



EAST ENERGY RESOURCES LIMITED
ABN 66 126 371 828

NOTICE OF ANNUAL GENERAL MEETING

TIME: 11:00am WST

DATE: Tuesday 30 November 2021

PLACE: Consilium Corporate Office, Level 2, 22 Mount Street, Perth WA

This is an important document. Please read it carefully.

If you are unable to attend the Meeting, please complete the proxy form **enclosed** and return it in accordance with the instructions set out on that form.

With regards to the COVID-19 pandemic, the Company will adhere to all social distancing measures prescribed by government authorities at the Annual General Meeting, and Shareholders attending the Annual General Meeting will need to ensure they comply with the protocols. We are concerned for the safety and health of Shareholders, staff and advisers, so we will put in place certain measures including social distancing requirements.

If Shareholders wish to attend the Meeting in person they will need to contact the Company Secretary Ms Andrea Betti (email: admin@eastenergy.com.au) in order for the Company to ensure it is able to maintain compliance with COVID related restrictions applicable as at the Annual General Meeting date.

As a precaution in relation to COVID-19 and in compliance with ASX guidelines, each Resolution will be decided by poll, based on proxy votes and by votes from Shareholders in attendance at the Annual General Meeting. Shareholders are strongly encouraged to vote by lodging the proxy form attached to this Notice of Meeting in accordance with the instructions set out on that form by no later than 11.00am AWST on 28 November 2021.

This 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.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on (+ 61 8) 6188 8181

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TIME AND PLACE OF MEETING AND HOW TO VOTE

VENUE

The Annual General Meeting of the shareholders of East Energy Resources Limited to which this Notice of Annual General Meeting relates will be held at Consilium Corporate Office, Level 2, 22 Mount Street, Perth WA on Tuesday, 30 November 2021 at 11:00am WST.

VOTING IN PERSON

To vote in person, attend the Annual General Meeting on the date and at the place set out above.

VOTING BY PROXY

To vote by proxy, please complete and sign the Proxy Form enclosed and return it by the time and in accordance with the instructions set out on the Proxy Form. All Proxy Forms must be received no later than 11:00am WST on Sunday 28 November 2021.

Proxy Forms received later than this time will be invalid.

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

- each Member has a right to appoint a proxy;
- the proxy need not be a Member of the Company;
- a Member 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 changes to the Corporations Act made in 2011 mean that: if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Sections 250BB and 250BC of the Corporations Act apply to proxy voting at a general meeting of shareholders. Broadly, these sections provide that:

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

Further details on these sections are set out below.

Proxy vote if appointment specifies way to vote

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, **if it does:**

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- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed);
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands;
- if the proxy is the chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- if the proxy is not the chair of the meeting – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

Transfer of non-chair proxy to chair in certain circumstances

Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of a company's members; and
- the appointed proxy is not the chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - the proxy is not recorded as attending the meeting;
 - the proxy does not vote on the resolution,

the chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

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NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of shareholders of East Energy Resources Limited (ABN 66 126 371 828) will be held at Consilium Corporate Offices, Level 2, 22 Mount Street, Perth WA on Tuesday 30 November 2021 at 11:00am WST.

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders at 11.00am WST on Sunday 28 November 2021.

The Explanatory Statement which accompanies and forms part of this Notice describes the matters to be considered at the Meeting.

AGENDA

1. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the financial report of the Company for the year ended 30 June 2021 and the reports by the Directors and auditors thereon.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

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

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

Voting Prohibition Statement:

A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:

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

However, a person (the voter) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this resolution; or
- (b) the voter is the Chair and the appointment of the Chair as proxy:
 - (i) does not specify the way the proxy is to vote on this Resolution; and
 - (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is
 - (iii) connect directly or indirectly with the remuneration of a member of the Key Management Personnel.

3. RESOLUTION 2 – ELECTION OF DIRECTOR – MR JAMES NEWBURY

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

“That Mr James Newbury, who retires in accordance with the Constitution and the Listing Rules and, being eligible, offers himself for election, be elected as a director of the Company.”

4. RESOLUTION 3 – ELECTION OF DIRECTOR – MR BRYAN DUNCAN

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

“That Mr Bryan Duncan, who retires in accordance with the Constitution and the Listing Rules and, being eligible, offers himself for election, be elected as a director of the Company.”

5. RESOLUTION 4 – ELECTION OF DIRECTOR – MR GRANT FERGUSON

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

“That Mr Grant Ferguson, who retires in accordance with the Constitution and the Listing Rules and, being eligible, offers himself for election, be elected as a director of the Company.”

6. RESOLUTION 5 – ELECTION OF DIRECTOR – MR STEPHEN ROSS

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

“That Mr Stephen Ross, who retires in accordance with the Constitution and the Listing Rules and, being eligible, offers himself for election, be elected as a director of the Company.”

7. RESOLUTION 6 – ELECTION OF DIRECTOR – MR ALASTAIR SMITH

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

“That Mr Alastair Smith, who retires in accordance with the Constitution and the Listing Rules and, being eligible, offers himself for election, be elected as a director of the Company.”

