

GOLDEN STATE MINING LIMITED

ACN 621 105 995

ADDENDUM TO 2022 NOTICE OF ANNUAL GENERAL MEETING

Golden State Mining Limited (ACN 621 105 995) (**Company**) gives notice to shareholders of amendments to the Notice of Annual General Meeting dated 25 October 2022 (**Notice**) and accompanying explanatory memorandum (**Explanatory Memorandum**) for the annual general meeting of the Company to be held at 12pm (WST) on 25 November 2022 at Stantons, Level 2, 40 Kings Park Road, Perth WA 6005 (**Meeting**).

This Addendum is supplemental to the original Notice and Explanatory Memorandum and should be read together with the Notice and Explanatory Memorandum. To the extent of any inconsistency, this Addendum will prevail over the original Notice and Explanatory Memorandum.

Definitions in the Notice have the same meaning in this Addendum unless otherwise updated in this Addendum.

BACKGROUND

Resolutions 4 -7 seek Shareholder approval under ASX Listing Rule 10.11 to issue a specific number of Options to each Director in accordance with deeds entered into between the Company and each Director.

Resolutions 8 and 9 seek Shareholder approval under ASX Listing Rule 7.4 to ratify agreements to issue a specific number of Options to employee Geoff Willetts and Company Secretary Marc Boudames.

The Company wishes to ensure that there can be no doubt it has the flexibility to issue or agree to issue fewer than the maximum number of Options stated in the applicable resolutions. The Company will make the necessary disclosures to ASX if any agreement is reached to issue fewer Options in respect of any of the resolutions. As at the date of this Addendum, no such agreement has been reached and, when deciding if and how to vote, Shareholders should assume that the maximum number of Options will be issued, notwithstanding that any lesser amount is also authorised.

AMENDMENTS TO RESOLUTIONS 4-7

Resolutions 4-7 are amended by inserting the words “*up to*” immediately prior to the reference in the applicable Resolutions to the specific number of Options for which Shareholder approval is being sought.

AMENDMENTS TO EXPLANATORY MEMORANDUM

Subparagraph (a) on page 11 of the Notice is amended by inserting the words “*maximum number of*” immediately prior to the words “*Options (being the nature of the financial benefit being provided).*”

The first subparagraph (a) on page 15 of the Notice is amended by inserting the following at the end of that subparagraph “*but the Company and Geoff Willetts and Marc Boudames may agree to issue a fewer number of Options.*”

IMPORTANT NOTICE

This Addendum 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.

VOTING BY PROXY

Valid Proxy Forms already received by the Company in accordance with the instructions in the Notice will still be accepted by the Company and will be counted in relation to the Resolutions to be voted on by Shareholders at the Meeting.

Shareholders who would like to alter their vote that has already been cast, can do so online at <https://investor.automic.com.au/#loginsah> using their secure access information or their mobile device to scan their personalised QR code on their pre-existing Proxy Form.

Proxy Forms must be received by the Company no later than **12:00pm (WST) on Wednesday, 23 November 2022**, being at least 48 hours before the Meeting. Proxy Forms received later than this time will be invalid.

Shareholders who have not yet cast their vote may vote online or by using their pre-existing Proxy Form that accompanied the Notice.

By order of the Board.

Marc Boudames
Company Secretary
Date: 15 November 2022