

13 October 2023

Dear Eastern Metals Shareholder,

Notice is hereby given that an Annual General Meeting for Eastern Metals Limited ABN 29 643 902 943 ("Company" or "Eastern Metals") will be held commencing 10.00am AEDT (Sydney Time) on Wednesday 22 November 2023 ("Meeting", "Annual General Meeting" or "AGM").

It is a pleasure to invite you, on behalf of the Board, to attend the Company's Annual General Meeting. Eastern Metals has decided to hold the Annual General Meeting **in person only**.

The Meeting can be attended as follows:

When: Wednesday 22 November 2023 at 10.00am AEDT (Sydney Time)

In person: Level 13, 60 Castlereagh Street Sydney NSW 2000

The Notice of Meeting and accompanying Explanatory Statement ("Meeting Materials") are being made available electronically to Shareholders.

The Meeting Materials provide more information on the process to participate in the Annual General Meeting.

This means that:

- You can access the Meeting Materials online at the Company's website on www.easternmetals.com.au or at our share registry's website <https://www.investorserve.com.au> by logging in and selecting Company Announcements from the main menu.
- A complete copy of the Meeting Materials has been posted to the Company's ASX Market announcements page at www.asx.com.au under the Company's ASX code "EMS".
- If you have provided an email address and have elected to receive electronic communications from the Company, you will receive an email to your nominated email address with a link to an electronic copy of the Meeting Materials and the Proxy Form.
- If you would like to receive electronic communications from the Company in the future, please update your communication elections online at <https://www.investorserve.com.au>. If you have not yet registered, you will need your Shareholder information, including SRN/HIN details.
- If you are unable to access the Meeting Materials online please contact our share registry, Boardroom Pty Limited, on <mailto:enquiries@boardroomlimited.com.au> or 1300 737 760 (within Australia) or +61 2 9290 9600 (Outside Australia) between 8:30am and 5:30pm (Sydney Time) Monday to Friday, to arrange a copy.

Attached with the Notice is your Proxy Form. The Company encourages all Shareholders to lodge a directed Proxy Form prior to the meeting.

Important

The business of the Meeting affects your Shareholding, and your vote is important.

The Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

The Directors have determined pursuant to Regulation 7.11.37 of the *Corporations Regulations Act 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 7:00pm (AEDT, Sydney Time) on Monday 20 November 2023.

For further information, contact:

Ley Kingdom

Chief Executive Officer

leykingdom@easternmetals.com.au

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BUSINESS OF THE MEETING

Agenda

1 Financial Statements and Reports

To table and consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2023, which includes the Financial Report, the Directors' Report, the Remuneration Report and the Auditor's Report.

2 Resolution 1 – Adoption of Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

“That, for the purposes of section 250R (2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Annual Report for the financial year ended 30 June 2023.”

Note: The vote on this Resolution is advisory only and does not bind the Directors or the Company.

Voting Exclusion Statement

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

- a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- a Closely Related Party of such a member.

However, this does not apply to a vote cast in favour of Resolution 1 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.

3 Resolution 2 – Re-election of a Director – Dr Jason Berton

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

“That, for the purposes of rule 12.2 of the Constitution, and for all other purposes, Dr Jason Berton, a Director who retires by rotation, and being eligible, is re-elected as a Director.”

Notes:

- Dr Berton has consented to be re-elected a director of the Company.
- The non-candidate directors unanimously support the election of Dr Berton.
- The Chair of the Meeting intends to vote all available proxies in favour of Resolution 2.

4 Resolution 3 – Approval of 10% Issuance Capacity

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

“That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue Equity Securities totalling up to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement.”

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

- any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue the subject of Resolution 3 (except a benefit solely by reason of being a holder of ordinary securities in the Company); or
- an Associate of those persons.

However, this does not apply to a vote cast in favour of Resolution 3 by:

- a person as proxy or attorney for a person who is entitled to vote on Resolution 3, in accordance with directions given to the proxy or attorney to vote on Resolution 3 in that way; or
- the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on Resolution 3, in accordance with a direction given to the Chair to vote on Resolution 3 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 Resolution 3; and
- the holder votes on Resolution 3 in accordance with directions given by the beneficiary to the holder to vote in that way.

5 Resolution 4 - Ratification of Option Issue to Veritas

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, for the purposes of Listing Rule 7.4 and all other purposes, Shareholders ratify the issue on 29 June 2023 to Veritas (or its nominee(s)) of 4,000,000 Broker Options (exercise price \$0.10 expiring 9 June 2026) on the terms and conditions set out in the Explanatory Statement including Annexure A to the Explanatory Statement."

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

- Veritas (or its nominee(s)); or
- an Associate of those persons.

However, this does not apply to a vote cast in favour of Resolution 4 by:

- a person as proxy or attorney for a person who is entitled to vote on Resolution 4, in accordance with directions given to the proxy or attorney to vote on Resolution 4 in that way; or
- the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on Resolution 4, in accordance with a direction given to the Chair to vote on Resolution 4 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 Resolution 4; and
 - the holder votes on Resolution 4 in accordance with directions given by the beneficiary to the holder to vote in that way.

