

11 November 2020

Dear Shareholder.

General Meeting - Acquisition Notice of Meeting and Proxy Form

Odyssey Energy Limited (proposed to be renamed 'Odyssey Gold Limited') (**Company**) advises that a general meeting of the Company will be held at the Conference Room, Ground Floor, 28 The Esplanade, Perth, Western Australia on Friday, 11 December 2020 at 10:00am (AWST) to consider the proposed Stakewell and Tuckanarra acquisitions and related business (**Acquisition Meeting**).

The Board is closely monitoring the rapidly changing coronavirus (COVID-19) pandemic. The health of the Company's Shareholders, employees and other stakeholders is of paramount importance.

While the Board would like to host all Shareholders in person, in order to minimise the risk to Shareholders and to the Company and its ongoing operations, the Company suggests that Shareholders do not attend the Acquisition Meeting in person. Accordingly, the Directors strongly encourage all Shareholders to lodge Proxy Forms prior to the Acquisition Meeting. The Company advises that a poll will be conducted for each of the Resolutions.

The Board will continue to monitor Australian Government restrictions on public gatherings. If it becomes necessary or appropriate to make alternative arrangements to those set out in the Acquisition Meeting's Notice of General Meeting (**Acquisition NOM**), the Company will notify Shareholders accordingly via the Company's website at www.odysseyenergy.com.au and the ASX announcements platform.

Acquisition NOM

The Acquisition NOM is being made available to shareholders electronically and can be viewed and downloaded online from the Company's website at: www.odysseyenergy.com.au/investor-relations. The Acquisition NOM is also available on the ASX announcements platform for the Company.

The Company will <u>not</u> be sending shareholders a hard copy of the Acquisition NOM by post ahead of the Acquisition Meeting. This approach is consistent with the relief provided by the Australian Treasurer in response to the COVID-19 pandemic.

A copy of the Proxy Form for the Acquisition Meeting is enclosed for convenience.

Capital Reduction NOM

The Company will hold a separate General Meeting at the Conference Room, Ground Floor, 28 The Esplanade, Perth, Western Australia on Friday, 11 December 2020 at 11:00am (AWST) to consider the proposed an equal capital reduction and in-specie distribution of shares in Peregrine Gold Limited (Capital Reduction Meeting).

In accordance with ASIC requirements, the notice of meeting for the Capital Reduction Meeting (**Capital Reduction NOM**) is accompanied by a prospectus for the in-specie distribution of shares. The Company will send shareholders a hard copy of the Capital Reduction NOM, together with a copy of the prospectus and a proxy form for the Capital Reduction Meeting, by post ahead of the Capital Reduction Meeting.

Yours sincerely,

Greg Swan

Company Secretary

Odyssey Energy Limited



Odyssey Energy Limited (proposed to be renamed "Odyssey Gold Limited") ABN 73 116 151 636

Proxy Voting Form

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

Holder Number:

Your proxy voting instruction must be received by 10.00am (WST) on Wednesday, 9 December 2020, being not later than 48 hours before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below. YOUR NAME AND ADDRESS

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

STEP 1 - APPOINT A PROXY

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

DEFAULT TO THE 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 these 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 Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

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

SIGNING INSTRUCTIONS

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

 $\textbf{\textit{Joint holding}} : \textbf{Where the holding is in more than one name, all Shareholders should sign.} \\$

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it. **Companies**: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

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

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

CORPORATE REPRESENTATIVES

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

Lodging your Proxy Voting Form:

Online:

Use your computer or smartphone to appoint a proxy at

https://investor.automic.com.au/#/loginsah or scan the QR code below using your smartphone

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



BY MAIL:

Automic GPO Box 5193 Sydney NSW 2001

IN PERSON:

Automic Level 5, 126 Phillip Street Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

WEBCHAT: https://automicgroup.com.au/

PHONE: 1300 288 664 (Within Australia) +61 2 9698 5414 (Overseas)

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APPOINT A PROXY:																	
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Creation of a New Class of Shares (Performance Shares)					Approval to I Options to a Matthew Sur	Directo											
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