



**KULA GOLD LIMITED
ACN 126 741 259
NOTICE OF GENERAL MEETING**

Notice is given that the Meeting will be held at:

TIME: 10.30am (WST)

DATE: 7 November 2022

PLACE: Suite 2, 20 Howard Street, PERTH WA 6000

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

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.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 5.00pm (WST) on 4 November 2022.

KULA GOLD LIMITED

ACN 126 741 259

BUSINESS OF THE MEETING

AGENDA

RESOLUTION 1– RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES ISSUED UNDER LISTING RULE 7.1

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

"That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 40,345,430 Placement Shares at \$0.02 per Share as described in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 1 by or on behalf of any person who participated in the issue of the Placement Shares or is a counterparty to the agreement being approved, or any of their respective associates.

RESOLUTION 2– RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES ISSUED UNDER LISTING RULE 7.1A

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

"That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 26,896,953 Placement Shares at \$0.02 per Share under Listing Rule 7.1A as described in the Explanatory Statement."

Voting Exclusion

The Company will disregard and votes in cast in favour of Resolution 2 by or on behalf of any person who participated in the issue of the Placement Shares or is a counterparty to the agreement being approved, or any of their respective associates.

RESOLUTION 3 – APPROVAL TO ISSUE PLACEMENT OPTIONS

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

"That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 6,000,000 Placement Options as described in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue of the Placement Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates.

RESOLUTION 4 – APPROVAL TO ISSUE SHARES TO TERRA CAPITAL

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

“That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 25,000,000 Shares at \$0.02 per share to raise \$500,000 before costs as described in the Explanatory Statement.”

Voting Exclusion:

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Terra Capital (and or their nominees), and any other person who will obtain a material benefit as a result of, the proposed issue of the Shares (except a benefit solely by reason of being a Shareholder), or any of their respective associates.

By order of the Board



Keith Bowker
Company Secretary
Dated: 10 October 2022

Voting Exclusion and Exceptions

Where a voting exclusion and/or voting prohibition applies to a Resolution, it is set out below for the relevant Resolution. The voting exclusions and/or voting prohibitions (as applicable) for the following Resolutions are subject to the exceptions stated in the table below (as applicable).

Resolutions	Exceptions
1, 2, 3, & 4	<p>The voting exclusion does not apply to a vote cast in favour of the Resolution by:</p> <ul style="list-style-type: none">(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way;(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 Shareholder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:<ul style="list-style-type: none">(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 the Resolution; and(ii) the Shareholder votes on the Resolution in accordance with directions given by the beneficiary to the Shareholder to vote in that way.

Voting by proxy

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

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

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two (2) or more votes may appoint two (2) proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints two (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:

- 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.

Voting in person

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

You may still attend the meeting and vote in person even if you have lodged appointed a proxy. If you have previously submitted a Proxy Form, your attendance will not revoke your proxy appointment unless you actually vote at the meeting for which the proxy is proposed to be used, in which case, the proxy's appointment is deemed to be revoked with respect to voting on that resolution.

Please bring your personalised Proxy Form with you as it will help you to register your attendance at the meeting. If you do not bring your Proxy Form with you, you can still attend the meeting but representatives from the Company will need to verify your identity. You can register from 10.00am (WST) on the day of the meeting.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 8 6144 0592 or at cosec@kulagold.com.au.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

1. GENERAL

In accordance with section 253RA of the *Corporations Act (as inserted by the Treasury Laws Amendment (2021 Measures No. 1) Act 2021 (Cth)*, this Notice and Explanatory Statement are being made available to Shareholders by electronic means and the Company will not be dispatching physical copies of this Notice.

