

Notice of Annual General Meeting

Pursuant to ASX Listing Rule 3.17.1, Western Yilgarn NL (**ASX: WYX**) ("**Western Yilgarn**" or "**the Company**") provides the attached copy of Notice of Annual General Meeting, accompany notice and access letter and proxy form.

The Annual General Meeting will be held at 25 Colin Street, West Perth, WA, 6005 at 9:00am (WST) on Tuesday 21 November 2023.

This announcement has been approved by Melissa Chapman, Joint Company Secretary.

For further information please contact:

Gavin Rutherford

General Manager

T 0400 250 441

Ben Creagh

Media and Investor Relations

E benc@nwrcommunications.com.au



20 October 2023

WESTERN YILGARN NL – 2023 ANNUAL GENERAL MEETING

Dear Shareholder,

Western Yilgarn NL (ASX: WYX) (the **Company**) advises its 2023 Annual General Meeting of Shareholders will be held on Tuesday, 21 November 2023 at 9:00am (WST) at 25 Colin Street, West Perth, Western Australia (**Meeting**).

The Company strongly encourages Shareholders to lodge a directed proxy form prior to the Meeting. Questions should also be submitted in advance of the Meeting as this will provide management with the best opportunity to prepare answers in advance to Shareholders questions. However, questions may also be raised during the Meeting.

In accordance with new provisions under the Corporations Act 2001 (Cth) (**Corporations Act**), the Company will not be sending hard copies of the Notice of Meeting to shareholders unless a shareholder has previously requested a hard copy.

A copy of the Meeting documents can be viewed and downloaded online as follows:

- On the Company's website at: www.westernyilgarn.com.au
- On the Company's ASX market announcements page (ASX: WYX)

If you have nominated an email address and have elected to receive electronic communications from the Company, you will also receive an email to your nominated email address with a link to an electronic copy of the Notice of Meeting and Explanatory Statement.

In order to receive electronic communications from the Company in the future, please update your Shareholder details online at www.computershare.com.au/easyupdate/WYX and log in with your unique shareholder identification number and postcode (or country for overseas residents), which you can find on your enclosed personalised proxy form. You can lodge your proxy vote online at www.investorvote.com.au (Control Number: 183219).

If you are unable to access the Notice of Meeting and Explanatory Statement online, please contact the Company Secretary, Melissa Chapman, on +61 8 6166 9107 or via email at ir@westernyilgarn.com.au.

Yours faithfully,

Melissa Chapman
Joint Company Secretary



WESTERN YILGARN NL

ACN 112 914 459

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 9:00 am WST
DATE: 21 November 2023
PLACE: 25 Colin Street
West Perth, Western Australia 6005

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 4:00 pm WST on 19 November 2023.

BUSINESS OF THE MEETING

AGENDA

FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2023 together with the declaration of the Directors, the Directors' report, the Remuneration Report and the auditor's report.

1. □ RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding 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 as contained in the Company's annual financial report for the financial year ended 30 June 2023.”

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

Voting Exclusion: 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 connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

2. □ RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR PETER LEWIS

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

“That, for the purpose of clause 74 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr Peter Lewis, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

3. □ RESOLUTION 3 – APPROVAL OF 10% PLACEMENT CAPACITY

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

"That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement."

4. □ RESOLUTION 4 - RATIFICATION OF PRIOR ISSUE OF SHARES TO GAVIN RUTHERFORD UNDER LISTING RULE 7.1 CAPACITY

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 100,000 Shares to Gavin Rutherford on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Gavin Rutherford or his associates.

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

5. □ RESOLUTION 5 - RATIFICATION OF PRIOR ISSUE OF SHARES TO KEVIN WOODTHORPE UNDER LISTING RULE 7.1 CAPACITY

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 100,000 Shares to Kevin Woodthorpe on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Kevin Woodthorpe or his associates.

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 the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

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

6. □ RESOLUTION 6 - RATIFICATION OF PRIOR ISSUE OF SHARES TO ACEDALE INVESTMENTS UNDER LISTING RULE 7.1 CAPACITY

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 50,000 Shares to Acedale Investments on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Acedale Investments or its associates.

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

7. □ RESOLUTION 7 - RATIFICATION OF PRIOR ISSUE OF SHARES TO BEAU NICHOLLS UNDER LISTING RULE 7.1 CAPACITY

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 573,751 Zero Exercise Price Options to Beau Nicholls on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Beau Nicholls or his associates.

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

8. □ RESOLUTION 8 – APPROVAL TO GRANT INCENTIVE OPTIONS TO PETER LEWIS

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

"That, for the purposes of Listing Rule 10.11, section 208 of the Corporations Act, and for all other purposes, Shareholders approve the grant of 1,100,000 Incentive Options to Peter Lewis (or his nominees) on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Peter Lewis and his nominees and any other person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder), or any associates of those persons.

However, the Company will not disregard 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 the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, 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 the Resolution; and
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

9. □ RESOLUTION 9 – APPROVAL TO GRANT INCENTIVE OPTIONS TO JOHN TRAIÇOS

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

"That, for the purposes of Listing Rule 10.11, section 208 of the Corporations Act, and for all other purposes, Shareholders approve the grant of 1,100,000

Incentive Options to John Traicos (or his nominees) on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of John Traicos and his nominees and any other person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder), or any associates of those persons.

