

## Notice of General Meeting

In accordance with the Australian Securities Exchange (ASX) Listing Rules, Northern Minerals Limited attaches a copy of the Notice of Meeting, Shareholder Proxy Form and Notice of Access Letter to be sent to shareholders today.

This ASX announcement has been authorised for release by The Board of Directors.

**For further information:**

Shane Hartwig - Managing Director

**T:** +61 (0)8 9481 2344

**E:** [Info@northernminerals.com.au](mailto:Info@northernminerals.com.au)

**For media:**

Peter Klinger

Purple

**T:** +61 (0)411 251 540

**E:** [pklinger@purple.au](mailto:pklinger@purple.au)

## General Meeting

### Notice of Meeting and Proxy Form

**Dear Shareholder**

Northern Minerals Limited is convening a General Meeting of shareholders to be held at Quest Kings Park, 54 Kings Park Road, West Perth, Western Australia at 10.00am (Perth time) on Wednesday 6 November 2024.

A copy of the Notice of Meeting can be viewed and downloaded online at the following link:

<https://northernminerals.com.au/NOMGeneralmeeting2024>

A copy of your personalised Proxy Form is enclosed for convenience. Proxy votes may also be lodged online by using the link below:

<https://investor.automic.com.au/#/loginsah>

(Login and click on 'Meetings'. Use the Holder Number shown at the top of your Proxy Form.)

Proxy forms for the General Meeting must be received no later than 10.00am (Perth time) on Monday 4 November 2024.

If you have any difficulties obtaining a copy of the Notice of Meeting please contact the Company's share registry, Automic Group Pty Ltd, on 1300 288 664 (within Australia) or +61 2 9698 5414 (Overseas).

Yours sincerely

Belinda Pearce

Company Secretary

4 October 2024

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**NORTHERN MINERALS LIMITED**  
ABN 61 119 966 353

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**NOTICE OF GENERAL MEETING  
OF SHAREHOLDERS**

**10.00 AM (PERTH TIME), WEDNESDAY 6 NOVEMBER 2024**

**AT**

**QUEST KINGS PARK  
54 KINGS PARK ROAD  
WEST PERTH  
WESTERN AUSTRALIA 6005**

**Please read this document carefully.**

You should read this document in its entirety before deciding how to vote on any Resolution at the Extraordinary General Meeting.

You are **strongly encouraged** to consider these issues carefully and **exercise your right to vote**.

**If you are unable to attend the Meeting please complete and return your proxy form in accordance with the specified instructions.**

Notice is hereby given that a general meeting of shareholders of Northern Minerals Limited (ABN 61 119 966 353) (**Company**) will be held at Quest Kings Park, 54 Kings Park Road, West Perth, Western Australia, at 10.00am (Perth time) on Wednesday, 6 November 2024 (**Meeting**).

Terms and abbreviations used in the Notice are defined in Schedule 1.

## **AGENDA**

### **RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 SHARES**

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 887,299,896 Shares on the terms and conditions set out in the Explanatory Notes."

*Note: A voting exclusion statement applies to this resolution (see item 2 of the 'Notes relating to voting').*

### **RESOLUTION 2 – APPROVAL TO ISSUE TRANCHE 2 SHARES**

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 1,375,857,999 Shares on the terms and conditions set out in the Explanatory Notes."

*Note: A voting exclusion statement applies to this resolution (see item 2 of the 'Notes relating to voting').*

By order of the Board



**Belinda Pearce**  
**Company Secretary**  
**4 October 2024**

## NOTES RELATING TO VOTING

The notes relating to voting and the Explanatory Notes form part of this Notice.

### 1 Entitlement to vote

In accordance with Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), it has been determined that persons who are registered holders of shares in the Company as at 4.00 pm (Perth time) on Monday, 4 November 2024 will be entitled to attend and vote at the Meeting as a shareholder. Share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

If more than one joint holder of shares is present to vote at the Meeting (whether personally, by proxy or by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

Holders of options or other convertible securities issued by the Company who are not shareholders but who wish to vote as shareholders at the Meeting are required to lodge valid exercise notices with the Company no later than one week before the Meeting to allow sufficient time for the shares to be issued by the Company.