8. RESOLUTION 7 – RE-ELECTION OF DIRECTOR – MR RANKO MATIC

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

“That Mr Ranko Matic, who retires in accordance with the Constitution and the Listing Rules and, being eligible, offers himself for re-election, be re-elected as a director of the Company.”

9. RESOLUTION 8 – APPROVAL OF ADDITIONAL PLACEMENT FACILITY

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

“That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the issue of 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 Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion Statement:

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

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

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

- (a) a person as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with the directions given to the proxy or attorney to vote on this Resolution in that way; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the chair to vote on this Resolution as the chair decides; or
- (c) the holder acting solely in a nominee, trustee, custodial 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 this Resolution; and
 - (ii) the holder votes on this Resolution in accordance with the directions given by the beneficiary to the holder to vote in that way.

10. RESOLUTION 9 – REPLACEMENT OF COMPANY CONSTITUTION

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

“That, for the purposes of section 136 of the Corporations Act and for all other purposes, approval is given for the Company to repeal its existing Constitution and to adopt a new Constitution in its place in the form as signed by the chairman of the Meeting for identification purposes, with effect from the close of the Meeting.”

11. RESOLUTION 10 – INCREASE IN NON-EXECUTIVE DIRECTORS’ REMUNERATION POOL

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

“That, for the purposes of Listing Rule 10.17 of the ASX Listing Rules and clauses 13.7 and 13.8 of the Constitution of the Company and for all other purposes, shareholders approve the increase in the maximum aggregate amount of remuneration that may be paid to non-executive directors of the Company as a whole in each year from \$220,000 to \$350,000.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution by a Director or any of their associates. However, the Company will not disregard a vote if:

- (a) it is cast by a person as proxy or attorney for a person who is entitled to vote, in accordance with the directions of the Proxy Form; or
- (b) it is cast by a person who is chairing the Meeting as proxy or attorney for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides; or
- (c) it is cast by a Shareholder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) the beneficiary provides written confirmation to the Shareholder that the beneficiary is not excluded from voting and is not an associate of a person excluded from voting on this Resolution; and
 - (ii) the Shareholder votes on this Resolution in accordance with the directions given by the beneficiary to the Shareholder to vote in that way.

Voting Prohibition Statement:

A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:

- (a) a Director, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member.

However, a person (the voter) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this resolution; or
- (b) the voter is the Chair and the appointment of the Chair as proxy:
 - (i) does not specify the way the proxy is to vote on this Resolution; and
 - (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is
 - (iii) connect directly or indirectly with the remuneration of a Director.

DATED: 22 OCTOBER 2021

BY ORDER OF THE BOARD



MS ANDREA BETTI
COMPANY SECRETARY
EAST ENERGY RESOURCES LIMITED

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of Shareholders in connection with the business to be conducted at the Annual General Meeting to be held at Consilium Corporate Offices, Level 2, 22 Mount Street, Perth WA on Tuesday 30 November 2021 at 11:00am WST.

The purpose of this Explanatory Statement is to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Meeting.

Where the Chair is appointed as proxy for a Shareholder entitled to vote, the Chair will (where authorised) vote all undirected proxies in favour of all of the Resolutions to be considered at the Meeting.

1. FINANCIAL STATEMENTS AND REPORTS

In accordance with the Constitution, the business of the Meeting will include receipt and consideration of the Annual Financial Report of the Company for the financial year ended 30 June 2021 together with the Declaration of the Directors, the Directors' Report, the Remuneration Report and the Auditor's Report.

No resolution is required to be moved in respect of this item.

Shareholders will be given a reasonable opportunity at the Annual General Meeting to ask questions and make comments on the accounts and on the management of the Company.

Shareholders will also be given a reasonable opportunity to ask the Auditor or the Auditor's representative questions relevant to the conduct of the audit; the preparation and content of the independent audit report; the accounting policies adopted by the Company in relation to the preparation of the financial statements; and the independence of the Auditor in relation to the conduct of the audit.

The Chair will also allow a reasonable opportunity for the Auditor or their representative to answer any written questions submitted to the Auditor under section 250PA of the Corporations Act.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

General

The Corporations Act requires that at a listed company's annual general meeting, a resolution to adopt the Remuneration Report must be put to the shareholders.

The Remuneration Report sets out the Company's remuneration practices for its directors and senior management. The Remuneration Report forms part of, and is clearly identified in, the Directors' Report included in the Company's 2021 Annual Report.

The chair of the meeting must allow a reasonable opportunity for its shareholders to ask questions about or make comments on the Remuneration Report at the Meeting.

The vote on Resolution 1 is advisory only and does not bind the Directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company (**Spill Resolution**) if, at consecutive annual general meetings, at least 25% of the votes cast on a Remuneration Report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting (**Spill Meeting**) within 90 days of the second annual general meeting.

At the Spill Meeting all of the directors of the Company who were in office when the Directors' Report was approved, other than the Managing Director, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at that Spill Meeting.