However, the Company will not disregard 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 the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (iii) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
 - (iv) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

10. □ RESOLUTION 10 – APPROVAL TO GRANT INCENTIVE OPTIONS TO PETER MICHAEL

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

"That, for the purposes of Listing Rule 10.11, section 208 of the Corporations Act, and for all other purposes, Shareholders approve the grant of 1,100,000 Incentive Options to Peter Michael (or his nominees) on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Peter Michael and his nominees and any other person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder), or any associates of those persons.

However, the Company will not disregard 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 the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, 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 the Resolution; and
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

11. □ RESOLUTION 11 - APPROVAL TO ISSUE INCENTIVE OPTIONS TO GAVIN RUTHERFORD

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the grant of 1,100,000 Incentive Options to Gavin Rutherford (or his nominees) on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Gavin Rutherford and his nominees and any other person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder), or any associates of those persons.

However, the Company will not disregard 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 the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, 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 the Resolution; and
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

12. □ RESOLUTION 12 - APPROVAL TO ISSUE INCENTIVE OPTIONS TO KEVIN WOODTHORPE

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the grant of 1,100,000 Incentive Options to Kevin Woodthorpe (or his nominees) on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Kevin Woodthorpe and his nominees and any other person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder), or any associates of those persons.

However, the Company will not disregard 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 the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, 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 the Resolution; and
- (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Dated: 17 October 2023

By order of the Board

**Melissa Chapman
Joint Company Secretary**

EXPLANATORY STATEMENT

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

Voting in person

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

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 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.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 8 6166 9107.

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 2023 together with the declaration of the Directors, the Directors' report, the Remuneration Report and the auditor's report.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The Company's annual financial report is available on its website at www.westernyilgarn.com.au.

2. □ OVERVIEW

2.1 □ Ratification of previous issues of Shares to managers and consultants

Gavin Rutherford

The Company appointed Gavin Rutherford as General Manager on 1 June 2022 pursuant to a consultancy agreement. Pursuant to the consultancy agreement the Company has agreed to pay Mr Rutherford \$180,000pa and to issue him (or his nominee) 100,000 Shares in the Company as part of his remuneration package. His appointment may be terminated by the Company or Mr Rutherford with 3 months' notice other than in circumstances of summary dismissal. The Company issued 100,000 Shares to the nominated entity of Mr Rutherford on 25 May 2023 without prior Shareholder approval pursuant to its 15% annual placement capacity pursuant to Listing Rule 7.1.

Resolution 4 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of 100,000 Shares to Mr Rutherford.

Kevin Woodthorpe

The Company appointed Kevin Woodthorpe as Commercial Manager on 8 February 2022 pursuant to a services contract. Pursuant to the services agreement, the Company has agreed to pay Mr Woodthorpe \$120,000pa and to issue him (or his nominee) 100,000 Shares in the Company as part of his remuneration package. His appointment may be terminated by the Company or Mr Rutherford with 30 days' notice other than in circumstances of summary dismissal. The Company issued Mr Woodthorpe 100,000 Shares on 25 May 2023 without prior Shareholder approval pursuant to its 15% annual placement capacity pursuant to Listing Rule 7.1.

Resolution 5 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of 100,000 Shares to Mr Woodthorpe.

Beau Nicholls

The Company agreed to issue 573,751 Zero Exercise Price Options (expiring 12 April 2025) to Beau Nicholls (or his nominee) as part of the remuneration payable for consultancy and competent persons services provided to the Company from 1 July 2022 to 30 September 2023. The Company issued 573,751 Zero Exercise Price Options to the nominated entity of Mr Nicholls on 26 May 2023 without prior Shareholder approval pursuant to its 15% annual placement capacity pursuant to Listing Rule 7.1.

Resolution 7 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of 573,751 Zero Exercise Price Options to Mr Nicholls.

2.2 **Land Access Agreement**

As announced on 25 January 2023, the Company entered into a land access agreement with Acedale Investments who is the owner of the land which comprises the Melbourne Project. The Melbourne Project consists of two granted exploration licences E70/5767 and E70/5921 and is located in the Wheatbelt region of Western Australia. Desktop reviews of the Melbourne Project have indicated exploration potential for Copper, Nickel and Gold. Planning activities are currently underway for auger sampling which is expected to commence later this year.

The agreement provides the Company with access to conduct exploration activities for a period of 30 months from the date of the agreement. The compensation payable by the Company for access was the issue of 50,000 Shares (at an issue price of \$0.081 per Share) to Acedale Investments (or its nominee) and a one off cash payment of \$1,000 for reimbursement of legal fees incurred by Acedale Investments.

The Company issued the 50,000 Shares to the nominated entity of Acedale Investments on 25 May 2023 without prior Shareholder approval pursuant to its 15% annual placement capacity pursuant to Listing Rule 7.1. Resolution 6 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of 50,000 Shares to Acedale Investments.

