

Extraordinary General Meeting – Letter to Shareholders

Dear Shareholder.

Terra Uranium Limited (ASX:T92) (“T92” or the “Company”) advises that an Extraordinary General Meeting of Shareholders will be held at 11.00 am (AEDT) on 4 February 2025 as a virtual meeting.

In accordance with Part 1.2AA of the *Corporations Act 2001*, the Company will only be dispatching physical copies of the Notice of Meeting (**Notice**) to Shareholders who have elected to receive the Notice in physical form. For further information on your right to elect to receive documents from the Company electronically or physically, please see Annexure A to this letter.

The Notice is being made available to Shareholders electronically and can be viewed and downloaded online at the following link: <https://investorhub.t92.com.au/announcements>

Alternatively, the Notice will also be available on the Company’s ASX market announcements page (ASX: T92)

This Notice is given based on circumstances as at the date of this letter. Should circumstances change, the Company will make an announcement on the ASX market announcements platform and on the Company’s website at <https://t92.com.au/>.

Shareholders are urged to monitor the ASX announcements platform and the Company’s website.

To vote by proxy please use one of the following methods:

Online	Lodge the Proxy Form online at https://investor.automic.com.au/#/loginsah by following the instructions: Login to the Automic website using the holding details as shown on the Proxy Form. Click on ‘View Meetings’ – ‘Vote’. To use the online lodgement facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown on the front of the Proxy Form.
By post	Automic, GPO Box 5193, Sydney NSW 2001
By hand	Automic, Level 5, 126 Phillip Street, Sydney NSW 2000
By email	Completing the enclosed Proxy Form and emailing it to: meetings@automicgroup.com.au

Your Proxy instruction must be received not later than 48 hours before the commencement of the Meeting. **Proxy Forms received later than this time will be invalid.**

The Chair intends to vote all open proxies in favour of all resolutions, where permitted.

Yours sincerely,

Tony Panther

Joint Company Secretary

Your right to elect to receive documents electronically or physically

The *Corporations Amendment (Meetings and Documents) Act 2022* includes a requirement for public companies and listed companies to give shareholders notice of their right to elect to be sent documents electronically or physically by the company in section 110K of the Corporations Act (2001) (Cth) (Act).

In accordance with the provisions of the Corporations Act 2001 (Cth) Terra Uranium Limited ("T92" or the "Company") will no longer send physical meeting documents unless a shareholder requests a copy to be mailed.

Providing your email address to receive shareholder communications electronically

The Company encourages all shareholders to provide an email address so we can provide investor communications electronically when they become available online, which includes items such as meeting documents and annual reports.

By providing your email address, you will:

- Support the company by reducing the cost of mailing/postage
- Receive your investor communications faster and in a more secure way
- Help the environment through the need for less paper

How do I update my communications preferences?

Shareholders can still elect to receive some or all of their communications in physical or electronic form or elect not to receive certain documents such as annual reports. To review your communications preferences, or sign up to receive your shareholder communications via email, please update your communication preferences at <https://investor.automic.com.au/>

If you are a shareholder and would like a physical copy of a communication, need further information about the options available to you or have questions about your holding, visit <https://investor.automic.com.au/> or contact our share registry:

Telephone (within Australia): 1300 288 664

Telephone (outside Australia): +61 2 9698 5414

Email: hello@automicgroup.com.au

Website: <https://investor.automic.com.au/>

TERRA URANIUM LIMITED
ACN 650 774 253

Notice of Extraordinary General Meeting

Explanatory Statement and Proxy Form

Date of Meeting:
Tuesday, 4 February 2025

Time of Meeting:
11.00 am (AEDT)

Place of Meeting:
Held virtually via Webinar conferencing facility

*This Notice of Extraordinary General Meeting and Explanatory Statement 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 advisor without delay*

TERRA URANIUM LIMITED

ACN 650 774 253

Registered Office: Level 4 96-100 Albert Road, South Melbourne, VIC, 3205

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (**EGM** or **the Meeting**) of Shareholders of Terra Uranium Limited (**Company** or **T92**) will be held virtually via webinar conferencing facility on Tuesday, 4 February 2025 at 11.00 am (AEDT).

Virtual Attendance

Shareholders are encouraged to submit their proxies as early as possible, and in any event, prior to the cut-off date for proxy voting as set out in this Notice, even if they intend to attend the meeting online. To lodge your proxy, please follow the directions on your personalised proxy form which will be delivered to you by email or post (depending on your communication preferences).

Shareholders attending the EGM virtually will be able to ask questions and the Company has made provision for Shareholders who register their attendance before the start of the meeting to also cast their votes on the proposed resolutions at the EGM.

The virtual meeting can be attended using the following details:

When: Tuesday, 4 February 2025 at 11.00 am (AEDT)

Topic: Terra Uranium Limited – Extraordinary General Meeting

Register in advance for the virtual meeting:

https://vistra.zoom.us/webinar/register/WN_TIA-q13qRAGk5hUI30yvHQ

After registering, you will receive a confirmation email containing information about joining the meeting. As noted previously, the Company strongly recommends its shareholders to lodge a directed proxy as soon as possible in advance of the meeting even if they are planning to attend the meeting online.