Previous voting results

At the Company's previous annual general meeting, the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Annual General Meeting.

Voting exclusions

Voting exclusions apply to this Resolution as specified in the Notice.

The Chair intends to vote all available proxies in favour of adoption of the Remuneration Report, subject to any instructions of the Shareholder to the contrary included in the Proxy Form.

3. RESOLUTION 2 – ELECTION OF DIRECTOR – MR JAMES NEWBURY

Under Listing Rule 14.4 and clause 13.4 of the Company's Constitution, a director appointed by the Board, either to fill a casual vacancy or as an addition to the Board, must retire at the next Annual General Meeting following their appointment, but is eligible for election at that Annual General Meeting.

Mr Newbury was appointed as Managing Director and Executive Chairman on 28 May 2021. As this occurred after the previous annual general meeting, Mr Newbury retires as a Director pursuant to Listing Rule 14.4 and clause 13.4 of the Company's Constitution. Mr Newbury is eligible for, and offers himself for election.

Mr Newbury has had extensive experience in project management and developing mine operations in Australia, Indonesia, Philippines and Laos. He has been involved in all facets of several mining operations in Queensland, including permitting, environmental assessment and compliance, feasibility studies, metallurgy, mining operations, off-take, logistics and export of mineral concentrates. Mr Newbury is the sole director of Mt Moss Mining Pty Ltd and the sole shareholder and director of Axis Minerals Pty Ltd.

The Directors (other than Mr Newbury) recommend that Shareholders vote in favour of the Resolution.

4. RESOLUTION 3 – ELECTION OF DIRECTOR – MR BRYAN DUNCAN

Under Listing Rule 14.4 and clause 13.4 of the Company's Constitution, a director appointed by the Board, either to fill a casual vacancy or as an addition to the Board, must retire at the next Annual General Meeting following their appointment, but is eligible for election at that Annual General Meeting.

Mr Duncan was appointed an Executive Director on 28 May 2021. As this occurred after the previous annual general meeting, Mr Duncan retires as a Director pursuant to Listing Rule 14.4 and clause 13.4 of the Company's Constitution. Mr Duncan is eligible for, and offers himself for election.

Mr Duncan is an experienced commodities trader and risk manager with 16 years' experience with Noble, Citi, Deutsche Bank and Arcadia Commodities. He has led regional trading teams across Asia and has strong relationships on the origination and customer side, and has experience in physical trading, structured trade finance, sales/trading roles and logistics co-ordination. Within Asia Mr Duncan has worked in Australia, Indonesia, Singapore, Hong Kong and China.

Mr Duncan's experience also includes corporate advisory roles assisting with both debt and equity capital raising in a variety of cross border transactions with a strong focus on mining and commodity focused projects. Mr Duncan's expertise focuses on trading and marketing bulk commodities (coal and iron ore) along with precious and base metals. He has also been active in vetting and funding projects to the production stage.

The Directors (other than Mr Duncan) recommend that Shareholders vote in favour of the Resolution.

5. RESOLUTION 4 – ELECTION OF DIRECTOR – MR GRANT FERGUSON

Under Listing Rule 14.4 and clause 13.4 of the Company's Constitution, a director appointed by the Board, either to fill a casual vacancy or as an addition to the Board, must retire at the next Annual General Meeting following their appointment, but is eligible for election at that Annual General Meeting.

Mr Ferguson was appointed an Executive Director on 28 May 2021. As this occurred after the previous annual general meeting, Mr Ferguson retires as a Director pursuant to Listing Rule 14.4 and clause 13.4 of the Company's Constitution. Mr Ferguson is eligible for, and offers himself for election.

Mr Ferguson has significant African and country experience with over 26 years in mining, exploration and development roles encompassing a number of Australian mining and energy executive directorships in public and private companies. Mr Ferguson has direct experience at the Mt Moss Project and was involved in the geology, mining and creation of the JORC resource estimates in 2014 and 2015 underground concept study.

Mr Ferguson's experience includes precious and base metals, bulk commodities (coal and iron ore) and renewable energy projects across Australia, Africa, Asia, North America, Europe and the Middle East. Mr Ferguson has total project experience, from proof of concept, exploration, scoping/pre-feasibility/feasibility studies, Initial Public Offering (IPO) through to engineering, construction, maintenance and operations.

The Directors (other than Mr Ferguson) recommend that Shareholders vote in favour of the Resolution.

6. RESOLUTION 5 – ELECTION OF DIRECTOR – MR STEPHEN ROSS

Under Listing Rule 14.4 and clause 13.4 of the Company's Constitution, a director appointed by the Board, either to fill a casual vacancy or as an addition to the Board, must retire at the next Annual General Meeting following their appointment, but is eligible for election at that Annual General Meeting.

Mr Ross was appointed a Non-Executive Director on 28 May 2021. As this occurred after the previous annual general meeting, Mr Ross retires as a Director pursuant to Listing Rule 14.4 and clause 13.4 of the Company's Constitution. Mr Ross is eligible for, and offers himself for election.

