ltd (**Mounts Bay**) (**Requisitionist**) holding at least 5% of the votes that may be cast at a general meeting of the Company.

2.2 About Requisition Notice

The Requisition Notice requested a general meeting to propose Resolutions 1 and 4 (Appointment and Removal of Directors) to appoint two new Directors, and to remove two current Directors.

In accordance with the requirements in the Corporations Act, the Company has convened the Meeting to allow Shareholders to vote on the proposed resolutions.

2.3 Statement to Shareholder from current Directors

Bryan Granzien and Tim Cooper have not exercised their right at this time under section 203D of the Corporations Act to provide Shareholders with a statement in relation to the proposed resolutions.

2.4 Statement by Requisitionist

Pursuant to section 249P of the Corporations Act, the Requisitionist is entitled to have the Company circulate with this Notice of Meeting a statement about the resolutions proposed by them. The Requisitionist has not provided any such statement apart from the Requisition Notice itself.

The Requisitionist has also not provided any reasons nor justifications for seeking Resolutions 1 to 4.

The Board does not have any specific knowledge of what the Requisitionist wishes to achieve as a result of Resolutions 1 to 4. The Board understands this information would be relevant to the Shareholders in deciding how they wish to exercise their votes in relation to each of the Resolutions.

In the absence of the Requisitionist providing specific reasons for proposing the Resolutions 1 to 4, the Company cannot be certain of the Requisitionist's motives in relation to Resolutions 1 to 4.

2.5 Directors' Recommendation

Bryan Granzien, Non-Executive Chairman, and Tim Cooper, Non-Executive Director, recommend that Shareholders vote against the resolutions.

Brent Van Staden abstains from making a recommendation on the resolutions.

3 Voting entitlement

For the purposes of determining voting entitlements at the Meeting, Shares will be taken to be held by the persons who are registered as holding Shares at 7.00pm (Brisbane time) on 26 September 2023. Accordingly, votes registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

4 Resolution 1: Removal of Bryan Granzien as a Director of the Company

Bryan Granzien has been a Director of the Company since 30 November 2022.

A resume for Mr Granzien is as follows:

Bryan Granzien (Non-Executive Chairman)

Bryan is Executive Chair of Hawsons Iron Ltd (**Hawsons**), an emerging producer of premium quality iron ore, leading the charge to meet the demand for high-grade products essential to decarbonising the steel industry.

The Board considers Mr Granzien to be an Independent Director.

Bryan has extensive leadership experience, demonstrated change management expertise and success in ASX listed and unlisted environments across mining, agribusiness, information technology and steel manufacturing industries.

Following a range of senior executive roles with MIM Holdings Ltd and Grainco Australia Pty Ltd, Bryan held General Manager positions at Neumann Steel Pty Ltd and NatSteel Australia Pty Ltd from 2004 to 2011. In 2011, Bryan was appointed CEO of Tata Steel Resources Australia, representing the parent company Tata Steel Ltd as a Director / CEO of Australian subsidiaries Tata Steel Resources Australia Pty Ltd and Kalimati Coal Co. Pty Ltd. The main objective of these companies was the procurement of metallurgical coal and investment in coal and iron ore mines to supply Tata Steel Ltd's international steel mills.

In 2017/2018, as CEO of the ASX-listed Automotive Solutions Group Pty Ltd, Bryan saw the business through a particularly turbulent period to achieve improved outcomes for all stakeholders.

Prior to joining Hawsons, Bryan utilised his experience, networks, and business acumen to run his own executive management consultancy business.

Bryan has a Bachelor of Business, is a graduate of the Australian Institute of Company Directors, and is a fellow of the CEO Institute. Additional to his senior executive roles Bryan has held a diverse number of Director and committee member appointments on industry, subsidiary and company Boards including the National Chair of the Australian India Business Council Sub-Committee on Energy & Resources.

Resolution 1 is an Ordinary Resolution.

The chair of the Meeting intends to vote undirected proxies against Resolution 1.

5 Resolution 2: Removal of Tim Cooper as a Director of the Company

Tim Cooper has been a Director of the Company since 2 May 2022.

A resume for Mr Cooper is as follows:

Tim Cooper (Non-Executive Director)

Tim has over 17 years of natural resources experience with a broad range of operational, technical and consulting expertise at all stages of project development across coal, base/precious metals and bulk commodity sectors.

The Board does not consider Mr Cooper to be an Independent Director by virtue of his interest in the Company's Shares.