Any shareholders who wish to attend the EGM online should monitor the Company's website and its ASX announcements for any updates about the Meeting. If it becomes necessary or appropriate to make alternative arrangements for the holding or conducting of the Meeting, the Company will make further information available through the ASX website at asx.com.au (ASX: T92) and on its website at www.t92.com.au.

Questions may be submitted prior to the meeting by email to admin@t92.com.au. The Company will, at its discretion, address questions received before the Meeting.

AGENDA

The Explanatory Statement and Proxy Form which accompany and form part of this Notice, include defined terms and describe in more detail the matters to be considered. Please consider this Notice, the Explanatory Statement, and the Proxy Form in their entirety.

ORDINARY BUSINESS

Resolution 1 Ratification of prior issue of shares under Placement

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders approve, ratify and confirm the issue of up to 7,111,111 fully paid ordinary shares at an issue price of \$0.045 (4.5 cents) per share on 24 December 2024 on the terms and conditions as set out in the Explanatory Statement.”

A voting exclusion statement as set out below in this Notice applies to this Resolution.

Resolution 2 Approval to issue free attaching options under the Placement

To consider and, if thought fit, to pass the following ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.1, and for all other purposes, shareholders approve the proposed allotment and issue of up to 7,111,111 free attaching options in the Company in relation to the Placement, on the terms and conditions as set out in the Explanatory Statement.”

A voting exclusion statement as set out below in this Notice applies to this Resolution.

Resolution 3 Approval to issue consideration shares

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.1, and for all other purposes, shareholders approve the proposed allotment and issue of fully paid ordinary shares in the Company with a value of CAD200,000 on the terms and conditions as set out in the Explanatory Statement.”

A voting exclusion statement as set out below in this Notice applies to this Resolution.

Resolution 4 Approval to issue shares to supplier

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.1, and for all other purposes, shareholders approve the proposed allotment and issue of up to 750,000 fully paid ordinary shares in the Company on the terms and conditions as set out in the Explanatory Statement.”

A voting exclusion statement as set out below in this Notice applies to this Resolution.

Resolution 5: Approval of proposed share issuance

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholder approval is given to the extent necessary to permit the Company to issue up to a maximum of 50,000,000 new Shares at an issue price of no less than \$A0.06 per Share on the terms and subject to the conditions described in the Explanatory Statement.

By the order of the Board

A handwritten signature in dark ink, appearing to read 'A Panther', with a long, sweeping horizontal stroke extending to the right.

Tony Panther

Joint Company Secretary

6 January 2025

Notes

1. Entire Notice

The details of the resolutions contained in the Explanatory Statement accompanying this Notice of Meeting should be read together with, and form part of, this Notice of Meeting.

2. Record Date

The Company has determined that for the purposes of the Extraordinary General Meeting, shares will be taken to be held by the persons who are registered as holding the shares at 7.00pm (AEDT) on the date that is 48 hours before the Extraordinary General Meeting (**Record Date**). Only those persons will be entitled to vote at the Extraordinary General Meeting and transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Extraordinary General Meeting.

3. Voting

Each Share is entitled to one vote per Share.

4. Proxies

- a. Votes at the Extraordinary General Meeting may be given personally or by proxy, attorney or representative.
- b. Each shareholder has a right to appoint one or two proxies.
- c. A proxy need not be a shareholder of the Company.
- d. If a shareholder is a company it must execute under its common seal or otherwise in accordance with its constitution or the Corporations Act.
- e. Where a shareholder is entitled to cast two or more votes, the shareholder may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
- f. If a shareholder appoints two proxies, and the appointment does not specify the proportion or number of the shareholder's votes, each proxy may exercise half of the votes. If a shareholder appoints two proxies, neither proxy may vote on a show of hands.
- g. A proxy must be signed by the shareholder or his or her attorney who has not received any notice of revocation of the authority. Proxies given by corporations must be signed in accordance with corporation's constitution and Corporations Act.
- h. To be effective, proxy forms must be received by the Company's share registry (Automic Pty Ltd) no later than 48 hours before the commencement of the Extraordinary General Meeting, this is no later than 11.00 am (AEDT) on Sunday, 2 February 2025. Any proxy received after that time will not be valid for the scheduled meeting.

5. Corporate Representative

Any corporate shareholder who has appointed a person to act as its corporate representative at the Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company and/or registry in advance of the Meeting or handed in at the Meeting when registering as a corporate representative.

6. Chair's Voting Intentions

Subject to the restrictions set out in Note 7 below, the Chair of the meeting will vote undirected proxies in favour of all of the proposed resolutions.

The Chair will call a poll on all proposed resolutions.

7. Voting Exclusion Statements

See Explanatory Statement.

8. Enquiries

Shareholders are invited to contact the Company Secretary on +613 9692 7222 if they have any queries in respect of the matters set out in these documents.

