

ASX ANNOUNCEMENT

26 APRIL 2024

## Notice of General Meeting

Pursuant to ASX Listing Rule 3.17.1, Moab Minerals Limited (ASX: MOM) ("**Moab**" or "the **Company**") provides the attached copy of Notice of General Meeting, accompany notice and access letter and proxy form.

The General Meeting will be held at Level 3, 101 St Georges Terrace, Perth, Western Australia, 6000 at 1:30pm (WST) on Tuesday 28 May 2024.

This announcement has been approved by Melissa Chapman, Joint Company Secretary.

### For further information, please contact:

**Malcolm Day**

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Moab Minerals Limited  
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**Jane Morgan**

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### ABOUT MOAB MINERALS

Moab Minerals Limited (ASX:MOM) is an exploration and project development company. The Company is currently focused on the exploration and development of the REX Uranium-Vanadium Project located in the famed UraVan Mineral Belt of Colorado and a drill program is currently underway. The project is 60% owned by Moab and contains many historic uranium mines including, Blackfoot/Rattlesnake, Wedge, Merry Widow, Sunbeam and Vanadium King that have not been subject to exploration since the 1970's, other than initial sampling by MOM. The Company currently has a drilling program underway and aims to further explore REX through a targeted exploration program.

Moab has announced the acquisition of Linx Resources Pty Ltd that owns a package of uranium projects in Tanzania. The acquisition is subject to the satisfaction of two conditions precedent, being shareholder approval and Fair Competition Council (FCC) of Tanzania approval.

Moab currently holds a 11.02% interest in CAA Mining, an exploration and development company focused on lithium and gold exploration in Ghana, Africa, providing Moab shareholders with an interest in three lithium projects that are complementary to its existing assets, expanding its business as a junior exploration company.

The Company also holds the Highline Copper-Cobalt Project in Southern Nevada, as well as the Woodlands Project in Western Australia.

April 2024

Dear Shareholder,

### **MOAB MINERALS LTD - GENERAL MEETING**

Moab Minerals Limited (**ASX: MOM**) (the **Company**) advises its General Meeting of Shareholders (**Meeting**) will be held at Level 3, 101 St Georges Terrace, Perth, WA, 6000 on 28 May 2024 at 1:30pm (WST).

The Company will not be dispatching physical copies of the notice of Meeting, unless a shareholder has elected to receive a physical copy. A copy of the Meeting materials can be viewed and downloaded online as follows:

- You can access the Meeting materials online at the Company's website: [www.moabminerals.com.au](http://www.moabminerals.com.au).
- A complete copy of the Meeting materials has been posted to the Company's ASX Market announcements page at [www.asx.com.au](http://www.asx.com.au) under the Company's ASX code "MOM."
- If you have provided an email address and have elected to receive electronic communications from the Company, you will receive an email to your nominated email address with a link to an electronic copy of the Meeting materials and the voting instruction form.

A copy of your Proxy Form is enclosed for convenience.

The Company intends to hold a physical meeting. Shareholders will be notified of any changes to this by way of announcement on ASX and the details will also be made available on our website.

The Meeting materials are important and should be read in their entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

Yours faithfully  
Moab Minerals Limited

Melissa Chapman  
Joint Company Secretary

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**MOAB MINERALS LIMITED**  
**ACN 009 147 924**  
**NOTICE OF GENERAL MEETING**

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Notice is given that the Meeting will be held at:

**TIME:** 1:30pm (AWST)  
**DATE:** 28 May 2024  
**PLACE:** Level 3  
101 St Georges Terrace  
PERTH WA 6000

***The business of the Meeting affects your shareholding and your vote is important.***

***This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.***

***The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 1:30pm (AWST) on 26 May 2024.***

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## BUSINESS OF THE MEETING

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### AGENDA

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#### 1. RESOLUTION 1 – APPROVAL TO ISSUE CONSIDERATION SECURITIES - ACQUISITION

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

*“That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to:*

- (a) 81,851,178 Consideration Shares;
- (b) 20,462,793 Consideration Options; and
- (c) 163,702,356 Performance Rights,

*to the Linx Shareholders, on the terms and conditions set out in the Explanatory Statement”.*

A voting exclusion statement applies to this Resolution. Please see below.

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#### 2. RESOLUTION 2 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTOR – MALCOLM DAY

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

*“That, subject to the passing of Resolution 1, for the purposes of section 195(4) and section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 30,000,000 Performance Rights to Malcolm Day (or their nominee) on the terms and conditions set out in the Explanatory Statement.”*

A voting exclusion statement and voting prohibition statement applies to this Resolution. Please see below.

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#### 3. RESOLUTION 3 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTOR - BRYAN HUGHES

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

*“That, subject to the passing of Resolution 1, for the purposes of section 195(4) and section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 30,000,000 Performance Rights to Bryan Hughes (or their nominee) on the terms and conditions set out in the Explanatory Statement.”*

A voting exclusion statement and voting prohibition statement applies to this Resolution. Please see below.

