

ACN 117 790 897

NOTICE OF GENERAL MEETING

A General Meeting of the Company will be held at Suite 1, 295 Rokeby Road, Subiaco WA 6008 on Thursday, 10 June 2021, commencing at 10am (WST).

Titan Minerals Limited (the Company) advises Shareholders that the Meeting will be held in compliance with the Australian and Western Australian government's restrictions on public gatherings (if any).

Due to the present COVID-19 situation, it may not be possible for Shareholders to physically attend the Meeting. As a result, the Company encourages all Shareholders to vote by directed proxy in lieu of attending the meeting in person. Proxy Forms for the Meeting should be lodged before 10am (WST) on 8 June, 2021.

Shareholders can also submit and are encouraged to submit any questions in advance of the Meeting by emailing the questions to <u>info@titanminerals.com.au</u> by no later than 10am (WST) on 8 June, 2021.

If the above arrangements with respect to the Meeting change, Shareholders will be updated via the ASX Market Announcements Platform and on the Company's website at www.titanminerals.com.au.

This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Should you wish to discuss any matter please do not hesitate to contact the Company by telephone on + 61 8 6555 2950.

TITAN MINERALS LIMITED

ACN 117 790 897

NOTICE OF GENERAL MEETING

Notice is hereby given that a general meeting of shareholders of Titan Minerals Limited (**Titan** or the **Company**) will be held at Suite 1, 295 Rokeby Road, Subiaco WA 6008, on Thursday, 10 June 2021, at 10am (WST) (**Meeting**).

The Explanatory Memorandum provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form form part of this Notice.

The Directors have determined pursuant to regulations 7.11.37 and 7.11.38 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on 8 June 2021 2021 at 10am (WST).

Terms and abbreviations used in this Notice (including the Explanatory Memorandum) are defined in Schedule 1.

AGENDA

1. Resolution 1 – Approval of Transaction

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

"That, pursuant to and in accordance with Listing Rule 11.4.1(b) and for all other purposes, Shareholders approve the sale of the Zaruma Project and Portovelo Process Plant on the terms and conditions detailed in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of the resolution by or on behalf of the acquirer of the Zaruma Project and Portovelo Process Plant and any other person who will obtain a material benefit as a result of the sale of the Zaruma Project and Portovelo Process Plant (except as 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 the resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or
- (b) the chair 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
- (c) a holder acting solely in a nominee, trustee, custodian or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) 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
 - (ii) the holder votes on the resolution in accordance with the directions given by the beneficiary to the holder to vote in that way.

BY ORDER OF THE BOARD

Mr Zane LewisCompany Secretary

Dated: 7 May 2021

TITAN MINERALS LIMITED

ACN 117 790 897

EXPLANATORY MEMORANDUM

1. Introduction

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at Suite 1, 295 Rokeby Road, Subiaco WA 6008 at 10am (WST) on Thursday, 10 June 2021.

This Explanatory Memorandum should be read in conjunction with, and forms part of, the Notice. The purpose of this Explanatory Memorandum is to provide information to Shareholders in deciding whether or not to pass the Resolutions.

This Explanatory Memorandum includes the following information to assist Shareholders in deciding how to vote on the Resolutions:

Section 2 Action to be taken by Shareholders

Section 3 Resolution 1 – Approval of the Transaction

Schedule 1 Definitions
Schedule 2 Target Group

Schedule 3 Pro-Forma Financial Information

A Proxy Form is enclosed with the Notice and this Explanatory Memorandum.

Forward Looking Statements

The forward looking statements in this Explanatory Memorandum are based on the Company's current expectations about future events. However, they are subject to known and unknown risks, uncertainties and assumptions, many of which are outside the control of the Company and the Directors, which could cause actual results, performance or achievements to differ materially from future results, performance or achievements expressed or implied by the forward looking statements in this Explanatory Memorandum. Forward looking statements include those containing words such as 'anticipate', 'estimates', 'should', 'will', 'expects', 'plans' or similar expressions.

2. Action to be taken by Shareholders

Shareholders should read the Notice including this Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

2.1 Attendance at the Meeting

The Company advises Shareholders that the Meeting will be held in compliance with the Australian and Western Australian government's restrictions on public gatherings (if any).

