

ASX ANNOUNCEMENT

5 JULY 2024

CALL ON UNQUOTED PARTLY PAID SHARES

Australian Vanadium Limited (ASX: AVL, “the Company” or “AVL”) advises that a call will be made on the holders of unquoted partly paid shares issued under the prospectus dated 9 November 2009¹ for the amount of A\$0.005 per partly paid share (“Call”).

The Call will be payable to the Company by no later than 5.00 pm (AWST) on 16 August 2024.

The last day on which the Company will accept transfers of partly paid shares (on which the Call is unpaid) is at 5.00 pm (AWST) on 9 August 2024.

If the holders of partly paid shares fail to pay the Call when it is due, the partly paid shares will be automatically forfeited by the Company in accordance with the AVL Constitution, the ASX Listing Rules and the *Corporations Act 2001* (Cth). On forfeiture, the shares will be cancelled by the Company, subject to shareholder approval.

Funds raised from the Call (if any) will be used for general working capital purposes.

A formal notice of the Call, including details of how to pay the amount of the Call (and also further unpaid amounts) will be sent to all registered holders of partly paid shares today, 5 July 2024. A sample notice of the Call to holders of unquoted partly paid shares is attached.

Please contact Neville Bassett, Company Secretary if you have any queries about the Call.

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

For further information, please contact:

Graham Arvidson, CEO

+61 8 9321 5594

This announcement has been approved in accordance with the Company's published continuous disclosure policy and has been approved by the Board.

¹ See ASX announcement dated 9 November 2009 ‘Disclosure Document’

5 July 2024

<INVESTOR DETAILS>

<INVESTOR DETAILS>

<INVESTOR DETAILS>

Dear Partly Paid Shareholder

Call Notice

1. On 5 July 2024 Australian Vanadium Limited ACN 116 221 740 (**Company**) announced that it had resolved to make a call on the holders of the 68,000,000 unquoted partly paid shares in the capital of the Company issued under and on the terms of the prospectus dated 9 November 2009 (**Partly Paid Shares**).
2. The Company hereby issues this notice to call (**Call Notice**) on all holders of Partly Paid Shares for the amount of \$0.005 per Partly Paid Share currently on issue (**Call**).¹

Payment of Call

3. The Call is due and payable by all holders of Partly Paid Shares to the Company on or before 5.00 pm (AWST) on 16 August 2024 (**Due Date**).²
4. This Call Notice includes a 'Call Payment Notice' on page 4 which contains important information, including:
 - 4.1 the number of Partly Paid Shares currently held by you (**Your Partly Paid Shares**);
 - 4.2 the total amount unpaid on Your Partly Paid Shares;
 - 4.3 the total amount due and payable by you to the Company on Your Partly Paid Shares under the Call; and
 - 4.4 how the Call can be paid.
5. You may elect to pay up the entire amount outstanding on your Partly Paid Shares provided you pay up the entire amount unpaid in respect of at least 500,000 Partly Paid Shares, or if you hold less than 500,000 Partly Paid Shares, then the entire amount unpaid on all your Partly Paid Shares.³
6. If you decide to pay up the entire amount outstanding on your Partly Paid Shares (and not just the amount due and payable under the Call) then, the Company will notify the Australian Securities Exchange (**ASX**) that those shares are intended to be quoted on the ASX trading platform.⁴ The shares will then become quoted fully paid ordinary shares in the capital of the Company (**AVL Shares**).⁵

¹ Rule 3.1(a) of the Constitution; paragraph 7.3(b) of the Prospectus dated 9 November 2009.

² Section 254M(1) of the *Corporations Act 2001* (Cth).

³ Paragraph 7.3(c) of the Prospectus dated 9 November 2009.

⁴ Rules 2.4 and 3.10.3D(c) of the ASX Listing Rules.

⁵ Appendix 2A of the ASX Listing Rules.

7. Joint holders of Partly Paid Shares are jointly and severally liable for the payment of the Call in respect of those Partly Paid Shares.⁶