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**4. RESOLUTION 4 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTOR - DAVID WHEELER**

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

*“That, subject to the passing of Resolution 1, for the purposes of section 195(4) and section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 30,000,000 Performance Rights to David Wheeler (or their nominee) on the terms and conditions set out in the Explanatory Statement.”*

A voting exclusion statement and voting prohibition statement applies to this Resolution. Please see below.

**Dated: 23 April 2024**

**By order of the Board**

**Melissa Chapman  
Joint Company Secretary**

## Voting Prohibition Statements

<p><b>Resolution 2, Resolution 3, and Resolution 4 – Issue of Performance Rights to Directors</b></p>	<p>In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (<b>Resolution 2, Resolution 3, and Resolution 4 Excluded Party</b>). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 2, Resolution 3, and Resolution 4 Excluded Party.</p> <p>In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if:</p> <p>(a) the proxy is either:</p> <p>(i) a member of the Key Management Personnel; or</p> <p>(ii) a Closely Related Party of such a member; and</p> <p>(b) the appointment does not specify the way the proxy is to vote on this Resolution.</p> <p>Provided the Chair is not a Resolution 2, Resolution 3, and Resolution 4 Excluded Party, the above prohibition does not apply if:</p> <p>(a) the proxy is the Chair; and</p> <p>(b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.</p>
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## Voting Exclusion Statements

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of the Resolution set out below by or on behalf of the following persons:

<p><b>Resolution 1 – Approval to issue Consideration Securities</b></p>	<p>A person who is expected to participate in, or who will 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 Company) (namely, the Linx Shareholders) or an associate of that person (or those persons).</p>
<p><b>Resolution 2 Issue of Performance Rights to Director – Malcolm Day</b></p>	<p>Malcolm Day (or their nominee) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.</p>
<p><b>Resolution 3 Issue of Performance Rights to Director - Bryan Hughes</b></p>	<p>Bryan Hughes (or their nominee) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.</p>
<p><b>Resolution 4– Issue of Performance Rights to Director - David Wheeler</b></p>	<p>David Wheeler (or their nominee) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.</p>

However, this does not apply to a vote cast in favour of the Resolution by:

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

### **Voting by proxy**

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To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who 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 the Shareholder appoints two proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

### **Voting in person**

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To vote in person, attend the Meeting at the time, date and place set out above.

***Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary on +61 8 6166 9107.***

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## EXPLANATORY STATEMENT

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This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

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### 1. BACKGROUND TO THE ACQUISITION

#### 1.1 Background to the Acquisition

As announced by the Company on 12 March 2024, the Company has entered into a share sale agreement with Linx Resources Pty Ltd (ACN 371 080 667) (**Linx**) and four of the six shareholders in Linx (**Linx Shareholders**) to acquire 902 fully paid ordinary shares in the capital of Linx, being 81.85% of the issued share capital of Linx (**Acquisition**). Details of the Linx Shareholders are set out in Schedule 1.

Linx is an Australian proprietary company, registered in Western Australia. Linx was incorporated in September 2023 for the sole purpose of holding a 100% interest in Oryx Resources Limited (registered in the United Kingdom) which, in turn, holds an 80% shareholding in Katika Resources Limited, a company registered in Tanzania, which is the registered holder of three mineral prospecting licenses in Tanzania comprising the Manyoni Uranium Project and the Octavo Uranium Project. Galo Capital Limited, a company registered in Tanzania, holds a 20% shareholding in Katika Resources Limited.

The Manyoni Uranium Project and the Octavo Uranium Project, located in the Republic of Tanzania, approximately 100 kilometres northwest of the capital city of Dodoma, comprise of prospecting licences that have been granted for an initial period of 4 years, renewable for further periods of 3 years and then 2 years.

PL No.	Date Granted	Grant Period	Annual Rent	Project	Holder
12224/2023	3 February 2023	48 months	US\$4,381	Manyoni	Katika Resources Limited
12225/2023	3 February 2023	48 months	US\$8,168	Manyoni	Katika Resources Limited
11645/2021	14 July 2021	48 months	US\$9,036	Octavo	Katika Resources Limited

The projects are located in the central part of the Tanzanian Archaean Shield, which is a stable platform of granite-gneiss terrane with marginal greenstone belts. Radiometrically "hot" granites have been subject to erosion over geological time and have contributed uranium and other metals into the pluvial streams and lakes which drain the shield. In the Manyoni Uranium Project area the uranium is deposited in a shallow playa lake system as schrockingerite (in the lake sediments) and carnotite in the granitic saprolite below the lake sediments. The mineralisation varies from flat lying to shallowly dipping as it follows the direction of the palaeo-drainage to the south-east while the average depth to the top of mineralisation is 10m. In the Octavo Uranium Project area the geological model is for uranium in Triassic sandstone overlying granite basement rocks.