Due to the current COVID-19 situation, the Company encourages all shareholders to vote by directed proxy rather than attend the meeting in person. Proxy forms for the meeting should be lodged before 10amam (WST) on 8 June 2021.

Shareholders can also submit any questions in advance of the Meeting by emailing the questions to info@titanminerals.com.au by no later 10 am (WST) on 8 June, 2021.

If the above arrangements with respect to the Meeting change, Shareholders will be updated via the ASX Market Announcements Platform and on the Company's website at www.titanminerals.com.au.

2.2 Proxies

A Proxy Form is enclosed with the Notice and this Explanatory Memorandum. This is to be used by Shareholders if they wish to appoint a representative (a "proxy") to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions detailed in the Proxy Form. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Please note that:

- (a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company; and
- (c) a member of the Company entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. Where the proportion or number is not specified, each proxy may exercise half of the votes.

Proxy Forms must be received by the Company no later than 10am (WST) 8 June 2021, being at least 48 hours before the Meeting.

The Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

3. Resolution 1 – Approval of the Transaction

3.1 Background

On 15 April 2021, the Company announced that it had entered into a term sheet (**Term Sheet**) with Pelorus Minerals Limited (**Pelorus**) pursuant to which the Company agreed to sell to Pelorus:

- (a) the Zaruma project, which comprises an underground mine at Cabo de Hornas together with 30 mineral concessions, (**Zaruma Project**); and
- (b) the Portovelo process plant, which comprises the Planta Svetlana 1 concession, all of the associated assets, property or infrastructure and three tailings ponds, (Portovelo Process Plant),

both located in Ecuador (together, the Transaction).

As at the date of the Notice, the Transaction is subject to the satisfaction of a number of conditions, including Pelorus completing and being satisfied with its due diligence investigations of the Zaruma Project and the Portovelo Process Plant and the parties executing a formal binding transaction agreement.

Although the Company considers the Zaruma Project and Portovelo Process Plant to be non-core assets of the Company, ASX has determined the Transaction to be a spin-out of a major asset that requires Shareholder approval pursuant to Listing Rule 11.4.1(b).

A summary of the material terms of the Transaction is detailed in Section 3.3.

3.2 Description of the Zaruma Project and Portovelo Process Plant

The Zaruma Project is located in the Zaruma-Portovelo mining district and is comprised of 30 mineral concessions totalling 7,615 Ha. Prior to completion of the Transaction, the mineral concessions will be transferred into newly established corporate entities as part of a corporate restructuring.

The Portovelo Process Plant is a fully operational mill and process plant that hosts a conventional crush, mill, leach, carbon in pulp, elution and electrowinning circuit. The Portovelo Process Plant is located 9 km by road from the Zaruma Mine's Cabo de Hornos portal.

3.3 Transaction Terms

As at the date of this Notice, the Company and Pelorus are presently negotiating a formal, binding and definitive agreement in respect to the Transaction to be based on the terms detailed in the Term Sheet (**Sale Agreement**). The Term Sheet provides for the following terms and conditions for the Transaction:

(a) Sale

Pelorus will purchase the Zaruma Project and Portovelo Process Plant from the Company via the acquisition of the entire issued share capital of the entities that hold the Zaruma Project and Portovelo Process Plant (**Target Group**) held by the Company. The Target Group is detailed in Schedule 2.

(b) <u>Consideration</u>

The consideration payable by Pelorus to the Company for purchase of the Zaruma Project and Portovelo Process Plant comprises:

- (i) US\$2 million non-refundable deposit (which was paid upon the execution of the Term Sheet);
- (ii) US\$3 million within 30 days of executing the Sale Agreement;
- (iii) US\$2.5 million on 1 August 2021;
- (iv) US\$2.5 million on 1 December 2021;
- (v) US\$2.5 million on 1 March 2022; and
- (vi) US\$2.5 million on 1 June 2022; and
- (vii) the grant of a 2% net smelter return royalty on the value of any recovered and realisable copper produced from any of the Zaruma Project concessions to Pelorus,

(together, the Consideration).