2.3 Proposed incentives to Directors and management

The Company has agreed, subject to Shareholder approval under Resolutions 8 to 12, to grant a total of 5,500,000 Incentive Options (nil exercise price and expiring 3 years after grant) to the Directors and managers as incentives in connection with their roles with the Company as set out below:

Recipient	Position	Incentive Options
Peter Lewis	Non-Executive Chairman	300,000 Class A Incentive Options 400,000 Class B Incentive Options 400,000 Class C Incentive Options
John Traicos	Non-Executive Director	300,000 Class A Incentive Options 400,000 Class B Incentive Options 400,000 Class C Incentive Options
Peter Michael	Non-Executive Director	300,000 Class A Incentive Options 400,000 Class B Incentive Options 400,000 Class C Incentive Options
Gavin Rutherford	General Manager	300,000 Class A Incentive Options 400,000 Class B Incentive Options 400,000 Class C Incentive Options
Kevin Woodthorpe	Commercial Manager	300,000 Class A Incentive Options 400,000 Class B Incentive Options 400,000 Class C Incentive Options
Total		1,500,000 Class A Incentive Options 2,000,000 Class B Incentive Options 2,000,000 Class C Incentive Options

The above equity securities are to be issued to the above individuals for nil cash consideration as incentive based remuneration in connection with their roles as Directors of the Company or, in the case of Mr Rutherford and Mr Woodthorpe, in connection with their respective roles as General Manager and Commercial Manager. The Board considers the incentives represented by the grant of the above equity securities are a cost effective and efficient way for the Company to appropriately incentivise and reward the performance of these individuals and assist with retaining and motivating them in their current roles, as opposed to alternative forms of incentives such as the payment of cash compensation.

3. □ RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

3.1 □ General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the company or the directors of the company.

The remuneration report sets out the company's remuneration arrangements for the directors and senior management of the company. The remuneration report is part of the directors' report contained in the annual financial report of the company for a financial year.

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 annual general meeting.

3.2 □ 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.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the most recent financial year) was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

3.3 □ Previous voting results

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

4. □ RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR PETER LEWIS

4.1 □ General

The Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting.

Mr Peter Lewis, who has served as a director since 30 January 2018 and was re-elected on 31 January 2022, retires by rotation and seeks re-election.

4.2 **Qualifications and other material directorships**

Peter Lewis is a Queensland based businessman with a long and successful career predominantly in the property industry. He is a former director of Ray White, Richard Ellis Group, founder and Managing Director of Savills (QLD), founder and Managing Director of Unity Pacific (formerly Trinity Ltd), Director of Eumundi Brewing Group Ltd and CEC Ltd. Mr Lewis is the chairman of Aurum Pacific Group, a private mining company with diverse interest both in Australia and internationally. He has also previously served as Chairman of the Queensland Rugby Union. Mr Lewis does not hold any other directorships of listed companies.

4.3 **Independence**

If re-elected, the Board considers Peter Lewis will be an independent director.

4.4 **Board recommendation**

The Board supports the re-election of Peter Lewis and recommends that Shareholders vote in favour of Resolution 2.

5. **RESOLUTION 3 – APPROVAL OF 10% PLACEMENT CAPACITY**

5.1 **General**

Broadly speaking, and subject to a number of exceptions, ASX 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 ASX 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% (**7.1A Mandate**).

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. As at the date of this Notice, the Company is an 'eligible entity' as it is not included in the S&P/ASX 300 Index and has a current market capitalisation of \$300,000,000 or less.

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

5.2 **Technical information required by ASX Listing Rule 14.1A**

If this Resolution is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in ASX Listing Rules 7.1 and 7.1A without any further Shareholder approval.

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

5.3 **Technical information required by ASX Listing Rule 7.1A**

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

(a) **Period for which the 7.1A Mandate is valid**

The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following:

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

(b) **Minimum Price**

Any Equity Securities issued under the 7.1A Mandate must 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 5.3(b)(i), the date on which the Equity Securities are issued.

(c) **Use of funds raised under the 7.1A Mandate**

The Company may only seek to issue the Equity Securities under the 7.1A Mandate for cash consideration. The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate towards:

- (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 Economic and Voting Dilution**

Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue.

If this Resolution is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in ASX Listing Rule 7.1A.2.

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 7.1A Mandate.

Number of Shares on Issue (Variable A in ASX Listing Rule 7.1A.2)		Shares issued – 10% voting dilution	Dilution		
			Issue Price		
			0.047	0.092	0.141
			50% decrease	Issue Price	100% increase
		Funds Raised			
Current	79,372,506	7,937,251	\$365,113.53	\$730,227.06	\$1,095,340.58
50% increase	119,058,759	11,905,876	\$547,670.29	\$1,095,340.58	\$1,643,010.87
100% increase	158,745,012	15,874,501	\$730,227.06	\$1,460,454.11	\$2,190,681.17

The table above uses the following assumptions:

1. There are currently 79,372,506 Shares on issue.
2. The latest available market price of Shares as at 16 October 2023 was \$0.092.
3. The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.
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 7.1A Mandate consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.
6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. 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 unless otherwise disclosed.
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%.
9. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A mandate, based on that Shareholder's holding at the date of the Meeting.

Shareholders should note that there is a risk that:

- (i) the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and
- (ii) the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.

(e) **Allocation policy under the 7.1A Mandate**

The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.

The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to the following factors:

- (i) the purpose of the issue;
- (ii) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement 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 Listing Rule 7.1A at its annual general meeting held on 23 November 2022 (**Previous Approval**).

The Company did not make any issues pursuant to its Previous Approval in the 12 months prior to the Meeting.

As at the date of this Notice, the Company is not proposing to make an issue of Equity Securities under ASX Listing Rule 7.1A. Accordingly, a voting exclusion statement is not included in this Notice.