Mr Ross is an experienced geologist and public company director that has been involved in the international minerals industry in technical, business development and corporate positions for 30 years. He has sourced investments for junior explorers and pre-development resource companies worldwide, while holding senior management and technical positions based in West Africa and Asia.

Mr Ross specialises in attracting investment into junior explorers and building management teams to successfully develop mineral projects. He has developed strong relationships with investors and resource companies from Australia, Europe, China, Russia, Asia and West Africa.

Stephen is a Member of the Australian Institute of Mining and Metallurgy (AusIMM) and a Fellow of the Financial Services Institute of Australia. Mr Ross' former directorships of ASX listed companies include Manas Resources Limited, Azumah Resources Limited, West African Resources Limited, Central Asia Resources Limited and Aguiar Resources Limited. He is currently a non-executive director of ASX-listed East Energy Resources Limited and Pepinnini Minerals Limited.

The Directors (other than Mr Ross) recommend that Shareholders vote in favour of the Resolution.

7. RESOLUTION 6 – ELECTION OF DIRECTOR – MR ALASTAIR SMITH

Under Listing Rule 14.4 and clause 13.4 of the Company's Constitution, a director appointed by the Board, either to fill a casual vacancy or as an addition to the Board, must retire at the next Annual General Meeting following their appointment, but is eligible for election at that Annual General Meeting.

Mr Smith was appointed a Non-Executive Director on 12 July 2021. As this occurred after the previous annual general meeting, Mr Smith retires as a Director pursuant to Listing Rule 14.4 and clause 13.4 of the Company's Constitution. Mr Smith is eligible for, and offers himself for election.

Mr Smith is currently Executive Director of Focus Capital Partners, a Sydney and Los Angeles based venture advisory firm focussed on the resources, infrastructure and industrial sectors, with a bias to social impact investing.

Mr Smith was founder and non-executive director of Hyperion Metals Ltd (ASX:HYM), a former non-executive director of BBX Minerals Ltd (ASX:BBX) and a founding Partner and Director of Allos Environmental, Inc. a US based multi-state integrated waste management business. Mr Smith was previously a Director at Blackwood Capital, a Sydney based Merchant Bank, and has worked in wealth management at both Euroz Securities and Patersons Securities.

The Directors (other than Mr Smith) recommend that Shareholders vote in favour of the Resolution.

8. RESOLUTION 7 – RE-ELECTION OF DIRECTOR – MR RANKO MATIC

Listing Rule 14.5 provides that an entity which has directors must hold an election of directors at each annual general meeting.

Pursuant to the Constitution, Mr Ranko Matic will retire by rotation at the Annual General Meeting and, being eligible, offers himself for re-election.

Mr Matic is a Chartered Accountant with over 30 years' experience in the areas of financial and executive management, accounting, audit, business and corporate advisory. Mr Matic is the director of a chartered accounting firm and corporate advisory company based in Perth, and has specialist expertise and exposure in areas of audit, corporate services, due diligence, mergers and acquisitions, and valuations.

Mr Matic was appointed on 13 July 2007 and is considered an independent director. Mr Matic is currently a non-executive director of ASX listed company Australian Gold and Copper Ltd.

The Directors (other than Mr Matic) recommend that Shareholders vote in favour of the Resolution.

9. RESOLUTION 8 – APPROVAL OF ADDITIONAL PLACEMENT FACILITY

9.1 General

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

However, under Listing Rule 7.1A, an eligible entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**Additional Placement Facility**).

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300,000,000 or less. The Company is an eligible entity for these purposes.

Resolution 8 seeks Shareholder approval by way of special resolution for the Company to have the additional 10% placement capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

If Resolution 8 is passed, 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 Resolution 8 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval under Listing Rule 7.1A, and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

9.2 Information on Additional Placement Facility

(a) Quoted securities

Any Equity Securities issued under the Additional Placement Facility must be in the same class as an existing class of Equity Securities of the Company that are quoted on ASX.

As at the date of this Notice, the Company has one class of Equity Securities quoted on ASX, being Ordinary Shares.

(b) Formula for Additional Placement Facility

If this Resolution 8 is passed, the Company may issue or agree to issue, during the 12 month period after this Meeting, the number of Equity Securities calculated in accordance with the following formula.

$$\text{Additional Placement Capacity} = (A \times D) - E$$

A = the number of fully-paid ordinary securities on issue at the commencement of the Relevant Period:

- 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, 16, or 17;
- plus the number of fully-paid ordinary securities issued in the Relevant Period on the conversion of convertible securities within 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 the Listing Rules to have been approved under Listing Rule 7.1 or 7.4;
- plus the number of fully-paid ordinary securities issued in the Relevant Period under an agreement to issue securities within 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 the Listing Rules to have been approved under Listing Rule 7.1 or 7.4;
- plus the number of fully paid ordinary securities issued in the Relevant Period with approval under Listing Rule 7.1 or ASX Listing Rule 7.4;
- plus the number of partly-paid ordinary securities that became fully-paid in the Relevant Period;
- less the number of fully-paid ordinary securities cancelled in the Relevant Period;

D = 10%; and

E = the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the Relevant Period where the issue or agreement has not been subsequently approved by Shareholders under Listing Rule 7.4.