6 Attendance and voting in person

Persons proposing to attend the Annual General Meeting in person or virtually are requested to contact the Company by email at info@easternmetals.com.au, at least 5 Business Days prior to the Meeting, so that appropriate arrangements can be made.

7 Voting Prohibition on Resolution 1

Resolution 1 is connected directly or indirectly with the remuneration of members of the Key Management Personnel for the Company.

A person appointed as a proxy must not vote, on the basis of that appointment, on Resolution 1 if the person is either.

- a member of the Key Management Personnel for the Company; or
- a Closely Related Party of a member of the Key Management Personnel for the Company; and
- the appointment does not specify the way the proxy is to vote on Resolution 1.

However, this does not apply to a vote cast in favour of Resolution 1 by:

- the person is the Chair of the Meeting at which Resolution 1 is voted on; and
- the appointment expressly authorises the Chair of the Meeting to exercise the proxy even if Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel for the Company.

8 Voting by proxy

To vote by proxy, please complete and sign the enclosed Proxy Form and return it by the time and in accordance with the instructions set out on the Proxy Form.

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

- (a) each Shareholder has a right to appoint a proxy;
- (b) the proxy need not be a Shareholder; and
- (c) a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X (3) of the Corporations Act, each proxy may exercise one-half of the votes.

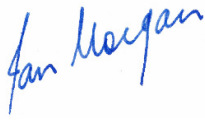
Shareholders and their proxies should be aware that:

- (a) if proxy holders vote, they must cast all directed proxies as directed; and
- (b) any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on ianmorgan@easternmetals.com.au.

Dated: 13 October 2023

By order of the Board



Ian Morgan

Company Secretary

ianmorgan@easternmetals.com.au.

9 Explanatory Statement

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in connection with the business to be considered at the Meeting and deciding whether or not to pass the Resolutions. It should be read in conjunction with the accompanying Notice of Meeting.

9.1 Annual Report

Shareholders will be offered the opportunity to discuss the Annual Report at the Meeting. The Company will not provide a hard copy of the Annual Report to Shareholders unless specifically requested to do so. The Annual Report is available on the Company's website at <https://easternmetals.com.au/investors/financial-reports/>.

There is no requirement for Shareholders to approve the Annual Report. However, the Chair will allow a reasonable opportunity at the Meeting for Shareholders to ask questions or make comments about the Annual Report and the management of the Company. Shareholders will also be given an opportunity to ask the auditor questions as permitted by the Corporations Act.

9.2 Resolution 1 – Adoption of the Remuneration Report

9.2.1 Background

The Remuneration Report of the Company for the financial year ended 30 June 2023 is set out in the Company's 2023 Annual Report which is available on the Company's website <https://easternmetals.com.au/investors/financial-reports/>.

The Remuneration Report sets out the Company's remuneration arrangements for Key Management Personnel. The Chair of the Meeting will allow a reasonable opportunity for Shareholders to ask questions about, or make comments on, the Remuneration Report at the Meeting. In addition, Shareholders will be asked to vote on the Remuneration Report.

The Resolution is advisory only and does not bind the Company or its Directors. The Board will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the meeting when reviewing the Company's remuneration policies.

Under the Corporations Act, if 25% or more of votes that are cast are voted against the adoption of the Remuneration Report at two consecutive annual general meetings, Shareholders will be required to vote at the second of those annual general meetings on a resolution (a "spill resolution") that another meeting be held within 90 days at which all of the Company's Directors must seek re-election.

The Company encourages all Shareholders to cast their votes on Resolution 1. Shareholders not attending the Meeting may use the enclosed Proxy Form to lodge their vote by appointing a proxy. Any undirected proxies held by the Chair

of the Meeting, other Directors or other Key Management Personnel or any of their Closely Related Parties will not be voted on Resolution 1, unless the vote is cast by the Chair of the Meeting pursuant to an express authorisation on the Proxy Form made by a Shareholder who is entitled to vote on Resolution 1.

Key Management Personnel of the Company are the directors of the Company and those other persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. The Remuneration Report identifies the Company's Key Management Personnel for the financial year ended 30 June 2023. Their Closely Related Parties, and include certain of their family members, dependants, and companies they control. If you choose to appoint a proxy, you are encouraged to direct your proxy how to vote on Resolution 1 by marking either "For", "Against" or "Abstain" on the Voting Form for that item of business.

9.2.2 Recommendation

The Board recommends that Shareholders vote **in favour** of Resolution 1.

9.3 Resolution 2 – Re-election of a Director – Dr Jason Berton

9.3.1 General

Rule 12.2 of the Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting. In accordance with these rules, one third of the Directors in office (other than the managing director) must retire by rotation and are eligible for re-election. Jason Berton was last appointed as a Director on 15 December 2021 in accordance with the Constitution. Dr Berton will retire in accordance with the Constitution and being eligible, seeks re-election from Shareholders.