5.4 **Board recommendation**

The Board unanimously recommend that Shareholders vote in favour of Resolution 3.

6. □ RESOLUTION 4 - RATIFICATION OF PRIOR ISSUE OF SHARES TO GAVIN RUTHERFORD UNDER LISTING RULE 7.1 CAPACITY

6.1 □ General

The background to the issue of Shares to Gavin Rutherford is set out in Section 2.1.

The Company issued 100,000 Shares to Mr Rutherford on 25 May 2023 without prior Shareholder approval pursuant to its 15% annual placement capacity pursuant to Listing Rule 7.1.

Listing Rule 7.1 provides that a company must not (subject to specified exceptions), without the approval of shareholders, issue or agree to issue during any 12-month period any equity securities, or other securities with rights to conversion to equity (such as an option), if the number of those securities exceeds 15% of the number of ordinary securities on issue at the commencement of that 12 month period.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made pursuant to Listing Rule 7.1. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

Accordingly, Resolution 4 seeks Shareholder ratification of the issue of the Shares to Mr Rutherford (which were issued pursuant to the Company's 15% capacity under Listing Rule 7.1) under and for the purposes of Listing Rule 7.4.

If Resolution 4 is passed, the issue of the Shares to Mr Rutherford will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If Resolution 4 is not passed, the issue of the Shares to Mr Rutherford will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

Resolution 4 is an ordinary resolution.

6.2 □ Information required by Listing Rule 7.5

The following information is provided for the purposes of Listing Rule 7.5:

- (a) 100,000 Shares (at an issue price of \$0.081 each) were issued Mr Gavin Alan Roy Rutherford <Rutherford Family A/C>, being the nominated entity of Mr Rutherford, on 25 May 2023.
- (b) The Shares are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue.
- (c) The Shares were issued as part of Mr Rutherford's remuneration package. Accordingly, no funds were raised from the issue of the Shares.

- (d) The material terms of the consultancy agreement with Mr Rutherford are set out in Section 2.1.
- (e) A voting exclusion statement is included in the Notice.

7.1 RESOLUTION 5 - RATIFICATION OF PRIOR ISSUE OF SHARES TO KEVIN WOODTHORPE UNDER LISTING RULE 7.1 CAPACITY

7.1.1 General

The background to the issue of Shares to Mr Woodthorpe is set out in Section 2.1.

The Company issued 100,000 Shares to Mr Woodthorpe on 25 May 2023 without prior Shareholder approval pursuant to its 15% annual placement capacity pursuant to Listing Rule 7.1.

A summary of Listing Rule 7.1 is set out in Section 6.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

Accordingly, Resolution 5 seeks Shareholder ratification of the issue of the Shares to Mr Woodthorpe (which were issued pursuant to the Company's 15% capacity under Listing Rule 7.1) under and for the purposes of Listing Rule 7.4.

If Resolution 5 is passed, the issue of the Shares to Mr Woodthorpe will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If Resolution 5 is not passed, the issue of the Shares to Mr Woodthorpe will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

Resolution 5 is an ordinary resolution.

7.2 Information required by Listing Rule 7.5

The following information is provided for the purposes of Listing Rule 7.5:

- (a) 100,000 Shares (at an issue price of \$0.081 each) were issued to Kevin Woodthorpe on 25 May 2023.
- (b) The Shares are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue.
- (c) The Shares were issued as part of Mr Woodthorpe's remuneration package. Accordingly, no funds were raised from the issue of the Shares.
- (d) The material terms of the services agreement with Mr Woodthorpe are set out in Section 2.1.
- (e) A voting exclusion statement is included in the Notice.

8. □ RESOLUTION 6 – RATIFICATION OF PRIOR ISSUE OF SHARES TO ACEDALE INVESTMENTS UNDER LISTING RULE 7.1 CAPACITY

8.1 □ General

The background to the issue of Shares to Acedale Investments is set out in Section 2.2.

The Company issued 50,000 Shares to Acedale Investments on 25 May 2023 without prior Shareholder approval pursuant to its 15% annual placement capacity pursuant to Listing Rule 7.1.

A summary of Listing Rule 7.1 is set out in Section 6.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

Accordingly, Resolution 6 seeks Shareholder ratification of the issue of the Shares to Acedale Investments (which were issued pursuant to the Company's 15% capacity under Listing Rule 7.1) under and for the purposes of Listing Rule 7.4.

If Resolution 6 is passed, the issue of the Shares to Acedale Investments will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If Resolution 6 is not passed, the issue of the Shares to Acedale Investments will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

Resolution 6 is an ordinary resolution.

8.2 □ Information required by Listing Rule 7.5

The following information is provided for the purposes of Listing Rule 7.5:

- (a) 50,000 Shares (at an issue price of \$0.081 each) were issued to Mr Joseph Lancelot Kennedy & Mrs Astrid Kennedy <Kennedy Superfund A/C>, being the nominated entity of Acedale Investments on 25 May 2023.
- (b) The Shares are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue.
- (c) The Shares were issued under and pursuant to the land access agreement with Acedale Investments as part of the compensation payable by the Company for access to land owned by Acedale Investments. Accordingly, no funds were raised from the issue of the Shares.
- (d) The material terms of the land access agreement with Acedale Investments are set out in Section 2.2.
- (e) A voting exclusion statement is included in the Notice.

