



EARTHS ENERGY LIMITED
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ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

For the annual general meeting of the Company to be held at Level 20, 140 St Georges Terrace, Perth WA 6000 on Wednesday, 27 November 2024 at 10:00 am (AWST)

This Notice and the accompanying Explanatory Memorandum should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Should you wish to discuss any matter please do not hesitate to contact the Company by telephone on +61 8 9200 3428

ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

Earths Energy Limited (**Company**) hereby provides this Addendum (**Addendum**) to the Notice of Annual General Meeting dated 21 October 2024 (**Notice of Meeting**).

The annual general meeting of the Company will be held at Level 20, 140 St Georges Terrace, Perth WA 6000 on Wednesday, 27 November 2024 at 10:00 am (AWST) (**Meeting**).

Defined terms in the Notice of Meeting have the same meaning in this Addendum, unless otherwise stated.

This Addendum is supplemental to the original Notice of Meeting and should be read in conjunction with the Notice of Meeting. Other than the amendments set out below, the Notice of Meeting remains unchanged.

The numbering used in this Addendum is a continuation of the numbering used in the Notice of Meeting.

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 suitably qualified professional advisors prior to voting.

ADDITIONAL RESOLUTION 10

By this Addendum:

- An additional Resolution 10 as detailed below is added to the Notice of Meeting and will be considered at the Meeting; and
- A new Section 12 in respect of additional Resolution 10 is added to the Explanatory Memorandum in relation to the Notice of Meeting.

REPLACEMENT PROXY FORM

A replacement Proxy Form has been made available with this Addendum.

If Shareholders wish to have their votes counted by proxy in respect of Resolution 10, Shareholders must use the replacement Proxy Form to vote on ALL Resolutions. In the event that a Shareholder provides a replacement Proxy Form, any Proxy Form dispatched with the original Notice of meeting which has been completed by that Shareholder will be disregarded. If you have already voted and do not wish to vote on Resolution 10 or otherwise change your proxy vote, you do not need to take any action, as the proxy you previously submitted remains valid.

The Company may accept Proxy Forms dispatched with the original Notice of Meeting received from Shareholders in the event that a replacement Proxy Form is not provided by the relevant Shareholder.

By order of the Board

Stuart McKenzie
Company Secretary
Dated 11 November 2024

AGENDA

The following additional Resolution is inserted in the Notice of Meeting as follows:

Resolution 10 – Election of Director – Glenn Whiddon

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

“That, for the purpose of Listing Rule 14.4, article 7.3 of the Constitution and for all other purposes, Mr Glenn Whiddon, a Director who was appointed by the Directors as a Non-Executive Director on 11 November 2024, retires and being eligible, is re-elected as a Director.”

EXPLANATORY MEMORANDUM

The following new Section is added to the Explanatory Memorandum in relation to the Notice of Meeting in respect of Resolution 10 as follows:

12. Resolution 10 – Election of Director – Glenn Whiddon

12.1 General

Article 7.2(b) of the Constitution allows the Board to appoint a person as a Director to fill a casual vacancy. Pursuant to Article 7.3(j) of the Constitution and Listing Rule 14.4, any Director so appointed holds office only until the next following annual general meeting and is then eligible for re-election.

Glenn Whiddon was appointed as a Non-Executive Director on 11 November 2024 and accordingly will retire, and being eligible, seeks re-election. Details of Mr Whiddon's background and experience are provided below.

Experience and expertise

Mr. Whiddon holds a degree in Economics and has an extensive background in equity capital markets, banking and corporate advisory, with a specific focus on natural resources. He is currently a director of a number of public listed companies in the resources sector.

Other current directorships of listed companies

- Calima Energy Limited (Non-Executive Chair)
- Amani Gold Limited (Non-Executive Chair)
- Caprice Resources Limited (Non-Executive Chair)
- Carbine Resources Limited (Non-Executive Director)
- MinRex Resources Limited (Non-Executive Director)

Interests in Earths Energy securities

Nil.

The below entities hold shares in the Company as follows:

- 6466 Investments Pty Ltd indirect - 5,067,045 Shares
- MIMO Strategies Pty Ltd <MIMO A/C> indirect - 184,090 Shares
- MIMO Strategies Pty Ltd <MIMO A/C> indirect escrowed to 07/02/26 - 79,363,223 Shares

Mr Whiddon has no relevant interest in the shares held by 6466 Investments Pty Ltd or MIMO Strategies Pty Ltd. Jane Whiddon is the controller of these entities and Mr Whiddon is not a beneficiary. These are only included in this Addendum for corporate governance purposes.

12.2 Directors' recommendation

The Board recommends that Shareholders vote in favour of Resolution 10. The Chair of the Meeting intends to vote undirected proxies in favour of Resolution 10.

Your proxy voting instruction must be received by **10.00am (AWST) on Monday, 25 November 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://automicgroup.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:

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