

3 July 2024

Dear Shareholder

### Extraordinary General Meeting – Notice of Meeting and Proxies

Notice is given that an Extraordinary General Meeting (Meeting) of Shareholders of Jameson Resources Limited (Company) will be held as follows:

**Time and date:** 11:00 am (Brisbane time) on Friday, 2 August 2024

**Location:** Automic Virtual Meeting Platform

[https://us02web.zoom.us/webinar/register/WN\\_CRPdLBwtQNKKPXz0ajyDpw](https://us02web.zoom.us/webinar/register/WN_CRPdLBwtQNKKPXz0ajyDpw)

### Notice of Meeting

In accordance with the *Corporations Act 2001 (Cth)* the Company will not be dispatching physical copies of the Notice of Meeting unless individual shareholders have made a valid election to receive documents in hard copy. Instead, the Notice of Meeting and accompanying explanatory statement (Meeting Materials) are being made available to shareholders electronically and can be viewed and downloaded from:

- The Company's website at <https://jamesonresources.com.au/asx-announcements/>; and
- The ASX market announcements page under the Company code "JAL"

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

### Voting at the Meeting

Shareholders who wish to vote virtually at the Virtual AGM will need to log into the Automic website <https://investor.automic.com.au/#/home> with their username and password. Schedule 3 of the Notice of Meeting has detailed instructions on how to vote online at the meeting.

### Voting by Proxy

Shareholders may also vote by lodging a proxy form.

Proxy forms can be lodged:

- **Online:** [www.investor.automic.com.au/#|loginash](http://www.investor.automic.com.au/#|loginash) using your secure access information or using your mobile device to scan the personalised QR code
- **By mail:** Automic GPO Box 5193, Sydney NSW 2011 Australia
- **In person:** Automic Level 5, 126 Phillip Street, Sydney NSW 2000
- **By Email:** [meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)
- **By fax:** +61 2 8583 3040

Your proxy voting instruction must be received by 11:00 am (Brisbane time) on Wednesday, 31 July 2024. Any proxy voting instructions received after that time will not be valid for the Meeting.

The Meeting Materials should be read in their entirety. If shareholders are in doubt as to how to vote, they should seek advice from their professional advisers prior to voting.

Authorised for release by:

Alexandra Coleman

Company Secretary

Jameson Resources Limited

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## JAMESON RESOURCES LIMITED

ACN 126 398 294

## NOTICE OF EXTRAORDINARY GENERAL MEETING

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Notice is given that the Meeting will be held at:

**TIME:** 11.00am (Brisbane time)  
**DATE:** Friday 2 August 2024  
**VENUE:** Via Online Meeting Platform

*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 7.00pm (Brisbane Time) on Wednesday 31 July 2024.*

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## IMPORTANT INFORMATION

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### Time and place of Meeting

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Notice is given that an Extraordinary General Meeting of Jameson Resources Limited (**Company**) will be held via an online meeting platform provided by the Company's share registry, Automic, at **11.00am (Brisbane time) on Friday 2 August 2024**, details of which are as provided in this notice (**Virtual EGM**).

Shareholders will be able to watch, listen, ask questions and vote online at the Virtual EGM.

### Virtual EGM

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If you wish to attend the Virtual EGM (which will be broadcast as a live webinar) please pre-register your attendance here:

[https://us02web.zoom.us/webinar/register/WN\\_CRPdLBwtQNKKP\\_Xz0ajyDpw](https://us02web.zoom.us/webinar/register/WN_CRPdLBwtQNKKP_Xz0ajyDpw)

After registering, you will receive a confirmation containing information on how to attend the Virtual EGM.

### Voting in Person at the Virtual EGM

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The Directors have resolved that Shareholders and their proxies will not be able to attend the Meeting physically due to the meeting being held virtually and all directors being in various geographical locations.

Shareholders will however be able to watch and attend the Meeting via an online meeting platform provided by the Company's share registry, Automic, and are encouraged to lodge their votes in accordance with the instructions set out in the Proxy Form. All Shareholders participating in the meeting virtually are taken for all purposes to be present in person at the meeting while so participating.

### Voting by proxy at the Virtual EGM

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To vote by proxy, please complete and sign the enclosed Proxy Form in accordance with the instructions set out on the Proxy Form or lodge online via the link detailed below. The Proxy Form (and any power of attorney or other authority, if any, under which it is signed) must be received at an address given below by 11.00am (Brisbane time) on Wednesday 31 July 2024. Any Proxy Form received after that time will not be valid.

Proxy votes may also be completed and lodged online using the following link:

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

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 on the Proxy Form. If the Shareholder appoints 2 proxies and the appointment does not specify the proportion or number of the Shareholder's votes that each proxy may exercise, then in accordance with section

249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

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

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

**Transfer of non-Chair proxy to Chair in certain circumstances:** Section 250BC of the Corporations Act provides that, if:

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

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

### Voting virtually

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Shareholders who wish to vote virtually at the Virtual EGM will need to log into the Automic website (<https://investor.automic.com.au/#/home>) with their username and password.

All votes that are submitted online will be taken as a poll via proxy or online voting. All resolutions will be decided on a poll.

**Shareholders who do not have an account with Automic are strongly encouraged to register for an account as soon as possible and well in advance of the Virtual EGM to avoid any delays on the day of the Virtual EGM.**

### How do I create an account with Automic?

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To create an account with Automic:

1. Please visit Automic's website (<https://investor.automic.com.au/#/home>)
2. Click on 'register' and follow the steps.
3. Shareholders will require their Security Reference Number (SRN) or Holder Identification Number (HIN) to create an account with Automic.

## I have an account with Automic, what are the next steps?

To access the virtual meeting:

1. Open your internet browser and go to:  
[http\investor.automic.com.au](http://investor.automic.com.au)
2. Login with your username and password or click “register” if you haven’t already created an account. Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in attending the virtual meeting.
3. After logging in, a banner will be displayed at the top once the meeting is open for registration, click on “View” when this appears.
4. Click on “Register” and follow the steps.
5. Click on the URL to join the webcast where you can view and listen to the virtual meeting.
6. Once the Chair of the Meeting has declared the poll open for voting click on “Refresh” to be taken to the voting screen.
7. Select your voting direction and click “confirm” to submit your vote. Note that you cannot amend your vote after it has been submitted.

Further information with respect to virtual meeting registration, voting and online proxy lodgment from Automic is annexed to this Notice of Meeting at Schedule 2.

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## AGENDA | BUSINESS OF THE MEETING

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### Resolution 1 – Ratification of issue of 2023 Placement Shares under Listing Rule 7.4

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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, the Shareholders approve and ratify the issue of 44,222,222 Shares at an issue price of \$0.045 pursuant to the 2023 Placement on the terms and conditions described in the Explanatory Statement.”*

#### Voting Exclusion Statement:

The Company will disregard any votes cast in favour of this Resolution 1 by or on behalf of:

- a person who participated in the issue or who is a counterparty to the agreement being approved; or
- an associate of those persons.

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

- 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 a Resolution in that way; or
- 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary providing the following conditions are met:
  - 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
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

### Resolution 2 – Ratification of issue of Tranche 1 Placement Shares under Listing Rule 7.4

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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, the Shareholders approve and ratify the issue of 53,330,800 Shares at an issue price of \$0.03 pursuant to the Placement on the terms and conditions described in the Explanatory Statement.”*

#### Voting Exclusion Statement:

The Company will disregard any votes cast in favour of this Resolution 2 by or on behalf of:

- a person who participated in the issue or who is a counterparty to the agreement being approved; or
- an associate of those persons.

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

- 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 a Resolution in that way; or
- 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary providing the following conditions are met:
  - 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
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

### Resolution 3 – Approval of issue of Tranche 2 Placement Shares under Listing Rule 7.1

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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, the Company be authorised to issue up to 121,669,200 Shares at an issue price of \$0.03 pursuant to the Placement on the terms and conditions described in the Explanatory Statement.”*

#### Voting Exclusion Statement:

The Company will disregard any votes cast in favour of this Resolution 3 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 (except a benefit solely by reason of being a holder of ordinary securities in the entity); or
- an associate of those persons.

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

- 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 a Resolution in that way; or
- 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary providing the following conditions are met:
  - 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
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

#### **Resolution 4 – Approval of issue of Tranche 2 Placement Shares to an entity controlled by Nicole Hollows under Listing Rule 10.11**

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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 and for all other purposes, approval is given for the Company to issue up to 500,000 Shares to Nimami Pty Ltd as trustee for Hollows Family Trust, an entity controlled by Ms Nicole Hollows at an issue price of \$0.03 under the Placement on the terms and conditions set out in the Explanatory Statement.”*

##### **Voting Exclusion Statement:**

The Company will disregard any votes cast in favour of this Resolution 4 by or on behalf of:

- Nimami Pty Ltd as trustee for Hollows Family Trust, an entity controlled by Ms Nicole Hollows;
- Nicole Hollows;
- 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 holder of ordinary securities in the entity); or
- an associate of those persons.