9. □ RESOLUTION 7 - RATIFICATION OF PRIOR ISSUE OF SHARES TO BEAU NICHOLLS UNDER LISTING RULE 7.1 CAPACITY

9.1 □ General

The background to the issue of Shares to Mr Nicholls is set out in Section 2.1.

The Company issued 573,751 Zero Exercise Price Options (expiring 12 April 2025) to Mr Nicholls on 26 May 2023 without prior Shareholder approval pursuant to its 15% annual placement capacity pursuant to Listing Rule 7.1.

A summary of Listing Rule 7.1 is set out in Section 6.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

Accordingly, Resolution 7 seeks Shareholder ratification of the issue of the Zero Exercise Price Options to Mr Nicholls (which were issued pursuant to the Company's 15% capacity under Listing Rule 7.1) under and for the purposes of Listing Rule 7.4.

If Resolution 7 is passed, the issue of the Zero Exercise Price Options to Mr Nicholls will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Zero Exercise Price Options.

If Resolution 7 is not passed, the issue of the Zero Exercise Price Options to Mr Nicholls will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Zero Exercise Price Options.

Resolution 7 is an ordinary resolution.

9.2 □ Information required by Listing Rule 7.5

The following information is provided for the purposes of Listing Rule 7.5:

- (a) 573,751 Zero Exercise Price Options (expiring 12 April 2025) were issued to Silvanicholls Pty Ltd (ABN 24 137 157 913) <Silvanicholls Family Trust>, being the entity nominated by Mr Nicholls on 26 May 2023.
- (b) The Zero Exercise Price Options were issued on the terms and conditions in Schedule 1. Shares issued on exercise of the Zero Exercise Price Options will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue.
- (c) The Zero Exercise Price Options were issued as part of Mr Nicholls' remuneration package. Accordingly, no funds were raised from the issue of the Zero Exercise Price Options.
- (d) The material terms of the agreement with Mr Nicholls are set out in Section 2.1.
- (e) A voting exclusion statement is included in the Notice.

10. □ RESOLUTIONS 8 TO 10 – APPROVAL TO GRANT INCENTIVE OPTIONS TO THE DIRECTORS

10.1 □ General

As detailed in Section 2.2 above, the Company has agreed, subject to Shareholder approval, to grant a total of 3,300,000 Incentive Options (nil exercise price and expiring 3 years after grant) to Mr Lewis, Mr Traicos and Mr Michael.

Listing Rule 10.11 provides that a company must not (subject to specified exceptions) issue or agree to issue equity securities to a related party without the approval of shareholders. Mr Lewis, Mr Traicos and Mr Michael are related parties of the Company by virtue of being Directors. The grant of the Incentive Options to the Directors will fall within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. The issue therefore requires Shareholder approval pursuant to Listing Rule 10.11.

Resolutions 8 to 10 seeks the required Shareholder approval to grant the Incentive Options to the Directors under and for the purposes of 10.11. If Resolutions 8 to 10 are passed, the Company will issue the Incentive Options to the Directors. If Resolutions 8 to 10 are not passed, the Company will not issue the Incentive Options to the Directors and will need to determine an alternative form of incentives for them.

Resolutions 8 to 10 are ordinary resolutions.

10.2 □ Chapter 2E of the Corporations Act

For a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue of the Incentive Options to the Directors (or their nominees) pursuant to Resolutions 8 to 10 constitutes the giving of a financial benefit and the Directors are related parties of the Company by virtue of being directors.

As the Incentive Options are proposed to be issued to all of the Directors, the Directors are unable to form a quorum to consider whether one of the exceptions set out in sections 210 to 216 of the Corporations Act applies to the issue of the Incentive Options. Accordingly, Shareholder approval for the issue of the Incentive Options is sought in accordance with Chapter 2E of the Corporations Act.

10.3 □ Board recommendation

Given the material personal interest of Messrs Lewis, Traicos and Michael in Resolutions 8 to 10 expressly relevant to them, and in the interests of good corporate practice consistent with ASIC Regulatory Guide 76 (Table 2) for directors to avoid making a recommendation on resolutions about each other's

remuneration (as there may be a conflict of interest), the Board does not consider it appropriate to give a recommendation on Resolutions 8 to 10.

10.4 □ Information required by Listing Rule 10.13 and section 219 of the Corporations Act

The following information is provided for the purposes of Listing Rule 10.13 and section 219 of the Corporations Act:

- (a) The Incentive Options will be issued to the following persons:
 - (i) Peter Lewis (or his nominee) pursuant to Resolution 8;
 - (ii) John Traicos (or his nominee) pursuant to Resolution 9; and
 - (iii) Peter Michael (or his nominee) pursuant to Resolution 10.
- (b) Approval is required to grant the Incentive Options to the Directors as they fall within Listing Rule 10.11.1 by virtue of being Directors.
- (c) The maximum number of Incentive Options the Company may issue to the Directors (being the nature of the financial benefit proposed to be given) is 3,300,000 Incentive Options comprising:
 - (i) 1,100,000 Incentive Options (comprising 300,000 Class A Incentive Options, 400,000 Class B Incentive Options and 400,000 Class C Incentive Options) to Mr Lewis under Resolution 8; and
 - (ii) 1,100,000 Incentive Options (comprising 300,000 Class A Incentive Options, 400,000 Class B Incentive Options and 400,000 Class C Incentive Options) to Mr Traicos under Resolution 9; and
 - (iii) 1,100,000 Incentive Options (comprising 300,000 Class A Incentive Options, 400,000 Class B Incentive Options and 400,000 Class C Incentive Options) to Mr Michael under Resolution 10.
- (d) The Incentive Options are issued on the terms and conditions in Schedule 2. Shares issued on exercise of the Incentive Options will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue.
- (e) The Incentive Options may be granted no later than one month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
- (f) The Incentive Options will be issued for nil cash consideration. Accordingly, no funds will be raised from the issue of the Incentive Options.
- (g) The Incentive Options are being issued to the Directors as incentive-based remuneration in connection with their roles as Non-Executive Chairman and Non-Executive Directors to align the interests of the Directors with those of Shareholders, to motivate and reward the performance of the Directors in their roles and to provide a cost effective way for the Company to remunerate the Directors, which will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration given to the Directors.

- (h) The Incentive Options are unquoted securities. The Company has chosen to issue Incentive Options to the Directors for the following reasons:
- (i) the Incentive Options are unquoted rights to receive Shares on satisfaction of applicable performance milestones, therefore the issue of the Incentive Options has no immediate dilutionary impact on Shareholders;
 - (ii) the deferred taxation benefit which is available to the Directors in respect of an issue of Incentive Options is also beneficial to the Company as it means the Directors are not required to immediately sell the Incentive Options to fund a tax liability (as would be the case in an issue of Shares where the tax liability arises upon issue of the Shares) and will instead, continue to hold an interest in the Company;
 - (iii) the milestones attaching to the Incentive Options will align the interests of the Directors with those of Shareholders; and
 - (iv) it is not considered that there are any significant opportunity costs to the Company of benefits foregone by the Company in issuing the Incentive Options on the terms proposed.
- (i) The number of Incentive Options to be issued to each of the Directors has been determined based upon a consideration of:
- (i) current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company;
 - (ii) the remuneration of the Directors (including that the cash component of their respective remuneration is at the lower end of the typical range for Non-Executive Directors fees for companies of a similar size); and
 - (iii) incentives to attract and ensure continuity of service/retain the services of the Directors who have appropriate knowledge and expertise, while maintaining the Company's cash reserves.

The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Incentive Options upon the terms proposed.

- (j) The total remuneration package for each of the Directors for the previous financial year and the proposed total remuneration package for the current financial year are set out below:

Related Party	Current Financial Year ended 2024	Previous Financial Year Ended 2023
Peter Lewis	\$144,040 ¹	\$48,000 ⁴
John Traicos	\$150,040 ²	\$60,000 ⁴
Peter Michael	\$126,040 ³	\$42,191 ⁴
Notes:		

1. Comprising Directors fees of \$60,000 and equity-based payments of \$84,040 (being the value of the Incentive Options proposed to be issued to Mr Lewis pursuant to Resolution 8).
2. Comprising Directors fees of \$48,000, additional consulting fees of \$18,000 and equity-based payments of \$84,040 (being the value of the Incentive Options proposed to be issued to Mr Traicos pursuant to Resolution 9).
3. Comprising Directors fees of \$42,000 and equity-based payments of \$84,040 (being the value of the Incentive Options proposed to be issued to Mr Michael pursuant to Resolution 10).
4. Comprised of Director fees only.

(k) The value of Incentive Options to be issued and the valuation methodology are set out in Schedule 3.

(l) The relevant interests of the Directors in the securities of the Company as at the date of this Notice are set out below:

As at the date of this Notice

Director	Shares	Options
Peter Lewis	444,000	830,823 ¹
John Traicos	-	830,823 ¹
Peter Michael	589,646	830,823 ¹
Notes:		
1. Options exercisable at \$0.20 and expiring 12 April 2025 which vest upon achievement of various milestones and are escrowed until 12 April 2024.		

Post issue of the Incentive Options to the Directors

Director	Shares	Options
Peter Lewis	444,000	1,930,823 ¹
John Traicos	-	1,930,823 ¹
Peter Michael	589,646	1,930,823 ¹
Notes:		
1. Comprising:		
a. 830,823 Options (exercisable at \$0.20 and expiring 12 April 2025) which vest upon achievement of various milestones and are escrowed until 12 April 2024; and		
b. 1,100,000 Incentive Options (nil exercise price and expiring 3 years after grant) (comprising 300,000 Class A Incentive Options, 400,000 Class B Incentive Options and 400,000 Class C Incentive Options).		

(m) If the Incentive Options issued to the Directors are exercised, a total of 3,300,000 would be issued. This will increase the number of Shares on issue from 79,372,506 (being the total number of Shares on issue as at the date of this Notice) to 82,672,506 (assuming that no Shares are issued and no convertible securities are exercised) with the effect that the shareholding of existing Shareholders would be diluted by an aggregate of approximately 4.16% (comprising 1.39% by Peter Lewis, 1.39% by John Traicos and 1.39% by Peter Michael).

The market price for Shares during the term of the Incentive Options would normally determine whether the Incentive Options are exercised. If, at any time any of the Incentive Options are exercised and the Shares are trading on ASX at a price that is higher than the exercise price of the Incentive Options, there may be a perceived cost to the Company.

