

SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

Notice was given on 21 June 2023 that the 2023 annual general meeting of shareholders of ALS Limited (ACN 009 657 489) (**Company**) will be held at The Westin, 111 Mary Street, Brisbane, Queensland, 4000 and online at www.lumiagm.com on Wednesday, 26 July 2023 commencing at 10.00am (AEST) (**Annual General Meeting**).

This supplementary notice of Annual General Meeting (**Supplementary Notice of Meeting**) and supplementary explanatory memorandum (**Supplementary Explanatory Memorandum**) are supplemental to the Company's notice of Annual General Meeting (**Original Notice of Meeting**) and explanatory memorandum (**Original Explanatory Memorandum**) dated 21 June 2023 and should be read in conjunction with the Original Notice of Meeting and the Original Explanatory Memorandum.

This Supplementary Notice of Meeting and Supplementary Explanatory Memorandum contain important supplementary information to the Original Notice of Meeting and Original Explanatory Memorandum. In particular, this Supplementary Notice of Meeting and Supplementary Explanatory Memorandum contain details of the withdrawal of particular amendments originally proposed to be made to the constitution of the Company (**Constitution**) pursuant to resolution 4 set out in the Original Notice of Meeting, being those amendments relating to the ability of the Company to hold virtual general meetings without there being a physical meeting by using technology (**Withdrawn Virtual Meeting Amendments**). The Company has made this decision in light of stakeholder feedback received in respect of the Withdrawn Virtual Meeting Amendments.

A revised copy of the Constitution showing the now proposed amendments (excluding the Withdrawn Virtual Meeting Amendments, which are no longer proposed) is available on the Company's website at www.alsglobal.com under the Corporate Governance Section. Alternatively, a printed copy of the Constitution showing the now proposed amendments (excluding the Withdrawn Virtual Meeting Amendments, which are no longer proposed) can also be obtained by contacting Michael Pearson (Company Secretary) on +61 7 3367 7900 during business hours.

Important information regarding the appointment of proxies is set out in the notes at the end of this Supplementary Notice of Meeting. If you have appointed, or intend to appoint, a proxy to vote on your behalf at the Annual General Meeting, you should read this information in full. If you have any questions, please do not hesitate to contact Michael Pearson (Company Secretary) on +61 7 3367 7900 during business hours.

Dated 3 July 2023

BY ORDER OF THE BOARD



Michael Pearson
Company Secretary

NOTES

Important information regarding the appointment of a proxy

- 1 A replacement proxy form for the Annual General Meeting accompanies this Supplementary Notice of Meeting and Supplementary Explanatory Memorandum (**Replacement Proxy Form**).
- 2 If you are a shareholder of the Company and you are unable to attend and vote at the Annual General Meeting, and wish to appoint a proxy, and you:
 - (a) have not already lodged a proxy form accompanying the Original Notice of Meeting and Original Explanatory Memorandum (**Original Proxy Form**); or
 - (b) have already lodged an Original Proxy Form but wish to change any of your votes in light of the matters set out in this Supplementary Notice of Meeting and Supplementary Explanatory Memorandum,please complete and return the enclosed Replacement Proxy Form. A proxy need not be a shareholder of the Company. Further details about the appointment of a proxy are set out in the Original Notice of Meeting and Original Explanatory Memorandum.
- 3 You may lodge a Replacement Proxy Form in substitution for an Original Proxy Form. If you have already lodged an Original Proxy Form and subsequently lodge a Replacement Proxy Form, only votes cast on the Replacement Proxy Form will be counted. If you have already lodged an Original Proxy Form and do not lodge a Replacement Proxy Form, then votes cast on the Original Proxy Form will be counted (including in respect of resolution 4 set out in the Original Notice of Meeting).
- 4 The return of your completed Replacement Proxy Form can be done by one of the following ways and must be done at least 48 hours before the Annual General Meeting (i.e. lodgement must occur no later than 10.00am (AEST) on Monday, 24 July 2023):

BY MAIL	Boardroom Pty Limited, GPO Box 3993, Sydney, New South Wales, 2001 or Level 8, 210 George Street, Sydney, New South Wales, 2000
BY FAX	+61 2 9290 9655
ELECTRONICALLY	proxy@boardroomlimited.com.au

If you have any queries on how to cast your votes, please do not hesitate to contact Michael Pearson (Company Secretary) on +61 7 3367 7900.

SUPPLEMENTARY EXPLANATORY MEMORANDUM

The following additional information is provided to assist shareholders of the Company in respect of their decision on how to vote on resolution 4 set out in the Original Notice of Meeting.

The Withdrawn Virtual Meeting Amendments, which are no longer proposed, are as follows:

- all of the amendments to existing clause 1.2;
- the deletion of existing clause 33.4;
- all of the amendments to existing clause 34.3(a);
- the addition of the words “, *or the method of holding*” to existing clauses 35.2(a) and 35.2(b);
- the addition of former new clause 36;
- all of the amendments to existing clause 36 (formerly renumbered clause 37);
- all of the amendments to existing clause 37.3(b)(i) (formerly renumbered clause 38.3(b)(i));
- the deletion of existing clauses 39.4 and 39.5;
- all of the amendments to existing clause 40.1 (formerly renumbered clause 41.1);
- the deletion of the words “*take place at*”, and insertion of the words “*have*” and “*or method of holding*” in existing clause 40.3 (formerly renumbered clause 41.3);
- all of the amendments to existing clause 52.4(d) (formerly renumbered clause 53.4(d));
- any amendments to the table of contents that are a consequence of the above proposed amendments to the Constitution; and
- any amendments to clause number referencing that are a consequence of the above proposed amendments to the Constitution.