EXPLANATORY STATEMENT

Purpose of Information

This Explanatory Statement (**Statement**) is included in and forms part of the Notice of Meeting. The purpose of this Statement is to provide shareholders with information they may require in order to make an informed decision on the applicable Resolutions.

If you are in doubt as to how to vote, you should seek advice from your accountant, solicitor, tax advisor or other professional adviser prior to voting. It is important that you read this Statement in its entirety for a detailed explanation of the applicable Resolution.

Defined terms used in this Notice have the meanings given to them in the Glossary at the end of this Notice.

Background to Placement (Resolutions 1 and 2)

On 16 December 2024, the Company announced that it was undertaking a capital raising to raise \$320,000 (before costs) by way of a Placement comprising the issue of fully paid ordinary shares in the Company (**New Shares**) at \$0.045 per Share (**Placement**). The issue of the New Shares was completed on 24 December 2025 and the Company is seeking shareholder ratification, pursuant to ASX Listing Rule 7.4, of the issue of the New Shares, under Resolution 2

The Placement will also include, subject to shareholder approval, the issue to Placement subscribers of 1 unquoted option, exercisable into 1 new share in the Company, (each, a **Placement Option**) for each New Share issued under the Placement. The Placement Options, which are being issued for nil cash consideration, may be exercised at any time on or before 31 December 2026 at an exercise price of \$0.09 each. The Company is seeking shareholder approval for this issue, pursuant to ASX Listing Rule 7.1, under Resolution 2.

CoPeak Pty Ltd (**Peak Asset Management**) and GBA Capital Pty Ltd (GBA Capital) acted as joint lead managers to the Placement.

Resolution 1 Ratification of prior issue of up to 7,111,111 shares under Placement

Background

As noted above, the Company is seeking shareholder approval pursuant to Listing Rule 7.4 to ratify the prior issue of up to 7,111,111 New Shares (**Placement Shares**) at an issue price of \$0.045 (4.5 cents) per share on 24 December 2024 (**Issue Date**). These securities were issued under the Company's placement capacity under ASX Listing Rule 7.1 available at the time.

ASX Listing Rules

Listing Rules 7.1 and 7.1A allow the Company to issue new securities up to 25% of the existing capital of the Company in any 12-month period without the prior approval of shareholders, unless one of the exceptions in Listing Rule 7.2 applies. The issue of the Placement Shares was made using the Company's 10% placement capacity under Listing Rule 7.1A. The issue was within the Company's available placement capacity under Listing Rule 7.1A, and did not fit within any of the Listing Rule 7.2 exceptions.

Listing Rule 7.4 provides that, where a company's shareholders ratify the prior issue of securities made without approval under Listing Rule 7.1 (provided that the previous issue of securities did not breach Listing Rule 7.1), those securities will be deemed to have been issued with shareholder approval for the purposes of Listing Rule 7.1.

The Company now seeks, under Resolution 1, shareholder ratification of the issue of up to 7,111,111 Placement Shares, pursuant to Listing Rule 7.4.

If this Resolution is passed, the prior issue of 7,111,111 Placement Shares will be treated by the Company as having been made with shareholder approval under ASX Listing Rule 7.1. The Company will therefore have the flexibility, if required, to issue additional equity securities without having the 7,111,111 shares counted towards its placement capacity under Listing Rule 7.1.

If this Resolution is not passed, the prior issue of 7,111,111 shares will not be treated by the Company as having been made with shareholder approval under ASX Listing Rule 7.1. The 7,111,111 shares will be counted towards the Company's placement capacity under Listing Rule 7.1 until 24 December 2025 (being the expiry of the 12-month period after the Issue Date) and will therefore limit the Company's placement capacity under Listing Rule 7.1.

Listing Rule 7.5 requires that the following information be provided to shareholders for the purpose of obtaining shareholder approval pursuant to Listing Rule 7.4:

- (a) The securities were issued to professional and sophisticated investors who are clients of the joint lead managers, Peak Asset Management and GBA Capital. There was no participant in the issue of the Shares that was an investor required to be disclosed under ASX Guidance Note 21.
- (b) The number and class of securities issued were 7,111,111 fully paid ordinary shares.
- (c) The Placement Shares were issued on 24 December 2024.
- (d) The Placement Shares were issued at an issue price of \$0.045 (4.5 cents) per share.
- (e) The Placement Shares were issued to raise capital to advance the Company's portfolio of highly prospective Athabasca-based uranium exploration properties, to partially pay the consideration payable for the proposed acquisition of the Amer Lake Uranium Project and for general working capital purposes.

Directors' Recommendation

The Board recommends that shareholders vote in favour of this Resolution.

Voting Exclusions

The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who participated in the relevant issue of the Placement Shares, or any associates of that person or those persons.

However, this does not apply to a vote cast in favour of a resolution by:

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

Resolution 2 Approval to issue free attaching options under the Placement

Background

As noted above, as part of the Company's Placement announced to the market on 16 December 2024, the Company is proposing to issue up to 7,111,111 free attaching options to subscribers under the Placement on the basis of one free attaching unlisted option to be issued for every one share subscribed for under the Placement (**Placement Options**).