#### 1.2 Consideration and Conditions Precedent for the Acquisition

Under the terms of the share sale agreement between the Company, Linx and the Linx Shareholders (**Sale Agreement**), the Company has agreed to pay / issue

to the Linx Shareholders the following consideration at completion of the Acquisition:

- (a) pay \$360,000 in cash to repay Linx Shareholder loans extended by Hale Court Holdings Pty Ltd and Katherine Darian Witham Jensen and William John Andrew Witham ATF Acorn Family Trust;
- (b) issue the following pro-rata amongst the Linx Shareholders, in the proportions set out in Schedule 1 and subject to receipt of Shareholder approval under Resolution 1:
  - (a) 81,851,178 Shares at a deemed issue price of \$0.007 per Share (**Consideration Shares**) (Resolution 1(a));
  - (b) 20,462,793 unlisted options with an exercise price of \$0.016 and an expiry date of 3 years from the date of issue (**Consideration Options**) (Resolution 1(b)); and
  - (c) 163,702,356 performance rights which will convert into Shares on a 1:1 basis upon satisfaction of the following milestones within the specified timeframes (**Performance Rights**) (Resolution 1(c)):
    - (A) 81,851,178 Performance Rights will convert upon the Company defining a JORC Code 2012 compliant resource of at least 15Mlb at a minimum grade of 130ppm U308 within 24 months from completion of the Acquisition (**Milestone 1**); and
    - (B) 81,851,178 Performance Rights will convert upon the achievement of either of the following milestones within 36 months from completion of the Acquisition:
      - (I) the Company completing a positive pre-feasibility study concluding that the Manyoni Uranium Project is economically and technically feasible and with a minimum NPV10 of at least US\$200 million; or
      - (II) defining a JORC Code 2012 resource of at least 40Mlb at least 130ppm U308, within 36 months from settlement of the Acquisition (**Milestone 2**), (together, the **Performance Rights**).

The Consideration Shares and Consideration Options will be subject to voluntary escrow until 31 May 2025, unless otherwise waived by the Company or any period required by ASX.

Completion of the Acquisition (**Completion**) will occur ten business days after the satisfaction (or waiver) of the outstanding conditions precedent set out below:

- (a) the Company obtaining Shareholder approval for the issue of the Consideration Securities; and

- (b) the Linx Shareholders obtaining any necessary regulatory (specifically, the Tanzanian Mineral Commission and/or Fair Competition Commission) approvals to complete the Acquisition,

(together, the **Conditions Precedent**).

The Company is therefore seeking Shareholder approval for the issue of the Consideration Securities pursuant to Resolution 1.

The Conditions Precedent must be satisfied by 31 May 2024 (or such other date as the Company and the Linx Shareholders agree in writing).

### 1.3 **Board Appointment and Consultants**

Subject to and from Completion, the Linx Shareholders are entitled to nominate one person to the board of the Company (**Nominee Director**). The Company has agreed to issue the Nominee Director, subject to Shareholder approval, 15,000,000 Performance Rights, convertible into Shares on a 1:1 basis on the occurrence of Milestone 1 and 15,000,000 Performance Rights convertible into shares on a 1:1 basis on the occurrence of with Milestone 2.

From Completion, Katherine Jensen (the current director of Linx) and William Witham will be appointed as consultants to the Company for a fee of \$1,500 per day, to a maximum of \$15,000 per month, with a notice period of 1 month.

As at the date of this Notice, the Linx Shareholders have not nominated a Nominee Director. The Company will seek Shareholder approval for the issue of the Performance Rights to the Nominee Director at the relevant time.

### 1.4 **Loan Agreement**

On 14 December 2023, the Company entered into an exclusivity and loan agreement with Linx to allow the Company to conduct due diligence and negotiate terms of the acquisition on an exclusive basis. In return for the initial two-month exclusivity period, the Company extended a loan of \$350,000 to Linx to meet acquisition and other business costs.

The material terms of the loan are as follows:

- (a) Loan amount: \$350,000.
- (b) Interest: 2% per annum.
- (c) Repayment: the loan can be repaid or converted (at the sole election of Linx) by 14 June 2024. Should the loan be converted, the Company will be issued shares in Linx at a deemed issue price of \$0.07 per share based on the outstanding loan amount at that time including accrued interest.
- (d) Security: the loan is secured over the assets of Linx pursuant to a general security deed.
- (e) If the acquisition of Linx by the Company under the Sale Agreement is completed, any revised repayment plans under the loan agreement are to be negotiated in good faith.

The Company loaned a further \$50,000 to Linx on 15 February 2024 on the same terms as above, to extend the exclusivity period for an additional month.

## 1.5 Assumption of deferred consideration owed to Galo Capital Limited

Subject to Completion occurring, the Company will assume Linx's obligations to pay US\$740,000 in deferred consideration payments to Galo Capital Limited (**Galo**) for the acquisition of the prospecting licences. If Completion occurs, the Company will take on Linx's liability to pay the deferred consideration as follows:

- (a) US\$340,000 due and payable to Galo on or before 22 September 2024; and
- (b) US\$400,000 due and payable to Galo on or before 22 September 2025. Subject to achievement of Milestone 1 this year, the Company would be required to pay this US\$400,000 on or before 22 December 2024.