On a poll, shareholders have one vote for every fully paid ordinary share held (subject to the restrictions on voting referred to below).

### 2 Voting exclusions

#### Resolution 1 – Ratification of prior issue of Tranche 1 Shares

The Company will disregard any votes cast in favour of Resolution 1 by or on behalf of a person who participated in the issue the subject of Resolution 1 or is a counterparty to the agreement being approved, or an associate of that person (or those persons).

However, the Company need not disregard a vote if it is cast in favour of Resolution 1 by:

- (a) a person as a proxy or attorney for a person who is entitled to vote on Resolution 1, in accordance with the directions given to the proxy or attorney to vote on Resolution 1 in that way; or
- (b) the Chair as proxy or attorney for a person who is entitled to vote on Resolution 1, 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 Resolution 1; and
  - (ii) the holder votes on Resolution 1 in accordance with directions given by the beneficiary to the holder to vote in that way.

#### Resolution 2 – Approval to issue Tranche 2 Shares

The Company will disregard any votes cast in favour of Resolution 2 by or on behalf of a person who is expected to participate in, or who will otherwise obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the entity) or an associate of that person (or those persons).

However, the Company need not disregard a vote if it is cast in favour of Resolution 2 by:

- (a) a person as a proxy or attorney for a person who is entitled to vote on Resolution 2, in accordance with the directions given to the proxy or attorney to vote on Resolution 2 in that way; or
- (b) the Chair as proxy or attorney for a person who is entitled to vote on Resolution 2, 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 Resolution 2; and
  - (ii) the holder votes on Resolution 2 in accordance with directions given by the beneficiary to the holder to vote in that way.

### **3 How to vote**

Shareholders may appoint a proxy by submitting a Proxy Form to the share registry. Please note that the Proxy Form needs to be received by no later than 10.00 am (Perth time) on Monday 4 November 2024.

Even if you plan to attend the Meeting, you are still encouraged to submit a directed proxy in advance of the Meeting so that your votes can still be counted if, for any reason, you cannot attend.

#### **Appointing a proxy**

A Shareholder entitled to attend and vote has a right to appoint a proxy to attend and vote instead of the Shareholder. A proxy need not be a Shareholder and can be either an individual or a body corporate. A Shareholder can appoint a proxy by completing and returning a signed Proxy Form (see section 4 of these notes relating to voting, and the Proxy Form).

A Proxy Form is located at Schedule 2.

A Shareholder that is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If no proportion or number is specified, each proxy may exercise half of the Shareholder's votes.

If you wish to direct how your proxy should vote, please mark the appropriate boxes on the Proxy Form. If you do not direct your proxy how to vote on a particular item of business, you are authorising your proxy to vote as they decide, subject to any applicable voting exclusions.

If you intend to appoint the Chair as your proxy, you can direct the Chair how to vote by marking the boxes for each Resolution (for example, if you wish to vote "for", "against" or to "abstain" from voting). However, if you do not mark a box next to a Resolution, then by signing and submitting the Proxy Form, you will be expressly authorising the Chair to vote as they see fit in respect of that Resolution.

The Resolutions will be decided by poll. On a poll, if:

- a Shareholder has appointed a proxy (other than the Chair) and the appointment of the proxy specifies the way the proxy is to vote on a Resolution; and
- that Shareholder's proxy is either not recorded as attending the Meeting or does not vote on that Resolution,

the Chair will, before voting on that Resolution closes, be taken to have been appointed as the proxy for the Shareholder for the purposes of voting on the Resolution and must vote in accordance with the written direction of that shareholder.

Please note that for proxies without voting instructions that are exercisable by the Chair, the Chair intends to vote all available proxies **FOR** the Resolutions.

### **4 Proxy Form**

A Proxy Form is located at Schedule 2.

To be effective, a Proxy Form must be received no later than 10.00 am (Perth time) on Monday 4 November 2024 at:

**Share Registry** (Automic Group Pty Ltd):

**By post:**

Automic  
GPO Box 5193  
Sydney NSW 2001

**By fax:** Facsimile

Number:  
+61 2 8583 3040

**By email:**

meetings@automicgroup.  
com.au

**By hand:**

Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

**Online:**

[\[https://investor.automic.com.au/#/loginsah\]](https://investor.automic.com.au/#/loginsah)

Instructions of how to lodge online are shown on your proxy form.

