

4 September 2024

Dear Shareholder

Addendum to Notice of General Meeting

Kalgoorlie Gold Mining Limited (ACN 645 666 164) (**Company**) advises that attached to this letter is an addendum to the Notice of General Meeting originally dated 16 August 2024 (**Notice**) in respect of the General Meeting (**Meeting**) of Shareholders of the Company to be held as follows:

Time and date: 10:00am (AWST) on Thursday, 19 September 2024

Location: Level 1, Suite 9 110 Hay Street, Subiaco, WA 6008

As a result of the oversubscribed SPP, the Directors have resolved to amend the Notice by replacing Resolution 5 of the Notice (*Approval to issue SPP Options*) to increase the maximum number of SPP Options to be issued under the SPP from 19,230,769 to 23,153,822.

Addendum

In accordance with the *Corporations Act 2001* (Cth), the Company will not be dispatching physical copies of the addendum to the Notice (**Addendum**) unless the shareholder has made a valid election to receive documents in hard copy. Instead, the Addendum is being made available to shareholders electronically and can be viewed and downloaded from:

- the Company's website at <https://investorhub.kalgoldmining.com.au/announcements>; and
- the ASX market announcements page under the Company's code "KAL".

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 Addendum.

Voting at the Meeting or by proxy

Shareholders are encouraged to vote by lodging a proxy form (please refer to the instructions in the Addendum).

Proxy forms can be lodged:

- **Online:** <https://investor.automic.com.au/#/loginsah>
- **By mobile:** Scan the QR Code on your Proxy Form and follow the prompts
- **By mail:** Automic, GPO Box 5193, Sydney NSW 2001
- **In person:** Automic, Level 5, 126 Phillip Street, Sydney NSW 2000
- **By email:** meetings@automicgroup.com.au
- **By fax:** +61 2 8583 3040

Your proxy voting instruction must be received by 10:00am (AWST) on Tuesday, 17 September 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 Meeting.

The Addendum is supplemental to the original Notice and should be read in conjunction with the Notice. The Addendum should be read in its entirety. If shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting. Should you wish to discuss the matters set out in the Addendum, please do not hesitate to contact the Company Secretary by telephone on +61 8 6002 2700.

Authorised for release by:

Graeme Smith
Company Secretary
Kalgoorlie Gold Mining Limited



Kalgoorlie Gold Mining Limited

ACN 645 666 164

ADDENDUM TO NOTICE OF GENERAL MEETING

Kalgoorlie Gold Mining Limited (**Company**) hereby gives notice to Shareholders of amendments to the notice of general meeting dated 16 August 2024 (**Notice**) and accompanying explanatory memorandum (**Explanatory Memorandum**) in respect of the general meeting to be held at Level 1, Suite 9 110 Hay Street, Subiaco, WA 6008 on Thursday, 19 September 2024 at 10:00am (AWST) (**Meeting**).

Shareholders should note that there is no change to the date, time and venue of the Meeting. Definitions in the Notice have the same meaning in this Addendum unless otherwise updated in this Addendum. The numbering used in this Addendum is a continuation of the numbering used in the Notice and the Explanatory Memorandum.

1. IMPORTANT INFORMATION

This Addendum is supplemental to the original Notice and Explanatory Memorandum and should be read together with the Notice and Explanatory Memorandum. To the extent of any inconsistency, this Addendum will prevail over the original Notice and Explanatory Memorandum.

Capitalised terms have the same meaning as defined in the Notice, unless otherwise stated.

This Addendum should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss any matter set out in this Addendum, please do not hesitate to contact the Company Secretary by telephone on +61 8 6002 2700.

2. VOTING BY PROXY

The Company confirms that there have been no changes to the Proxy Form previously provided to Shareholders. Shareholders are advised as follows:

- (a) If you have already completed and returned the Proxy Form which was provided with the Notice and you wish to change your vote, you must complete and return a new Proxy Form. Please contact the Company if you require a new Proxy Form.
- (b) If you have already completed and returned the Proxy Form previously provided with the Notice and you do not wish to change your vote, you do not need to take any action. The Proxy Form already submitted by you will be accepted by the Company unless you submit a new Proxy Form.
- (c) If you have not yet completed and returned a Proxy Form, and you wish to vote on the Resolutions on the information amended by this Addendum, please complete and return the Proxy Form.

Proxy Forms must be received by the Company no later than 10:00am (AWST) on Tuesday, 17 September 2024, being at least 48 hours before the Meeting. Proxy Forms received later than this time will be invalid.