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

- 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
- 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary providing the following conditions are met:
  - 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
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

#### **Resolution 5 – Approval of issue of Tranche 2 Placement Shares to an entity controlled by Michael Gray under Listing Rule 10.11**

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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 and for all other purposes, approval is given for the Company to issue up to 1,500,000 Shares to Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation Fund, an entity controlled by Mr Michael Gray at an issue price of \$0.03 under the Placement on the terms and conditions set out in the Explanatory Statement.”*

##### **Voting Exclusion Statement:**

The Company will disregard any votes cast in favour of this Resolution 5 by or on behalf of:

- Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation fund, an entity controlled by Michael Gray;
- Michael Gray;
- 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 holder of ordinary securities in the entity); or
- an associate of those persons

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

- the 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
- 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary providing the following conditions are met:
  - 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
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

#### **Resolution 6 – Approval of issue of Tranche 2 Placement Shares to Steve van Barneveld under Listing Rule 10.11**

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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 and for all other purposes, approval is given for the Company to issue up to 200,000 Shares to Mr Steven van Barneveld (or his nominee) at an issue price of \$0.03 under the Placement on the terms and conditions set out in the Explanatory Statement.”*

##### **Voting Exclusion Statement:**

The Company will disregard any votes cast in favour of this Resolution 6 by or on behalf of:

- Steve van Barneveld (or his nominee);
- 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 holder of ordinary securities in the entity); or
- an associate of those persons

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

- the 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
- 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

- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary providing the following conditions are met:
  - 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

- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

**Dated: 3 July 2024**

**By order of the Board**

**Alexandra Coleman  
Company Secretary**

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## EXPLANATORY STATEMENT

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This Explanatory Statement has been prepared for the information of Shareholders in relation to the business to be conducted at the Virtual EGM and to provide information which the Directors believe to be material to Shareholders in deciding how to vote on the Resolutions.

This Explanatory Statement should be read in conjunction with the Notice of Extraordinary General Meeting. Capitalised terms in this Explanatory Statement are defined in the Glossary or otherwise in the Explanatory Statement.

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### BACKGROUND

On 13 December 2023, the Company raised approximately \$2.0 million by the issue of 44,222,222 fully paid ordinary shares at an issue price of \$0.045 per Share (**2023 Placement**).

Resolution 1 seeks ratification for the issue of the Shares issued under the 2023 Placement (**2023 Placement Shares**) under Listing Rule 7.4.

As announced to the market on 11 June 2024, the Company is now undertaking a capital raising of \$5.25 million through the issue of 175,000,000 Shares (**2024 Placement Shares**) at an issue price of \$0.03 per share (**Placement**) in two tranches.

The Company has already issued 53,330,800 Shares (**Tranche 1 Placement Shares**) under the 2024 Placement.

Resolution 2 seeks ratification for the issue of the Tranche 1 Placement Shares under Listing Rule 7.4.

Resolution 3 seeks Shareholder approval to issue up to 121,669,200 Shares (**Tranche 2 Placement Shares**) under the 2024 Placement to certain existing investors and professional investors who participated in the Placement.

Resolutions 4, 5 and 6 respectively seek Shareholder approval to issue up to 500,000 of the Tranche 2 Placement Shares to Nimami Pty Ltd as trustee for Hollows Family Trust, an entity controlled by Ms Nicole Hollows (Non-Executive Chair), up to 1,500,000 of the Tranche 2 Placement Shares to Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation Fund, an entity controlled by Michael Gray (CEO and Managing Director) and up to 200,000 of the Tranche 2 Placement Shares to Steve van Barneveld (Non-Executive Director) who participated in the Placement.

The funds raised from the 2024 Placement will primarily be used for:

- Technical studies in response to Information Requests from Indigenous Nations, regulators and the public during the recent Public and Technical Review of the Crown Mountain Project's Environmental Assessment application
- Progressing the Project's Environmental Effects Assessment and development of fish habitat and wildlife offset plans for submission to regulators

- Continued engagement with Indigenous Nations in relation to the EA process and ongoing negotiation of long-term engagement and partnership agreements
- NWP administration, project management and corporate overheads and JAL corporate costs.

(the **2024 Placement Purpose**).

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### RESOLUTION 1 – RATIFICATION OF ISSUE OF 2023 PLACEMENT SHARES UNDER LISTING RULE 7.4

#### Background

On 13 December 2023, the Company issued the 2023 Placement Shares to raise approximately \$2.0 million.

The 2023 Placement Shares were issued under the Company's existing placement capacity in accordance with Listing Rule 7.1.

This Resolution is an ordinary resolution and seeks Shareholder approval and ratification of the prior issue of the 2023 Placement Shares pursuant to Listing Rule 7.4.

#### Listing Rule 7.1

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the number of Equity Securities that a listed company can issue or agree to issue without the approval of its shareholders over any 12 month period to 15% of the aggregate of the fully paid ordinary shares it had on issue at the start of that 12 month period plus any fully paid ordinary shares issued with Shareholder approval under Listing Rule 7.1 or 7.4 or under an exception in Listing Rule 7.2 (**15% Capacity**).

The 2023 Placement Shares do not fit within any of the exceptions to Listing Rule 7.1 and, as the issue was not approved by the Company's Shareholders, the issue of the Tranche 1 Shares used up part of the Company's 15% Capacity, reducing the Company's ability to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12-month period following the issue date.

#### Listing Rule 7.4

Listing Rule 7.4 provides that where a company in a general meeting ratifies a previous issue of securities made or agreed to be made pursuant to Listing Rule 7.1 (and provided that the previous issue did not breach Listing Rule 7.1) those securities will be deemed to have been made with shareholder approval for the purpose of 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 into the future without having to obtain prior shareholder approval for such issues under Listing Rules 7.1.

Accordingly, the Company seeks ratification by the Shareholders of the issue of the 2023 Placement Shares pursuant to Listing Rule 7.4 under Resolution 1.

If Resolution 1 is passed the 2023 Placement Shares will not reduce the Company's available 15% Capacity and will be included in the



Company's aggregate issued fully paid ordinary shares when calculating that capacity.

If Resolution 1 is not passed, the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 during the 12 months following the issue date of the 2023 Placement Shares, will continue to be reduced by the number of 2023 Placement Shares. At present, the Company has no available 15% Capacity.

The issue of the 2023 Placement Shares did not breach Listing Rule 7.1 at the time the issue occurred.

#### Specific information required by Listing Rule 7.5

7.5.1	Names of the persons receiving the securities	BNP Paribas Nominees Pty Ltd (as custodian for Crocodile Capital 1 Global Focus Fund and Crocodile Capital Offshore Fund)
7.5.2	Number and class of securities	44,222,222 fully paid ordinary shares
7.5.3	If the securities are not fully paid ordinary securities, a summary of the material terms	N/A
7.5.4	Date of issue	13 December 2023
7.5.5	Issue price	\$0.045 per 2023 Placement Share
7.5.6	The purpose of the issue	<ul style="list-style-type: none"> <li>Continued progression of the Crown Mountain EA Application through Application Review</li> <li>Continued engagement with Indigenous Nations</li> <li>Expenses associated with investigating potential steelmaking coal M&amp;A opportunities</li> <li>NWP Coal Canada Limited's administration, project management and corporate overheads and Jameson Resources corporate costs.</li> </ul>
7.5.7	Summary of the material terms of the agreement	The 2023 Placement Shares were offered under an offer letter containing customary conditions, information and warranties.
7.5.8	A voting exclusion statement.	A voting exclusion statement is set out under Resolution 1 in the Notice of Meeting

#### Directors recommendation

The Directors unanimously recommend you vote in favour of Resolution 1.

### RESOLUTION 2 – RATIFICATION OF ISSUE OF TRANCHE 1 PLACEMENT SHARES UNDER LISTING RULE 7.4

#### Background

On 18 June 2024, the Company issued the Tranche 1 Placement Shares to raise approximately \$1.6 million pursuant to the Placement.

The Tranche 1 Placement Shares were issued under the Company's existing placement capacity in accordance with Listing Rule 7.1 and 7.1A.

This Resolution is an ordinary resolution and seeks Shareholder approval and ratification of the prior issue of the Tranche 1 Placement Shares pursuant to Listing Rule 7.4.

#### Listing Rules 7.1 and 7.1A

Listing Rule 7.1 and the 15% Capacity is summarised above.