**5 Corporate representatives**

A body corporate that is a Shareholder, or which has been appointed as a proxy, may appoint an individual to act as its representative at the Meeting. The appointment must comply with the requirements of section 250D of the *Corporations Act 2001* (Cth) (**Corporations Act**). The representative should bring to the Meeting evidence of his or her appointment, including any authority under which it has been signed, unless it has previously been given to the Company.

**6 Voting by attorney**

A Shareholder entitled to attend and vote may appoint an attorney to act on his or her behalf at the Meeting. An attorney may, but need not be, a shareholder of the Company.

An attorney may not vote at the Meeting unless the instrument appointing the attorney, and the authority under which the instrument is signed or a certified copy of the authority, are received by the Company in the same manner, and by the same time, as outlined above for Proxy Forms.

## **EXPLANATORY NOTES**

These Explanatory Notes have been prepared for the Shareholders to provide information about the Resolutions to be considered at the Meeting. These Explanatory Notes are important and should be read carefully by all Shareholders.

### **OVERVIEW OF THE EQUITY RAISING**

On 16 September 2024, the Company announced (**Equity Raising**):

- (a) a two-tranche non-underwritten institutional placement (**Placement**) comprising of:
  - (i) the issue of 887,299,896 Shares (**Tranche 1 Shares**) to sophisticated and institutional investors (**Tranche 1 Participants**) at an issue price of A\$0.019 per Share to raise approximately A\$17 million (before costs) under Listing Rules 7.1 (**Tranche 1**); and
  - (ii) the issue of 1,375,857,999 Shares (**Tranche 2 Shares**) to sophisticated and institutional investors (**Tranche 2 Participants**) at an issue price of A\$0.019 per Share to raise up to approximately A\$26 million (before costs) under Listing Rule 7.1 (**Tranche 2**).
- (b) an offer of Shares to eligible existing shareholders with a registered address in Australia or New Zealand who were holders of Shares at 5:00pm (Perth time) on 13 September 2024 under a share purchase plan to raise up to A\$5 million at the same price as the Placement (**SPP**).

The Company engaged Argonaut and Petra Capital to act as joint lead managers to the Placement (together, the **Joint Lead Managers**).

Placement Participants subscribed for Shares under confirmation letters based on the form provided in the current version of the Master ECM Terms, available at the Australian Financial Markets Association website ([www.afma.com.au](http://www.afma.com.au)) (**Confirmation Letters**) and short-form subscription letters containing representations and warranties customary to investments made by foreign investors resident in the jurisdictions to which the Placement was extended (**Subscription Letters**). The Confirmation Letters and Subscription Letters do not contain any rights to preferred participation in future capital raisings or appoint nominee directors, and are otherwise on customary and standard terms.

Proceeds from the Equity Raising, along with the Company's existing cash reserves will be applied to fund the development of the Company's Browns Range Heavy Rare Earths Project (**Project**) towards a final investment decision, including:

- (a) finalisation of the Definitive Feasibility Study (**DFS**);
- (b) front-end engineering and design (**FEED**) programs relevant to DFS optimisation;
- (c) working capital, site and corporate costs;
- (d) project funding legal and advisory costs;
- (e) additional staffing, site capex, heritage and environmental programs;
- (f) exploration (including progressing updated Mineral Resource estimate for the Wolverine deposit and further mineral resource updates across the Project);
- (g) additional exploration drilling program (to increase the Project's resource base via extensional and target definition drilling); and
- (h) Equity Raising costs.



The Company is seeking shareholder approval under:

- (a) Resolution 1, to ratify the issue of the Tranche 1 Shares for the purposes of Listing Rule 7.4; and
- (b) Resolution 2, to issue the Tranche 2 Shares under Listing Rule 7.1.

## **RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 SHARES**

### **ASX Listing Rules 7.1 and 7.4**

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 shares it had on issue at the start of that period.