9.3.2 Qualifications and other material directorships

Dr Jason Berton BEng BSc (Hons) PhD is a geologist and company director. He started his career as an exploration and mine geologist at the Plutonic gold mine in Western Australia then moved to BHP Billiton in South Australia, where he worked on the Olympic Dam mine expansion project. He has also worked with SRK, an international firm of consulting geologists, and spent two years in private equity assessing resource sector investment opportunities. He is former Managing Director of Estrella Resources, and is a director of PolarX, where he played a major role in negotiating the acquisition of key tenements in North America.

Jason's honours thesis was focussed on the geology of the Lake Cargelligo area in New South Wales, close to the Company's Browns Reef deposit, and his doctorate was in structural geology. He has strong entrepreneurial and corporate

skills, as well as a very firm understanding of structural geology and its role in the formation of metalliferous orebodies.

9.3.3 Independence

Dr Berton is considered an independent director.

9.3.4 Other material information

Dr Berton is a Non-Executive Director.

9.3.5 Board recommendation

The Board (other than Dr Berton who declines to give a recommendation due to his material personal interest in this Resolution) supports the election of Dr Berton and recommends that Shareholders vote **in favour** of Resolution 2. The Board considers that the experience, expertise and skills of Dr Berton assist the Board in fulfilling its responsibilities and does and will continue to assist the Company in achieving growth and delivering value to Shareholders.

9.4 Resolution 3 – Approval of 10% Issuance Capacity

9.4.1 Background

ASX Listing Rule 7.1A enables eligible entities to issue Equity Securities, of up to 10% of its issued share capital on issue at the commencement of the relevant period, being:

- (a) If the eligible entity has been admitted to the ASX's official list for 12 months or more, the 12-month period before the issue date or date of agreement to issue; or
- (b) If the eligible entity has been admitted to the ASX's official list less than 12 months, the period from the date the entity was admitted to the ASX official list to the date immediately preceding the date of the issue or agreement (**Relevant Period**),

through placements over the Relevant Period after the annual general meeting (**10% Placement Facility**). The 10% Placement Facility is in addition to the Company's 15% placement capacity under ASX Listing Rule 7.1.

The Company was admitted to the ASX's official list on 21 October 2021.

An eligible entity for the purposes of ASX Listing Rule 7.1A is an entity that:

- (a) is not included in the S&P/ASX 300 Index; and
- (b) has a market capitalisation of \$300 million or less (excluding restricted securities and securities quoted on a deferred settlement basis).

The Company is an eligible entity for the purposes of ASX Listing Rule 7.1A.

Resolution 3 seeks Shareholder approval by way of a **special resolution** for the Company to have the ability to issue Equity Securities under the 10% Placement Facility in addition to its 15% placement capacity under ASX Listing Rule 7.1. The exact number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2. Further information is set out in section 9.4.2 of the Notice.

If passed, the effect of Resolution 3 will be to allow the Directors to issue the Equity Securities under ASX Listing Rule 7.1A during the 10% Placement Period (as defined below) without using the Company's 15% placement capacity under ASX Listing Rule 7.1. This means the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If Shareholders do not approve Resolution 3, the issue of any Equity Securities would use up a portion of the Company's 15% placement capacity under ASX Listing Rule 7.1 (7,894,549 Equity Securities at the date of the Notice) until that date that is 12 months from their date of issue, and the Company will therefore have a reduced ability to issue Equity Securities without seeking Shareholder approval until that time.

Resolution 3 is a special resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

9.4.2 Description of ASX Listing Rule 7.1A

9.4.2.1 Shareholder Approval

The ability to issue Equity Securities under the 10% Placement Facility is subject to shareholder approval by way of a special resolution at an annual general meeting.

9.4.2.2 Equity Securities

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the Company. At the date of the Notice, the Company has quoted Shares on issue.

The Company must rely on its ASX Listing Rule 7.1 (15%) placement capacity, or the issue must fall within an exception in ASX Listing Rule 7.2, for the Company to issue a new class of Equity Securities (quoted or unquoted) of the Company without approval of holders of ordinary securities.

9.4.2.3 *Formula for calculating 10% Placement Facility*

ASX Listing Rule 7.1A.2 provides that eligible entities which have obtained shareholder approval at an annual general meeting may issue or agree to issue, during the 12-month period after the date of the annual general meeting, a number of Equity Securities calculated in accordance with the following formula:

$$(A \times D) - E$$

A is the number of fully paid ordinary securities on issue at the commencement of the Relevant Period before the date of issue or agreement to issue:

- (i) plus the number of fully paid ordinary securities issued in the Relevant Period under an exception in ASX Listing Rule 7.2 other than exception 9 (issue of Equity Securities as a result of conversion of convertible securities), exception 16 (issue of Equity Securities under an agreement to issue Equity Securities already approved under ASX Listing Rule 7.1) or exception 17 (an agreement to issue Equity Securities that is conditional on the holders of the Company's ordinary securities approving the issue under ASX Listing Rule 7.1, and approval is obtained before issuing the Equity Securities);
- (ii) plus the number of fully paid ordinary securities issued in the Relevant Period on the conversion of convertible securities within ASX Listing Rule 7.2 exception 9 where:
 - the convertible securities were issued or agreed to be issued before the commencement of the Relevant Period; or
 - the issue of, or agreement to issue, the convertible securities was approved or taken under these rules or have been approved, under ASX Listing Rules 7.1 or 7.4;
- (iii) plus the number of fully paid ordinary securities issued in the Relevant Period under an agreement to issue securities within ASX Listing Rule 7.2 exception 16 where:
 - the agreement was entered into before the commencement of the Relevant Period or the agreement; or
 - issue was approved, or taken under these rules to have been approved under ASX Listing Rules 7.1 or 7.4;
- (iv) plus the number of fully paid ordinary securities issued in the Relevant Period with approval of holders of ordinary securities under ASX Listing Rule 7.1 or 7.4. This does not include an

issue of fully paid ordinary securities under the entity's 15% placement capacity without shareholder approval;

- (v) plus the number of partly paid ordinary securities that became fully paid in the Relevant Period;
- (vi) less the number of fully paid ordinary securities cancelled in the Relevant Period.

Note that **A** has the same meaning in ASX Listing Rule 7.1 when calculating an entity's 15% placement capacity.

D is 10%.

E is the number of Equity Securities issued or agreed to be issued under the ASX Listing Rule 7.1A.2 in the Relevant Period before the date of the issue or agreement to issue that are not issued with the approval of holders of ordinary securities under ASX Listing Rule 7.1 or 7.4.

9.4.3 Number of Equity Securities on Issue

At the date of the Notice, the Company has the following Equity Securities on issue.

Table 1

Description of Equity Security	ASX Code	Number
Shares		
Quoted Shares not subject to escrow	EMS	66,131,665
Quoted Shares subject to voluntary escrow until 31 October 2023	EMS	408,163
Unquoted Shares subject to ASX escrow until 14 October 2023	EMSAB	15,886,417
Total		82,426,245
Options		
Unquoted Options with an exercise price of \$0.30 expiring 14 October 2024 subject to ASX escrow until 14 October 2023	EMSAC	14,250,000
Unquoted Options with an exercise price of \$0.30 expiring 14 October 2024 and not subject to escrow	EMSAD	10,000,000
Unquoted Options with an exercise price of \$0.30 expiring 17 February 2025 and not subject to escrow	EMSAB	300,000

Description of Equity Security	ASX Code	Number
Unquoted Options with an exercise price of \$0.30 expiring 7 December 2025 and not subject to escrow	EMSAF	2,000,000
Unquoted Options with an exercise price of \$0.10 expiring 9 June 2026 and not subject to escrow	EMSAH	20,337,701
Total		46,887,701

9.4.4 Cash Only

Equity Securities can only be issued under ASX Listing Rule 7.1A for a cash amount which is not less than the prescribed minimum issue price described in section 9.4.5 below.

The Company must rely on its ASX Listing Rule 7.1 (15%) placement capacity, or the issue must fall within an exception in ASX Listing Rule 7.2, for the Company to issue Equity Securities for non-cash consideration, or for cash consideration that is lower than the prescribed minimum issue price, without approval of holders of ordinary securities.

9.4.5 Minimum Issue Price

The issue price of Equity Securities issued under ASX Listing Rule 7.1A must be not less than 75% of the volume weighted average market price (**VWAP**) of Equity Securities in the same class calculated over the 15 Trading Days on which trades in that class were recorded immediately before:

- (a) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the securities; or
- (b) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph (a) above, the date on which the Equity Securities are issued.

9.4.6 Specific Information required by ASX Listing Rule 7.3A

In accordance with ASX Listing Rule 7.3A, the following information is provided in relation to the approval of the 10% Placement Facility:

- (a) Shareholder approval of the 10% Placement Facility under ASX Listing Rule 7.1A is valid from the date of the annual general meeting at which the approval is obtained and expires the earlier to occur of:
 - (i) the date that is the 12 months after the date of the annual general meeting at which approval is obtained; or
 - (ii) the time and date of the Company's next annual general meeting; or

- (iii) the time and date of the approval by shareholders of a transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking),

(10% Placement Period).

- (b) any Equity Securities issued under ASX Listing Rule 7.1A.2 must be in an existing quoted class of the Company's Equity Securities and issued for a cash consideration per Equity Security at an issue price of not less than 75% of the VWAP for the Company's Equity Securities in that class, calculated over the 15 Trading Days on which trades in that class were recorded immediately before:
 - (i) the date on which the price at which the Equity Securities are to be issued is agreed between the Company and the recipient; or
 - (ii) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph (i) above, the date on which the Equity Securities are issued.
- (c) The Company may seek to issue the Equity Securities for cash consideration. In such circumstances, the Company intends to allocate the funds towards:
 - (i) For all or part of the cost of acquisition of new resources assets and investments (including expenses associated with such acquisition); and/or
 - (ii) exploration and feasibility study expenditure on, and other activities associated with, any of the Company's resource assets; and/or
 - (iii) repayment of any debt; and/or
 - (iv) general working capital.