In addition, broadly speaking and subject to a number of exceptions, pursuant to Listing Rule 7.1A shareholders can give prior approval (by Special Resolution at an annual general meeting) to the issue of securities equivalent to an additional 10% of its fully paid ordinary issued capital (as calculated above) over a 12-month period. Shareholders of the Company gave their approval for the issue of additional shares under Listing Rule 7.1A at the last annual general meeting of the Company held on 27 November 2023 (**Additional 10% Capacity**).

The Tranche 1 Placement Shares do not fit within any of the exceptions to Listing Rule 7.1 or 7.1A and, as the issue was not approved by the Company's Shareholders, the issue of the Tranche 1 Shares used up all of the Company's remaining 15% Capacity and the majority of its Additional 10% Capacity, largely removing the Company's ability to issue further Equity Securities without shareholder approval under Listing Rule 7.1 or 7.1A for the 12 month period following the issue date.

#### Listing Rule 7.4

Listing Rule 7.4 provides that where a company in a general meeting ratifies a previous issue of securities made or agreed to be made pursuant to Listing Rule 7.1 and 7.1A (and provided that the previous issue did not breach Listing Rule 7.1 or 7.1A) those securities will be deemed to have been made with shareholder approval for the purpose of Listing Rule 7.1 and 7.1A, and so does not reduce the Company's capacity to issue further Equity Securities without Shareholder approval under those rules.

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

Accordingly, the Company seeks ratification by the Shareholders of the issue of the Tranche 1 Placement Shares pursuant to Listing Rule 7.4 under Resolution 2.

If Resolution 2 is passed the Tranche 1 Placement Shares will not reduce the Company's available 15% Capacity or Additional 10% Capacity and will be included in the Company's aggregate issued fully paid ordinary shares when calculating that capacity.

If Resolution 2 is not passed, the Company's capacity to issue further Equity Securities without Shareholder approval:

- under Listing Rule 7.1 during the 12 months following the issue date of the Tranche 1 Placement Shares, will continue to be reduced by the number of Tranche 1 Placement Shares issued under Listing Rule 7.1. At present, the Company has no available 15% Capacity; and
- under Listing Rule 7.1A, will be reduced by the number of Tranche 1 Placement Shares issued under Listing Rule 7.1A until there is a new approval under that Rule at the Company's next Annual General Meeting (if approved by Shareholders).

The issue of the Tranche 1 Placement Shares did not breach Listing Rule 7.1 and 7.1A at the time the issue occurred.

#### Specific information required by Listing Rule 7.5

7.5.1	Names of the persons receiving the securities	Refer to Schedule 1
7.5.2	Number and class of securities	<ul style="list-style-type: none"> <li>• The Company has issued 53,330,800 fully paid ordinary shares as Tranche 1 Placement Shares. Of these Shares, 14,229,500 were issued under the 15% Capacity, and 39,101,300 were issued under the Additional 10% Capacity.</li> </ul>
7.5.3	If the securities are not fully paid ordinary securities, a summary of the material terms	N/A
7.5.4	Date of issue	18 June 2024
7.5.5	Issue price	\$0.03 per 2024 Placement Share
7.5.6	The purpose of the issue	The 2024 Placement Purpose (as set out above)
7.5.7	Summary of the material terms of the agreement	The 2024 Placement Shares were offered to the investors referred to in Schedule 1 (other than BNP Paribas Nominees Pty Ltd (as custodian for Crocodile Capital 1 Global

		<p>Focus Fund and Crocodile Capital Offshore Fund) and the Company's directors) under standard form confirmation letters containing customary conditions and based on the form provided in the current Master ECM Terms, as posted on the website of the Australian Financial Markets Association (<a href="http://www.afma.com.au">www.afma.com.au</a>).</p> <p>The 2024 Placement Shares were offered to BNP Paribas Nominees Pty Ltd (as custodian for Crocodile Capital 1 Global Focus Fund and Crocodile Capital Offshore Fund) under an offer letter containing customary conditions, information and warranties.</p> <p>The directors have confirmed in writing they will subscribe for the shares detailed in this notice of meeting, subject to shareholder approval.</p>
7.5.8	A voting exclusion statement.	A voting exclusion statement is set out under Resolution 2 in the Notice of Meeting

#### Directors recommendation

The Directors unanimously recommend you vote in favour of Resolution 2.

### RESOLUTION 3 – APPROVAL OF ISSUE OF TRANCHE 2 PLACEMENT SHARES UNDER LISTING RULE 7.1

#### Background

On 11 June 2024, the Company announced it had agreed to issue the Tranche 2 Placement Shares to raise a total of approximately \$3.65 million pursuant to the Placement.

The issue of the Tranche 2 Placement Shares is subject to Shareholder approval under Listing Rule 7.1. The issue of some of the Tranche 2 Placement Shares is also subject to Shareholder approval under Listing Rule 10.11, under Resolutions 4, 5 and 6.

Resolution 3 is an ordinary resolution and seeks Shareholder approval to issue the Tranche 2 Placement Shares pursuant to the Placement.

## Listing Rules 7.1 - Issues exceeding 15% Capacity and Additional 10% Capacity

The Company seeks Shareholder approval pursuant to Listing Rule 7.1 to issue the Tranche 2 Placement Shares.

A summary of Listing Rule 7.1 is set out above.

The Tranche 2 Placement Shares are Equity Securities. Their issue does not fall within any of the exceptions to Listing Rule 7.1 and exceeds the available Company's 15% Capacity and Additional 10% Capacity. Shareholder approval is therefore required under Listing Rule 7.1 for the Company to issue the Tranche 2 Placement Shares.

If Resolution 3 is passed, the Company will be able to issue the Tranche 2 Shares.

In addition, if the Resolution is passed, the Tranche 2 Placement Shares will not reduce the number of Equity Securities that the Company can issue without Shareholder approval under Listing Rule 7.1 and 7.1A, and will be included in the Company's aggregate issued ordinary shares when calculating that capacity.

If Resolution 3 is not passed, the Company will not be able to issue the Tranche 2 Placement Shares pursuant to the Placement.

### Specific information required by Listing Rule 7.3

7.3.1	Names of the persons receiving the securities	Refer to Schedule 1
7.3.2	Number and class of securities	The Company has agreed, subject to Shareholder approval, to issue a further 121,669,200 fully paid ordinary shares.
7.3.3	If not fully paid ordinary securities, a summary of material terms	N/A
7.3.4	Date of issue	On or about 6 August 2024, and in any event no later than 3 months after the date of the Extraordinary General Meeting.
7.3.5	Issue Price	\$0.03 per Tranche 2 Placement Share
7.3.6	The purpose of the issue	The 2024 Placement Purpose (as set out above)
7.3.7	Summary of the material terms of the agreement	The 2024 Placement Shares were offered to investors referred to in Schedule 1 (other than BNP Paribas Nominees Pty Ltd (as custodian for Crocodile Capital 1 Global Focus Fund and Crocodile Capital Offshore Fund) and the Company's directors)

		<p>under standard form confirmation letters containing customary conditions and based on the form provided in the current Master ECM Terms, as posted on the website of the Australian Financial Markets Association (<a href="http://www.afma.com.au">www.afma.com.au</a>).</p> <p>The 2024 Placement Shares were offered to BNP Paribas Nominees Pty Ltd (as custodian for Crocodile Capital 1 Global Focus Fund and Crocodile Capital Offshore Fund) under an offer letter containing customary conditions, information and warranties.</p> <p>The directors have confirmed in writing they will subscribe for the shares detailed in this notice of meeting, subject to shareholder approval.</p>
7.3.8	Reverse takeover	N/A
7.3.9	A voting exclusion statement.	A voting exclusion statement is set out under Resolution 3 in the Notice of Meeting

### Directors recommendation

The Directors unanimously recommend you vote in favour of Resolution 3.

## RESOLUTION 4 – APPROVAL OF ISSUE OF TRANCHE 2 PLACEMENT SHARES TO AN ENTITY CONTROLLED BY NICOLE HOLLOWES UNDER LISTING RULE 10.11

### Background

Resolution 4 seeks Shareholder approval by ordinary resolution under Listing Rule 10.11 for the issue of up to 500,000 of the Tranche 2 Placement Shares to Nimami Pty Ltd as trustee for Hollows Family Trust, an entity controlled by Ms Nicole Hollows (**Chair Placement Shares**) under the 2024 Placement.

The issue of the Chair Placement Shares is subject to Shareholders approving this Resolution 4 (and to the Shareholders also approving Resolution 3).