(c) <u>Conditions Precedent</u>

As detailed above, the Transaction is subject to:

- (i) Shareholders approving the Transaction (being the subject of Resolution 1);
- (ii) the parties finalising and executing the Sale Agreement;
- (iii) Pelorus finalising its due diligence investigations, including:
 - (A) the Company confirming to Pelorus the legal title and good standing of the Zaruma Project and Portovelo Process Plant within the newly established corporate entities; and
 - (B) Pelorus completing a NI 43-101 compliant technical report on the Zaruma Project and Portovelo Process Plant.

Completion of the Transaction will also be subject to other conditions precedent customary for a transaction of this nature.

(d) Exclusivity Period

The Company has agreed that for 30 days following the execution of the Term Sheet, it will discuss and negotiate the Transaction with Pelorus on an exclusive basis (this exclusivity period may be extended by agreement between the parties). The Term Sheet also provides for certain customary undertakings provided by the Company in regards to the exclusivity period.

3.4 Listing Rule 11.4

Under Listing Rules 11.4 and 11.4.1, a listed company can only spin out a major asset if:

- (a) the securities in the spin-out vehicle (other than those being retained by the company/trust itself) are being offered, issued or transferred pro rata to the holders of the ordinary shares in the company, or in another way that, in ASX's opinion, is fair in all the circumstances; or
- (b) the company's shareholders approve the spin-out.

The Transaction is regarded by ASX as a spin-out of a major asset for these purposes and paragraph (a) above does not apply, accordingly, it is a requirement for the Transaction to proceed that the Shareholders approve the Transaction under paragraph (b) above.

Resolution 1 seeks the required shareholder approval to the Transaction under and for the purposes of Listing Rule 11.4.1(b).

If Resolution 1 is passed, the Company will be able to proceed with the Transaction and the Company will receive the Consideration. The Company plans to utilise the cash component of the Consideration to focus on the development of its flagship Dynasty Gold Project and exploration at the Copper Duke Project in Ecuador.

If Resolution 1 is not passed, the Company will not be able to proceed with the Transaction and the Company will continue to hold the Zaruma Project and Portovelo Process Plant.

3.5 Information on Pelorus

Pelorus is a newly incorporated company in Australia that intends to list on the London Stock Exchange in 2022. Pelorus is not a person to whom Chapter 10.1 applies.

3.6 Pro-forma Capital Structure

If Resolution 1 is passed, upon completion of the Transaction, there will be no change to the Company's capital structure.

3.7 Financial Effect of the Transaction on the Company

The Zaruma Project and Portovelo Process Plant have a nil net book value in the Company's financial accounts for the year ended 31 December 2020. However, shareholders are advised that a proportion of the amount recorded in the land and building section of property, plant and equipment detailed in the Company's financial accounts for the year ended 31 December 2020 is attributable to the land holdings (surface rights) of the Zaruma Project and Portovelo Process Plant.

Refer to Schedule 2 for a pro-forma statement of financial position for the Company following completion of the Transaction. Following payment of the final instalment, Pelorus will have paid the Company US\$15 million in cash (before costs of the Transaction).

3.8 Rationale for the Transaction

In May 2020, the Company completed the acquisition of a 100% of Core Gold Inc via a Canadian unsolicited takeover bid (**Core Acquisition**). Since completion of the Core Acquisition, Titan's primary focus has been on the exploration and development of the Dynasty Gold Project and the Copper Duke Project (being the primary assets of Core Gold Inc) and, as part of Titan's integration with Core Gold Inc, Titan has been undertaking an ongoing strategic review of its consolidated operations and assets and is seeking to divest certain of the non-core assets acquired as part of the Core Acquisition (refer to the ASX announcement dated 26 May 2020), such process being protracted due to COVID-19 pandemic delays. These non-core assets (acquired as part of the Core Acquisition) include the Zaruma Project and Portovelo Process Plant (refer to the ASX announcement dated 16 December 2020).

The Directors believe that, following an assessment of the advantages and disadvantages detailed below, the Transaction is in the best interests of the Company and Shareholders.