The Placement Options will have an exercise price of \$0.09 (9 cents) per option and an expiry date of 31 December 2026.

No Placement Options have yet been granted to those investors participating in the Placement. The granting of the Placement Options is conditional on the Company receiving shareholder approval under Resolution 2.

ASX Listing Rules

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

The proposed issue of the Placement Options does not fall within any of the exceptions and may, if combined with other potential future issues of securities by the Company, exceed the Company's 15% limit in Listing Rule 7.1. In addition, under the terms of the Placement, the issue of the Placement Options is conditional upon shareholder approval of that issue. The Company is therefore seeking the approval of the Company's shareholders under Listing Rule 7.1 for the issue of the Placement Options, to give it maximum flexibility to issue equity securities if required in the next 12-month period.

Resolution 2 seeks the required shareholder approval to issue the Placement Options under and for the purposes of Listing Rule 7.1:

- If Resolution 2 is passed, the Company will be able to proceed with the issue of the Placement Options to the investors who participated in the Placement. In addition, the issue of the Placement Options will be excluded from the calculation of the number of equity securities that the Company can issue without shareholder approval under Listing Rule 7.1.
- If Resolution 2 is not passed, the Company will not be able to proceed with the issue of the Placement Options.

Listing Rule 7.3 requires that the following information be provided to shareholders for the purpose of obtaining shareholder approval pursuant to Listing Rule 7.1:

- (a) The Placement Options are proposed to be issued to professional and sophisticated investors who are who are clients of the joint lead managers Peak Asset Management and GBA Capital. There will be no participant in the issue of the or Placement Options that is an investor required to be disclosed under ASX Guidance Note 21;
- (b) The number and class of securities proposed to be issued are:
 - (i) Placement Options: up to 7,111,111 free attaching options;
- (c) The material terms of the Placement Options are:
 - (i) Exercise Price: \$0.09 (9 cents);
 - (ii) Expiry Date: 31 December 2026;
 - (iii) Conversion: Each Placement Option entitles the holder to be issued with one ordinary fully paid share in the Company upon conversion;
 - (iv) Voting: The Placement Options do not carry any voting rights;
 - (v) Dividend: The Placement Options do not carry any rights to receive dividends;
 - (vi) The Placement Options will not be quoted on the ASX; andadditional information about the terms and conditions of the Placement Options are contained in Annexure A to this Notice;
- (d) The Company will issue the Placement Options within 3 months after the date of this meeting;
- (e) The Placement Options will be issued for a nil acquisition price;
- (f) The securities will be issued as free attaching options on a 1 for 1 basis to participants in the Placement.

Directors' Recommendation

The Board recommends that shareholders vote in favour of Resolution 2.

Voting Exclusions

The Company will disregard any votes cast in favour on this Resolution by or on behalf of any person who is expected to participate in the issue of securities the subject of this Resolution or who will obtain a material benefit as a result of the issue of securities (except a benefit solely by reason of being a holder of ordinary securities in the entity) or any associates of that person or those persons.

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

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

Resolution 3 Approval to issue consideration shares

Background

As announced to the market on 28 March 2024 (**28 March 2024 Announcement**), the Company has signed a Binding Letter of Intent (**LOI**) for the acquisition of the Amer Lake Uranium Deposit (the **Acquisition**), located in Nunavut, Canada. Further update announcements regarding this acquisition were released to the market on 2 July 2024 and 29 July 2024.

As noted in the 28 March 2024 Announcement, the Acquisition terms included the following element of consideration payable by the Company for Amer Lake:

- issue to the Amer Lake vendor (**Vendor**) (and/or its nominees) on the closing of the Acquisition ordinary shares in the capital of Terra Uranium Limited worth an aggregate of CAD\$200,000, to be calculated using a deemed issue price equivalent to the five day volume weighted average market price (**5 day VWAP**) of Terra Uranium shares (**Consideration Shares**).

In anticipation of the closing of the Acquisition, the Company is seeking shareholder approval for the issue of the Consideration Shares, in order that the agreement to issue these shares, and the issue of these shares, which would be triggered by the closing of the Acquisition, will not use the Company's securities placement capacity. This shareholder approval is sought under Resolution 3.

Number of shares to be issued

As announced to the market on 28 March 2024 (**28 March 2024 Announcement**), the LOI provides that the number of Consideration Shares to be issued would be the number of shares with a value equalling CAD\$200,000. This means the number of Consideration Shares would be calculated using the following formula:

$$\text{Number of Consideration Shares} = \text{CAD\$200,000} \div \text{CAD/AUD FX rate} \div \text{5 day VWAP}$$

where the FX rate and 5 day VWAP are determined as at the date of closing of the Acquisition (Closing Date)

As the Closing Date is not currently known, it is not currently practicable to determine the FX rate and 5 Day VWAP, however an illustrative amount, using the FX rate and the Terra Uranium 5 day VWAP as at 13 December 2024, is as follows:

$$\text{Number of Consideration Shares} = \text{CAD\$200,000} \div 0.0956^* \div \$0.05^{**} = 4,416,961$$

* = RBA CAD/AUD foreign exchange rate as at 13 December 2024

** - Terra Uranium Limited 5 Day VWAP as at 13 December 2024

ASX Listing Rules

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

The proposed issue of Consideration Shares does not fall within any of the exceptions and may, if combined with other potential future issues of securities by the Company, exceed the Company's 15% limit in Listing Rule 7.1. The Company is therefore seeking the approval of the Company's shareholders under Listing Rule 7.1 for the issue of the Consideration Shares, to give it maximum flexibility to issue equity securities if required in the next 12-month period.