Further details regarding the appointment of a proxy are provided in the Notice.

3. BACKGROUND

As detailed in the Notice, the Company offered Eligible Shareholders an opportunity to apply for SPP Shares up to the value of \$30,000 at an issue price of \$0.026 each (being the same issue price as the Shares issued under the Placement) and SPP Options on the basis of one SPP Option for every one SPP Share subscribed for and issued.

The Company closed the SPP offer on 30 August 2024 and received valid applications from Eligible Shareholders totalling \$602,000, exceeding the original \$500,000 target. Given this oversubscription, the Board exercised its discretion under the terms of the SPP to increase the maximum size of the SPP to accept all valid applications in full.

Accordingly, the Company will issue a total of 23,153,822 SPP Shares on or around 6 September 2024. As SPP Participants will be entitled to apply for attaching unquoted Options on the basis of one SPP Option for every one SPP Share subscribed for and issued under the SPP, a total of up to 23,153,822 SPP Options may be subscribed for by the SPP Participants.

This Addendum is provided to Shareholders to:

- (a) update Resolution 5 to increase the maximum number of SPP Options to be issued under the SPP from 19,230,769 to 23,153,822; and
- (b) update the relevant sections of the Explanatory Memorandum, having regard to the changes made in paragraph (a).

4. AMENDMENTS

4.1. Amendment to Resolution 5

Resolution 5 of the Notice is deleted and replaced with the following:

Resolution 5 – Approval to issue SPP Options

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

'That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to 23,153,822 SPP Options, on the terms and conditions in the Explanatory Memorandum.'

4.2. Amendments to Explanatory Memorandum

- (a) The reference to “116,692,307” in the 2nd paragraph in Section 3.3 of the Explanatory Memorandum is deleted and replaced with “120,615,360”.
- (b) Section 8 of the Explanatory Memorandum is deleted and replaced with the following:

8. Resolution 5 – Approval to issue SPP Options

8.1 General

Further to the background of the SPP and SPP Options that is set out in Section 3.1, the Company closed the SPP offer on 30 August 2024 and received an additional \$102,000 in subscriptions by SPP Participants, raising a total of \$602,000 (before costs) by the subscription of 23,153,822 SPP Shares.

As SPP Participants will be entitled to apply for attaching unquoted Options on the basis of one SPP Option for every one SPP Share subscribed for and issued under the SPP, a total of up to 23,153,822 SPP Options may be subscribed for by the SPP Participants

Resolution 5 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of up to 23,153,822 SPP Options.

8.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is in Section 4.2 above.

The issue of the SPP Options does not fall within any of the exceptions to Listing Rule 7.1 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

If Resolution 5 is passed, the Company will be able to proceed with the issue of up to 23,153,822 SPP Options.

If Resolution 5 is not passed, the Company will not be able to proceed with the issue of the SPP Options.

8.3 Specific information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to the issue of the SPP Options:

- (a) The SPP Options will be issued to existing Eligible Shareholders who participated in the SPP (or their respective nominees), none of whom will be a related party.
- (b) The maximum number of SPP Options to be issued is approximately 23,153,822.
- (c) The SPP Options will be exercisable at \$0.032 each and expire 2 years from the date of issue and will otherwise be subject to the terms and conditions in Schedule 2. Shares issued upon exercise of the SPP Options will be fully paid ordinary Shares in the capital of the Company and will rank equally in all respects with the Company's then existing Shares on issue.

Additionally, for every 1 SPP Option exercised on or prior to the Early Exercise Date, the holder will be entitled to receive 1 additional Bonus Option exercisable at A\$0.06 per Option, expiring 3 years from the date of issue of the SPP Option and otherwise subject to the terms and conditions in Schedule 3.

- (d) The SPP Options will be issued no later than 3 months after the date of the Meeting.

- (e) The SPP Options are being issued as free attaching Options to the SPP Shares. Accordingly, nil additional cash consideration will be payable by the SPP Participants.
- (f) The proceeds of the SPP have been or are intended to be used in accordance with Section 4.3(e) above.
- (g) There are no other material terms to the agreement for the subscription of SPP Options.
- (h) A voting exclusion statement is included in the Notice.

8.4 Additional information

Resolution 5 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 5.

BY ORDER OF THE BOARD



Graeme Smith
Company Secretary
Kalgoorlie Gold Mining Limited
Dated: 4 September 2024