The Notice can be viewed and downloaded at the following link:

[Kulagold.com.au/company-news-feed/](http://kulagold.com.au/company-news-feed/)

Should you wish to receive a hard copy of the Notice, please contact the Company Secretary by email at cosec@kulagold.com.au

2. RESOLUTIONS 1, 2, 3 & 4 – RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES, APPROVAL TO ISSUE PLACEMENT OPTIONS AND APPROVAL TO ISSUE SHARES TO TERRA CAPITAL

2.1. Background

On 19 September 2022, the Company announced that it received firm commitments from professional and sophisticated investors, including a specialist international resource fund (“**Placement Participants**”) for a placement to raise \$1,844,847 before costs (“**Placement**”), via the issue of 92,242,383 Shares at an issue price of \$0.02 per share (“**Placement Shares**”) in two-tranches.

The first tranche being 67,242,383 Placement Shares to Taylor Collison clients and the second tranche, which is subject to Shareholder approval (Resolution 4) being 25,000,000 Placement Shares to Terra Capital (or their nominee).

Taylor Collison as Lead Manager to the Placement will receive a 6% capital raising fee (plus GST) and, subject to Shareholder approval, an option package of 6,000,000 unlisted options exercisable at \$0.08 with an expiry of 3 years from the date of issue (“**Placement Options**”) for equity market services to the Company going forward.

On 28 September 2022, the Company issued the first tranche being 67,242,383 Placement Shares to the Placement Participants whereby:

- 40,345,430 Placement Shares were issued using the Company’s placement capacity under Listing Rule 7.1; and
- 26,896,953 Placement Shares were issued using the Company’s placement capacity under Listing Rule 7.1A.

The Placement Options have not yet been issued. It is anticipated that the Placement Options will be issued once the Company receives Shareholder approval under Resolution 3.

The second tranche being 25,000,000 Placement Shares have not yet been issued. It is anticipated that the second tranche of the Placement Shares will be issued once the Company receives Shareholder approval under Resolution 4.

Resolutions 1 & 2 each separately seek the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of the first tranche of the Placement Shares.

Resolutions 3 & 4 each separately seek the approval of Shareholders pursuant to Listing Rule 7.1 for the issue of the Placement Options and the issue of the second tranche Placement Shares.

Resolutions 1, 2, 3 & 4 are ordinary resolutions.

The dilution to Shareholders as a result of the issues is as follows:

	Undiluted		Diluted	
	Shares	%	Shares	%
Existing Shares on issue (excluding securities the subject of the Resolutions)	268,969,538	74.46	268,969,538	72.01
Existing Options on issue			6,325,000	1.69
Resolutions 1, 2 and 4 (Placement Shares)	92,242,383	25.54	92,242,383	24.69
Resolution 3	-		6,000,000	1.61
Total	361,211,921	100	373,536,921	100

The Board recommends that Shareholders vote in favour of Resolutions 1, 2, 3 & 4.

2.2. Listing Rules 7.1, 7.1A, 7.2 & 7.4

Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more Equity Securities during any 12-month period than that amount which represents 15% of the number of fully paid ordinary shares on issue at the commencement of that 12-month period.

Under Listing Rule 7.1A an eligible entity can seek shareholder approval at its annual general meeting to allow it to issue Equity Securities comprising up to 10% of its issued capital. The Company obtained this approval at its annual general meeting held on 27 May 2022.

Listing Rule 7.2 sets out various types of equity issues that are excluded from the operation of Listing Rule 7.1 and 7.1A. The issue of the Placement Options and the second tranche of the Placement Shares does not fall within any of the exceptions to Listing Rule 7.1 and exceeds the 15% limit in Listing Rule 7.1 and exceeds the 10% limit in Listing Rule 7.1A. It therefore requires Shareholder approval under Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1 and 7.1A.

Accordingly,

- Resolutions 1 & 2 each separately seek Shareholder approval for the prior issue of the first tranche Placement Shares under and for the purposes of Listing Rule 7.4; and
- Resolutions 3 & 4 each separately seek Shareholder approval for the issue of the Placement Options and the second tranche Placement Shares under Listing Rule 7.1.

If Resolution 1, is passed, 40,345,430 Placement Shares will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Placement Shares (being 28 September 2022).