## 1.6 Director Performance Rights

Subject to the passing of Resolution 1, and receipt of Shareholder approval under Resolutions 2 to 4, the current Directors of the Company (being Malcolm Day, Bryan Hughes and David Wheeler) will be issued a total of 45,000,000 Performance Rights (or 15,000,000 per Director) convertible into shares on a 1:1 basis on the occurrence of Milestone 1 and 45,000,000 Performance Rights (or 15,000,000 per Director) convertible into shares on a 1:1 basis on the occurrence of with Milestone 2.

The Company is seeking Shareholder approval for the issue of the Performance Rights to the Directors pursuant to Resolutions 2 to 4.

## 1.7 Effect of Resolutions on the Company's capital structure

If Resolutions 1 to 4 are approved by Shareholders and Completion occurs, the effect of the Acquisition on the capital structure of the Company will be as follows:

	Shares	Options	Performance Rights
Current issued capital	726,963,069	84,000,000	-
Consideration Shares	81,851,178	-	-
Consideration Options	-	20,462,793	-
Performance Rights (to be issued to Linx Shareholders)	-	-	163,702,356
Performance Rights (to be issued to current Directors)	-	-	90,000,000
<b>Total</b>	<b>808,814,247</b>	<b>104,462,793<sup>1</sup></b>	<b>253,702,356</b>

### Note:

1. The above table does not take into account the 30,000,000 Performance Rights the Company has agreed to issue to the Nominee Director, subject to receipt of Shareholder approval. If Completion occurs and the Nominee Director is nominated by the Linx

Shareholders, the Company will seek Shareholder approval for the 30,000,000 Performance Rights and the total Performance Rights on issue will increase to 283,702,356.

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## **2. RESOLUTION 1 – APPROVAL TO ISSUE CONSIDERATION SECURITIES – ACQUISITION**

### **2.1 General**

As set out in Section 1.2 above, the Company is seeking Shareholder approval for the issue of the Consideration Securities to be issued to the Linx Shareholders under the Sale Agreement and in the proportions set out in Schedule 1.

Broadly speaking, and 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 proposed issue of the Consideration Securities falls within exception 17 of Listing Rule 7.2. It therefore requires the approval of Shareholders under Listing Rule 7.1.

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

If Resolution 1 is passed, the Company will be able to proceed with the issue of the Consideration Securities. In addition, the issue of the Consideration Securities will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 1 is not passed, the Company will not be able to proceed with the issue of the Consideration Securities or complete the Acquisition.

Resolution 1 is an independent Resolution and seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of the Consideration Securities.

### **2.3 Technical information required by Listing Rule 7.1**

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to Resolution 1:

- (a) the Consideration Securities will be issued to the Linx Shareholders, as set out in Schedule 1. The Company notes that Linx Shareholders Katherine Jensen and William Witham, who will be appointed as consultants to the Company as noted in Section 1.3 above, will also be issued more than 1% of the Shares on issue;
- (b) the maximum number of:
  - (i) Consideration Shares to be issued is 81,851,178;
  - (ii) Consideration Options to be issued is equal to 20,462,793; and
  - (iii) Performance Rights to be issued is equal to 163,702,356;
- (c) the Consideration Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares;
- (d) the Consideration Options will be issued on the terms and conditions set out in Schedule 2;

- (e) the Performance Rights will be issued on the terms and conditions set out in Schedule 3;
- (f) the Consideration Securities will be issued no later than 3 months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules) and it is intended that issue of the Consideration Securities will occur on the same date;
- (g) the Consideration Securities will be issued at a deemed issue price of \$0.07, in consideration for the Acquisition;
- (h) the Consideration Securities are being issued to the Linx Shareholders under the Sale Agreement. A summary of the material terms of the Sale Agreement is set out in Sections 1.1 to 1.5; and
- (i) the Consideration Securities are not being issued under, or to fund, a reverse takeover.

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### **3. RESOLUTION 2, RESOLUTION 3 AND RESOLUTION 4 - APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTORS**

#### **3.1 General**

As set out in Section 1.6 above, the Company has agreed, subject to obtaining Shareholder approval, to issue up to an aggregate of 90,000,000 Performance Rights (**Performance Rights**) to the Company's directors, Malcolm Day, Bryan Hughes and David Wheeler (or their nominee) (**Related Parties**) on the terms and conditions set out below.

Each Director will receive 15,000,000 Performance Rights convertible into Shares upon the satisfaction of Milestone 1 and 15,000,000 Rights convertible into Shares upon the satisfaction of Milestone 2, as set out in Section 1.2 above.

Further details in respect of the terms and conditions of the Performance Rights proposed to be issued to the Related Parties is set out in Schedule 3. The Company has agreed to issue the Performance Rights to the Related Parties on the same terms and conditions as the Performance Rights to be issued to the Linx Shareholders under the Acquisition.

Resolutions 2 to 4 seek Shareholder approval for the issue of the Performance Rights to the Related Parties. The passing of each of Resolutions 2 to 4 is subject to the passing of Resolution 1.