Under ASX Listing Rule 7.1A, Equity Securities can only be issued for cash consideration.
- (d) If Resolution 3 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' economic and voting power in the Company may be diluted as shown in Table 1 (in the case of Options, only if the Options are exercised). There is a risk that:
 - (i) the market price for the Company's Equity Securities in that class may be significantly lower on the date of the issue of the Equity Securities than on the date of approval under ASX Listing Rule 7.1A; and

- (ii) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date, which may have an effect on the amount of funds raised by the issue of the Equity Securities.

(e) Table 2 below shows the dilution of existing Shareholders on the basis of the current market price of Shares and the current number of ordinary securities for variable "A" calculated in accordance with the formula in ASX Listing Rule 7.1A.2 as at the date of this Notice.

The table also shows:

- (i) two examples where variable "A" has increased, by 50% and 100%. Variable "A" is based on the number of ordinary securities the Company has on issue. The number of ordinary securities on issue may increase as a result of issues of ordinary securities that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under ASX Listing Rule 7.1 that are approved at a future Shareholders' meeting; and
- (ii) two examples of where the issue price of ordinary securities has decreased by 50% and increased by 100% as against the current market price.

Table 2

Issue price examples		Variables			
			50% decrease in Issue Price	Issue Price	100% increase in Issue Price
			\$0.017	\$0.033	\$0.066
Variable 'A' in ASX Listing Rule 7.1A.2	Number of Shares examples				
Current Variable A	82,426,245	10% Voting Dilution	8,242,625	8,242,625	8,242,625
		Funds raised	\$140,125	\$272,007	\$544,013
50% increase in Current Variable A	123,639,368	10% Voting Dilution	12,363,937	12,363,937	12,363,937
		Funds raised	\$210,187	\$408,010	\$816,020

Issue price examples		Variables			
			50% decrease in Issue Price	Issue Price	100% increase in Issue Price
			\$0.017	\$0.033	\$0.066
100% increase in Current Variable A	164,852,490	10% Voting Dilution	16,485,249	16,485,249	16,485,249
		Funds raised	\$280,249	\$544,013	\$1,088,026

(f) The table has been prepared on the following assumptions:

- (i) The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.
- (ii) No Options (including any options issued under the 10% Placement Facility) are exercised before the date of the issue of the Equity Securities.
- (iii) The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
- (iv) The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting.
- (v) The table shows only the effect of issues of Equity Securities under ASX Listing Rule 7.1A, not under the 15% placement capacity under ASX Listing Rule 7.1.
- (vi) The issue of Equity Securities under the 10% Placement Facility consists only of Shares. If the issue of Equity Securities includes options, it is assumed that those options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.
- (vii) The issue price is 3.3 cents (\$0.033), being the closing price of the Shares on the ASX on 4 October 2023.

(g) The Company will only issue and allot the Equity Securities during the 10% Placement Period. The approval under Resolution 3 for the issue of the Equity Securities will cease to be valid in the event that Shareholders approve a transaction under ASX Listing Rule 11.1.2 (a significant change to the nature or scale of activities) or ASX Listing Rule 11.2 (disposal of main undertaking).

- (h) The Company will comply with the disclosure obligations under ASX Listing Rule 7.1A.4 upon the issue of any Equity Securities. The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility.
- (i) The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:
 - (i) the purpose of the issue;
 - (ii) the methods of raising funds that are available to the Company, including but not limited to, a pro rata rights issue or other issue in which existing security holders can participate;
 - (iii) the effect of the issue of the Equity Securities on the control of the Company;
 - (iv) prevailing market conditions;
 - (v) the financial situation and solvency of the Company; and
 - (vi) advice from corporate, financial and broking advisers (if applicable).
- (j) The allottees under the 10% Placement Facility have not been determined as at the date of this Notice but may include existing substantial Shareholders and/or new Shareholders who are not related parties or Associates of a related party of the Company.
- (k) The Company previously obtained Shareholder approval under ASX Listing Rule 7.1A on 16 November 2022.
- (l) The Company has not issued any Equity Securities under ASX Listing Rule 7.1A.2 since 16 November 2022, being the commencement of the Relevant Period.
- (m) A voting exclusion statement is included in the Notice. At the date of the Notice, the Company has not approached any particular existing Shareholder or security holder or an identifiable class of existing security holder to participate in the issue of the Equity Securities. No existing Shareholder's votes will therefore be excluded under the voting exclusion in the Notice.
- (n) If Shareholders approve Resolution 3, subject to the restrictions of ASX Listing Rule 7.1A. described in section 9.4.2 above, they will have provided the Company with the capacity to issue or agree to issue Equity Securities during the 12-month period commencing Wednesday 22 November 2023 up to that amount which represents

10% of the number of fully paid ordinary securities on issue at the commencement of that 12-month period.

