

Release Date: 15 November 2024

ADDENDUM TO 2024 NOTICE OF ANNUAL GENERAL MEETING

Nimy Resources Limited (ASX:NIM) (**Nimy / the Company**) hereby provides this Addendum (**Addendum**) to the Notice of Annual General Meeting dated 30 October 2024 (**Notice of Meeting**).

The Annual General Meeting will be held at 10:00am (WST) on Thursday, 28 November 2024 at Nexia Perth (Company Secretarial office of Nimy Resources Ltd), being Level 4, 88 William Street, Perth, Western Australia.

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. Save for 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.

By this Addendum, shareholders should note the following:

1. **withdrawal of Resolution 2 – Re-election of Mr Simon Lill as a Director** following Mr Lill's departure from the Company as announced on 13 November 2024.
2. **addition of Resolution 7 – Re-election of Mr Luke Hampson as a Director** as per Clause 39.3 of the Company's Constitution and ASX Listing Rule 14.4, whereby a re-election of Directors must be held at each annual general meeting.
3. **addition of Resolution 8 – Election of Mr Neil Warburton as a Director** as per Clause 37.2 of the Company's Constitution and ASX Listing Rule 14.4, whereby any director appointed shall hold office only until the conclusion of the next following annual general meeting of the Company, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that Meeting.

A replacement Proxy Form has been made available with this Addendum. Any votes counted towards Resolution 2 would now be invalid.

To ensure clarity of voting instructions by Shareholders on the Resolutions to be considered at the Meeting, Shareholders are advised that:

1. If you have already completed and returned the Proxy Form annexed with the Notice of Meeting (**Original Proxy Form**) and you wish to cast votes for the Resolutions 7 and 8, you must complete and return the Replacement Proxy Form.
2. If you have already completed and returned the Original Proxy Form and you do not wish to vote on Resolutions 7 and 8, you do not need to take any action as the earlier submitted Original Proxy Form will be accepted by the Company unless you submit a Replacement Proxy Form. For the sake of clarity, the Company notes that if you do not lodge a Replacement Proxy Form, you will not have cast a vote on Resolutions 7 and 8.

3. If you have not yet completed and returned a Proxy Form and you wish to vote on the Resolutions 7 and 8 in the Notice as supplemented by this Addendum, please complete and return the Replacement Proxy Form.

As permitted by the *Corporations Act 2001* (Cth), the Company will not be despatching hard copies of the 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.

For those shareholders who have provided an email address and elected to receive electronic communications from the Company, an email has been sent to the nominated email address with a link to an electronic copy of the Addendum and the replacement proxy form/voting instruction form.

For those shareholders who have not made such an election, you are **strongly encouraged** to do so as this will substantially reduce the associated administrative printing and mailing costs.

Shareholders can also access the Addendum online via the:

1. Company's website: <https://nimy.com.au/announcements/>
2. ASX Announcement Platform website: <https://www.asx.com.au/markets/company/nim>
3. Company's share registry, Automic, at hello@automic.com.au to obtain a hard copy if you are unable to access the Addendum online.

This release has been approved by the Nimy Board of Directors.

Company Information

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Richard Moody
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(08) 9261 4600

Investor Information

Read Corporate
Paul Armstrong
info@readcorporate.com.au
(08) 9388 1474

Nimy Resources ASX:NIM

Board and Management

Luke Hampson
Executive Chairman

Christian Price
Executive Director

Neil Warburton
Non-Executive Director

Henko Vos
Joint Company Secretary/CFO

Geraldine Holland
Joint Company Secretary

Fergus Jockel
Geological Consultant

Ian Glacken
Geological Technical Advisor

Capital Structure

Shares on Issue – 174.9m

Options on Issue – 25.3m



NIMY RESOURCES LIMITED

ACN 155 855 986

ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

AGM TIME: 10:00am (WST)

AGM DATE: Thursday, 28 November 2024

AGM PLACE: Nexia Perth (Company Secretarial office of Nimy Resources Ltd)
Level 4
88 William Street
Perth WA 6000

Shareholders are urged to attend or vote by lodging the proxy form accompanying this Notice.

This Notice of Annual General 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.

Should you wish to discuss the matters in this Notice of Annual General Meeting please do not hesitate to contact the Company Secretary on (+61 8) 9463 2463.

ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

This Addendum forms part of the Company's Notice of Annual General Meeting (including the Explanatory Statement and Proxy Form) dated 30 October 2024 (and released to the ASX on 30 October 2024) (**Notice of 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. Save for 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.

AGENDA

By this Addendum, shareholders should note the following:

1. **withdrawal of Resolution 2 – Re-election of Mr Simon Lill as a Director** following Mr Lill's departure from the Company as announced on 13 November 2024.
2. **addition of Resolution 7 – Re-election of Mr Luke Hampson as a Director** as per Clause 39.3 of the Company's Constitution and ASX Listing Rule 14.4, whereby a re-election of Directors must be held at each annual general meeting.
3. **addition of Resolution 8 – Election of Mr Neil Warburton as a Director** as per Clause 37.2 of the Company's Constitution and ASX Listing Rule 14.4, whereby any director appointed shall hold office only until the conclusion of the next following annual general meeting of the Company, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that Meeting.
4. **a replacement proxy form** has been made available with this Addendum. To ensure clarity of voting instructions by Shareholders on the Resolutions to be considered at the Meeting, Shareholders are advised that:
 - (a) If you have already completed and returned the Proxy Form annexed with the Notice of Meeting (**Original Proxy Form**) and you wish to cast votes for the Resolutions 7 and 8, **you must complete and return the Replacement Proxy Form**.
 - (b) If you have already completed and returned the Original Proxy Form and **you do not wish to vote on Resolutions 7 and 8, you do not need to take any action** as the earlier submitted Original Proxy Form will be accepted by the Company unless you submit a Replacement Proxy Form. For the sake of clarity, the Company notes that if you do not lodge a Replacement Proxy Form, **you will not have cast a vote on Resolutions 7 and 8**.
 - (c) If you have not yet completed and returned a Proxy Form and you wish to vote on the Resolutions 7 and 8 in the Notice as supplemented by this Addendum, **please complete and return the Replacement Proxy Form**.