### Applicable Listing Rules

Listing Rule 10.11 provides that a company must not issue or agree to issue Equity Securities to any of the following persons without obtaining approval of its shareholders:

- (a) a related party (Listing Rule 10.11.1);
- (b) a person who is or was at any time in the 6 months before the issue or agreement a substantial (30%+) holder in the entity (Listing Rule 10.11.2);
- (c) a person who is or was at any time in the 6 months before the issue or agreement a substantial (10%+) holder in the entity and who has nominated a director to the board of the entity (Listing Rule 10.11.3);
- (d) an associate of a person referred to in Listing Rules 10.11.1 to 10.11.3 (Listing Rule 10.11.4); or
- (e) a person whose relationship with the company or a person referred to in Listing Rule 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders (Listing Rule 10.11.5).

Ms Hollows is a director of the Company, so the proposed issue of the Chair Placement Shares to Nimami Pty Ltd as trustee for Hollows Family Trust, an entity controlled by Ms Hollows falls within Listing Rule 10.11.1 above and therefore requires the approval of the Company's Shareholders under Listing Rule 10.11.

If Resolution 4 is passed, the Company will be able to proceed with the issue of the Chair Placement Shares to Nimami Pty Ltd as trustee for Hollows Family Trust under the 2024 Placement.

If Resolution 4 is not passed, the Company will not be able to proceed with the issue of the Chair Placement Shares to Nimami Pty Ltd as trustee for Hollows Family Trust and those shares will either not be issued or will be reallocated to another party or parties which participated in the Placement.

Any future issues of Equity Securities to a related party will require additional Shareholder approval under the Listing Rules at the relevant time.

#### Specific information required by Listing Rule 10.13

10.13.1	Name of the person	Nimami Pty Ltd as trustee for Hollows Family Trust, an entity controlled by Ms Hollows
7.13.2	Which category in rules 10.11.1 -10.11.5 the person falls within and why	Ms Hollows falls within Listing Rule 10.11.1 because she is a director, and therefore a related party, of the Company for the purposes of the listing rules. Nimami Pty Ltd as trustee for Hollows Family Trust is also a related party, as it is controlled by her.
10.13.3	The number and class of securities	500,000 fully paid ordinary shares
10.13.4	If not fully paid ordinary securities, a summary of material terms	N/A

10.13.5	Date of issue	On or about 6 August 2024, and in any event not more than 1 month after the date of this Extraordinary General Meeting.
10.13.6	Issue Price	\$0.03 per Chair Placement Share
10.13.7	The purpose of the issue	The 2024 Placement Purpose (as set out above)
10.13.8	If the person is a director and the issues is intended to remunerate or incentive the director, details of the directors current total remuneration package	The Chair Placement Shares do not form part of Ms Hollows' remuneration package.  Details of Ms Hollows' remuneration have previously been provided to the market.
7.5.8	Summary of the material terms of the agreement	N/A
7.5.9	A voting exclusion statement.	A voting exclusion statement is set out under Resolution 4 in the Notice of Meeting

#### Directors' recommendations

Messrs Gray, Nicholls and van Barneveld recommend that Shareholders vote in favour of Resolution 4.

Ms Hollows has a material personal interest in the outcome of Resolution 4. Accordingly, Ms Hollows declines to make any recommendations as to how Shareholders should vote on Resolution 4.

### RESOLUTION 5 – APPROVAL OF ISSUE OF TRANCHE 2 PLACEMENT SHARES TO AN ENTITY CONTROLLED BY MICHAEL GRAY UNDER LISTING RULE 10.11

#### Background

Resolution 5 seeks Shareholder approval by ordinary resolution under Listing Rule 10.11 for the issue of up to 1,500,000 of the Tranche 2 Placement Shares to Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation fund, an entity controlled by Mr Michael Gray (**Gray Placement Shares**) under the Placement.

The issue of the Gray Placement Shares is subject to Shareholder approving this Resolution 5 (and to the Shareholders also approving Resolution 3).

#### Applicable Listing Rules

A summary of Listing Rule 10.11 is set out above.

Mr Gray is a director of the Company, so the proposed issue of the Gray Placement Shares to Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation fund, an entity controlled by Mr Gray falls within Listing Rule 10.11.1 above and therefore requires the approval of the Company's Shareholders under Listing Rule 10.11.

If Resolution 5 is passed, the Company will be able to proceed with the issue of the Gray Placement Shares to Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation Fund under the Placement.

If Resolution 5 is not passed, the Company will not be able to proceed with the issue of the Gray Placement Shares to Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation Fund and those shares will either not be issued or will be reallocated to another party or parties which participated in the Placement.

Any future issues of Equity Securities to a related party will require additional Shareholder approval under the Listing Rules at the relevant time.

### Specific information required by Listing Rule 10.13

10.13.1	Name of the person	Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation Fund, an entity controlled by Michael Gray
7.13.2	Which category in rules 10.11.1-10.11.5 the person falls within and why	Mr Gray falls within Listing Rule 10.11.1 because he is a director, and therefore a related party, of the Company for the purposes of the listing rules. Cassoulet Pty Ltd as trustee for the Maree & Michael Gray Superannuation fund is also a related party, as it is controlled by him.
10.13.3	The number and class of securities	1,500,000 fully paid ordinary shares
10.13.4	If not fully paid ordinary securities, a summary of material terms	N/A
10.13.5	Date of issue	On or about 6 August 2024, and in any event not more than 1 month after the date of this Extraordinary General Meeting.
10.13.6	Issue Price	\$0.03 per Gray Placement Share
10.13.7	The purpose of the issue	The 2024 Placement Purpose (as set out above)
10.13.8	If the person is a director and the	The Gray Placement Shares do not form part of Mr

	issues is intended to remunerate or incentive the director, details of the directors current total remuneration package	Gray's remuneration package.  Details of Mr Gray's remuneration have previously been provided to the market.
7.5.8	Summary of the material terms of the agreement	N/A
7.5.9	A voting exclusion statement.	A voting exclusion statement is set out under Resolution 5 in the Notice of Meeting

### Directors' recommendations

Ms Hollows and Messrs Nicholls and Van Barneveld recommend that Shareholders vote in favour of Resolution 5.

Mr Gray has a material personal interest in the outcome of Resolution 5. Accordingly, Mr Gray declines to make any recommendations as to how Shareholders should vote on Resolution 5.

## RESOLUTION 6 – APPROVAL OF ISSUE OF TRANCHE 2 PLACEMENT SHARES TO STEVE VAN BARNEVELD UNDER LISTING RULE 10.11

### Background

Resolution 6 seeks Shareholder approval by ordinary resolution under Listing Rule 10.11 for the issue of up to 200,000 of the Tranche 2 Placement Shares to Mr Steve van Barneveld (or his nominee) (**Van Barneveld Placement Shares**) under the Placement.

The issue of the Van Barneveld Placement Shares is subject to Shareholders approving this Resolution 6 (and to the Shareholders also approving Resolution 3).

### Applicable Listing Rules

A summary of Listing Rule 10.11 is set out above.

Mr van Barneveld is a director of the Company, so the proposed issue of the Van Barneveld Placement Shares to Mr Van Barneveld (or his nominee) falls within Listing Rule 10.11.1 above and therefore requires the approval of the Company's Shareholders under Listing Rule 10.11.

If Resolution 6 is passed, the Company will be able to proceed with the issue of the Van Barneveld Placement Shares to Mr Van Barneveld (or his nominee) under the Placement.

If Resolution 6 is not passed, the Company will not be able to proceed with the issue of the Van Barneveld Placement Shares to Mr Van Barneveld and those shares will either not be issued or will be reallocated to another party or parties which participated in the Placement.

Any future issues of Equity Securities to a related party will require additional Shareholder approval under the Listing Rules at the relevant time.

#### Specific information required by Listing Rule 10.13

10.13.1	Name of the person	Steve Van Barneveld (or his nominee)
7.13.2	Which category in rules 10.11.1 -10.11.5 the person falls within and why	Mr Van Barneveld falls within Listing Rule 10.11.1 because he is a director, and therefore a related party, of the Company for the purposes of the listing rules. If he appoints a nominee, it will also be a related party, as it will be controlled by him.
10.13.3	The number and class of securities	200,000 fully paid ordinary shares
10.13.4	If not fully paid ordinary securities, a summary of material terms	N/A
10.13.5	Date of issue	On or about 6 August 2024, and in any event not more than 1 month after the date of this Extraordinary General Meeting.
10.13.6	Issue Price	\$0.03 per Van Barneveld Placement Share
10.13.7	The purpose of the issue	The 2024 Placement Purpose (as set out above)
10.13.8	If the person is a director and the issues is intended to remunerate or incentive the director, details of the directors current total remuneration package	The Van Barneveld Placement Shares do not form part of Mr Van Barneveld's remuneration package.  Details of Mr Van Barneveld's remuneration have previously been provided to the market.
7.5.8	Summary of the material terms of the agreement	N/A
7.5.9	A voting exclusion statement.	A voting exclusion statement is set out under Resolution 6 in the Notice of Meeting

#### Directors' recommendations

Ms Hollows and Messrs Nicholls and Gray recommend that Shareholders vote in favour of Resolution 6.