- (o) If Resolution 3 is not passed, the Company's present capacity to issue Equity Securities, without approval and subject to rounding, is:

Table 3

	Number of Equity Securities
ASX Listing Rule 7.1	7,894,549
ASX Listing Rule 7.1A	8,201,808
Total	16,096,357

- (p) If Resolution 3 is not passed, the issue of Equity Securities would use up a portion of the Company's current capacity to issue Equity Securities, and the Company will therefore have a reduced ability to issue Equity Securities without seeking further Shareholder approval.

9.4.7 Recommendation

The Directors unanimously recommend that Shareholders vote **in favour** of Resolution 3.

9.5 Resolution 4 - Ratification of Issue of Options to Veritas

9.5.1 Background

On 5 May 2023, the Company announced a non-renounceable entitlement issue to Eligible Shareholders of one New Share for every two Shares held on the Record Date (maximum aggregate of 27,475,415 New Shares) at an issue price of \$0.05 per New Share to raise \$1,373,771 (before costs) if fully subscribed, together with a free unlisted New Option for every two New Shares acquired, exercisable at \$0.10, expiring 3 years after the Closing Date, unless previously and otherwise in accordance with the Prospectus.

Further details are contained in the Company's Prospectus dated 5 May 2023.

The Entitlement Issue was managed by Veritas (Lead Manager) as lead manager in accordance with an agreement entered into between the Lead Manager and the Company (Lead Manager Agreement).

Remuneration paid or payable to the Lead Manager, in accordance with the Lead Manager Agreement, is detailed in section 9.5.2 below .

The Company agreed to issue Veritas with 4,000,000 Options with an exercise price of \$0.10 each expiring on 9 June 2026 (Broker Options). Approval of the Broker Options is the subject of Resolution 4 in the Notice.

The Lead Manager Agreement otherwise contains other standard conditions for a lead manager agreement of this sort, including various indemnities in favour of the Lead Manager in respect of their role.

The issues of the New Shares and New Options in accordance with the Entitlement Issue were exceptions to the requirements of ASX Listing Rule 7.1 and 7.1A and their issue did not require approval or ratification by Shareholders.

Funds from the Entitlement Issue are being used for rare earths exploration at the Currawalla mine site and its environs, further metalliferous exploration and for general working capital purposes.

9.5.2 Lead Manager Fees

Veritas' total fees, to act as Lead Manager to the Entitlement Offer, were:

- (i) A management fee: 2.0% on the gross proceeds raised under the Entitlement Issue;
- (ii) A selling fee: 4.0% on the gross proceeds raised from placing the Entitlement Issue shortfall; and
- (iii) Broker Options: 4,000,000 on the same terms as Entitlement Issue Options (expiring 9 June 2026. Exercise Price \$0.10 each)

9.5.3 Reasons for Seeking Shareholders' Approval under Resolution 4

As noted above, and broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of Equity Securities that the Company can issue without the approval of its Shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period.

The Broker Options were issued out of the Company's existing placement capacity under ASX Listing Rule 7.1, and their issue has not previously been approved or ratified by Shareholders.

Resolution 4 seeks Shareholder approval under ASX listing Rule 7.4 to ratify the Broker Options for the purposes of ASX Listing Rule 7.1.

The Company issued the Broker Options to Veritas as part consideration for its services as Lead Manager of the Entitlement Issue. In addition, if Resolution 4 is passed by Shareholders, the Broker Options will not be deducted from the Company's placement capacity, meaning the Company will have an increased ability to issue Equity Securities without seeking Shareholder approval.

The Company's present capacity to issue Equity Securities under ASX Listing Rules 7.1 and 7.1A is detailed in section 9.4.6 Table 3 above.

If Resolution 3 is passed and Resolution 4 not passed, the Company would have the above capacity to issue Equity Securities, and the Company will therefore

have a reduced ability to issue Equity Securities without seeking further Shareholder approval.

If Resolution 4 is passed by Shareholders, then the Company will have additional capacity, and thus flexibility, to raise additional capital as and when necessary, without deducting the Broker Options from the Company's current capacity to issue Equity Securities.

If Resolutions 3 and 4 are passed, the Company would have an increased ability under the ASX Listing Rules to issue Equity Securities without seeking further Shareholder approval. The Company's increased capacity to issue Equity Securities under ASX Listing Rules 7.1 and 7.1A would be:

Table 4

	Number of Equity Securities
ASX Listing Rule 7.1	11,894,549
ASX Listing Rule 7.1A	8,201,808
Total	20,096,357

9.5.4 Impact of Resolution 4 on Capital Structure

Resolution 4 seeks Shareholder approval for the prior issue of Broker Options by the Company. If passed, this Resolution will have no impact on the capital structure of the Company.

9.5.5 Voting power on an undiluted basis

If Resolution 4 is passed by Shareholders, and assuming no Options are exercised, on an undiluted basis there is no change to Shareholders' ownership percentages.