#### **3.2 Director Recommendation**

Each Director has a material personal interest in the outcome of Resolutions 2 to 4 on the basis that all of the Directors (or their nominees) are to be issued Performance Rights should Resolutions 2 to 4 be passed. For this reason, the Directors do not believe that it is appropriate to make a recommendation on Resolutions 2 to 4 of this Notice.

#### **3.3 Chapter 2E of the Corporations Act**

For a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue of the Performance Rights to the Related Parties constitutes giving a financial benefit and each of the Related Parties is a related party of the Company by virtue of being a Director.

As the Performance Rights are proposed to be issued to all of the Directors, the Directors are unable to form a quorum to consider whether one of the exceptions set out in sections 210 to 216 of the Corporations Act applies to the issue of the Options. Accordingly, Shareholder approval for the issue of Performance Rights to the Related Parties is sought in accordance with Chapter 2E of the Corporations Act.

### **3.4 Listing Rule 10.11**

Listing Rule 10.11 provides that unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue equity securities to:

- 10.11.1 a related party;
- 10.11.2 a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (30%+) holder in the company;
- 10.11.3 a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the company and who has nominated a director to the board of the company pursuant to a relevant agreement which gives them a right or expectation to do so;
- 10.11.4 an associate of a person referred to in Listing Rules 10.11.1 to 10.11.3; or
- 10.11.5 a person whose relationship with the company or a person referred to in Listing Rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders,

unless it obtains the approval of its shareholders.

The issue of Performance Rights falls within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires the approval of Shareholders under Listing Rule 10.11.

Resolutions 2 to 4 seek the required Shareholder approval for the issue of the Performance Rights under and for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.11.

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

If Resolutions 2 to 4 are passed, the Company will be able to proceed with the issue of the Performance Rights to the Related Parties within one month after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules). As approval pursuant to Listing Rule 7.1 is not required for the issue of the Performance Rights (because approval is being

obtained under Listing Rule 10.11), the issue of the Performance Rights will not use up any of the Company's 15% annual placement capacity.

If Resolutions 2 to 4 are not passed, the Company will not be able to proceed with the issue of the Performance Rights to the Related Parties and the Company will seek to find alternative ways to incentivise the Related Parties, which may be less cost effective to the Company.

### **3.6 Technical Information required by Listing Rule 10.13 and section 219 of the Corporations Act**

Pursuant to and in accordance with Listing Rule 10.13 and section 219 of the Corporations Act, the following information is provided in relation to Resolutions 2 to 4:

- (a) the Performance Rights will be issued to the Company's Directors; Malcolm Day, Bryan Hughes and David Wheeler (or their nominee), who each fall within the category set out in Listing Rule 10.11.1 as each are a related party of the Company by virtue of being a Director;
- (b) the maximum number of Performance Rights to be issued to the Related Parties (being the nature of the financial benefit proposed to be given) is 90,000,000 comprising:
  - (i) 30,000,000 Performance Rights (being 15,000,000 Performance Rights with Milestone 1 and 15,000,000 Performance Rights with Milestone 2) to Malcolm Day (or his nominee) pursuant to Resolution 2;
  - (ii) 30,000,000 Performance Rights (being 15,000,000 Performance Rights with Milestone 1 and 15,000,000 Performance Rights with Milestone 2) to Bryan Hughes (or his nominee) pursuant to Resolution 3; and
  - (iii) 30,000,000 Performance Rights (being 15,000,000 Performance Rights with Milestone 1 and 15,000,000 Performance Rights with Milestone 2) to David Wheeler (or his nominee) pursuant to Resolution 4;
- (c) a summary of the material terms and conditions of the Performance Rights is set out in Schedule 3;
- (d) the Performance Rights will be issued no later than 1 month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules) and it is intended that issue of the Performance Rights will occur on the same date;
- (e) the issue price of the Performance Rights will be nil. The Company will not receive any other consideration in respect of the issue of the Performance Rights;
- (f) the purpose of the issue of the Performance Rights is to provide a performance linked incentive component in the remuneration package for each of the Related Parties and to motivate and reward their performance as a Director and to provide cost effective remuneration, enabling the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to the Related Parties;

- (g) the Performance Rights are unquoted securities. The Company has chosen to issue Performance Rights to the Related Parties for the following reasons:
- (a) the Performance Rights are unquoted; therefore, the issue of the Performance Rights has no immediate dilutionary impact on Shareholders;
  - (b) the milestones attaching to the Performance Rights will align the interests of the Related Parties with those of Shareholders; and
  - (c) it is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Performance Rights on the terms proposed;
- (h) the number of Performance Rights to be issued to each of the Related Parties has been determined based upon a consideration of:
- (a) current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company;
  - (b) the remuneration of the Related Parties; and
  - (c) incentives to attract and ensure continuity of service of the Related Parties who have appropriate knowledge and expertise, while maintaining the Company's cash reserves.