9.3 Listing Rule requirements

Pursuant to and in accordance with ASX Listing Rule 7.3A, the information below is provided in relation to this Resolution 8:

(a) Period for which the Additional Placement Facility is valid

The Additional Placement Facility will commence on the date of the Meeting at which the Shareholder approval is obtained and expire on the first to occur of the following:

- (i) the date that is 12 months after the date of this Meeting (i.e. 30 November 2021), presuming Shareholder approval is obtained;
- (ii) the time and date of the Company's next annual general meeting; and
- (iii) the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).

(b) Minimum Price at which equity securities may be issued

Any Equity Securities issued under the Additional Placement Facility will be in an existing quoted class of Equity Securities and be issued at a minimum price of 75% of the volume weighted average price of 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 by the entity and the recipient of the Equity Securities; or
- (ii) if the Equity Securities are not issued within 10 trading days of the date in Section 10.1(b)(i), the date on which the Equity Securities are issued.

(c) Use of funds raised under Additional Placement Facility

The Company intends to use funds raised from issues of Equity Securities under the Additional Placement Facility for:

- (i) the acquisition of new resources, assets and investments (including expenses associated with such an acquisition);
- (ii) continued exploration expenditure on the Company's current assets/or projects (funds would then be used for project, feasibility studies and ongoing project administration);
- (iii) the development of the Company's current business; and
- (iv) general working capital.

(d) Risk of voting dilution

If Resolution 8 is passed and the Company issues securities under the Additional Placement Facility, then there is a risk to existing Shareholders of economic and voting dilution, including the risk that:

- (i) the market price for Equity Securities in the same class may be significantly lower on the issue date of the new Equity Securities than on the date Shareholder approval is obtained for this Resolution; and
- (ii) the new Equity Securities may be issued at a price that is at a discount to the market price for Equity Securities in the same class on the issue date.

The table below shows the potential dilution of existing Shareholders following the issue of Equity Securities under the Additional Placement Facility (based on the formula set out above) using difference variables for the number of issued Ordinary Shares and the market price of Ordinary Shares.

The table overleaf is calculated using the closing market price of Shares and the number of Equity Securities on issue as at 17 September 2020 (when the Company was placed into voluntary suspension).

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the Additional Placement Facility.

Number of Shares on Issue (Variable 'A' in ASX Listing Rule 7.1A2)	Dilution			
	Issue Price (per Share)	0.0180 50% decrease in Issue Price	0.0360 Issue Price	0.0540 50% increase in Issue Price
3,200,987,035 (Current Variable A)	Shares issued 10% voting dilution	320,098,704	320,098,704	320,098,704
	Funds raised	\$5,761,777	\$11,523,553	\$17,285,330
4,801,480,553 (50% increase in Variable A)	Shares issued 10% voting dilution	480,148,055	480,148,055	480,148,055
	Funds raised	\$8,642,665	\$17,285,330	\$25,927,995
6,401,974,070 (100% increase in Variable A)	Shares issued 10% voting dilution	640,197,407	640,197,407	640,197,407
	Funds raised	\$11,523,553	\$23,047,107	\$34,570,660

The number of Shares on issue (Variable 'A' in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.

The table above uses the following assumptions:

1. There are currently 3,200,987,035 Shares on issue.
2. The issue price set out above is the closing price of \$0.0360 of the Company's Shares on the ASX on 17 September 2020 (when the Company was placed into voluntary suspension).
3. The Company issues the maximum possible number of Equity Securities under the Additional Placement Facility.
4. The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in ASX Listing Rule 7.2 or with approval under ASX Listing Rule 7.1.
5. The issue of Equity Securities under the Additional Placement Facility consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities.
6. The calculations above do not show the dilution that any one particular Shareholder will be subject to by reasons of placements under the Additional Placement Facility. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
7. This table does not set out any dilution pursuant to approvals under ASX Listing Rule 7.1.
8. 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%.

(e) Allocation under the Additional Placement Facility

The recipients of Equity Securities to be issued under the Additional Placement Facility have not been determined. However, the recipients of Equity Securities could consist of existing Shareholders or new investors (or both) none of whom are related parties of the Company.

The Company will determine the recipients at the time of issue under the Additional Placement Facility, having regard to the following factors:

- (i) the purpose of the issue;
- (ii) alternative methods of raising funds available to the Company at that time, including, but not limited to, an entitlement issue or other offer where existing Shareholders may participate;
- (iii) the effect of the issue of the Equity Securities on the control of the Company;
- (iv) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;
- (v) prevailing market conditions; and
- (vi) advice from corporate, financial and broking advisers (if applicable).