- (n) The Incentive Options to be issued to Messrs Lewis, Traicos and Michael are not being issued pursuant to an agreement.
- (o) The trading history of the Shares on ASX in the 12 months before the date of this Notice is set out below:

	Price	Date
Highest	\$0.27	23 August 2023
Lowest	\$0.074	9 June 2023
Last	\$0.92	16 October 2023

- (p) The Board is not aware of any other information that is reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass Resolutions 8 to 10.
- (q) A voting exclusion statement is included in this Notice.

11. RESOLUTIONS 11 AND 12 – APPROVAL TO GRANT INCENTIVE OPTIONS TO MANAGERS

11.1 General

As detailed in Section 2.2 above, the Company has agreed, subject to Shareholder approval, to grant a total of 2,200,000 Incentive Options (nil exercise price and expiring 3 years after grant) to Mr Rutherford and Mr Woodthorpe.

A summary of Listing Rule 7.1 is set out in Section 6.1.

Resolutions 11 and 12 seek Shareholder approval for the issue of 2,200,000 Incentive Options to Mr Rutherford and Mr Woodthorpe for the purposes of Listing Rule 7.1.

If Resolutions 11 and 12 are passed, the Company will be able to proceed with the issue of the Incentive Options to Mr Rutherford and Mr Woodthorpe. In addition, the grant of such Incentive Options will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1. If Resolutions 11 and 12 are not passed, then the Company will not issue the Incentive Options to Mr Rutherford and Mr Woodthorpe and may need to determine an alternative form of remuneration to them.

Resolutions 11 and 12 are ordinary resolutions.

11.2 Information required by Listing Rule 7.3

The following information is provided for the purposes of Listing Rule 7.3:

- (a) The Incentive Options (nil exercise price and expiring 3 years after grant) will be issued Mr Rutherford and Mr Woodthorpe, who are not related parties of the Company.
- (b) The maximum number of securities the Company may issue:
 - (i) to Mr Rutherford under Resolution 11 is 1,100,000 Incentive Options (comprising 300,000 Class A Incentive Options, 400,000 Class B Incentive Options and 400,000 Class C Incentive Options); and
 - (i) to Mr Woodthorpe under Resolution 12 is 1,100,000 Incentive Options (comprising 300,000 Class A Incentive Options, 400,000 Class B Incentive Options and 400,000 Class C Incentive Options).
- (c) The Incentive Options are to be issued on the terms and conditions in Schedule 2. Shares issued on exercise of the Incentive Options will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue.
- (d) The Incentive Options may be issued no later than three months after the date of the Meeting (or such later date to the extent permitted by an ASX waiver or modification of the Listing Rules).
- (e) The Incentive Options will be issued for nil consideration as they are being issued as remuneration in connection with Mr Rutherford's role as General Manager and Mr Woodthorpe's role as Commercial Manager. Accordingly, no funds will be raised from the issue of the Incentive Options.
- (f) The Incentive Options are not being issued pursuant to an agreement.
- (g) A voting exclusion statement is included in the Notice.

GLOSSARY

\$ means Australian dollars.

7.1A Mandate has the meaning given to that term in Section 5.1.

Acedale Investments means Acedale Investments Pty Ltd ACN 095 868 803.

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

ASIC means the Australian Securities & Investments Commission.

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

ASX Listing Rules means the Listing Rules of ASX.

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.

Closely Related Party of a member of the Key Management Personnel means:

- (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 Corporations Regulations 2001 (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

Company means Western Yilgarn NL (ACN 112 914 459).

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

Eligible Entity means an entity that, at the date of the relevant general meeting:

- (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 means the explanatory statement accompanying the Notice.

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.

Incentive Options means an option to acquire a Share on the terms and conditions in Schedule 2.

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

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report set out in the Directors' report section of the Company's annual financial report for the year ended 30 June 2023.

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.

Spill Resolution has the meaning given to that term in Section 3.2.

Spill Meeting has the meaning given to that term in Section 3.2.

Variable A means "A" as set out in the formula in ASX Listing Rule 7.1A(2).

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

Zero Exercise Price Options means an option to acquire a Share on the terms and conditions in Schedule 1.

SCHEDULE 1 – TERMS AND CONDITIONS OF ZERO EXERCISE PRICE OPTIONS

(a) **Entitlement**

Each Zero Exercise Price Option (**Option**) entitles the holder to subscribe for one Share, for nil consideration.

(b) **Expiry Date**

Each Option will expire at 5:00 pm (WST) on 12 April 2025 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(c) **Cessation of Engagement**

Should the holder cease engagement by the Company any unexercised Options as at the date of cessation of engagement with the Company (**Cessation Date**) shall lapse if the holder does not exercise the Option within a period of 6 months after the Cessation Date.

(d) **Exercise Period**

The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(e) **Notice of Exercise**

The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**).

(f) **Exercise Date**

A Notice of Exercise is only effective on and from date of receipt of the Notice of Exercise (**Exercise Date**).

(g) **Timing of issue of Shares on exercise**

Within 5 Business Days after the Exercise Date, the Company will:

- (i) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise;
- (ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and
- (iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.

If a notice delivered under (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the

Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(h) **Shares issued on exercise**

Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

(i) **Reconstruction of capital**

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 ASX Listing Rules at the time of the reconstruction.