All of the other proposed amendments to the Constitution remain the same. For the avoidance of doubt, this includes but is not limited to the addition of new clause 34.4 (relating to the provision of notices of general meeting and instruments of proxy) and new clause 102 (relating to electronic communications), the amendment to the maximum number of directors of the Company specified in existing clause 58.2(b), and a range of minor typographic amendments.

A revised copy of the Constitution showing the now proposed amendments (excluding the Withdrawn Virtual Meeting Amendments, which are no longer proposed) is available on the Company’s website at www.alsglobal.com under the Corporate Governance Section. Alternatively, a printed copy of the Constitution showing the now proposed amendments (excluding the Withdrawn Virtual Meeting Amendments, which are no longer proposed) can also be obtained by contacting Michael Pearson (Company Secretary) on +61 7 3367 7900 during business hours.



All correspondence to:

✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

📠 **By Fax** +61 2 9290 9655

💻 **Online** www.boardroomlimited.com.au

☎ **By Phone** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 10.00am AEST on Monday, 24 July 2023.**

🖨 TO VOTE ONLINE

STEP 1: VISIT www.votingonline.com.au/alsagm23

STEP 2: Enter your Postcode (if within Australia) OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):

📱 BY SMARTPHONE



PLEASE NOTE: For security reasons it is important you keep the above information confidential.

Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE VOTING FORM

The voting form can be used to either vote directly (Section 1) OR appoint a proxy to vote on your behalf (Section 2).

SECTION 1: DIRECT VOTING

If you wish to vote directly, you should clearly mark the box in Section 1 and the boxes in Section 3 to indicate your voting instruction for each resolution. Please only mark either "for" or "against" for each resolution. Do not mark the "abstain" box if you are voting directly. If no direction is given on a resolution, or if you complete both the boxes in Section 1 and 2, your vote may be passed to the Chairman of the Meeting as your proxy. Securityholders, custodians and nominees may identify on the Voting Form the total number of votes in each of the categories "for" and "against" and their votes will be valid. The Chairman's decision as to whether a direct vote is valid is final and conclusive.

SECTION 2: APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Section 2. If you wish to appoint someone other than the Chairman of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting or does not vote on a poll in accordance with your instructions, the Chairman of the Meeting will be your proxy by default. A proxy need not be a Securityholder of the company. Do not write the name of the issuer company or the registered Securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- complete two forms. On each form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both forms together in the same envelope.

SECTION 3: VOTING DIRECTIONS

To cast your direct vote or to direct your proxy how to vote, place a mark in one of the boxes opposite each resolution. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any resolution by inserting the percentage or number that you wish to vote in the appropriate box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%. If you do not mark any of the boxes on a given resolution, your proxy may vote as he or she chooses (subject to any voting restrictions that apply to your proxy). If you mark more than one box on a resolution for all your securities your vote on that resolution will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the Meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

SECTION 4: SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the Securityholder.

Joint Holding: where the holding is in more than one name, all the Securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

LODGE

Voting Forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the Meeting, therefore by **10.00am AEST on Monday, 24 July 2023.** Any Voting Form received after that time will not be valid for the scheduled Meeting.

Voting forms may be lodged using the enclosed Reply Paid Envelope or:

💻 **Online** www.votingonline.com.au/alsagm23

📱 **By Smartphone** Scan the QR Code

📠 **By Fax** +61 2 9290 9655

✉ **By Mail** Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia

👤 **In Person** Boardroom Pty Limited
Level 8, 210 George Street,
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

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Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

Please note, you cannot change ownership of your securities using this form.

VOTING FORM

SECTION 1: DIRECT VOTING

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I/We being a Securityholder/s of **ALS Limited** (Company) and entitled to attend and vote hereby elect to vote directly at the Annual General Meeting of the Company to be held at **The Westin, 111 Mary Street, Brisbane QLD 4000** or online <https://web.lumiagm.com/319850190> on **Wednesday, 26 July 2023 at 10.00am AEST** and at any adjournment of that Meeting.

SECTION 2: APPOINTMENT OF PROXY

I/We being a Securityholder/s of **ALS Limited** (Company) and entitled to attend and vote hereby appoint:

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the **Chairman of the Meeting** (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered Securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at **The Westin, 111 Mary Street, Brisbane QLD 4000** or online <https://web.lumiagm.com/319850190> on **Wednesday, 26 July 2023 at 10.00am AEST** and at any adjournment of that Meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolutions 5, 7 & 8, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of these Items even though Resolutions 5, 7 & 8 are connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolutions 5, 7 & 8). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

SECTION 3: VOTING DIRECTIONS

		For	Against	Abstain
Item 2 i				
Resolution 1	Re-election of Leslie Desjardins as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2 ii				
Resolution 2	Re-election of John Mulcahy as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2 iii				
Resolution 3	Election of Peter Possemiers as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2 iv				
Resolution 4	Election of Nigel Garrard as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3				
Resolution 5	Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4				
Resolution 6 (Special)	Amendments to the Constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5				
Resolution 7	Grant of 2022 Performance Rights to Malcom Deane	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 6				
Resolution 8	Grant of 2023 Performance Rights to Malcom Deane	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 7				
Resolution 9 (Special)	Approval of financial assistance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

* If you mark the Abstain box for a particular resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

SECTION 4: SIGN THE FORM

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2023