

31 October 2024

## ADDENDUM TO 2024 NOTICE OF ANNUAL GENERAL MEETING

Magmatic Resources Limited (**MAG** or the **Company**) hereby gives notice to shareholders of the Company that, in relation to the Company's Notice of Annual General Meeting dated 8 October 2024 (**Notice of Meeting**) lodged with the ASX on 29 October 2024, in respect of an Annual General Meeting of Shareholders to be held at 9.30am (WST), Wednesday, 27 November 2024 at Level 2, 22 Mount Street, Perth, Western Australia, the Directors have determined to issue this addendum (**Addendum**) for the purposes set out below.

As announced to ASX on Monday 28 October 2024, Mr David Richardson has been appointed as the Managing Director of the Company upon the resignation of Adam McKinnon. As Mr Richardson is now the Managing Director of the Company, he is excluded from being a director that retires by rotation and is put up for re-election, pursuant to Rule 39.6 of the Company's Constitution, which mirrors ASX Listing Rule 14.4.

As a result of the appointment of David Richardson as Managing Director, the Company will withdraw *Resolution 3, Re-election of Director – David Richardson* as set out in the Notice of Annual General Meeting, announced to the ASX and dispatched to shareholders on 29 October 2024.

As a result of the resignation of Adam McKinnon, the Company will withdraw *Resolution 7, Issue of Options to a Related Party – Dr Adam McKinnon*, as set out in the Notice of Annual General Meeting, announced to the ASX and dispatched to Shareholders on 29 October 2024.

As set out in the attached Addendum, *Resolution 12, Re-election of Director – Mr David Berrie*, is now added to the Notice of Annual General Meeting.



**Andrea Betti**

Company Secretary  
31 October 2024

*This announcement was authorised for release by the Board of Magmatic Resources Limited.*

## ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

Magmatic Resources Limited ACN 615 598 322 (**MAG** or the **Company**) hereby gives notice to shareholders of the Company that, in relation to the Company's Notice of Annual General Meeting dated 8 October 2024 (**Notice of Meeting**) as lodged with the ASX on 29 October 2024, in respect of an Annual General Meeting of Shareholders to be held at 9.30am (WST), Wednesday, 27 November 2024 at Level 2, 22 Mount Street, Perth, Western Australia, the Directors have determined to issue this addendum (**Addendum**) for the purposes set out below.

Defined terms in the Notice of Meeting have the same meaning in this Addendum unless otherwise stated.

### ADDITIONAL RESOLUTION 12

By this Addendum:

- an additional Resolution 12 as detailed below is added to the Notice of Meeting;
- a new section in respect of additional Resolution 12 is added to the Explanatory Notes to the Notice of Meeting.

### REPLACEMENT PROXY FORM

Annexed to this Addendum is a replacement proxy form.

**If Shareholders wish to have their votes counted by proxy in respect of Resolution 12, Shareholders MUST use the attached replacement Proxy Form to vote on ALL Resolutions. In the event that a Shareholder provides a replacement Proxy Form, any Proxy Form dispatched with the original Notice of Meeting which has been completed by that Shareholder will be disregarded.**

**The Company reserves the right to accept Proxy Forms dispatched with the original Notice of Meeting received from Shareholders in the event that a replacement Proxy Form is not provided by the relevant Shareholder.**

### ENQUIRIES

Shareholders are invited to contact the Company Secretary on +61 8 6188 8181 if they have any queries in respect of the matters set out in this Addendum.

**By order of the Board of Directors**



**Andrea Betti**  
Company Secretary  
31 October 2024

**The following additional Resolution is inserted in the Notice of Meeting as follows:**

**Resolution 12: Re-election of Director – Mr David Berrie**

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

*“That, for the purpose of clause 39.6 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr David Berrie retires, and being eligible, be re-elected as a Director.”*

**The following new section is added to the Explanatory Notes to the Notice of Meeting in respect of Resolution 12 as follows:**

**Resolution 12: Re-election of Director – Mr David Berrie**

ASX Listing Rule 14.5 provides that an entity which has directors must hold an election of directors at each annual general meeting.

Rule 39.6 of the Company Constitution (which mirrors ASX Listing Rule 14.4) requires that a director shall not continue in office for a period in excess of three consecutive years or until the third annual general meeting following the director’s appointment, whichever is the longer, without submitting to re-election.

Mr Berrie was last elected at the 2023 annual general meeting. Mr Berrie retires by rotation, and offers himself for re-election.

Mr Berrie has over 30 years’ experience in the mining industry and has extensive public company experience. He worked as a solicitor in the mining team at Clayton Utz before joining the international mining house Western Mining Corporation in 1987 with much of that time spent in the exploration division before transitioning over to BHP Billiton. Mr Berrie has a Bachelor of Laws and a Bachelor of Jurisprudence from the University of Western Australia.

Mr Berrie is currently the Chairman of the Company has no other current directorships outside the Company.

Mr Berrie is not considered to be independent as he was a substantial shareholder within the last three years.

**Board Recommendation**

The Board supports the election of Mr Berrie as a Director of the Company and recommends (with Mr Berrie abstaining) that Shareholders vote in favour of Resolution 12.



# MAGMATIC RESOURCES

Magmatic Resources Limited  
ABN 32 615 598 322

## Need assistance?



**Phone:**  
1300 850 505 (within Australia)  
+61 3 9415 4000 (outside Australia)



**Online:**  
[www.investorcentre.com/contact](http://www.investorcentre.com/contact)

MAG

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **9:30am (AWST) on Monday, 25 November 2024.**

# Proxy Form

## How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

### APPOINTMENT OF PROXY

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

## SIGNING INSTRUCTIONS FOR POSTAL FORMS

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders 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 form when you return it.

**Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

## PARTICIPATING IN THE MEETING

### Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com/au](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

XX

### Online:

Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



**Control Number: 999999**  
**SRN/HIN: I999999999**  
**PIN: 99999**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001  
Australia

### By Fax:

1800 783 447 within Australia or  
+61 3 9473 2555 outside Australia



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

☐

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

# Proxy Form

Please mark ☒ to indicate your directions

## Step 1

## Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Magmatic Resources Limited hereby appoint

☐

the Chairman  
of the Meeting

OR

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

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 to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Magmatic Resources Limited to be held at Level 2, 22 Mount Street, Perth, WA 6000 on Wednesday, 27 November 2024 at 9:30am (AWST) and at any adjournment or postponement of that meeting.

**Chairman authorised to exercise undirected proxies on remuneration related resolutions:** Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 1, 8, 9 and 10 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 1, 8, 9 and 10 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

**Important Note:** If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 1, 8, 9 and 10 by marking the appropriate box in step 2.

## Step 2

## Items of Business

**PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain			For	Against	Abstain
1	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10	Issue of Options to a Related Party – Mr Malcolm Norris	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Appointment of Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11	Approval of 10% Placement Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Withdrawn				12	Re-election of Director – Mr David Berrie	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Election of Director – Mr Malcolm Norris	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
5	Election of Director – Ms Christine Nicolau	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
6	Ratification of prior issue of shares under the Placement (Listing Rule 7.1)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
7	Withdrawn								
8	Issue of Options to a Related Party – Mr David Richardson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
9	Issue of Options to a Related Party – Mr David Berrie	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

## Step 3

## Signature of Securityholder(s)

*This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

**Update your communication details** (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