The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Performance Rights upon the terms proposed;

- (i) the total remuneration package for each of the Related Parties for the previous financial year and the proposed total remuneration package for the current financial year are set out below:

Related Party	Current Financial Year Ended 30 June 2024	Previous Financial Year Ended 30 June 2023
Malcolm Day	\$275,992 <sup>1</sup>	\$319,448 <sup>4</sup>
Bryan Hughes	\$73,792 <sup>2</sup>	\$100,330 <sup>5</sup>
David Wheeler	\$47,192 <sup>3</sup>	\$74,030 <sup>6</sup>

**Notes:**

1. Comprising Directors' fees/salary of \$80,000, a superannuation payment of \$8,800, share-based payments of \$7,192 (comprising of Performance Rights the subject of Resolution 2 with the valuation pro-rated over the vesting period of the Performance Rights) and \$180,000 in consultancy fees.
2. Comprising Directors' fees/salary of \$60,000, a superannuation payment of \$6,600 and share-based payments of \$7,192 (comprising of Performance Rights the subject of Resolution 3 with the valuation pro-rated over the vesting period of the Performance Rights).
3. Comprising Directors' fees/salary of \$40,000 and share-based payments of \$7,192 (comprising of Performance Rights the subject of Resolution 4 with the valuation pro-rated over the vesting period of the Performance Rights).

4. Comprising Directors' fees/salary of \$80,000, a superannuation payment of \$8,400, share-based payments (Options) of \$51,048 and \$180,000 in consultancy fees.
  5. Comprising Directors' fees/salary of \$60,000, a superannuation payment of \$6,300 and share-based payments (Options) of \$34,030.
  6. Comprising Directors' fees/salary of \$40,000 and share-based payments (Options) of \$34,030.
- (j) the value of the Performance Rights and the pricing methodology is set out in Schedule 4;
- (k) the relevant interests of the Related Parties in securities of the Company as at the date of this Notice are set out below:

#### As at the date of this Notice

Related Party	Shares <sup>1</sup>	Options	Performance Rights
Malcolm Day	80,955,907	10,900,000	Nil
Bryan Hughes	2,500,000	6,400,000	Nil
David Wheeler	nil	5,600,000	Nil

#### Post issue of Performance Rights to Related Parties

Related Party	Shares <sup>1</sup>	Options <sup>2</sup>	Performance Rights
Malcolm Day	80,955,907	10,900,000	30,000,000
Bryan Hughes	2,500,000	6,400,000	30,000,000
David Wheeler	nil	5,600,000	30,000,000

#### Notes:

1. Fully paid ordinary shares in the capital of the Company (ASX: MOM).
  2. Unquoted Options exercisable on or before 21 September 2025.
- (l) if the milestones attaching to the Performance Rights issued to the Related Parties are met and the Performance Rights are converted, a total of 90,000,000 Shares would be issued. This will increase the number of Shares on issue from 726,963,069 (being the total number of Shares on issue as at the date of this Notice, including those Shares subject to escrow) to 816,963,069 (assuming that no Shares are issued and no convertible securities vest or are exercised) with the effect that the shareholding of existing Shareholders would be diluted by an aggregate of 11.02%, comprising 3.673% by Malcolm Day, 3.673% by Bryan Hughes, and 3.673% by David Wheeler;
- (m) the trading history of the Shares on ASX in the 12 months before the date of this Notice is set out below:

	Price	Date
Highest	\$0.016	19 June 2023

Lowest	\$0.005	12 January 2024, 15 March 2024, 19 March 2024 - 22 March 2024
Last	\$0.005	26 March 2024

- (n) the Board is not aware of any other information that is reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass Resolutions 2 to 4;
- (o) the Performance Rights are not being issued to the Directors under an agreement; and
- (p) a voting exclusion statement is included in Resolution 2, 3 and 4 of the Notice.

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## GLOSSARY

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**\$** means Australian dollars.

**Acquisition** means the Company's acquisition of Linx under the Sale Agreement.

**ASIC** means the Australian Securities & Investments Commission.

**ASX** means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

**Board** means the current board of directors of the Company.

**Business Day** means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

**Chair** means the chair of the Meeting.

**Closely Related Party** of a member of the Key Management Personnel means:

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependent of the member or the member's spouse;
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- (e) a company the member controls; or
- (f) a person prescribed by the Corporations Regulations 2001 (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

**Company** means Moab Minerals Limited (ACN 009 147 924).

**Consideration Options** means the Options to be issued to the Linx Shareholders under the Acquisition in the proportions set out in Schedule 1 and otherwise on the terms and conditions set out in Schedule 2.

**Consideration Securities** means the Consideration Shares, Consideration Options and the Performance Rights the subject of Resolution 1, to be issued to the Linx Shareholders under the Acquisition and as set out in Schedule 1.

**Consideration Shares** means the Shares to be issued to the Linx Shareholders under the Acquisition in the proportions set out in Schedule 1.

