

## Notices received under sections 203D and 249D of the Corporations Act

Northern Minerals Limited (ASX: NTU) (**Company**) refers to its announcements dated 21 November 2023 and 30 November 2023.

The Company advises that it has received a notice pursuant to section 203D of the Corporations Act 2001 (Cth) (the **Act**) from Yuxiao Fund Pte Ltd (**Yuxiao Fund**) (**Section 203D Notice**) outlining its intention to move, at the next general meeting of the Company, the following resolution as an ordinary resolution to be decided by a way of poll in accordance with section 250JA of the Act:

*“That, pursuant to section 203D(1) of the Corporations Act 2001 (Cth) and rule 29 of the Company’s constitution, Mr Nicholas Curtis AM be removed as a director of the Company effective immediately on the passing of this resolution.”* (**Resolution 1**)

The Section 203D Notice states that it “*supersedes and replaces*” the section 249D notice that was referred to in the Company’s announcements dated 21 and 30 November 2023.

The Company has also received a new notice pursuant to section 249D of the Act from Yuxiao Fund (**New Section 249D Notice**) requisitioning the Company to call a general meeting of the Company to consider Resolution 1, as well as the following resolution, both to be decided by way of poll in accordance with section 250JA of the Act:

*“That, pursuant to rule 54 of the Company’s constitution, the Company authorises Yuxiao Fund Pte Ltd, being a member of the Company, to inspect the books of the Company relating to the Company’s expenses incurred during Mr Nicholas Curtis AM’s tenure as the Executive Chairman of the Company.”* (**Resolution 2**)

The Company has concluded that the previous deficiencies in relation to Resolution 1 (as mentioned in its announcement dated 30 November 2023) have now been addressed. However, the Company has concluded that Resolution 2 is not a valid resolution.

Under a valid request pursuant to section 249D of the Act, the directors of the relevant company are required to call the extraordinary general meeting within 21 days after the request is given to the company and the meeting is to be held no later than 2 months after the request is given to the company.

The Company has written to Yuxiao Fund asking it whether it agrees that Resolution 1 can be considered at the Company’s 2023 annual general meeting (**2023 AGM**) instead of at a separate extraordinary general meeting. As mentioned in the Company’s ASX announcement dated 30 October 2023, the Australian Securities and Investments Commission has extended the period within which the Company must hold the 2023 AGM to 29 February 2024.

The Company will keep all shareholders updated on any material developments in accordance with its continuous disclosure obligations.

The release of this announcement was authorised by the Board of Directors of Northern Minerals Limited

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