9.5.6 Voting power on a fully diluted basis (i.e., assuming conversion of all Options)

If Resolution 4 is passed by Shareholders, and assuming all Options are exercised, on a fully diluted basis there is no change to Shareholders' ownership percentages.

9.5.7 Technical Information Required by ASX Listing Rule 7.5

Pursuant to and in accordance with ASX Listing Rule 7.5, the following information is provided in relation to Resolution 4:

Table 5

Information Required pursuant to ASX Listing Rule 7.5	Information
The names of the persons to whom the entity issued or agreed to issue the securities or the basis on which those persons were identified or selected.	The Broker Options were issued to Veritas's nominees.
The number and class of securities the entity issued or agreed to issue.	4,000,000 Broker Options were issued.
If the securities are not fully paid ordinary securities, a summary of the material terms of the securities.	The Broker Options provide the right for the holder to subscribe for one Share on the payment of the exercise price of \$0.10 per Share at any time until 9 June 2026. The other material terms of the Broker Options are contained in Annexure A.
The date or dates on which the securities were or will be issued. If the securities have not yet been issued, the date of issue must be no later than 3 months after the date of the meeting.	The Broker Options were issued on 29 June 2023.
The price or other consideration the entity has received or will receive for the issue.	The Broker Options were issued for as part remuneration for Veritas acting as Lead Manager for the Company's Placement and Entitlement Offer. Total remuneration paid or payable to the Lead Manager, in accordance with the Lead Manager Agreement, is detailed in section 9.5.1 above.
The purpose of the issue, including the use or intended use of any funds raised by the issue.	The Broker Options were issued for no consideration as part remuneration for Veritas acting as Lead Manager for the Company's Placement and Entitlement Offer. Total remuneration paid or payable to the Lead Manager, in accordance with the

Information Required pursuant to ASX Listing Rule 7.5	Information
	Lead Manager Agreement, is detailed in section 9.5.1 above.
If the securities were or will be issued under an agreement, a summary of any other material terms of the agreement	Material terms of the Lead Manager Agreement are detailed in section 9.5.1 above.
A voting exclusion statement	A voting exclusion is included in the Notice in relation to Resolution 4.

9.5.8 Recommendation

The Board recommends that Shareholders **vote in favour** of Resolution 4 and intend to vote any Shares that they own or control in favour of Resolution 4.

The Chair intends to vote all undirected proxies in favour of Resolution 4.

9.6 Glossary

\$, AUD, cents mean Australian currency, unless disclosed otherwise.

AEDT means Australian Eastern Daylight Time.

AGM, Annual General Meeting or Meeting means the annual general meeting of the Company convened by this Notice.

Annual Report means the Directors' Report, the Financial Report and Auditor's Report in respect to the year ended 30 June 2023.

ASIC means the Australian Securities & Investments Commission.

Associate has the meaning given to that term in Part 1.2, Division 2 of the Corporations Act.

ASX means ASX Limited (ACN 008 624 691), or the financial market operated by ASX Limited, as the context requires.

ASX Listing Rules or Listing Rules means the Listing Rules of ASX.

Auditor's Report means the auditor's report on the Financial Report.

Board means the current board of directors of the Company.

Broker Options means 4,000,000 Options issued to the nominees of Veritas. Terms and conditions of the Options are summarised in 10 Rights of the Broker Options below.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair or Chairman means the chair of the Meeting.

Closely Related Party of a member of the Key Management Personnel means:

1. a spouse or child of the member;
2. child of the member's spouse;
3. a dependent of the member or the member's spouse;
4. anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
5. a company the member controls; or
6. a person prescribed by the *Corporations Regulations 2001* (Cth) for the purposes of the definition of closely related party in the Corporations Act.

Closing Date means the date the Entitlement Issue closed, being 9 June 2023.

Company means Eastern Metals Limited ABN 29 643 902 943.

Constitution means the constitution of the Company.

Corporations Act means the *Corporations Act 2001* (Cth).

Directors means the current directors of the Company.

Directors' Report means the annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

Eligible Shareholders has the same meaning as in the Prospectus.

Entitlement Issue means the non-renounceable entitlement issue to Eligible Shareholders of one New Share for every two Shares held on the Record Date (maximum aggregate of 27,475,415 New Shares) at an issue price of \$0.05 per New Share to raise \$1,373,771 (before costs) if fully subscribed, together with a free unlisted New Option for every two New Shares acquired, exercisable at \$0.10, expiring 3 years after the Closing Date, unless previously and otherwise in accordance with the Prospectus.

Equity Securities has the same meaning as in the ASX Listing Rules.

Explanatory Statement means the explanatory statement accompanying the Notice.

Financial Report means the annual financial report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

Key Management Personnel has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

New Option has the same meaning as in the Prospectus.

New Share has the same meaning as in the Prospectus.

Notice or **Notice of Meeting** means this notice of meeting including the Explanatory Statement and the Proxy Form.