**Constitution** means the Company's constitution.

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

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

**Explanatory Statement** means the explanatory statement accompanying the Notice.

**Key Management Personnel** has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

**Linx** means Linx Resources Pty Ltd (ACN 671 080 667).

**Linx Shareholders** has the meaning given by Section 1.1.

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

**Meeting** means the meeting convened by the Notice.

**Notice** means this notice of meeting including the Explanatory Statement and the Proxy Form.

**Option** means an option to acquire a Share.

**Optionholder** means a holder of an Option.

**Performance Rights** means the performance rights which will convert into one Share subject to the applicable milestones and otherwise on the terms and conditions set out in Schedule 3.

**Proxy Form** means the proxy form accompanying the Notice.

**Resolutions** means the resolutions set out in the Notice, or any one of them, as the context requires.

**Section** means a section of the Explanatory Statement.

**Share** means a fully paid ordinary share in the capital of the Company.

**Shareholder** means a registered holder of a Share.

**WST** means Western Standard Time as observed in Perth, Western Australia.

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**SCHEDULE 1 – CONSIDERATION SECURITIES**

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<b>Linx Shareholder</b>	<b>Consideration Shares</b>	<b>Consideration Options</b>	<b>Milestone 1 Performance Rights</b>	<b>Milestone 2 Performance Rights</b>
Hale Court Holdings Pty Ltd (ACN 636 136 046)	27,223,231	6,805,808	27,223,231	27,223,231
Katherine Darian Witham Jensen	181,489	45,373	181,489	181,489
Katherine Darian Witham Jensen and William John Andrew Witham ATF Acorn Family Trust	45,372,047	11,343,009	45,372,047	45,372,047
Cityscape Asset Pty Ltd ATF Cityscape Family Trust	9,074,411	2,268,603	9,074,411	9,074,411
<b>TOTAL</b>	<b>81,851,178</b>	<b>20,462,793</b>	<b>81,851,178</b>	<b>81,851,178</b>

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## SCHEDULE 2 – TERMS AND CONDITIONS OF CONSIDERATION OPTIONS

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(a) **Entitlement**

Each Option entitles the holder to subscribe for one Share upon exercise of the Option.

(b) **Exercise Price**

Subject to paragraph (i), the amount payable upon exercise of each Option will be \$0.016 (**Exercise Price**).

(c) **Expiry Date**

Each Option will expire at 5:00 pm (WST) on the date which is three (3) years from the date of issue (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise Period**

The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(e) **Notice of Exercise**

The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) **Exercise Date**

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(g) **Timing of issue of Shares on exercise**

Within five Business Days after the Exercise Date, the Company will:

- (i) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;
- (ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and
- (iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.

If a notice delivered under (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(h) **Shares issued on exercise**

Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

(i) **Reconstruction of capital**

If at any time the issued capital of the Company is reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.

(j) **Participation in new issues**

There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(k) **Change in exercise price**

An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(l) **Transferability**

The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

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## SCHEDULE 3 – TERMS AND CONDITIONS OF PERFORMANCE RIGHTS

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The following is a summary of the key terms and conditions of the Performance Rights:

(a) **Milestones**

The Performance Rights will vest upon satisfaction of the following milestones:

- (i) **Milestone 1:** shall vest upon the Company defining a JORC Code 2012 compliant resource of at least 15Mlb at least 130ppm U308 within 24 months from completion of the Acquisition; and
- (ii) **Milestone 2:** the achievement of either of the following milestones within 36 months from completion of the Acquisition:
  - (A) the Company completing a positive pre-feasibility study concluding that the Manyoni Uranium Project is economically and technically feasible and with a minimum NPV10 of at least US\$200 million; or
  - (B) the Company defining a JORC Code 2012 resource of at least 40Mlb at least 130ppm U308,

(together, the **Milestones** and each, a **Milestone**).

(b) **Notification to holder**

The Company shall notify the holder in writing when the relevant Milestone has been satisfied.

(c) **Conversion**

Subject to paragraph (o), upon vesting, each Performance Right will, at the election of the holder, convert into one Share.

(d) **Expiry Date**

Each Performance Right shall otherwise expire on or before the date that is:

- (i) 24 months from completion of the Acquisition for Milestone 1 Performance Rights; and
- (ii) 36 months from completion of the Acquisition for Milestone 2 Performance Rights,

(**Expiry Date**).

If the relevant Milestone attached to the Performance Right has been achieved by the Expiry Date, all unconverted Performance Rights of the relevant tranche will automatically lapse at that time.

(e) **Consideration**

The Performance Rights will be issued for nil consideration and no consideration will be payable upon the conversion of the Performance Rights into Shares.

(f) **Share ranking**

All Shares issued upon the vesting of Performance Rights will upon issue rank pari passu in all respects with other existing Shares.

(g) **Application to ASX**

The Performance Rights will not be quoted on ASX. The Company must apply for the official quotation of a Share issued on conversion of a Performance Right on ASX within the time period required by the ASX Listing Rules.