The Directors consider the following non-exhaustive list of advantages to be relevant to a Shareholder's decision on how to vote on Resolution 1:

- (a) the Transaction provides the Company with US\$15 million in cash (before costs associated with the Transaction);
- (b) the cash component of the Consideration received from the Transaction will be utilised to focus on the development of the Dynasty Gold Project and exploration at the Copper Duke Project (which could potentially be value accretive to Shareholders); and
- (c) the cash component of the Consideration received from the Transaction will reduce Titan's need to raise further capital in the short to medium term (either via debt or equity) which could result in a dilution to the holdings of existing Shareholders.

However, the Directors note the following non-exhaustive list of disadvantages which may also be relevant to a Shareholder's decision on how to vote on Resolution 1:

- (a) the Company will no longer have an interest in the Zaruma Project and Portovelo Process Plant which could be more valuable if a resource is delineated from the Zaruma Project and/or revenue is generated from the Portovelo Process Plant;
- (b) the disposal of the Zaruma Project and Portovelo Process Plant may not be consistent with the objectives of all Shareholders who invested in the Company; and
- (c) the development of the Dynasty Gold Project and exploration at the Copper Duke Project may not ultimately be successful.

3.9 Indicative Timetable

The following is an indicative timetable¹ for completion of the Transaction:

Event	Indicative Date	
Target Date for Execution of the Sale Agreement	31 May 2021	
Last day for lodgement of Proxy Form	8 June 2021	
General Meeting	10 June 2021	
Completion of the Transaction	11 June 2021	

Note:

 The above dates are indicative only and may be varied without prior notice (subject to any regulatory requirements). The Company will keep Shareholders updated (via ASX announcements) on the timing of the completion of the Transaction as it progresses.

3.10 The Company's Intentions Post Completion

The Company intends to utilise the cash component of the Consideration received from the Transaction to focus on the development of the Dynasty Gold Project and exploration at the Copper Duke Project. The Transaction will not result in any changes to the Company's management and/or Board and there will not be any impact on the Company's status as a listed entity.

3.11 Information Required by ASX Guidance Note 13

In accordance with paragraph 6.3 of ASX Guidance Note 13, the following information is provided in relation to Resolution 1:

- (a) Pelorus Minerals Limited is the purchaser of the Zaruma Project and Portovelo Process Plant. Further information on Pelorus is detailed in section 3.5;
- (b) to effect the Transaction, Pelorus will pay a consideration of US\$15 million in cash. As at the date of the Notice, there is no certainty in respect to Pelorus's proposed listing on the London Stock Exchange (anticipated to occur in 2022) and the Company understands that the listing process has not commenced;
- (c) a description of the Zaruma Project and Portovelo Process Plant is detailed in section 3.2. The Transaction does not result in a decrease of 25% or more of the measures detailed in paragraph 6.3 of Guidance Note 13, however the aggregate consideration to be received for the Transaction exceeds 25% of the Company's consolidated total assets (based on the audited annual accounts for the period ended 31 December 2020);

- (d) the Transaction will have no impact on Shareholders (refer to Sections 3.6 and 3.7);
- (e) the Transaction will not dilute the holdings of Shareholders. No securities will be issued under the Transaction and there will be no tax ramifications to Shareholders;
- (f) the Directors consider that effecting the Transaction is in the best interests of the Company and its Shareholders as the Transaction will provide the Company with cash for the development of the Dynasty Gold Project and exploration at the Copper Duke Project to further increase Shareholder value. The Directors consider this to be better for the Company and Shareholders than distributing the cash Consideration to Shareholders (which will leave the Company without additional funds to develop the Dynasty Gold Project and undertake exploration activities at the Copper Duke Project); and
- (g) a summary of the material terms of the Term Sheet is detailed in Section 3.3.

3.12 Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 1.

SCHEDULE 1 – DEFINITIONS AND INTERPRETATION

In the Notice and this Explanatory Memorandum, words importing the singular include the plural and vice versa.

\$ or A\$ means Australian Dollars.

Assets has the meaning given to that term in section 3.1.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

Board means the board of Directors.

Chair means the person appointed to chair the Meeting, or any part of the Meeting, convened by the Notice.

Company or Titan means Titan Minerals Limited (ACN 117 790 897).

Consideration has the meaning given to that term in section 3.3.

Core Acquisition has the meaning given to that term in section 3.8.