If Resolution 1, is not passed, 40,345,430 Placement Shares will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Placement Shares (being 28 September 2022).

If Resolution 2, is passed, 26,896,953 Placement Shares will be excluded in calculating the Company's 10% limit under Listing Rule 7.1A, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Placement Shares (being 28 September 2022).

If Resolution 2, is not passed, 26,896,953 Placement Shares will be included in calculating the Company's 10% limit under Listing Rule 7.1A, effectively decreasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Placement Shares (being 28 September 2022).

If Resolution 3, is passed, the Company can proceed to issue the Placement Option within 3 months of the Meeting (or a longer period, if allowed by ASX), without using the Company's 15% annual placement capacity under Listing Rule 7.1 or the 10% annual placement capacity under Listing Rule 7.1A.

If Resolution 3, is not passed, the Placement Options will not be issued.

If Resolution 4, is passed, the Company can proceed to issue the second tranche Placement Shares within 3 months of the Meeting (or a longer period, if allowed by ASX), without using the Company's 15% annual placement capacity under Listing Rule 7.1 or the 10% annual placement capacity under Listing Rule 7.1A.

If Resolution 4, is not passed, the second tranche Placement Shares will not proceed and the Company will not receive any funds from the second tranche.

2.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the prior issue of the Placement Shares under Resolutions 1 and 2:

- (a) the Placement Shares were issued to investors selected by the Company in consultation with the Company's Lead Manager, Taylor Collison Limited, none of whom are persons to whom Listing Rule 10.11 applies.
- (b) a total of 67,242,383 Placement Shares were issued:
 - (i) 40,345,430 Placement Shares were issued within the 15% annual limit permitted under Listing Rule 7.1; and
 - (ii) 26,896,953 Placement Shares were issued within the 10% annual limit permitted under Listing Rule 7.1A,without the need for Shareholder approval;
- (c) the Placement Shares issued were fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue;
- (d) The Placement Shares were issued on 28 September 2022;
- (e) the Placement Shares were issued at \$0.02 per Share;
- (f) the purpose of the issue was to raise funds, with the proceeds used to focus on accelerating lithium exploration work at the Company's 100% owned Brunswick Project in the South West approximately 45km from the Greenbushes Lithium Mine, as well as follow up recently identified Westonia Ni/PGE/Gold prospects adjacent to the Edna May Gold Mine in WA.
- (g) other than as set out in this section, there are no other material terms in relation to the issue.
- (h) a voting exclusion statement is included in the Notice.

2.4 Specific information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to the proposed issue of the Placement Options under Resolution 3:

- (a) the Placement Options will be issued to Taylor Collison Limited (or its nominee), who is not a person to whom Listing Rule 10.11 applies;
- (b) a maximum of 6,000,000 unlisted options may be issued as Placement Options;

- (c) The Placement Options will have an exercise price of \$0.08 each, an expiry date of 3 years from the date of issue and will be issued on the terms and conditions as set out in Schedule 1.
- (d) the Placement Options will be issued no later than 3 months after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules);
- (e) the Placement Options will be issued to Taylor Collison Limited (or its nominee) for the provision of equity market services to the Company going forward and no funds will be raised from the issue. If the Placement Options are exercised, the proceeds from the exercise of the Placement Options will be applied towards further exploration work and working capital purposes;
- (f) other than as set out in this section and schedule 1, there are no other material terms in relation to the issue ; and
- (g) a voting exclusion statement is included in the Notice.