The issue of Shares under Tranche 1 of the Placement does not fall within any of the specified exceptions to Listing Rule 7.1 and has not yet been approved by Shareholders. This effectively utilises a significant amount of the Company's 15% placement capacity under Listing Rule 7.1, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rules for the 12-month period following the issue of the Tranche 1 Shares.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of Equity Securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further Equity Securities without shareholder approval under Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue of Shares under Tranche 1.

### **Technical information required by ASX Listing Rule 7.5**

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to Resolution 1:

- (a) Tranche 1 Shares were issued to Tranche 1 Participants, being institutional and sophisticated investors. The Tranche 1 Participants are existing contacts of the Company (including existing Shareholders) and clients of the Joint Lead Managers. The Joint Lead Managers identified investors through a bookbuild process, which involved them seeking expressions of interest to participate in the Placement from non-related parties of the Company. Of the Tranche 1 Placement Participants, Hong Kong Ying Tak Limited and Vastness Investment Group Limited are considered Material Investors as they are substantial holders in the Company and have been issued 131,578,947 and 271,250,091 Shares in the Placement respectively, representing more than 1% of the then issued capital.
- (b) a total of 887,299,896 Tranche 1 Shares were issued on 24 September 2024;
- (c) the Tranche 1 Shares were all fully paid ordinary shares in the capital of the Company issued on the same terms and conditions and ranking equally with the Company's existing Shares;
- (d) the issue price of the Tranche 1 Shares was A\$0.019 per Share;
- (e) the proceeds from the issue of Shares under Tranche 1 will be applied to:
  - (i) finalisation of the DFS;

- (ii) FEED programs relevant to DFS optimisation;
  - (iii) working capital, site and corporate costs;
  - (iv) project funding legal and advisory costs;
  - (v) additional staffing, site capex, heritage and environmental programs;
  - (vi) exploration (including progressing updated Mineral Resource estimate for the Wolverine deposit and further mineral resource updates across the Project);
  - (vii) additional exploration drilling program (to increase the Project's resource base via extensional and target definition drilling); and
  - (viii) Equity Raising costs;
- (f) the Tranche 1 Shares were issued under the Confirmation Letters or Subscription Letters described in the 'Overview of the Equity Raising' section above; and
- (g) a voting exclusion statement is included in Resolution 1 of this Notice.

#### **Technical information required by ASX Listing Rule 14.1A**

If Resolution 1 is passed, the issue of the Tranche 1 Placement Shares will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue of the Tranche 1 Placement Shares.

If Resolution 1 is not passed, 887,299,896 Tranche 1 Placement Shares will be included in calculating the Company's 15% placement capacity under Listing Rule 7.1, effectively decreasing the number of Equity Securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Tranche 1 Placement Shares.

#### **Recommendation**

The Directors unanimously recommend that Shareholders vote in favour of Resolution 1.

### **RESOLUTION 2 – APPROVAL TO ISSUE TRANCHE 2 SHARES**

#### **ASX Listing Rule 7.1**

A summary of Listing Rule 7.1 is contained above.

ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue, without the approval of its shareholders, more Equity Securities during any 12-month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12-month period.

The proposed issue of Tranche 2 Shares does not fall within any of the specified exceptions to ASX Listing Rule 7.1, and would exceed the Company's 15% placement capacity under Listing Rule 7.1. It therefore requires Shareholder approval under Listing Rule 7.1.

To this end, Resolution 2 seeks the Shareholder approval required to issue the Tranche 2 Shares under and for the purposes of Listing Rule 7.1.

### Technical information required by ASX Listing Rule 7.3

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided in relation to Resolution 2:

- (a) Tranche 2 Shares are proposed to be issued to Tranche 2 Participants, being institutional and sophisticated investors. The Tranche 2 Participants are existing contacts of the Company (including existing Shareholders) and clients of the Joint Lead Managers. The Joint Lead Managers identified investors through a bookbuild process, which involved them seeking expressions of interest to participate in the Placement from non-related parties of the Company. Of the Tranche 2 Placement Participants, Hong Kong Ying Tak Limited, Real International Resources Limited and Jing Liu are considered Material Investors as they are, or will be, substantial holders in the Company and are expected to be issued approximately 131,578,947, 420,789,474 and 354,598,783 Shares in the Placement respectively, representing more than 1% of the then issued capital;
- (b) a total of 1,375,857,999 Tranche 2 Shares are proposed to be issued;
- (c) the Tranche 2 Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions and ranking equally with the Company's existing Shares;
- (d) the Tranche 2 Shares will be issued no later than three months after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules) and it is intended that allotment will occur on or about 13 November 2024;
- (e) the issue price of the Tranche 2 Shares will be A\$0.019 per Share;
- (f) the proceeds from the prospective issue of Tranche 2 Shares are intended to be applied to:
  - (i) finalisation of the DFS;
  - (ii) FEED programs relevant to DFS optimisation;
  - (iii) working capital, site and corporate costs;
  - (iv) project funding legal and advisory costs;
  - (v) additional staffing, site capex, heritage and environmental programs;
  - (vi) exploration (including progressing updated Mineral Resource estimate for the Wolverine deposit and further mineral resource updates across the Project);
  - (vii) additional exploration drilling program (to increase the Project's resource base via extensional and target definition drilling); and
  - (viii) Equity Raising costs;
- (g) the Tranche 2 Shares are proposed to be issued under the Confirmation Letters or Subscription Letters described in the 'Overview of the Equity Raising' section above; and
- (h) a voting exclusion statement is included in Resolution 2 of this Notice.

### Technical information required by ASX Listing Rule 14.1A

If Resolution 2 is passed, the Company will issue 1,375,857,999 Tranche 2 Shares. The issue of the Tranche 2 Shares will not use up any of the Company's 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

If Resolution 2 is not passed, the Company will not be able to proceed with the issue of 1,375,857,999 Tranche 2 Shares and raise the funds corresponding to the issue of the Shares under Tranche 2. As a result,

the Company may need to seek other avenues (including debt) in order to fund the development of the Project to a final investment decision.

**Recommendation**

The Directors unanimously recommend that Shareholders vote in favour of Resolution 2.

## **SCHEDULE 1 – DEFINITIONS**

**\$** means Australian dollars.

**Accounting Standards** means the accounting standards issued by the Australian Accounting Standards Board.

**Argonaut** means Argonaut Securities Pty Limited (ACN 108 330 650).

**ASX** means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

**Board** means board of Directors of the Company.

**Chair** means the individual elected to chair any meeting of the Company from time to time.

**Company** means Northern Minerals Limited (ABN 61 119 966 353).

**Corporations Act** means the *Corporations Act 2001* (Cth).

**DFS** means definitive feasibility study.

**Directors** means the current directors of the Company.

**Equity Securities** has the meaning set out in the Listing Rules.

**Explanatory Memorandum** means the explanatory memorandum accompanying this Notice.

**FEED** means front-end engineering and design.

**Joint Lead Managers** means Argonaut and Petra Capital.

**Key Management Personnel** has the meaning given to that term in the Accounting Standards.

**Listing Rules** means the ASX Listing Rules.

**Material Investors** means, in relation to the Company:

- (a) a related party;
- (b) Key Management Personnel;
- (c) a substantial Shareholder;
- (d) an advisor; or
- (e) an associate of the above,

who received or will receive Shares in the Company which constitute more than 1% of the Company's anticipated capital structure at the time of issue.

**Meeting** means the Extraordinary General Meeting of Shareholders to be held on 6 November 2024 as convened by this Notice.

**Notice** means this Notice of General Meeting.

**Petra Capital** means Petra Capital Pty Limited (ACN 110 952 782).

**Placement Participants** means the Tranche 1 Participants and Tranche 2 Participants.

**Project** means the Company's Browns Range Heavy Rare Earths Project.

**Resolution** means a resolution contained in the Notice.

**Shareholder** means a member of the Company from time to time.

**Shares** means fully paid ordinary shares in the capital of the Company.

**SCHEDULE 2 – PROXY FORM**

# 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 Monday, 04 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://automic.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:

Automic  
GPO Box 5193  
Sydney NSW 2001

#### IN PERSON:

Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

#### BY EMAIL:

[meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

#### BY FACSIMILE:

+61 2 8583 3040

#### All enquiries to Automic:

##### WEBSITE:

<https://automicgroup.com.au/>

##### PHONE:

1300 288 664 (Within Australia)  
+61 2 9698 5414 (Overseas)