EXPLANATORY STATEMENT

The purpose of this Explanatory Statement is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on all the Resolutions in the accompanying Notice of Meeting.

This Explanatory Statement should be read in conjunction with the original Notice of Meeting.

Capitalised terms in this Explanatory Statement are defined in the Glossary or otherwise in the Explanatory Statement.

1. WITHDRAWAL OF RESOLUTION 2 – RE-ELECTION OF MR SIMON LILL AS A DIRECTOR

ASX Listing Rule 14.4 and Clause 39.3 of the Company's Constitution provide that a re-election of Directors must be held at each annual general meeting.

The Directors (excluding the Managing Director) to retire are those who have been in office for 3 years since their appointment or last re-appointment or who have been longest in office since their appointment or last re-appointment or, if the Directors have been in office for an equal length of time, by agreement.

Mr Simon Lill was appointed as a Director on 16 August 2021 and accordingly, being the longest serving, retires from office in accordance with these requirements and being eligible, offers himself for re-election by Shareholders as a Director of the Company, with effect from the end of the meeting.

On 13 November 2024, the Company announced that Mr Simon Lill has resigned as a director of Nimy Resources Ltd.

Resolution 2 is therefore withdrawn as a resolution and all votes counted will be invalid.

2. NEW RESOLUTION 7 – RE-ELECTION OF MR LUKE HAMPSON AS A DIRECTOR

2.1 General

As a result of Mr Lill's departure, the next director who is the longest serving is Mr Luke Hampson, and in accordance with these requirements and being eligible, offers himself for re-election by Shareholders as a Director of the Company, with effect from the end of the meeting.

2.2 Biography

Mr Hampson has over 35 years in the mining industry and has led management teams working throughout the Asia Pacific region. He specialises in project asset management having 19 years' experience at WesTrac Pty Ltd, 3 years at Rio Tinto Iron Ore and 11 years as Managing Director of Cloonmore Mining and Energy. Mr Hampson was last re-elected at the Company's Annual General Meeting held on 22 November 2022.

2.3 Technical information required by Listing Rule 14.1A

If Resolution 7 is passed, Mr Hampson will be re-elected as an independent Director. If Resolution 7 is not passed, Mr Hampson will not be re-elected as a Director and the Company may have less than three Directors on the Board, in which case the Company will immediately appoint a new Director to the Board as a casual vacancy in accordance with the Constitution to ensure the Company has the requisite number of directors required by the Corporations Act.

Resolution 7 is an ordinary resolution. The Chairman intends to exercise all available proxies in favour of Resolution 7.

2.4 Board Recommendation

The Board (excluding Mr Hampson) supports the re-election of Mr Hampson to the Board and recommends that Shareholders vote in favour of Resolution 7.

3. NEW RESOLUTION 8 – ELECTION OF MR NEIL WARBURTON AS A DIRECTOR

3.1 General

The Constitution allows the Directors to appoint at any time a person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

In accordance with Clause 37.2 of the Company's Constitution and ASX Listing Rule 14.4, any director appointed shall hold office only until the conclusion of the next following annual general meeting of the Company, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that Meeting.

Mr Neil Warburton, having been appointed by other Directors on 13 November 2024 in accordance with the Constitution, will retire in accordance with the Constitution and Listing Rule 14.4 and being eligible, seeks election from Shareholders.

3.2 Biography

Mr Warburton has a wealth of experience in the mining industry, spanning over 40 years. He has held various executive and non-executive roles, contributing significantly to the growth and success of several companies. Mr Warburton's former roles include Non-Executive Director at IGO Ltd (2015-2020) and Chief Executive Office of Barminto Limited (2007-2012). Mr Warburton is currently the Non-executive Chairman of Belarox Limited (ASX:BRX), Executive Chairman at Abyssinian Metals Ltd and Non-executive Chairman of Norcliffe Group.

The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board.

Having received an acknowledgement from Mr Warburton that he will have sufficient time to fulfil his responsibilities as a Director and having reviewed the performance of Mr Warburton since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Warburton) recommend that Shareholders vote in favour of this Resolution.

3.3 Technical information required by Listing Rule 14.1A

If Resolution 8 is passed, Mr Warburton will be considered as an independent Director.

If Resolution 8 is not passed, Mr Warburton will not be elected as a Director and the Company may have less than three Directors on the Board, in which case the Company will immediately appoint a new Director to the Board as a casual vacancy in accordance with the Constitution to ensure the Company has the requisite number of directors required by the Corporations Act.

3.4 Board Recommendation

Resolution 8 is an ordinary resolution. The Chairman intends to exercise all available proxies in favour of Resolution 8.

Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Your proxy voting instruction must be received by **10.00am (AWST) on Tuesday, 26 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.



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