2.5 Specific information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to the proposed issue of the second tranche Placement Shares under Resolution 4:

- (a) the Placement Shares will be issued to Terra Capital (or its nominee) a non-related party of the Company;
- (b) a maximum of 25,000,000 Placement Shares may be issued under the second tranche of the Placement;
- (c) The Placement Shares will be fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue;
- (d) the Placement Shares will be issued no later than 3 months after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules);
- (e) the Placement Shares will be issued at an issue price of \$0.02 per share raising \$500,000 before costs.
- (f) the purpose of the issue is to raise funds, with the proceeds used to focus on accelerating lithium exploration work at the Company's 100% owned Brunswick Project in the South West approximately 45km from the Greenbushes Lithium Mine, as well as follow up recently identified Westonia Ni/PGE/Gold prospects adjacent to the Edna May Gold Mine in WA;
- (g) other than as set out in this section, there are no other material terms in relation to the issue; and
- (h) a voting exclusion statement is included in the Notice.

Schedule 1

TERMS & CONDITIONS OF PLACEMENT OPTIONS

- (a) Each Option gives the Optionholder the right to subscribe for one Share.
- (b) The Options will expire at 5.00pm (WST) on the date 3 years from issue (**Expiry Date**). Any Option not exercised before the Expiry Date will automatically lapse.
- (c) The amount payable upon exercise of each Option is \$0.08 (**Exercise Price**).
- (d) The Options held by each Optionholder may be exercised in whole or in part, subject to the greater of a minimum of [6,250] Options or that number held being exercised at any time.
- (e) An Optionholder may exercise their Options by lodging with the Company, before the Expiry Date:
 - i. a written notice of exercise of Options specifying the number of Options being exercised (**Exercise Notice**); and
 - ii. a cheque or electronic funds transfer for the Exercise Price for the number of Options being exercised.
- (f) An Exercise Notice is only effective when the Company has received the full amount of the Exercise Price in cleared funds.
- (g) Within 10 Business Days of receipt of the Exercise Notice accompanied by the Exercise Price, the Company will allot the number of Shares required under these terms and conditions in respect of the number of Options specified in the Exercise Notice.
- (h) All Shares allotted upon the exercise of Options will upon allotment rank pari passu in all respects with other Shares.
- (i) The Company will not apply for quotation of the Options on ASX.
- (j) The Company will apply for quotation of all Shares allotted pursuant to the exercise of Options on ASX within 10 Business Days after the date of allotment of those Shares.
- (k) If at any time the issued capital of the Company is reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of the reconstruction.
- (l) There are no participating rights or entitlements inherent in the Options and Optionholders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least 7 Business Days after the issue is announced. This will give Optionholders the opportunity to exercise their Options prior to the date for determining the entitlements to participate in any such issue.
- (m) Other than as contemplated by paragraph (k), an Option does not confer the right to a change in exercise price or a change in the number of underlying securities over which the Option can be exercised.

GLOSSARY

\$ means Australian dollars.

ASIC means the Australian Securities & Investment Commission.

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

Board means the current 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 means the chair of the Meeting.

Company means Kula Gold Limited (ACN 126 741 259).

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

Equity Securities means a Share or Option in the Company.

Explanatory Statement means the explanatory statement accompanying the Notice.

General Meeting or **Meeting** means the meeting convened by the Notice.

Listing Rules means the Listing Rules of ASX.

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

Placement Option or Options means an option to acquire a Share.

Proxy Form means the proxy form accompanying the Notice.

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

Section means a section of the Explanatory Statement.

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

Shareholder means a registered holder of a Share.

WST means Western Standard Time as observed in Perth, Western Australia.



LODGE YOUR PROXY APPOINTMENT ONLINE



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



MOBILE DEVICE PROXY APPOINTMENT

Lodge your proxy by scanning the QR code below, and enter your registered postcode.

It is a fast, convenient and a secure way to lodge your vote.

GENERAL MEETING PROXY FORM

I/We being shareholder(s) of Kula Gold Limited and entitled to attend and vote hereby:

APPOINT A PROXY



The Chair of
the Meeting

OR



PLEASE NOTE: If you leave the section blank, the Chair of the Meeting will be your proxy.

or failing the individual(s) or body corporate(s) named, or if no individual(s) or body corporate(s) named, the Chair of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf, including to vote in accordance with the following directions (or, if no directions have been given, and to the extent permitted by law, as the proxy sees fit), at the General Meeting of the Company to be held at Suite 2, 20 Howard Street, PERTH WA 6000 on 7 November 2022 at 10.30am (WST) and at any adjournment or postponement of that Meeting.