Mr Van Barneveld has a material personal interest in the outcome of Resolution 6. Accordingly, Mr Van Barneveld declines to make any recommendations as to how Shareholders should vote on Resolution 6.

#### GLOSSARY

\$ means Australian dollars.

**15% Capacity** has the meaning given in the Explanatory Statement.

**2023 Placement** has the meaning given in the Explanatory Statement.

**2023 Placement Shares** has the meaning given in the Explanatory Statement.

**2024 Placement** has the meaning given in the Explanatory Statement.

**2024 Placement Shares** has the meaning given in the Explanatory Statement.

**Additional 10% Capacity** has the meaning given in the Explanatory Statement.

**ASIC** means the Australian Securities & Investments Commission.

**Associate** has the meaning given in the Listing Rules.

**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.

**Chair Placement Shares** has the meaning given in the Explanatory Statement.

**Company** means Jameson Resources Limited (ACN 126 398 294).

**Constitution** means the Company's constitution.

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

**Director** means a director of the Company.

**Equity Security** has the meaning given in the Listing Rules.

**Explanatory Statement** means the explanatory statement accompanying the Notice.

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

**Gray Placement Shares** has the meaning given in the Explanatory Statement.

**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** has the meaning given in the Explanatory Statement.

**Proxy Form** means the proxy form accompanying the Notice.

**Related Party** has the same meaning as given to that term in the Corporations Act.

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

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

**Shareholder** means a registered holder of a Share.

**Tranche 1 Placement Shares** has the meaning given in the Explanatory Statement.

**Tranche 2 Placement Shares** has the meaning given in the Explanatory Statement.

**Van Barneveld Placement Shares** has the meaning given in the Explanatory Statement.



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SCHEDULE 1 – 2024 PLACEMENT - RECIPIENTS OF TRANCHE 1 SHARES AND PROPOSED RECIPIENTS OF TRANCHE 2 SHARES

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**TRANCHE 1 ONLY**

FLORENCE SUPER PTY LTD  
MR MICHAEL DAMIAN MURPHY

**TRANCHE 1 AND 2**

GRENFELD HOLDINGS PTY LTD  
MRS DELMA HARINGTON-HAWES  
SPAR NOMINEES PTY LTD  
DEERING NOMINEES PTY LTD  
AGATI PTY LTD  
MR GRAHAM PETER BLAIR  
MRS KAY DIANNE BLAIR  
MRS HEATHER LYONS  
CHEYNES WEST PTY LTD  
PURE GOLD PTY LTD  
MR NICHOLAS CRISPIN LYONS  
GOLDTRAIN HOLDINGS PTY LTD  
ZERO NOMINEES PTY LTD  
CEMANA PTY LTD  
WESTRADE RESOURCES PTY LTD  
GREATSIDE HOLDINGS PTY LTD  
MOULYINNING NOMINEES PTY LTD  
PR GOODING PTY LTD  
MR DANIEL PHILIP GOODING  
GJ BRAD SUPER FUND PTY LTD  
KAKUZI NOMINEES PTY LTD  
PIPERLAKE PTY LTD  
KILGOBBIN FARMS PTY LTD  
LEIGHTON INVESTMENTS PTY LTD  
GLJL PTY LTD  
MR GARRY HOWARD LEIGHTON  
MRS JOYCE DELORES LEIGHTON  
MR GAVIN JOHN ARGYLE  
DR ANDREW THOMAS ROBINSON  
MR TREVOR NOEL COSH  
FOWLEFT PTY LTD

WENARD INVESTMENTS PTY LTD  
MR STEPHEN JOHN ROBERTSON  
WHITTINGTON NOMINEES PTY LTD  
AP MITCHELL SUPERANNUATION  
C&T MITCHELL SUPER PTY LTD  
MR ANDREW ROBERT DINNING  
MR CHADD PETER KNOX SARICH  
MR DAVID JOHN BARTLEY  
CLEVELAND (WA) PTY LTD  
MR BRENDAN BALASEKERAN  
NAMELOC SUPERANNUATION PTY LTD  
NAMELOC NOMINEES PTY LTD  
ALLAMBI HOLDINGS PTY LTD  
MELVISTA (WA) PTY LTD  
MR JAY EVAN DALE HUGHES  
MR JAY HUGHES  
INKESE PTY LTD  
BNP PARIBAS NOMINEES PTY LTD (AS CUSTODIAN  
FOR CROCODILE CAPITAL 1 GLOBAL FOCUS FUND  
AND CROCODILE CAPITAL OFFSHORE FUND)

**TRANCHE 2 ONLY (Subject to Shareholder approval of Resolutions 4, 5 and 6 (as relevant))**

NIMAMI PTY LTD AS TRUSTEE FOR HOLLOWES FAMILY TRUST (AN ENTITY CONTROLLED BY MS NICOLE HOLLOWES)  
CASSOULET PTY LTD AS TRUSTEE FOR THE MAREE & MICHAEL GRAY SUPERANNUATION FUND, AN ENTITY CONTROLLED BY MICHAEL GRAY  
STEVE VAN BARNEVELD (OR HIS NOMINEE)





Your proxy voting instruction must be received by **11.00am (AEST) on Wednesday, 31 July 2024**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

## SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

### YOUR NAME AND ADDRESS

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

### STEP 1 – APPOINT A PROXY

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

### DEFAULT TO THE CHAIR OF THE MEETING

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

### STEP 2 - VOTES ON ITEMS OF BUSINESS

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

### APPOINTMENT OF SECOND PROXY

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

### SIGNING INSTRUCTIONS

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

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

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

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

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

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

### CORPORATE REPRESENTATIVES

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

### Lodging your Proxy Voting Form:

#### Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

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



#### BY MAIL:

Automic  
GPO Box 5193  
Sydney NSW 2001

#### IN PERSON:

Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

#### BY EMAIL:

[meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

#### BY FACSIMILE:

+61 2 8583 3040

#### All enquiries to Automic:

#### WEBSITE:

<https://automicgroup.com.au/>

#### PHONE:

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

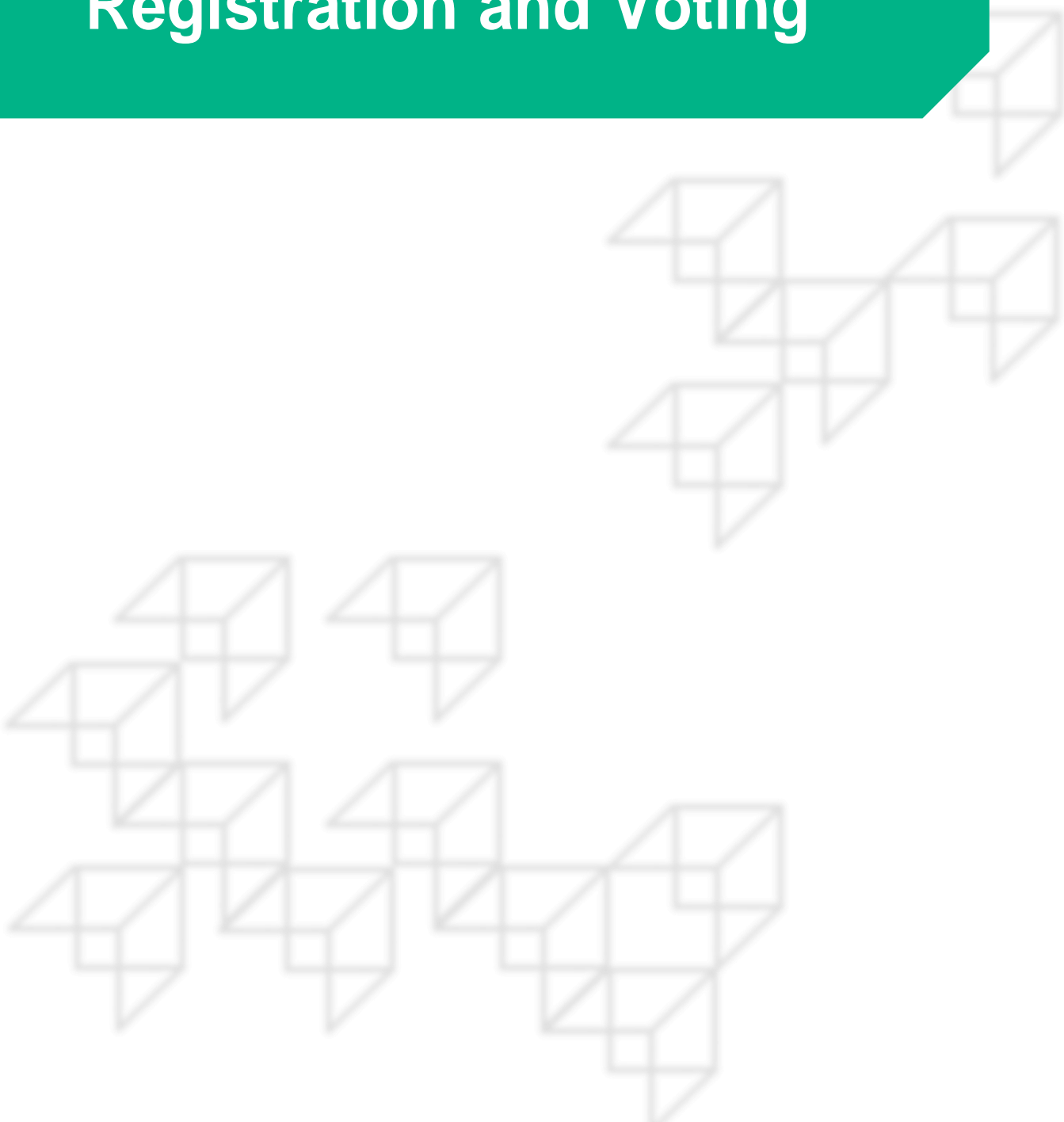


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SCHEDULE 3 – VIRTUAL MEETING PARTICIPATION INSTRUCTIONS

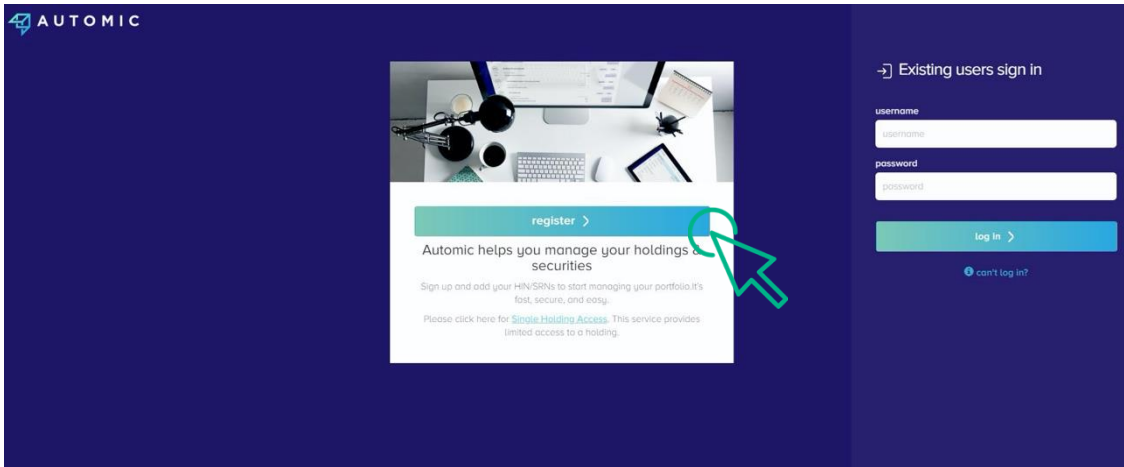
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# Virtual Meeting Registration and Voting

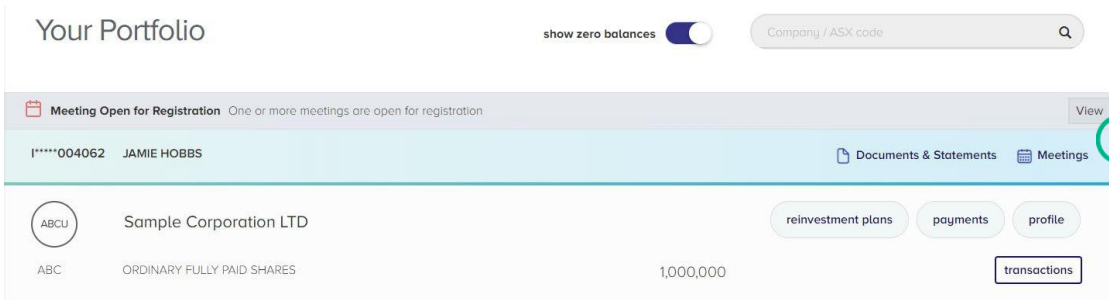


# REGISTRATION

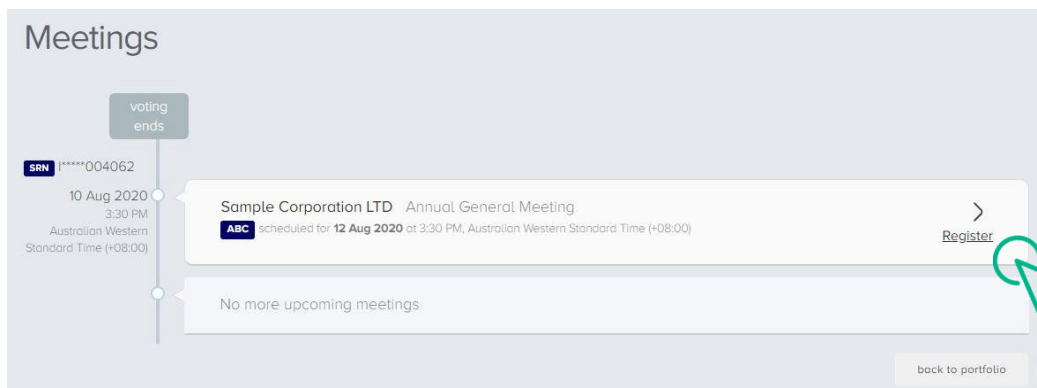
- Go to: <https://investor.automic.com.au/#/home>.
- Log in using your existing username and password or click on “register” and follow the on-screen prompts to create your login credentials.



- Once logged in you will see that the meeting is open for registration. Click on “view”.



- Click on “register” to register your attendance for the meeting.



## REGISTRATION

- Select “yes, I would like to vote” and then click “next”.

The screenshot shows a web interface titled "Registration" for "Sample Corporation LTD - Annual General Meeting". A progress bar at the top indicates the current step is "Registration" (marked with a document icon) and the final step is "Complete" (marked with a checkmark). Below the progress bar, the heading "Registration - Step 1 of 2" is displayed. The main content area contains a question: "Will you be registering to vote?". Below the question, there is explanatory text: "If you have already lodged a Proxy Form and wish for your proxy vote to stand, please select 'NO, I will not be voting'. If you have lodged a Proxy Form and wish to amend your vote, please select 'YES, I would like to vote'". There are two radio button options: "YES, I would like to vote" (which is selected) and "NO, I will not be voting". A blue "next" button is located at the bottom right of the form. A green mouse cursor is pointing at the "next" button, and another green mouse cursor is pointing at the "YES, I would like to vote" radio button.

- You will be placed on a holding page until voting opens for the meeting. From here you can access the meeting video/audio by selecting the meeting URL.
- Once the Chair of the Meeting declares voting open, you should select “refresh”.

The screenshot shows a web interface titled "Registration" for "Sample Corporation LTD - Annual General Meeting". A progress bar at the top indicates the current step is "Registration" (marked with a document icon) and the final step is "Complete" (marked with a checkmark). Below the progress bar, the heading "Complete - Step 2 of 2" is displayed. The main content area contains a green checkmark icon followed by the text "Registration Complete!". Below this, it says "The voting is not open yet. Refresh this page or come back here later." A blue "Refresh" button is located on the right side of the page. A light blue box contains the text "You can join the meeting online using the following link" followed by the URL: <https://us02web.zoom.us/j/84986335645?pwd=QTFUUGhjbjYyZjNQd2xVWXdlMGcwZz09>. A green mouse cursor is pointing at the "Refresh" button, and another green mouse cursor is pointing at the URL box.

# VOTING

- The next screen will display the resolutions to be put to the meeting.
- The Chair of the meeting will provide instructions on when to mark your vote.
- You record your vote by selecting either “for”, “against” or “abstain” next to the appropriate resolution.
- Once voting has been declared closed you must select “next” to submit your vote.

Voting

Sample Corporation LTD - Annual General Meeting

Registration Poll Review Complete

Poll - Step 2 of 4

You can join the meeting online using the following link  
<https://us02web.zoom.us/j/84986335645?pwd=QTFUUGhjbLYZjNkQd2xVWXdIMGgwZz09>

**Resolutions**  
You must vote on all resolutions, except for those marked as withdrawn.

1	Remuneration Report	for	against	abstain
2	Re-Election of Mr Robert Smith as Director	for	against	abstain

prev next

- On the next screen, check your vote is correct and select the box next to “declaration” – you cannot confirm your vote unless you select this box.
- Select “confirm” to confirm your vote – you CANNOT amend your vote after pressing the “confirm” button.