(f) Previous Approval under ASX Listing Rule 7.1A

The Company previously obtained approval from its Shareholders pursuant to ASX Listing Rule 7.1A at its annual general meeting held on 30 November 2020 (**Previous Approval**).

During the 12 month period preceding the date of the Meeting, being on and from 30 November 2020, the Company has not issued any securities pursuant to the Previous Approval.

(g) Compliance with ASX Listing Rules 7.1A.4

The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 upon issue of any Equity Securities under the Additional Placement Facility.

9.4 Voting Exclusion Statement

A voting exclusion statement is included in this Notice. As at the date of this Notice, the Company has not invited any existing Shareholder to participate in an issue of Equity Securities under ASX Listing Rule 7.1A. Therefore, no existing Shareholders will be excluded from voting on Resolution 8.

9.5 Board Recommendation

The Directors consider that the 10% Placement Capacity is beneficial for the Company as it will give the Company the flexibility to issue further securities representing up to 10% of the Company's share capital during the next 12 months.

Accordingly, the Directors recommend that Shareholders vote in favour of the Resolution.

10. RESOLUTION 9 – REPLACEMENT OF COMPANY CONSTITUTION

10.1 General

Shareholder approval is sought for the repeal of the existing Constitution of the Company, and to adopt a new Constitution (**Proposed Constitution**) in its place.

The Directors consider that the Constitution should be brought up to date with the current provisions of the Corporations Act and the ASX Listing Rules.

Further, the Directors believe that it is preferable in the circumstances to replace the existing Constitution with the Proposed Constitution rather than to amend a large number of specific provisions in the current Constitution.

If the special resolution seeking this approval is passed, then the Proposed Constitution will be effective immediately following the Annual General Meeting.

A copy of the Proposed Constitution is available for review by Shareholders at the Company's website www.eastenergy.com.au and at the office of the Company. A copy of the Proposed Constitution can also be sent to Shareholders upon request to the Company Secretary.

Shareholders are invited to contact the Company if they have any queries or concerns.

10.2 Summary of Material Proposed Changes

The Directors consider that the changes will not have any significant impact on Shareholders. It is not practicable to list all of the changes to the Constitution in detail in this Explanatory Statement, however a summary of the material proposed changes is set out below:

Dividends

Section 254T of the Corporations Act was amended effective 28 June 2010. There is now a three-tiered test that a company will need to satisfy before paying a dividend replacing the previous test that dividends may only be paid out of profits.

The amended requirements of the Corporations Act provide that a company must not pay a dividend unless:

- (a) the company's assets exceed its liabilities immediately before the dividend is declared and the excess is sufficient for the payment of the dividend;
- (b) the payment of the dividend is fair and reasonable to the company's shareholders as a whole; and
- (c) the payment of the dividend does not materially prejudice the company's ability to pay its creditors.

The existing Constitution reflects the former profits test and restricts any dividends to be paid only out of the profits of the Company. Article 11 of the Proposed Constitution will allow the Company to pay a dividend as permitted by the Corporations Act.

Restricted Securities

On 1 December 2019, the ASX Listing Rules were amended to vary the regime applying to restricted securities. Under the current rules, the ASX will:

- (a) Require more significant holders of restricted securities (related parties, promoters, substantial holders, service providers and their associates) and their controllers, as determined by the ASX, to execute formal escrow agreements in the form of an ASX compliant restriction agreement; and
- (b) For less significant holders of restricted securities (such as non-related parties and non-promoters), permit the Company to issue restriction notices to such holders of restricted securities advising them of the restriction rather than signing restriction agreements.

Whilst the existing Constitution contained some of these provisions, Article 3 of the Proposed Constitution will give full effect to these changes to Listing Rule 15.12.

Virtual Meetings

The existing Constitution permits the holding of a “hybrid” general meeting of Shareholders. A hybrid meeting is where a meeting is held at two or more venues simultaneously by using any technology that gives the Shareholders as a whole, a reasonable opportunity to participate.

The existing Constitution does not however provide for the holding of a virtual only general meeting of Shareholders. Article 6.6 of the Proposed Constitution will specifically permit the holding of virtual general meetings of Shareholders.

Direct Voting

The Proposed Constitution includes a new provision (Article 6.11) which allows Shareholders to exercise their voting rights through direct voting (in addition to exercising their existing rights to appoint a proxy).

Direct voting is a mechanism by which Shareholders can vote directly on resolutions that are to be determined by poll. Votes cast by direct vote by a Shareholder are taken to have been cast on the poll as if the shareholder had cast the votes on a poll at the meeting.

In order for direct voting to be available, the Directors must elect that votes can be cast via direct vote for all or any resolutions and determine the manner appropriate for the casting of direct votes. If such a determination is made by the Directors, the notice of general meeting will include information on the application of direct voting.

Rotation of Directors

Listing Rule 14.4 requires that directors cannot hold office (without re-election) past the third annual general meeting (**AGM**) following their appointment or 3 years, whichever is the longer.

Further, Listing Rule 14.5 requires that there must be an election of directors at every AGM. In practical terms, this means that one-third of the board must retire and seek election at each AGM.