Corporations Act means the Corporations Act 2001 (Cth).

Director means a director of the Company.

Explanatory Memorandum means the explanatory memorandum that forms part of the Notice.

Listing Rules means the listing rules of ASX.

Meeting has the meaning in the introductory paragraph of the Notice.

Notice means the notice of meeting, which comprises of the notice, agenda, Explanatory Memorandum and Proxy Form.

Pelorus means Pelorus Minerals Limited.

Portovelo Process Plant has the meaning given to that term in section 3.1.

Proxy Form means the proxy form attached to the Notice.

Resolution means a resolution contained in the Notice.

Sale Agreement has the meaning given to that term in section 3.3.

Schedule means a schedule to this Explanatory Memorandum.

Section means a section of this Explanatory Memorandum.

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

Shareholder means a shareholder of the Company.

Target Group has the meaning given to that term in section 3.3.

Term Sheet has the meaning given to that term in section 3.1.

Transaction has the meaning given to that term in section 3.1.

US\$ means US Dollars.

WST means Australian Western Standard Time, being the time in Perth, Western Australia.

Zaruma Project has the meaning given to that term in section 3.1.

SCHEDULE 2 – TARGET GROUP

The Sale Shares means the fully paid ordinary shares in the following companies (together, the **Target Group**) held by the Company:

- (a) **Round House Mining Inc.** containing a group of 7 concessions all accessed from the main Cabo de Hornos mine portal ("Zone 1")
- (b) **Lone Pine S.A.S.** containing a group of 6 concessions all lying to the north of the main mine portal ("Zone 2")
- (c) **Third Ridge** containing a group of 13 concessions all lying to the south of the main mine portal ("Zone 3")
- (d) **Hartog S.A.S**. containing a single concession (Bethzabeth) located at the extreme northwest corner of the main concession block ("Zone 4")
- (e) **Block Minerals Corp.** containing a single concession (Los Cipreces) located to the extreme north-east corner of the main concession block, abutting Zone 4 and Zone 2
- (f) **Bulla Resources Corp.** containing a single concession (Machay) located north of the main concession block in the center of Zone 2
- (g) **Sugarloaf S.A.S.** containing a single concession (Malvas 1) located north of the main concession block in the center of Zone 2
- (h) **Sandlewood AU25 S.A.S.** containing the Portovelo Process Plant along with the Planta Svetlana 1 concession (note the operating licence for the Portovelo Process Plant is currently held by Golden Valley Planta S.A.

SCHEDULE 3 - PRO FORMA FINANCIAL INFORMATION

Balance Sheet	As at 31-Dec-20 US\$ 000's	Transaction US\$ 000's	Pro Forma US\$ 000's
Cash	3,272	15,000	18,272
Receivables	2,501		2,501
Inventories	95		95
Financial assets - listed shares	2,300	•	2,300
Assets held for sale - Zaruma / Portvelo	0	0	0
Total Current Assets	8,168	15,000	23,168
Receivables	470		470
Property, Plant and Equipment	1,617	(1,145)	472
Exploration and evaluation expenditure	18,374	0	18,374
Total Non Current Assets	20,461	(1,145)	19,316
Total Assets	28,629	13,855	42,484
Accounts payable and accruals	11,007		11,007
Loans and other current liabilities	6,404		6,404
Provision for closure and restoration - Zaruma / Portovelo	1,850	(1,850)	0
Total Current Liabilities	19,261	(1,850)	17,411
Other non-current liabilities	51		51
Provision for closure and restoration -			
Dynasty	508		508
Total Non-Current Liabilities	559	0	559
Total Liabilities	19,820	(1,850)	17,970
Net Assets	8,809	15,705	24,514
	450.464		450.40:
Issued Capital	150,494		150,494
Reserves	19,958	45 705	19,958
Accumulated Losses	(161,643)	15,705	(145,938)
Total Equity	8,809	15,705	24,514



Titan Minerals Ltd | ACN 117 790 897

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 Tuesday, 8 June 2021, 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 Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

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

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

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

SIGNING INSTRUCTIONS

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

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

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

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

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

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

CORPORATE REPRESENTATIVES

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

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)

By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).