Review - Step 3 of 4

**Confirmation**  
Please review and confirm.

1	Remuneration Report	for	against	abstain
2	Re-Election of Mr Robert Smith as Director	for	against	abstain

**Declaration** PLEASE NOTE: You will not be able to change your votes after pressing the confirm button.  
By pressing **confirm** you agree that this online voting form has been signed, authorised and submitted by you, in your capacity as a registered holder (or legally authorised representative) of the Company, in accordance with the requirements under the Company's Constitution, the Corporations Act 2001 (Cth) and Automic's Terms and conditions.

prev confirm



# VOTING COMPLETE


- Your vote is now lodged and is final.

## Voting

Sample Corporation LTD - Annual General Meeting

Progress: Poll (0%) — Review (50%) — Complete (100%)

Complete - Step 3 of 3

 Complete

You have successfully submitted your vote.

You can join the meeting online using the following link

<https://us02web.zoom.us/j/85784417406?pwd=TFE0TTdGTEhGSENIbUN5NzF3bUUQT09;>

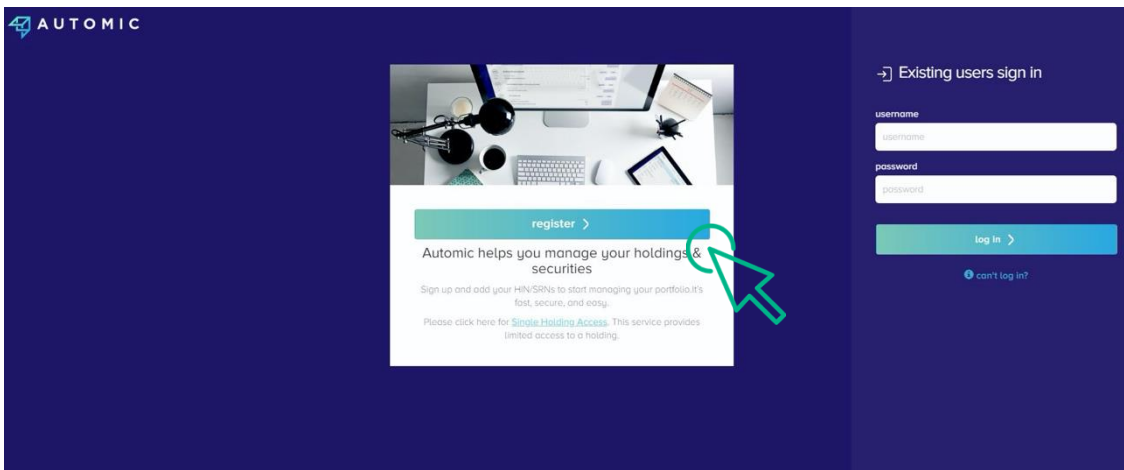
# Online Proxy Lodgment



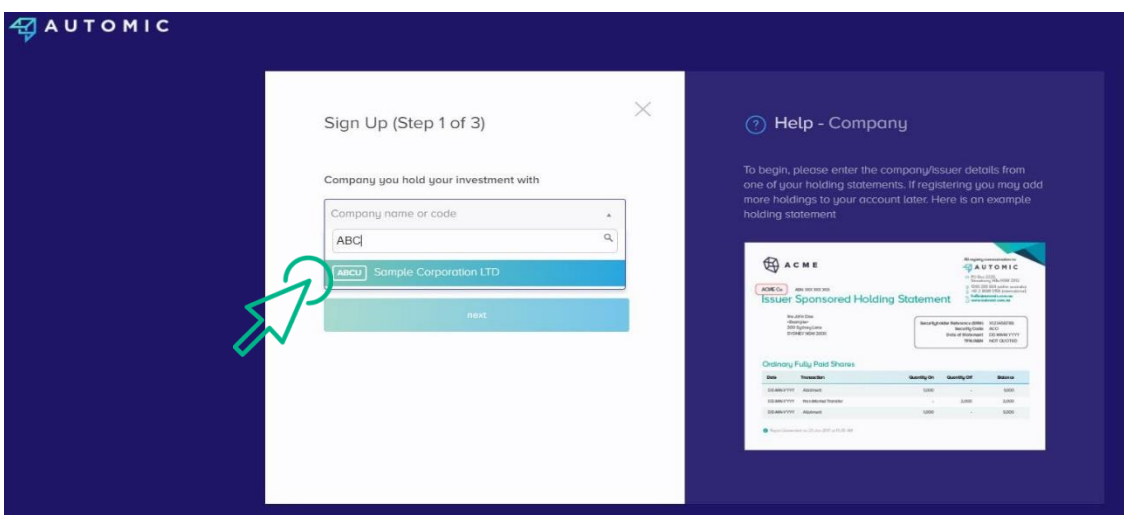
# REGISTER

## 2. Step 1

- Go to: <https://investor.automic.com.au/#/home>.
- If you are a new user, select “register”.
- If you are an existing user, simply sign in under the “Existing users sign in” and follow the instructions in **Step 2** of this guide.



- Start typing the company name or company code that you hold shares in and select the relevant company from the dropdown.



## REGISTER

- Enter your unique Holder Number which can be found on your proxy form. This number starts with a capital letter “I” or “X”.
- Enter the postcode recorded on the proxy form or select “[change the country](#)” if your holding is registered to an overseas address (then type and select the applicable country your holding is registered to).
- Tick the box “[I’m not a robot](#)” and select “[next](#)”.

Sign Up (Step 1 of 3)

Company you hold your investment with  
Sample Corporation LTD

Holder Number (HIN/SRN)  
I1000000

Country  
Australia

Postcode  
6000

[change country](#)

I'm not a robot

next

Help - Recaptcha

Click the checkbox to prove you are a human for security purposes. If you have accessed this page multiple times recently you may be asked to solve a few puzzles before you will be approved. Click next

reCAPTCHA

- Next, complete all information on the screen.
- Once each field is completed correctly you will see a green tick appear at the end of the field. Where you have entered incorrect information, you will see a red star.
- Your password must contain: at least 8 characters, at least 1 number, at least 1 capital and lowercase letter and at least one special symbol (#, %, ! etc)
- Click “[sign up](#)”.

Sign Up (Step 2 of 3)

Email  
sample@email.com.au

Confirm Email  
sample@email.com.au

Username  
Sample Username

password  
.....

confirm password  
confirm password

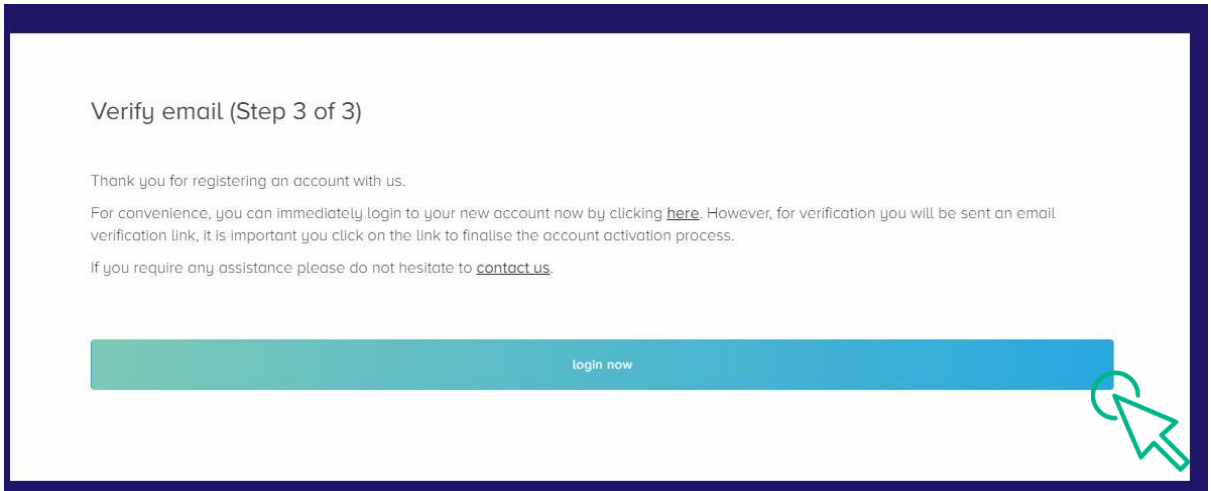
Passwords do not match!

sign up

Please confirm your password

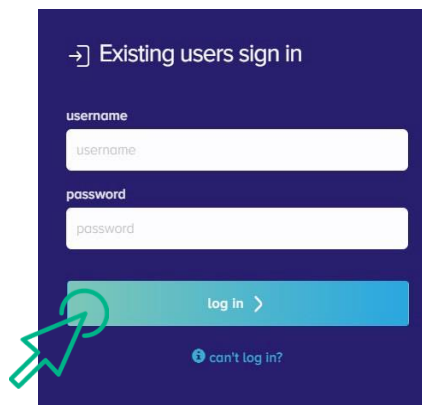
# LOG IN

- On the next screen simply select “login now”.