The existing Constitution requires that one-third of the directors retire at each AGM, and if that number is not a whole number, then that number is rounded up to the nearest whole number. This provision is more onerous than what is required under the Listing Rules.

Article 7.3 of the Proposed Constitution allows for the rounding down of the one-third number.

Chairperson of General Meetings

Article 6.9(a) of the Proposed Constitution sets out the powers available to a chairperson for the general conduct of shareholder meetings. Whilst the existing constitution set out a number of powers for the chairman, the Proposed Constitution provides a more descriptive list of the powers that may be used if required.

These powers include the ability to adjourn a meeting without shareholder approval to ensure the orderly conduct of that meeting, and to require any person wishing to attend a meeting to comply with any searches, restrictions or other security arrangements considered appropriate.

In addition to any powers listed in a company constitution, the chair of a general meeting has powers conferred by the law of meetings. Article 6.9(c) of the Proposed Constitution makes it clear that the powers granted under Article 6(a) do not limit the powers more broadly conferred by law.

Proportional Takeover Provisions

Although the current constitution contains existing clauses requiring a proportional takeover bid to be approved by shareholders, the Proposed Constitution provides an updated wording of these provisions.

A proportional takeover bid is where an offer is made to each shareholder for a proportion of that shareholder's securities. The requirement for shareholder approval is designed to ensure that shareholders receive proper value for their securities when such a bid is made. Under the Corporations Act, proportional takeover provisions in a company constitution will cease to have effect 3 years after the later of their adoption or last renewal.

The inclusion of these clause allows shareholders to decide whether a proportional takeover bid is acceptable in principle and assist in ensuring that any partial bid is appropriately priced. It also mitigates the risk of shareholders being left as a minority in the Company and the likelihood of a bidder being able to acquire control of the Company without payment of an adequate premium.

Information required by section 648G of the Corporations Act

Effect of proposed proportional takeover provisions

Where offers have been made under a proportional off-market bid in respect of a class of securities in a company, the registration of a transfer giving effect to a contract resulting from the acceptance of an offer made under such a proportional off-market bid is prohibited unless and until a resolution to approve the proportional off-market bid is passed.

Reasons for proportional takeover provisions

A proportional takeover bid may result in control of the Company changing without Shareholders having the opportunity to dispose of all their Shares. By making a partial bid, a bidder can obtain practical control of the Company by acquiring less than a majority interest. Shareholders are exposed to the risk of being left as a minority in the Company and the risk of the bidder being able to acquire control of the Company without payment of an adequate control premium. These amended provisions allow Shareholders to decide whether a proportional takeover bid is acceptable in principle, and assist in ensuring that any partial bid is appropriately priced.

Knowledge of any acquisition proposals

As at the date of this Notice of Meeting, no Director is aware of any proposal by any person to acquire, or to increase the extent of, a substantial interest in the Company.

Potential advantages and disadvantages of proportional takeover provisions

The Directors consider that the proportional takeover provisions have no potential advantages or disadvantages for them and that they remain free to make a recommendation on whether an offer under a proportional takeover bid should be accepted.

The potential advantages of the proportional takeover provisions for Shareholders include:

- (a) the right to decide by majority vote whether an offer under a proportional takeover bid should proceed;
- (b) assisting in preventing Shareholders from being locked in as a minority;
- (c) increasing the bargaining power of Shareholders which may assist in ensuring that any proportional takeover bid is adequately priced; and
- (d) each individual Shareholder may better assess the likely outcome of the proportional takeover bid by knowing the view of the majority of Shareholders which may assist in deciding whether to accept or reject an offer under the takeover bid.

The potential disadvantages of the proportional takeover provisions for Shareholders include:

- (a) proportional takeover bids may be discouraged;
- (b) lost opportunity to sell a portion of their Shares at a premium; and
- (c) the likelihood of a proportional takeover bid succeeding may be reduced.

10.3 Board Recommendation

The Directors recommend that Shareholders vote in favour of Resolution.

11. RESOLUTION 10 – INCREASE IN NON-EXECUTIVE DIRECTORS' REMUNERATION POOL

Non-executive directors are paid from a pool, the maximum size of which must be approved by Shareholders. The present pool size is \$220,000.

The Constitution of the Company provides that the directors' remuneration must not exceed the maximum sum determined by the shareholders in a general meeting, with the individual apportionments of that sum remaining within the discretion of the Board of the Company.

In addition, Listing Rule 10.17 of the ASX Listing Rules requires shareholder approval for an increase to the total amount of directors' remuneration pool (excluding the remuneration of an executive director) payable by it or any of its child entities.

Listing Rule 10.17 further requires the details of securities issued to non-executive directors with shareholder approval in the preceding three years. There were no securities issued to the non-executive directors during this period.

The present level of aggregate fees payable to non-executive directors is \$168,200 per annum (inclusive of superannuation).

It is considered appropriate and necessary to increase the remuneration pool from which the non-executive directors are paid to allow the Company to continue to attract and retain directors of the calibre required to progress and develop the Company's business.