Option means an option providing the right to be issued one Share upon payment of an exercise price within the exercise period, at the election of the option holder.

Prospectus means the Company's prospectus dated 5 May 2023.

Proxy Form means the proxy form accompanying the Notice.

Record Date has the same meaning as in the Prospectus, being 10 May 2023.

Remuneration Report means the remuneration report set out in the Director's Report.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

Section means a section of the Explanatory Statement.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a registered holder of a Share.

Sydney Time means the time observed in Sydney, NSW Australia.

Veritas means Veritas Securities Limited ACN 117 124 535, lead manager to the Company's non-renounceable entitlement offer announced 5 May 2023 and otherwise in accordance with the Prospectus.

10 Rights of the Broker Options

The rights and liabilities attaching to the ownership of the Broker Options arise from a combination of the terms and conditions set out in the Broker Options terms, the Corporations Act, the Constitution, statute, the Listing Rules and general law.

A summary of the significant rights and liabilities attaching to the Broker Options is set out below. This summary is not exhaustive, nor does it constitute a definitive statement of the rights and liabilities of Broker Option holders.

Entitlement: Each Broker Option entitles the holder to subscribe for one Share upon exercise of the Broker Option.

Consideration: Each Broker Option was granted for no consideration.

Expiry Date: Each Broker Option will expire at 5.00pm (Sydney Time) 3 years after 9 June 2023 (**Expiry Date**). Any Broker Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

Exercise Price: The amount payable upon exercise of each Broker Option will be \$0.10 (**Exercise Price**) (subject to possible adjustments referred to below).

Exercise Notice: Broker Options may be exercised at any time before the Expiry Date by notice in writing to the Company in the manner specified in the Broker Option terms and payment of the Exercise Price for each Broker Option being exercised in cleared funds by cheque or electronic funds transfer.

Ranking: All shares issued upon the exercise of Broker Options rank equally with all fully paid ordinary Shares on issue.

Quotation: The Company will apply for Official Quotation by ASX of all Shares issued upon exercise of the Broker Options.

Reconstruction of Capital: If at any time the issued capital of the Company is reconstructed, all rights of a Broker Option holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of reconstruction.

Participation in New Issues: Holders of Broker Options cannot participate in new issues of capital offered by the Company to existing Shareholders without first exercising the Broker Options and receiving Shares issued upon exercise of those Broker Options before the record date for determining entitlements to that Entitlement Issue in accordance with the Listing Rules.

In new pro rata issues of capital offered by the Company (other than a bonus issue), the exercise price of Broker Options on issue will be reduced according to the following formula:

$$A = \frac{O \times E [P - (S + D)]}{(N + 1)}$$

Where:

A = the new exercise price of the option;

O = the old exercise price of the option;

E = the number of Shares into which one option is exercisable;

P = the volume weighted average market price per security of the Shares, calculated over the five trading days ending the day before the ex-rights date or ex entitlements date;

S = the subscription price per Share under the pro-rata issue;

D = the dividend due but not yet paid on existing underlying Shares (except those to be issued under the pro rata issue); and

N = the number of Shares with rights or entitlements that must be held to receive a right to one new Share

Bonus Issue: If there is a bonus issue to Shareholders of Shares or other securities to existing Shareholders (other than in lieu or in satisfaction of dividends or by way of dividend reinvestment), the number of Shares over which the options are exercisable will be increased by the number of Shares which a Broker Option holder would have received if the Broker Option holder had exercised the options and received shares prior to the record date for the bonus issue.

Voting: Holders of Broker Options have no voting rights until the Broker Options are exercised and Shares issued upon exercise of those Broker Options in accordance with the Listing Rules.



All Correspondence to:

✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

📠 **By Fax:** +61 2 9290 9655

💻 **Online:** www.boardroomlimited.com.au

☎ **By Phone:** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 10:00am (AEDT) on Monday, 20 November 2023.**

🖥 TO APPOINT A PROXY ONLINE

STEP 1: VISIT <https://www.votingonline.com.au/emsagm2023>

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):

📱 BY SMARTPHONE



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities 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.
- (b) return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

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

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting therefore by **10:00am (AEDT) on Monday, 20 November 2023.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

🖥 **Online** <https://www.votingonline.com.au/emsagm2023>

📠 **By Fax** + 61 2 9290 9655

✉ **By Mail** Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia

👤 **In Person** Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

☐

Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **Eastern Metals Limited** (Company) and entitled to attend and vote hereby appoint:

☐

the **Chair of the Meeting** (mark box)

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at **Level 13, 60 Castlereagh Street, Sydney, NSW 2000 on Wednesday, 22 November, 2023 at 10:00am (AEDT)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolution 1, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of this Resolution even though Resolution 1 is connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolution 1). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

STEP 2 VOTING DIRECTIONS
* 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 vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Director – Dr Jason Berton	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Approval of 10% Issuance Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Ratification of Option Issue to Veritas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3 SIGNATURE OF SECURITYHOLDERS
This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2023