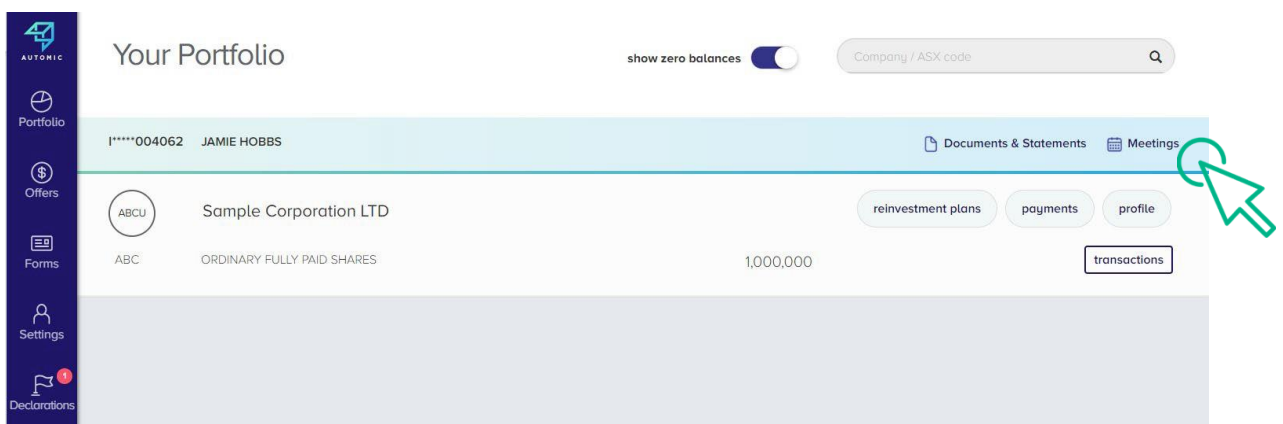


## 3. Step 2

- Under “existing users” enter the username and password you created in the previous steps and select “log in”.

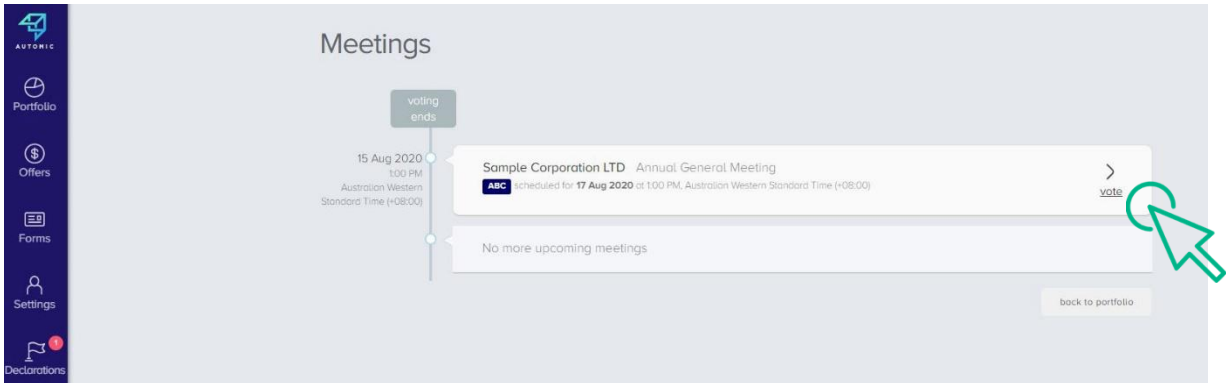


- Select “Meetings”.

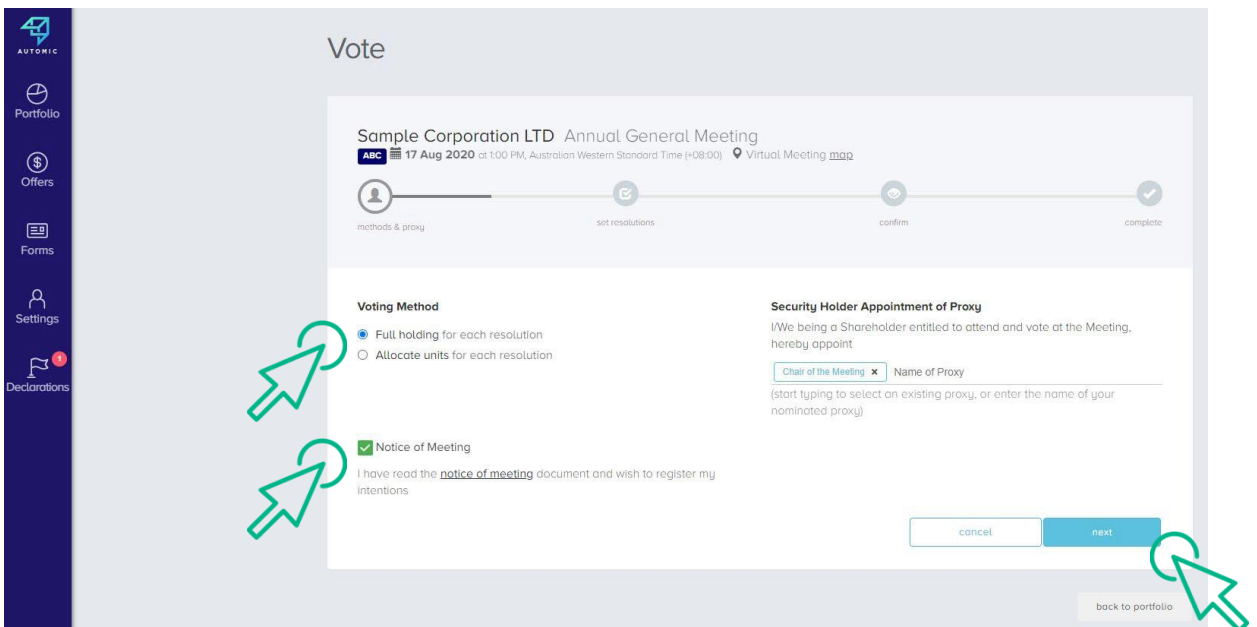


# VOTING

- Select “Vote”.



- Select “Full holding” and select the box next to “Notice of Meeting”.
- If you wish to nominate the Chair of the Meeting as your proxyholder simply select “next”.
- If you wish to appoint a different proxyholder, place your cursor on “name of proxy” and type the name of your appointed proxyholder. Once you’ve typed the name in full press enter on your keyboard. This will replace “Chair of the meeting” with your chosen proxyholder.
- Select “next”.



# VOTING

- Mark your voting instruction next to each resolution. You must select a vote for each resolution before you can continue. Select “next”.

**Vote**

Sample Corporation LTD Annual General Meeting  
ABC 17 Aug 2020 at 1:00 PM, Australian Western Standard Time (+08:00) Virtual Meeting [map](#)

methods & proxy set resolutions confirm complete

Please note that you must make an election for each Resolution. If you wish to leave open votes to your Proxy, you must select "Discretionary".  
The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.  
Unless indicated otherwise by ticking the "for", "against" or "obtain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

Please note You must make an election for each Resolution. If you wish to leave open votes to your Proxy, you must select 'Discretionary'

Resolutions

1 Remuneration Report

2 Re-Election of Mr Robert Smith as Director

for against obtain discretionary

for against obtain discretionary

prev next

back to portfolio

- Check your vote is as you intended.
- If you are registered as a Corporation you must select the box next to “declaration”.
- Then select “save” to save your proxy vote.

**Vote**

Sample Corporation LTD Annual General Meeting  
ABC 17 Aug 2020 at 1:00 PM, Australian Western Standard Time (+08:00) Virtual Meeting [map](#)

methods & proxy set resolutions confirm complete

Confirmation of Resolutions

1 Remuneration Report

2 Re-Election of Mr Robert Smith as Director

for

for

prev save

back to portfolio

- Your voting is complete.

## Vote

Sample Corporation LTD Annual General Meeting  
ABC 17 Aug 2020 at 1:00 PM, Australian Western Standard Time (+08:00) Virtual Meeting [map](#)

methods & proxy   set resolutions   confirm   complete

Voting Complete! ✓

prev   done

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