If Resolution 10 is passed, the maximum aggregate amount that can be paid by the Company to non-executive directors will increase from \$220,000 to \$350,000.

As the Directors have an interest in the outcome of Resolution 10, the Directors make no voting recommendation to Shareholders as to how to vote in relation to Resolution 10.

The Chair however intends to exercise all available proxies in favour of Resolution 10.

ENQUIRIES

Shareholders should contact the Company Secretary on (+ 61 8) 6188 8181 or admin@eastenergy.com.au if they have any queries in respect of the matters set out in this Notice.

GLOSSARY

In this Explanatory Statement, the following terms have the following meaning unless the context otherwise requires:

\$	Means Australian dollars
Additional Placement Facility	has the meaning given to that term in section 9 of the Explanatory Memorandum.
Annual General Meeting or Meeting	the annual general meeting of Shareholders or any meeting adjourned thereof, convened by the Notice.
Annual Report	the Company's annual report including the Directors' Report and reports of the auditor and the financial statements of the Company for the year ended 30 June 2021, which can be downloaded from the Company's website at www.eastenergy.com.au .
ASIC	means the Australian Securities and Investments Commission
Associated Body Corporate	<ul style="list-style-type: none"> (a) a related body corporate (as defined in the Corporations Act) of the Company; (b) a body corporate which has an entitlement to not less than 20% of the voting Shares of the Company; and (c) a body corporate in which the Company has an entitlement to not less than 20% of the voting shares.
ASX	ASX Limited, trading as the Australian Securities Exchange.
ASX Listing Rules	means the Listing Rules of ASX.
Auditor	the auditor of the Company
Board	board of directors of the Company.
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	the chair of the Meeting.
Closely Related Party	<p>of a member of Key Management Personnel means:</p> <ul style="list-style-type: none"> (a) a spouse or child of the member; (b) a child of the member's spouse; (c) a dependent of the member or the member's spouse; (d) 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; (e) a company the member controls; or (f) a person prescribed by the <i>Corporations Regulations 2001 (Cth)</i>.
Company or East Energy	East Energy Resources Limited ABN 66 126 371 828.
Constitution	the Company's constitution.
Corporations Act	<i>Corporations Act 2001 (Cth)</i> .
Director	a director of the Company.
Directors' Report	means the Directors' Report section of the Annual Report.
Eligible Entity	<p>means an entity that, at the date of the relevant general meeting:</p> <ul style="list-style-type: none"> (a) is not included in the S&P/ASX 300 Index; and (b) has a maximum market capitalisation (excluding restricted securities and securities quoted on a deferred settlement basis) of \$300,000,000.

Equity Securities	includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security
Explanatory Statement	the explanatory statement which accompanies and forms part of the Notice of Annual General Meeting.
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.
Notice or Notice of Meeting or Notice of Annual General Meeting	this notice of annual general meeting, including the Explanatory Statement.
Ordinary Securities	has the meaning set out in the ASX Listing Rules.
Proxy Form	the proxy form accompanying the Notice.
Relevant Period	has the meaning given to that term in Listing Rule 7.1.
Remuneration Report	means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2021.
Resolutions	the resolutions set out in the Notice, or any one of them, as the context requires.
Share	a fully paid ordinary share in the capital of the Company.
Shareholder or Member	a registered holder of a Share.
Variable A	means "A" as set out in the formula in ASX Listing Rule 7.1A(2).
WST	Western Standard Time, being the time in Perth, Western Australia.



East Energy Resources Limited | ABN 66 126 371 828

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 **11.00am (WST) on Sunday, 28 November 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 VOTE ONLINE

Vote online at <https://investor.automic.com.au/#/loginsah>

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

- ✓ **Save Money:** help minimise unnecessary print and mail costs for the Company.
- ✓ **It's Quick and Secure:** provides you with greater privacy, eliminates any postal delays and the risk of potentially getting lost in transit.
- ✓ **Receive Vote Confirmation:** instant confirmation that your vote has been processed. It also allows you to amend your vote if required.



SUBMIT YOUR PROXY VOTE BY PAPER

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>.

SIGNATURE OF SECURITYHOLDERS – THIS MUST BE COMPLETED		
Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary
Contact Name:		
Email Address:		
Contact Daytime Telephone		
		Date (DD/MM/YY)
		<div style="display: inline-block; width: 20px; height: 20px; border: 1px solid black; margin-right: 5px;"></div> <div style="display: inline-block; width: 20px; height: 20px; border: 1px solid black; margin-right: 5px;"></div> / <div style="display: inline-block; width: 20px; height: 20px; border: 1px solid black; margin-right: 5px;"></div> <div style="display: inline-block; width: 20px; height: 20px; border: 1px solid black; margin-right: 5px;"></div> / <div style="display: inline-block; width: 20px; height: 20px; border: 1px solid black; margin-right: 5px;"></div> <div style="display: inline-block; width: 20px; height: 20px; border: 1px solid black;"></div>
By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).		