(h) **Timing of issue of Shares on conversion**

Within 5 business days after the date that the Performance Rights are converted, the Company will:

- (i) issue the number of Shares required under these terms and conditions in respect of the number of Performance Rights converted;
- (ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and
- (iii) if admitted to the Official List of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the conversion of the Performance Rights.

If a notice delivered under paragraph (h)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 business days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(i) **Transfer of Performance Rights**

The Performance Rights are not transferable.

(j) **Participation in new issues**

A Performance Right does not entitle a holder (in their capacity as a holder of a Performance Right) to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues without exercising the Performance Right.

(k) **Reorganisation of capital**

If at any time the issued capital of the Company is reorganised (including consolidation, subdivision, reduction or return), all rights of a holder will be changed in a manner consistent with the applicable ASX Listing Rules and the Corporations Act at the time of reorganisation.

(l) **Adjustment for bonus issues of Shares**

If the Company makes a bonus issue of Shares or other securities to the Company's existing shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment) no changes will be made to the Performance Rights.

(m) **Dividend and voting rights**

The Performance Rights do not confer on the holder an entitlement to vote (except as otherwise required by law) or receive dividends.

(n) **Change in control**

Subject to paragraph (o), upon:

- (i) a bona fide takeover bid under Chapter 6 of the Corporations Act having been made in respect of the Company and:
  - (A) having received acceptances for not less than 50.1% of the Company's Shares on issue; and
  - (B) having been declared unconditional by the bidder; or
- (ii) a Court granting orders approving a compromise or arrangement for the purposes of or in connection with a scheme for the reconstruction of the Company or its amalgamation with any other company or companies; or
- (iii) in any other case, a person obtains Voting Power (as defined in the Corporations Act) in the Company that the Board (which for the avoidance of doubt will comprise those Directors immediately prior to the person acquiring that Voting Power) determines, acting in good faith and in accordance with their fiduciary duties, is sufficient to control the composition of the Board,

then, to the extent Performance Rights have not converted into Shares due to satisfaction of the relevant Vesting Conditions, Performance Rights will accelerate vesting conditions and will automatically convert into Shares on a one-for-one basis.

(o) **Deferral of conversion if resulting in a prohibited acquisition of Shares**

If the conversion of a Performance Right under paragraphs (c) or (n) would result in any person being in contravention of section 606(1) of the *Corporations Act 2001 (Cth)* (**General Prohibition**) then the conversion of that Performance Right shall be deferred until such later time or times that the conversion would not result in a contravention of the General Prohibition. In assessing whether a conversion of a Performance Right would result in a contravention of the General Prohibition:

- (i) holders may give written notification to the Company if they consider that the conversion of a Performance Right may result in the contravention of the General Prohibition. The absence of such written notification from the holder will entitle the Company to assume the conversion of a Performance Right will not result in any person being in contravention of the General Prohibition; and

(ii) the Company may (but is not obliged to) by written notice to a holder request a holder to provide the written notice referred to in paragraph (o)(i) within 7 days if the Company considers that the conversion of a Performance Right may result in a contravention of the General Prohibition. The absence of such written notification from the holder will entitle the Company to assume the conversion of a Performance Right will not result in any person being in contravention of the General Prohibition.

(p) **No rights to return of capital**

A Performance Right does not entitle the holder to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.

(q) **Rights on winding up**

A Performance Right does not entitle the holder to participate in the surplus profits or assets of the Company upon winding up.

(r) **ASX Listing Rule compliance**

The Board reserves the right to amend any term of the Performance Rights to ensure compliance with the ASX Listing Rules.

(s) **No other rights**

A Performance Right gives the holder no rights other than those expressly provided by these terms and conditions and those provided at law where such rights at law cannot be excluded by these terms.

## SCHEDULE 4 – VALUATION OF PERFORMANCE RIGHTS (RESOLUTIONS 2 – 4)

The Performance Rights to be issued to the Related Parties pursuant to Resolutions 2 to 4 have been valued by internal management using a probability-based valuation methodology with reference to the share price at the time of Acquisition.

Based on this valuation methodology and the assumptions set out below, the Performance Rights were ascribed the following value:

Item	Performance Rights – Milestone 1	Performance Rights – Milestone 2	Total
Value of the underlying Shares	\$0.007	\$0.007	
Valuation date	12 March 2024	12 March 2024	
Exercise price	Nil	Nil	
Expiry date (length of time from issue)	2 years	3 years	
<b>Total Value of Incentive Performance Rights</b>	<b>\$315,000</b>	<b>\$315,000</b>	<b>\$630,000</b>
- Malcolm Day (Resolution 2)	\$105,000	\$105,000	\$210,000
- Bryan Hughes (Resolution 3)	\$105,000	\$105,000	\$210,000
- David Wheler (Resolution 4)	\$105,000	\$105,000	\$210,000

**Note:** The valuation noted above is not necessarily the market price that the Incentive Performance Rights could be traded at and is not automatically the market price for taxation purposes.

Your proxy voting instruction must be received by **01.30pm (AWST) on Sunday, 26 May 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  
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#### IN PERSON:

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