Resolution 3 seeks the required shareholder approval to issue the Consideration Shares under and for the purposes of Listing Rule 7.1:

- If Resolution 3 is passed, the Company will be able to proceed with the issue of the Consideration Shares and the issue of the Consideration Shares will be excluded from the calculation of the number of equity securities that the Company can issue without shareholder approval under Listing Rule 7.1.
- If Resolution 3 is not passed:
 - and the Company has sufficient placement capacity at the time it agrees to issue the Consideration Shares, the Company will issue the Consideration Shares, but the issue of the Consideration Shares will reduce the Company's placement capacity by the amount of the Consideration Shares for the 12-month period following their issue, thereby reducing the Company's ability to issue equity securities if required in the next 12-month period; or
 - and the Company does not have sufficient placement capacity at the time it agrees to issue the Consideration Shares, the Company will not be able to issue the Consideration Shares, and would therefore not be able to proceed with the Acquisition, or would need to arrange alternative consideration for the acquisition.

Listing Rule 7.3 requires that the following information be provided to shareholders for the purpose of obtaining shareholder approval pursuant to Listing Rule 7.1:

- (a) The Consideration Shares are proposed to be issued Mr Andrew Donnelly, the vendor of Amer Lake, and/or his nominee(s). There will be no participant in the issue of the Consideration Shares that is an investor required to be disclosed under ASX Guidance Note 21;
- (b) The class of securities proposed to be issued is fully paid ordinary shares in the Company. The number of Consideration Shares is not fixed and will be determined using the following formula:

$$\text{Number of Consideration Shares} = \text{CAD\$200,000} \div \text{CAD/AUD FX rate} \div 5 \text{ day VWAP}$$

Where:

- "CAD\$" means Canadian dollars

- the FX rate and 5 day VWAP are determined as at the date of closing of the Acquisition

- (c) The Company will issue the Consideration Shares within 3 months after the date of this meeting;
- (d) The Consideration Shares are to be issued as part consideration for the acquisition by the Company of Amer Lake. Therefore, the consideration the Company will receive the issue,

combined with the other components of consideration payable by the Company, will be the Amer Lake projects;

- (e) The purpose of the issue is to partially pay the consideration payable for the proposed acquisition of the Amer Lake Uranium Deposit;
- (f) A summary of the material terms of the agreement, pursuant to which the Consideration Shares are proposed to be issued, is set out in Annexure B.

Directors' Recommendation

The Board recommends that shareholders vote in favour of Resolution 3.

Voting Exclusions

The Company will disregard any votes cast in favour on this Resolution by or on behalf of any person who is expected to participate in the issue of securities the subject of this Resolution, being Mr Andrew Donnelly and/or his nominee(s), or who will obtain a material benefit as a result of the issue of securities (except a benefit solely by reason of being a holder of ordinary securities in the entity) or any associates of that person or those persons.

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

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

Resolution 4 Approval to issue supplier shares

Background

The Company has agreed to issue 750,000 shares, at a deemed issue price of \$0.045 (4.5 cents) per share (**Supplier Shares**), to Mr Joel Farina, a joint company secretary of the Company, as payment for legal and company secretarial services, to the value of \$33,750, provided to the Company by Mr Farina.

The agreement to issue the Supplier Shares is conditional on the Company's shareholders approving the issue under Listing Rule 7.1 before the issue is made. This shareholder approval is sought under Resolution 4.

ASX Listing Rules

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

The proposed issue of Supplier Shares does not fall within any of the exceptions and may, if combined with other potential future issues of securities by the Company, exceed the Company's 15% limit in Listing Rule 7.1. The Company is therefore seeking the approval of the Company's shareholders under Listing Rule 7.1 for the issue of the Supplier Shares, to give it maximum flexibility to issue equity securities if required in the next 12-month period and to enable the Company to comply with the conditions of the share issue which, as noted above, is conditional on shareholder approval.

Resolution 4 seeks the required shareholder approval to issue the Supplier Shares under and for the purposes of Listing Rule 7.1:

- If Resolution 4 is passed, the Company will be able to proceed with the issue of the Supplier Shares and the issue of the Supplier Shares will be excluded from the calculation of the number of equity securities that the Company can issue without shareholder approval under Listing Rule 7.1.
- If Resolution 4 is not passed the Company will not be able to issue the Supplier Shares, and would therefore need to find an alternative method for payment for the relevant services, which may include a cash payment.