Chair's voting intentions in relation to undirected proxies: The Chair intends to vote all undirected proxies in favour of all Resolutions. In exceptional circumstances, the Chair may change his/her voting intentions on any Resolution. In the event this occurs, an ASX announcement will be made immediately disclosing the reasons for the change.

VOTING DIRECTIONS

Resolutions

		For	Against	Abstain*
1	Ratification of prior issue of Placement Shares under Listing Rule 7.1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Ratification of prior issue of Placement Shares under Listing Rule 7.1A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Approval to issue Placement Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Approval to issue Shares to Terra Capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



* If you mark the Abstain box for a particular Resolution, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, all the shareholders should sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

Email Address

☐ Please tick here to agree to receive communications sent by the Company via email. This may include meeting notifications, dividend remittance, and selected announcements.

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**

CHANGE OF ADDRESS

This form shows your address as it appears on Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes.

APPOINTMENT OF A PROXY

If you wish to appoint the Chair as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chair, please write that person's name in the box in Step 1. A proxy need not be a shareholder of the Company. A proxy may be an individual or a body corporate.

DEFAULT TO THE CHAIR OF THE MEETING

If you leave Step 1 blank, or if your appointed proxy does not attend the Meeting, then the proxy appointment will automatically default to the Chair of the Meeting.

VOTING DIRECTIONS – PROXY APPOINTMENT

You may direct your proxy on how to vote by placing a mark in one of the boxes opposite each resolution 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 resolution 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 a given resolution, your proxy may vote as they choose to the extent they are permitted by law. If you mark more than one box on a resolution, your vote on that resolution will be invalid.

PLEASE NOTE: If you appoint the Chair as your proxy (or if they are appointed by default) but do not direct them how to vote on a resolution (that is, you do not complete any of the boxes "For", "Against" or "Abstain" opposite that resolution), the Chair may vote as they see fit on that resolution.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning Advanced Share Registry Limited or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- return both forms together.

COMPLIANCE WITH LISTING RULE 14.11

In accordance with Listing Rule 14.11, if you hold shares on behalf of another person(s) or entity/entities or you are a trustee, nominee, custodian or other fiduciary holder of the shares, you are required to ensure that the person(s) or entity/entities for which you hold the shares are not excluded from voting on resolutions where there is a voting exclusion. Listing Rule 14.11 requires you to receive written confirmation from the person or entity providing the voting instruction to you and you must vote in accordance with the instruction provided.

By lodging your proxy votes, you confirm to the company that you are in compliance with Listing Rule 14.11.

CORPORATE REPRESENTATIVES

If a representative of a nominated corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A Corporate Representative Form may be obtained from Advanced Share Registry.

SIGNING INSTRUCTIONS ON THE PROXY FORM

Individual:

Where the holding is in one name, the security holder must sign.

Joint Holding:

Where the holding is in more than one name, all of the security holders should sign.

Power of Attorney:

If you have not already lodged the Power of Attorney with Advanced Share Registry, please attach the original or a certified photocopy of the Power of Attorney to this form when you return it.

Companies:

Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

LODGE YOUR PROXY FORM

This Proxy Form (and any power of attorney under which it is signed) must be received at an address given below by 10.30am (WST) on 5 November 2022, being not later than 48 hours before the commencement of the Meeting. Proxy Forms received after that time will not be valid for the scheduled Meeting.



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



BY MAIL

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009; or
PO Box 1156, Nedlands WA 6909



BY FAX

+61 8 6370 4203



BY EMAIL

admin@advancedshare.com.au



IN PERSON

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009



ALL ENQUIRIES TO

Telephone: +61 8 9389 8033