Consequences of non-payment of the Call

8. If you fail to comply with the Call:
- 8.1 you are liable to pay interest and costs incurred by the Company because of the failure to pay the amounts due;⁷ and
 - 8.2 the Company may seek to recover the amounts due by forfeiting the Partly Paid Shares or otherwise, by commencing legal action or enforcing a lien in accordance with the terms of issue of the Partly Paid Shares and the Constitution of the Company.⁸
9. The Constitution and the terms of the Partly Paid Shares enable the Company to forfeit your Partly Paid Shares if:
- 9.1 you do not pay the Call on your Partly Paid Shares on or before the due date for payment of the Call, being 5.00 pm (AWST) on 16 August 2024;
 - 9.2 the Company issues you with a notice in writing:
 - 9.1.1 requiring you to pay the Call including any interest and all expenses incurred by the Company due to your failure to pay; and
 - 9.1.2 stating that your Partly Paid Shares are liable to be forfeited if you do not pay the amount specified in the notice within the specified time period; and
 - 9.3 you do not pay the amount in accordance with that notice.⁹
10. If, and once, your Partly Paid Shares have been forfeited:¹⁰
- 10.1 all of your interests in those Partly Paid Shares are extinguished;
 - 10.2 all claims you may have against the Company in respect of those Partly Paid Shares (including all dividends determined to be paid but not yet paid) are extinguished; and
 - 10.3 you remain liable for all the amounts due and payable in respect of those Partly Paid Shares as at the date on which they were forfeited.
11. A forfeited Partly Paid Share may be sold or disposed of on any terms determined by the directors of the Company,¹¹ or otherwise cancelled subject to shareholder approval.¹² The liability in paragraph 10 above cannot be waived even after cancellation of the forfeited Partly Paid Shares unless approved by shareholders.¹³

⁶ Paragraph 3.1(m) of the Prospectus dated 9 November 2009.

⁷ Rule 3.1(k) of the Constitution; paragraph 7.3(g) of the Prospectus dated 9 November 2009.

⁸ Rule 3.1(n)(iii) of the Constitution.⁹ Rule 3.3(a) of the Constitution; paragraph 7.3(j) of the Prospectus dated 9 November 2009.

⁹ Rule 3.3(a) of the Constitution; paragraph 7.3(j) of the Prospectus dated 9 November 2009.

¹⁰ Rule 3.3(d) and (e) of the Constitution; paragraph 7.3(k) of the Prospectus dated 9 November 2009.

¹¹ Rule 3.3(f) of the Constitution; paragraph 7.3(j) of the Prospectus dated 9 November 2009.

¹² Rule 7.26 of the ASX Listing Rules; section 258D of the *Corporations Act 2001* (Cth); paragraph 7.3(j) of the Prospectus dated 9 November 2009; section 3.3(g) of the Constitution.

¹³ Rules 7.26.2 and 7.26.3 of the ASX Listing Rules.

Last day to transfer Partly Paid Shares

12. The last day on which the Company will accept transfers of Partly Paid Shares (on which the Call is unpaid) is at 5.00 pm (AWST) on 9 August 2024.

Latest available market price before Call announced to ASX

13. The latest available market price of AVL Shares before the date of this Call Notice was A\$0.016 on 4 July 2024.¹⁴

Latest available market price before this Call Notice was sent

14. The latest available market price of AVL Shares before the date this Call Notice was sent was A\$0.016 on 4 July 2024.¹⁵

3-month high / low prices

15. The highest and lowest market prices of the AVL Shares during the 3 months immediately before this Call Notice was issued and the dates of the relevant sales are as follows:

Highest	Date	Lowest	Date
A\$0.017	4 June 2024	A\$0.013	7 May 2024

Proposed use of funds

Funds raised from the Call will be used for general working capital purposes.

Please contact Neville Bassett, Company Secretary if you have any queries about this Call Notice.

By order of the board of the Company

.....
Neville Bassett
Company Secretary

Telephone: +61 8 6268 2622
Australian Vanadium Limited

¹⁴ Appendix 6A paragraph, 4.2(k) of the ASX Listing Rules.

¹⁵ Appendix 6A, paragraph 4.2(k) of the ASX Listing Rules.

CALL PAYMENT NOTICE

Your name(s) / Holder(s) of Partly Paid Shares	<INVESTOR DETAILS>
Number of Partly Paid Shares you hold as at the date of this Call Notice	[●]
Total amount unpaid on your Partly Paid Shares as at the date of this Call Notice	A\$[●]
Total amount due and payable by you to the Company at A\$0.005 per Partly Paid Share under the Call	A\$[●]
Date of Call Notice	5 July 2024
Last day for transfers of Partly Paid Shares	5 pm (AWST) on 9 August 2024
Due date for Call payment	5 pm (AWST) on 16 August 2024

Payment options

To make a payment on the Call, you have two options detailed below.

Option 1: Direct transfer into the Company's nominated bank account

Australian Vanadium Limited

BSB: 016-185

Acc: 459527025

Swift Code: ANZBAU3M

Company address: Level 2, 50 Kings Park Road, West Perth WA 6005

Bank address: ANZ Perth, 239 Murray Street, Perth WA 6000

Option 2: Paying by cheque

Cheques must be made payable in Australian dollars and drawn on an Australian financial institution to "Australian Vanadium Limited", crossed "Not Negotiable" and delivered to the Company at the following address, together with a copy of this Call Notice:

Australian Vanadium Limited

Level 2, 50 Kings Park Road

West Perth WA 6005