

## Southern Cross Gold Limited – Despatch of Scheme Booklet

**14 November 2024**

**Melbourne, Australia — Southern Cross Gold Limited (ASX: SXG) (SXG or the Company)** refers to its recent announcements dated 31 July 2024 and 12 November 2024 regarding the proposed scheme of arrangement (**Scheme**) between SXG and its shareholders under which it is proposed that TSXV listed Mawson Gold Limited, a company formed in British Columbia, Canada (TSXV:MAW) (**Mawson**), will acquire 100% of the shares in SXG it does not already own.

The Supreme Court of New South Wales made orders in relation to the Scheme:

- That SXG convene and hold a meeting of SXG shareholders to consider and vote on the Scheme (**Scheme Meeting**); and
- Approving the distribution of an explanatory statement providing information about the Scheme, including the Notice of Scheme Meeting (**Scheme Booklet**).

The Scheme Meeting, at which SXG shareholders will vote on the proposed Scheme, will be held at 11.00am (Melbourne time) on Friday 13 December 2024.

### Despatch of Scheme Booklet

The Company confirms that it has despatched the Scheme Booklet and personalised proxy form (or a letter advising where to access those materials). The Scheme Booklet has been despatched to SXG shareholders as follows:

- SXG shareholders who have elected to receive electronic communications from SXG will receive an email which includes access by an embedded link to an online portal or website where Shareholders can access an electronic copy of the Scheme booklet and lodge their proxy form for the Scheme Meeting;
- SXG shareholders who have elected to receive hard copy communication from SXG will receive a printed copy of the Scheme Booklet and a printed personalised proxy form (by post); and
- All other shareholders will receive a letter (by post) containing a 'Notice and Access' letter setting out the electronic address to access the Scheme Booklet and a printed personalised Proxy Form.

SXG shareholders should read the Scheme Booklet in its entirety before making a decision on whether or not to vote in favour of the Scheme.

A sample of each of the letter and the personalised proxy form are enclosed with this announcement.

### Shareholder Information Line

For further information, please refer to the Scheme Booklet. If you have any questions, please contact the please call the SXG Shareholder Information Line on 1300 077 160 (within Australia) or +61 1300 077 160 (outside Australia) on Monday to Friday between 8.30am and 5.00pm (Melbourne time) or alternatively you can send an email to Open Engagement at [brendan@openengagement.au](mailto:brendan@openengagement.au).

### SOUTHERN CROSS GOLD LTD

Level 21, 459 Collins Street, Melbourne Vic 3000 Australia  
Justin Mouchacca - Company Secretary  
p: +61 3 8630 3321 e: [jm@southerncrossgold.com.au](mailto:jm@southerncrossgold.com.au)  
Nicholas Mead - Investor Relations  
p: +61 415 153 122 e: [info@southerncrossgold.com.au](mailto:info@southerncrossgold.com.au)

ABN: 70 652 166 795  
ASX Code: SXG  
Issued Capital: 198.4M fully paid shares

**For further information, please contact:**

Justin Mouchacca, Company Secretary, [jm@southerncrossgold.com.au](mailto:jm@southerncrossgold.com.au), +61 3 8630 3321

Nicholas Mead, Corporate Development, [nm@southerncrossgold.com.au](mailto:nm@southerncrossgold.com.au), +61 415 153 122

- Ends –

This announcement has been approved for release by the Board of Southern Cross Gold Ltd.

Justin Mouchacca

Company Secretary

**Not an offer of securities**

This press release does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in any jurisdiction.

## Need assistance?



**Phone:**  
1300 077 160 (within Australia)  
+61 1300 077 160 (outside Australia)



**Online:**  
[www.investorcentre.com/contact](http://www.investorcentre.com/contact)



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **11.00 am (Melbourne time) Wednesday, 11 December 2024**

# Proxy Form

## How to Vote on the Item of Business

All your securities will be voted in accordance with your directions.

### APPOINTMENT OF PROXY

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite the item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on the item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

## SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

**Joint Holding:** Where the holding is in more than one name, all of the securityholders 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 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

## PARTICIPATING IN THE MEETING

### Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com/au](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

### Online:

Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



**Control Number: 134594**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001  
Australia

### By Fax:

1800 783 447 within Australia or  
+61 3 9473 2555 outside Australia



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

# Proxy Form

Please mark ☒ to indicate your directions

## Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Southern Cross Gold Limited hereby appoint

☐ the Chairman of the Meeting **OR**

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Scheme Meeting of Southern Cross Gold Limited to be held at William Buck, Level 20, 181 William Street, Melbourne Vic 3000 on Friday, 13 December 2024 at 11.00 am (Melbourne time) and at any adjournment or postponement of that meeting.