Listing Rule 7.3 requires that the following information be provided to shareholders for the purpose of obtaining shareholder approval pursuant to Listing Rule 7.1:

- (a) The Supplier Shares are proposed to be issued Mr Joel Farina, and/or his nominee(s). There will be no participant in the issue of the Supplier Shares that is an investor required to be disclosed under ASX Guidance Note 21;
- (b) The number and class of securities proposed to be issued is 750,000 fully paid ordinary shares in the Company.
- (c) The Company will issue the Supplier Shares within 3 months after the date of this meeting;
- (d) The Supplier Shares will be issued at a deemed issue price of \$0.45 (4.5 cents) per share but will not be issued for cash;
- (e) The purpose of the issue is as payment for professional services provided by the proposed recipient of the Supplier Shares;
- (f) The material terms of the agreement under which the Supplier Shares are proposed to be issued are that the Supplier Shares are to be issued as payment for the supply of legal and company secretarial services with a value of \$33,750 and will be issued at a deemed issue price of \$0.45 (4.5 cents) per share.

Directors' Recommendation

The Board recommends that shareholders vote in favour of Resolution 4.

Voting Exclusions

The Company will disregard any votes cast in favour on this Resolution by or on behalf of any person who is expected to participate in the issue of securities the subject of this Resolution, being Mr Joel Farina and/or his nominee(s), or who will obtain a material benefit as a result of the issue of securities (except a benefit solely by reason of being a holder of ordinary securities in the entity) or any associates of that person or those persons.

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

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

Resolution 5: Approval of proposed share issuance

Background

As part of the Company's capital management initiatives and in order to further fund the continued development of its uranium projects, the Company anticipates that it may seek to raise further equity capital pursuant to an issuance of new Shares to Exempt Investors during the three months following the date of the Meeting.

While the Company has not agreed to terms with any prospective investor (or with any potential brokerage firm) in relation to any potential issuance of Shares, it has been in discussions with various prospective investors (and various potential brokerage firms) in relation to a potential issuance of Shares.

Accordingly, and in order to preserve the Company's Listing Rule 7.1 placement capacity, the Company is seeking Shareholder approval under Listing Rule 7.1 to permit the Company to issue further Shares on the terms and subject to the conditions set out in this Explanatory Statement.

Prescribed disclosures

Broadly speaking, and subject to a limited number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary shares it had on issue at the start of that 12 month period.

Since the potential issuance of Shares to Exempt Investors under a placement does not fall within any of the exceptions to Listing Rule 7.1 (which are set out in Listing Rule 7.2) any such Share issuance would reduce the Company's placement capacity for the 12 months following the date of their issue.

If Resolution 5 is passed, it will have the effect of enabling any Shares the subject of Resolution 5 that are actually issued within 3 months after the date of the Meeting to be excluded from the formula in ASX Listing Rule 7.1 to calculate the number of Equity Securities which the Company may issue in any 12 month period.

If Resolution 5 is not passed, the Company would still be able to proceed with the potential issuance, to the extent that the issuance was within the Company's available placement capacity at the time of the issuance, although that issuance will need to be included in the Company's 15% limit in Listing Rule 7.1 (or Listing Rule 7.1A), effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12 months following that issue.

Accordingly, the Company is seeking Shareholder approval for the potential issue of up to a maximum of 50,000,000 Shares at an issue price of not less than A\$0.06 (6 cents) per Share for the purposes of Listing Rule 7.1. The following information is provided to Shareholders for the purposes of Listing Rule 7.3.

Listing Rule	Required Disclosure
7.3.1	The Company anticipates that it may issue up to 50,000,000 new Shares to one or more Exempt Investors within three months of the Meeting. The Exempt Investors may be existing Shareholders (provided that they are not persons to whom Listing Rule 10.11 applies), prospective investors who have expressed an interest in investing in the Company or clients of a (yet to be engaged) brokerage firm.
7.3.2	The Company is seeking Shareholder approval under Resolution 5 to issue up to a maximum of 50,000,000 new Shares. Each Share is a fully paid ordinary share in the equity capital of the Company.
7.3.3	N/A