(j) **Participation in new issues**

There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(k) **Transferability**

The Options are not transferable except with the prior written consent of the Board.

SCHEDULE 2 – TERMS AND CONDITIONS OF INCENTIVE OPTIONS

(a) **Entitlement**

Each Incentive Option entitles the holder to subscribe for one Share, for nil consideration.

(b) **Vesting Milestones**

Incentive Options will vest on the achievement of the following milestones:

Class	Vesting Milestone
Class A Incentive Option	The volume weighted average market price of the Company's shares on ASX over 10 consecutive trading days (on which the Shares have been traded) being at least \$0.22.
Class B Incentive Option	The volume weighted average market price of the Company's shares on ASX over 10 consecutive trading days (on which the Shares have been traded) being at least \$0.30.
Class C Incentive Option	The volume weighted average market price of the Company's shares on ASX over 10 consecutive trading days (on which the Shares have been traded) being at least \$0.40.

(c) **Expiry Date**

Each Incentive Option will expire on 3 years from the date of issue (**Expiry Date**). An Incentive Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise Period**

Upon the applicable Vesting Milestone being satisfied and subject to the holder continuing to provide services to the Company at the date of exercise (unless the Board determines otherwise), the holder may exercise the Incentive Options at any time on or prior to the Expiry Date (**Exercise Period**).

(e) **Notice of Exercise**

The Incentive Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Incentive Option certificate (**Notice of Exercise**).

(f) **Exercise Date**

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise (**Exercise Date**).

(g) **Timing of issue of Shares on exercise**

Within 5 Business Days after the Exercise Date, the Company will:

- (i) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise;
- (ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and
- (iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.

If a notice delivered under (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(h) **Shares issued on exercise**

Shares issued on exercise of the Incentive Options rank equally with the then issued Shares of the Company.

(i) **Reconstruction of capital**

If at any time the issued capital of the Company is reconstructed, all rights of an Incentive Option holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of the reconstruction.

(j) **Participation in new issues**

There are no participation rights or entitlements inherent in the Incentive Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Incentive Options without exercising the Incentive Options.

(k) **Transferability**

The Incentive Options are not transferable without consent of the Board.

SCHEDULE 3 – VALUATION OF INCENTIVE OPTIONS

The indicative value of the incentive securities set out below is the maximum value assuming that all performance milestones will be achieved before the expiry date of such incentive securities. The Black & Scholes option pricing model and the assumptions set out below have been used to determine the indicative values of the Incentive Options.

Incentive Options:

Assumptions:	
Valuation date	4 October 2023
Market price of Shares	\$0.095
Exercise price	Nil
Expiry date	3 years
Risk free interest rate	4.092%
Expected volatility	110%

Indicative values of the Incentive Options

	Indicative value per incentive security	Indicative value of Incentive Options to be issued to Peter Lewis	Indicative value of Incentive Options to be issued to John Traicos	Indicative value of Incentive Options to be issued to Peter Michael
Class A Incentive Options	\$0.082	\$24,840	\$24,840	\$24,840
Class B Incentive Options	\$0.077	\$30,800	\$30,800	\$30,800
Class C Incentive Options	\$0.071	\$28,400	\$28,400	\$28,400
Total Value		\$84,040	\$84,040	\$84,040

Need assistance?**Phone:**1300 850 505 (within Australia)
+61 3 9946 4428 (outside Australia)**Online:**www.investorcentre.com/contact**YOUR VOTE IS IMPORTANT**

For your proxy appointment to be effective it must be received by **9:00am (AWST) on Sunday, 19 November 2023.**

Proxy Form

How to Vote on Items of Business

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

APPOINTMENT OF PROXY

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

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

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

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

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

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

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

PARTICIPATING IN THE MEETING

Corporate Representative

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

Lodge your Proxy Form:

XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

**Control Number: 183219**

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

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

By Fax:

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



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

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

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

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Western Yilgarn NL hereby appoint

the Chairman of the Meeting **OR**

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

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Western Yilgarn NL to be held at 25 Colin Street, West Perth, WA 6005 on Tuesday, 21 November 2023 at 9:00am (AWST) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 1, 8, 9 and 10 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 1, 8, 9 and 10 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 1, 8, 9 and 10 by marking the appropriate box in step 2.

Step 2 Items of Business

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

		For	Against	Abstain		For	Against	Abstain	
1	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9	Approval to Grant Incentive Options to John Traicos	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Re-Election of Director – Mr Peter Lewis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10	Approval to Grant Incentive Options to Peter Michael	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Approval of 10% Placement Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11	Approval to Issue Incentive Options to Gavin Rutherford	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Ratification of Prior Issue of Shares to Gavin Rutherford Under Listing Rule 7.1 Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12	Approval to Issue Incentive Options to Kevin Woodthorpe	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Ratification of Prior Issue of Shares to Kevin Woodthorpe Under Listing Rule 7.1 Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
6	Ratification of Prior Issue of Shares to Acedale Investments Under Listing Rule 7.1 Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
7	Ratification of Prior Issue of Shares to Beau Nicholls Under Listing Rule 7.1 Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
8	Approval to Grant Incentive Options to Peter Lewis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					

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

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

Individual or Securityholder 1 Securityholder 2 Securityholder 3

Sole Director & Sole Company Secretary Director Director/Company Secretary / / Date

Update your communication details (Optional)

Mobile Number Email Address

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