## Step 2 Item of Business

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

	For	Against	Abstain
Resolution 1 Approval of the Scheme of Arrangement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of the item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on the resolution, in which case an ASX announcement will be made.

## Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

**Update your communication details** (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically



## SOUTHERN CROSS GOLD LIMITED SCHEME MEETING

Southern Cross Gold Limited (**SXG**) refers to the proposed scheme of arrangement between SXG and Mawson Gold Limited (**Mawson**), as announced to ASX on 11 June 2024 (**Scheme**). As part of the Scheme, it is proposed that Mawson will acquire all of the fully paid ordinary shares in SXG which it does not already own, by way of a scheme of arrangement, and will issue 1 Mawson CHESS Depositary Interest (**CDI**) to be quoted on ASX or (if specifically elected by a SXG shareholder) 1 new share in Mawson to be quoted on TSXV, as consideration for each share of SXG which it acquires.

SXG is pleased to advise that the Scheme Booklet in relation to the proposed Scheme is now available. The Scheme Booklet (including the Notice of Scheme Meeting and Independent Expert's Report from Grant Thornton) is an important document and requires your immediate attention. You should read it carefully and in its entirety before deciding on how to vote at the meeting to vote on the Scheme (**Scheme Meeting**).

### Accessing The Scheme Booklet and Notice of Scheme Meeting

In accordance with the Corporations Act 2001 (Cth) the Company will not be dispatching physical copies of the Scheme Booklet unless individual shareholders have made a valid election to receive documents in hard copy. Instead, the Scheme Booklet containing the Notice of Meeting is being made available to shareholders electronically and can be viewed and downloaded from:

- the Company's website at <https://www.southerncrossgold.com.au/investor/asx-announcements/>; and
- the ASX market announcements page under the company code "SXG".

The Scheme Booklet should be read in its entirety. If you are in doubt as to how you should vote, you should seek advice from your professional adviser prior to voting.

### Scheme Meeting Details

The Scheme Meeting of Shareholders of Southern Cross Gold Limited will be held as follows:

**Time and date:** 11.00 am (Melbourne time) on Friday 13 December 2024

**Location:** William Buck, Level 20, 181 William Street, Melbourne Vic 3000

### Voting at the Scheme Meeting or by proxy

**You are encouraged to vote by lodging a proxy form if you cannot attend the Scheme Meeting in person**

Proxy forms can be lodged

- **Online:** Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information found on your proxy or by using your personalised QR Code link in your Proxy Form.
- **By mail:** Computershare Investor Services Pty Limited, GPO Box 242 Melbourne VIC 3001 Australia. You can use the enclosed self-addressed envelope, which is postage paid for Shareholders in Australia.
- **In person:** Computershare Investor Services Pty Limited, Yarra Falls, 452 Johnston Street, Abbotsford VIC 3067, Australia
- **By fax:** 1800 783 447 within Australia or +61 3 9473 2555 outside Australia

Your proxy voting instruction must be received by no later than 11.00 am (Melbourne time) on Wednesday 11 December 2024. Any proxy voting instructions received after that time will not be valid for the Scheme Meeting.

**Election to receive Mawson shares instead of CDIs**

If you do not make an election to receive a direct holding of Mawson shares as Scheme consideration, then you will receive CDIs representing a beneficial interest in Mawson shares if the Scheme becomes effective.

If you do want to submit an Election Form to receive Mawson shares instead of CDIs, you must do so by:

- Requesting an Election Form by calling the SXG Shareholder Information Line at the contact numbers below; and
- Returning the Election Form to Computershare by 5.00 pm on Monday 16 December 2024 2024, by following the directions on the Election Form.

**Contact information**

You can call the SXG Shareholder Information Line on 1300 077 160 (within Australia) or +61 1300 077 160 (outside Australia) on Monday to Friday between 8.30am and 5.00pm (Melbourne time) or alternatively you can send an email to Open Engagement at [brendan@openengagement.au](mailto:brendan@openengagement.au).

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form. To do so, contact Computershare.

Authorised for release by the Board of Southern Cross Gold Limited:



**Justin Mouchacca**  
**Company Secretary**  
**Southern Cross Gold Limited**