Listing Rule	Required Disclosure
7.3.4	If the Company is to issue any Shares in reliance on the approval obtained under Resolution 5, the Company will issue these Shares within 3 months after the date of the Meeting.
7.3.5	While the Shares the subject of Resolution 5 may be issued for a premium, the Company will not issue any such Shares at an issue price of less than A\$0.06 (6 cents) per Share.
7.3.6	<p>The gross proceeds raised from the potential issue of Shares the subject of Resolution 5 will potentially be used by the Company:</p> <ul style="list-style-type: none"> • to fund its existing uranium exploration projects; • to fund acquisitions of suitable new uranium exploration projects; • to pay for any issue costs of the potential issue of Shares; and • for general working capital purposes. <p>Shareholders should note that the precise allocation of any funds raised by the Company in reliance on Resolution 5 to the above noted potential purposes has not yet been determined.</p>
7.3.7	N/A
7.3.8	N/A
7.3.9	Please refer to the voting exclusion statement set out in the Notice of Meeting.
Other	There can be no certainty that the Company will (or will be able to) raise capital under or in accordance with this Resolution 5.
Other	No Shares will be issued under or in accordance with this Resolution 5 if that issue will result in that investor holding more than 19.9% of the Company's issued Share capital.
Other	Please note that the Company may also issue additional Equity Securities (i.e. Equity Securities in addition to any Shares issued with approval under Resolution 5) to other Exempt Investors by utilising its existing Listing Rule 7.1 and 7.1A placement capacities. Based on its own calculations, the Company has, as the date of preparation of this Notice of Meeting, its full Listing Rule 7.1 (i.e. 15%) and Listing Rule 7.1A (i.e. 10%) placement capacities available to it.
Guidance Note 21 Disclosure	<p>As noted above, the Company is not intending (and is not permitted) to issue any Shares (or any other Equity Securities) to any person who is caught by Listing Rule 10.11 (e.g. a related party of the Company or an Associate of a related party of the Company) without Shareholder approval under that rule.</p> <p>However, and to the extent that a related party/parties of the Company (or any other person caught by Listing Rule 10.11) is/are to participate in a placement of Shares alongside any placement of Shares done in reliance on the approval obtained under Resolution 5, the Company will ensure that:</p> <ul style="list-style-type: none"> the proposed issuance to the relevant Listing Rule 10.11 person/persons is subject to Shareholder approval under that rule; and adequate disclosure is provided by the Company to allow Shareholders to determine the expected impact on the Company of any such proposed placement of Shares.

Voting exclusion statement

The Company will disregard any votes cast in favour of Resolution 5 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 potential issuance of Shares the subject of Resolution 5 (except a benefit solely by reason of being a holder of Shares) and/or by or on behalf of any person who is an Associate of any such person. However, this exclusion does not apply to a vote cast in favour of Resolution 5 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 Resolution 5 in that way; or
- the Chair 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 Resolution 5 as the Chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided 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 Resolution 5; and

the holder votes on Resolution 5 in accordance with directions given by the beneficiary to the holder to vote in that way

Board Recommendation

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

The Chairman of the Meeting intends to vote undirected proxies in favour of this Resolution.

GLOSSARY

\$	means Australian Dollars.
AEDT	Australian Eastern Daylight Saving Time.
ASX	means ASX Limited ABN 98 008 624 691 or the Australian Securities Exchange, as the context requires.
ASX Listing Rule or Listing Rule	means ASX Listing Rules published and maintained by ASX Limited.
ASX Settlement Operating Rules	means ASX Settlement Operating Rules published and maintained by ASX Limited.
Board	means of the board of Directors of the Company.
Chairman or Chair	means the person appointed to chair the Meeting of the Company convened by the Notice.
Company	means Terra Uranium Limited ACN 650 774 253.
Corporations Act	means <i>Corporations Act 2001</i> (Cth).
Director	means a director of the Company.
Explanatory Statement	means the explanatory statement which accompanies and form part of the Notice of Meeting.
Meeting	has the meaning given in the introductory paragraph of the Notice of Meeting.
Notice of Meeting or Notice	means this Notice of Extraordinary General Meeting for the Company, including the attached notes and the Explanatory Statement.
Option	means an option giving the right to subscribe to one Share.
Proxy Form	means the proxy form attached to the Notice.
Record Date	7.00pm (AEDT) on Sunday, 2 February 2025.
Resolution	means a resolution referred to in the Notice.
Shareholder	means a holder of the Company's fully paid ordinary shares.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means the shareholder of the Company.

ANNEXURE A – TERMS AND CONDITIONS OF PLACEMENT OPTIONS (referred to in this Annexure as “Option” or “Options”)

(a) Entitlement

Each Option entitles the holder to subscribe for one (1) Share upon exercise of the Option.

(b) Exercise Price

Subject to paragraph (i), the amount payable upon exercise of each Option will be \$0.09 (9 cents) (**Exercise Price**).

(c) Expiry Date

Each Option will expire at 5:00 pm (AEDT) on 31 December 2026 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) Exercise Period

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

(e) Notice of Exercise

The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) Exercise Date

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(g) Timing of issue of Shares on exercise

Within 5 Business Days after the latter of the following:

- (i) Exercise Date; and
- (ii) when excluded information in respect to the Company (as defined in section 708A(7) of the Corporations Act) (if any) ceases to be excluded information,

but in any case, not later than 20 Business Days after the Exercise Date, the Company will:

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

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

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

(h) Shares issued on exercise

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

(i) Reconstruction of capital

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

(j) Participation in new issues

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

(k) Right to return of capital

There is no right to return of capital inherent in the Options and holders will not be entitled to participate in any right to return of capital offered to Shareholders during the currency of the Options without exercising the Options.

(l) Voting and dividends

An Option does not carry any right to vote at a general meeting of the Company's shareholders and does not carry any right to receive dividends.