After starting his career in exploration and mining geology, Tim transitioned into mining consultancy, culminating in Principal Mining Consultant roles at MEC Mining Pty Ltd and Precision Mining Pty Ltd. He managed teams of mining engineers to deliver mine planning and project investment analysis studies and also developed scheduling and project evaluation software solutions.

Tim is currently the Technical Director for MPX, a private company with a successful track record of identifying, acquiring and investing in mineral exploration across Australia. He is principally responsible for helping drive MPX's systemisation of project acquisition, development and commercialisation.

Tim holds a Bachelor of Science (Geology) from the University of Newcastle.

Resolution 2 is an Ordinary Resolution.

The chair of the Meeting intends to vote undirected proxies against Resolution 2.

Resolution 3: Appointment of David Sanders as a Director of the Company

David Sanders has consented to act as a director of the Company.

The Company has not received any information concerning Mr Sanders' credentials and experience, or his plans for the Company. The Board is, therefore, unable to comment on the suitability of Mr Sanders to act as a director of the Company, nor the skills he would bring to the Board.

Resolution 3 is an Ordinary Resolution.

The chair of the Meeting intends to vote against Resolution 3.

7 Resolution 4: Appointment of Patric Glovac as a Director of the Company

Patric Glovac has consented to act as a director of the Company.

The Company has not received any information concerning Mr Glovac's credentials and experience, or his plans for the Company. The Board is, therefore, unable to comment on the suitability of Mr Glovac to act as a director of the Company, nor the skills he would bring to the Board.

Resolution 4 is an Ordinary Resolution.

The chair of the Meeting intends to vote against Resolution 4.

8 Interpretation

The following terms used in the Notice of Meeting and the Explanatory Memorandum are defined as follows:

\$ means Australian dollars, unless otherwise stated.

ASX means ASX Limited ABN 98 008 624 691 or the Australian Securities Exchange (as applicable).

Board means the board of directors of the Company.

Company or SQX means SQX Resources Limited ABN 91 659 090 338 (ASX: SQX).

Constitution means the constitution of the Company from time to time.

Corporations Act means the Corporations Act 2001 (Cth).

Directors or **Board** means the board of directors of the Company from time to time.

Explanatory Statement means the explanatory statement accompanying the Notice.

Meeting means the General Meeting to be held on 28 September 2023 as convened by the accompanying Notice of Meeting.

Notice of Meeting or **Notice** means the notice of meeting giving notice to Shareholders of the Meeting, and accompanying this Explanatory Statement.

Ordinary Resolution means a resolution passed by more than 50% of the votes at a general meeting of Shareholders.

Resolution means any of resolutions 1 to 4 as set out in the Notice of Meeting.

Shareholder means a holder of Shares in the Company.

Shares means fully paid ordinary shares in the Company from time to time.

Mounts Bay means Mounts Bay Investments Pty Ltd in its own capacity.

Any inquiries in relation to the Resolutions or the Explanatory Statement should be directed to Bryan Granzien (Non-Executive Chairman):

info@sqxresources.com



LODGE YOUR VOTE

ONLINE

https://investorcentre.linkgroup.com



BY MAIL

SQX Resources Limited C/- Link Market Services Limited Locked Bag A14 Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

Link Market Services Limited Level 12, 680 George Street, Sydney NSW 2000



ALL ENQUIRIES TO



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PROXY FORM

I/We being a member(s) of SQX Resources Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy

STEP

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Extraordinary General Meeting of the Company to be held at 10:00am (Brisbane time) on Thursday, 28 September 2023 at Link Market Services, Level 21, 10 Eagle Street, Brisbane QLD 4000 (the Meeting) and at any postponement or adjournment of the Meeting.

The Chairman of the Meeting intends to vote undirected proxies Against each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an \boxtimes

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Resolutions For Against Abstain*

- 1 Removal of Bryan Granzien as a Director of the Company
- 2 Removal of Tim Cooper as a Director of the Company
- **3** Appointment of David Sanders as a Director of the Company
- 4 Appointment of Patric Glovac as a Director of the Company



* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual) Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. Please note: you cannot change ownership of your shares using this form.

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in 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 A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am (Brisbane time) on Tuesday, 26 September 2023**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

https://investorcentre.linkgroup.com

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link https://investorcentre.linkgroup.com into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

SQX Resources Limited C/- Link Market Services Limited Locked Bag A14 Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited* Level 12 680 George Street Sydney NSW 2000

*During business hours Monday to Friday (9:00am - 5:00pm)