(m) Change in exercise price

An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(n) Transferability

The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

(o) ASX quotation

The Options will not be quoted on the ASX.

ANNEXURE B – SUMMARY OF AGREEMENT UNDER WHICH CONSIDERATION SHARES ARE PROPOSED TO BE ISSUED – REFER RESOLUTION 3

Provision/Term	Summary/Meaning
Acquisition	An overview of the Amer Lake Project is set out in the Company's ASX release dated 28 March 2024, a copy of which accompanies this Explanatory Statement.
Definitive Agreement	The long form transaction documentation expected to be entered into by the Company and the Vendor relating to the proposed sale and purchase of the Amer Lake Project.
Binding Letter of Intent	The legally binding letter of intent agreed to by the Company and the Vendor on 27 March 2024 setting out the proposed terms to be included in the Definitive Agreement.
Company	Terra Uranium Limited ACN 650 774 253
Vendor	Mr Andrew F. Donnelly, of Ottawa, Ontario Canada
Consideration	<p>Under the Definitive Agreement, the total purchase price payable by the Company to the Vendor consists of C\$1,030,000¹, payable as follows:</p> <ul style="list-style-type: none"> • (Cash on Closing) on the Closing Date, the Company will pay the vendor C\$120,000, less all field expenses incurred by the Company since the date of the Binding Term Sheet²; • (Shares on Closing) on signing of the Definitive Agreement, and subject to delivery of all closing deliverable, the Company will issue the Vendor with C\$200,000 worth of Shares at the Deemed Issue Price; • (Tranche 2) on the earlier of the 12 month anniversary of the Closing Date and the date on which the Company releases a Maiden JORC Report, the Company will pay the Vendor C\$100,000 and will issue the Vendor with C\$100,000 worth of Shares at the Deemed Issue Price; • (Tranche 3) on the earlier of the 18 month anniversary of the Closing Date and the date on which the Company increases the inferred resource in the Maiden JORC Report by at least 25%, the Company will pay the Vendor C\$100,000 and will issue the Vendor with C\$100,000 worth of Shares at the Deemed Issue Price; and • (Tranche 4) on the earlier of the 30 month anniversary of the Closing Date and the date on which the Company enters into a Crown Mining Lease in respect of the Amer Lake Project, the Company will pay the Vendor C\$150,000 and will issue the Vendor with C\$150,000 worth of Shares at the Deemed Issue Price³. <p>The issue of Shares the subject of Tranches 2, 3 and 4 is subject to the receipt of Shareholder approval.</p>

¹ A C\$10,000 deposit paid by the Company will be set off against the total Consideration payable.

² The Company has paid up to approximately A\$50,000 in field and ancillary expenses.

³ The Company may elect to pay the Vendor some or all of the Shares for Tranches 2 to 4 in cash.

Provision/Term	Summary/Meaning
Deemed Issue Price	The deemed issue price of Shares, being the 5-day volume weighted average price of Shares traded on ASX calculated over the five day period ending on the relevant reference date.
Maiden JORC Report	A JORC (2012) compliant Mineral Resource Estimate prepared by the Company in relation to Amer Lake with a minimum inferred resource of at least 15 million pounds of uranium at no less than 380ppm uranium.
Uranium Royalty	The Company will also pay the Vendor a 1.5% royalty on any future production from the Amer Lake Project.
Closing	The completion of the acquisition the subject of the Definitive Agreement (and Closing Date has a corresponding meaning).
Share	A fully paid ordinary share in the equity capital of the Company.
Closing Conditions	<p>Closing will not occur until the following Closing Conditions, amongst others, have been satisfied or waived:</p> <ul style="list-style-type: none"> • (Due Diligence) the satisfactory outcome of the Company's due diligence program; • (Regulatory Approvals) the receipt by the Company of all necessary regulatory approvals and consents; and • (Good Standing) the receipt of evidence satisfactory to the Company that the claims the subject of the Amer Lake Project are in good standing and remain active until at least 31 July 2025, or such other date acceptable to the Company.
Reps and Warranties	The parties have made representations and warranties that are generally customary for a transaction of this nature and include representations and warranties in relation to (a) the authority of the parties to transact in the manner envisaged in the Definitive Agreement, (b) there not being any breach of laws (including environmental laws relating to the Amer Lake Project) by any of the parties, (c) the claims the subject of the Amer Lake Project being free from all encumbrances other than those which have been disclosed in the Definitive Agreement and (d) that there are no threatened or pending legal claims.
Indemnity	The Company has agreed to indemnify the Vendor for losses suffered by the Vendor as a result of the Company's breach of the Definitive Agreement. Similarly, the Vendor has agreed to indemnify the Company for losses suffered by the Company as a result of the Vendor's breach of the Definitive Agreement.
Termination	A party may terminate the Definitive Agreement where a breach caused by the other party remains unremedied at the Closing Date.



Terra Uranium Limited | ABN 48 650 774 253

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 **11.00am (AEDT) on Sunday, 02 February 2025**, 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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