

UPDATE TO BOARD RESTRUCTURE AND CHANGES TO RESOLUTIONS AT ANNUAL GENERAL MEETING

Podium Minerals Limited (ASX: POD, 'Podium' or 'the Company') wish to advise that further to the Company's announcement of 3 November 2022, Mr Clayton Dodd will step down as director and Executive Chairman, with effect from the conclusion of the Company's 2022 Annual General Meeting to be held at Vibe Hotel, 9 Alvan Street Subiaco WA 6005, on Monday, 21 November 2022 at 10.00am (WST) ('AGM').

Mr Dodd is a founding Director of Podium and has been instrumental in a significant period of transition since taking over as Executive Chairman in April 2020. Having successfully built a team capable of developing the Parks Reef PGM deposit, he believes the upcoming AGM is an appropriate time to step off the Board. This orderly transfer of Board and managerial responsibility is possible due to his confidence in the highly experienced team in place who are driving towards the goal of becoming Australia's first supplier of Platinum Group Metals.

Outgoing Executive Chairman, Mr Dodd said:

"It has been a pleasure to serve in the capacity as Director and Executive Chairman of Podium Minerals. I am extremely proud of how the Company has evolved from its early beginnings and that during the past two years, we have delivered and upgraded the Parks Reef Project to become truly world-scale. We have discovered and delineated Australia's first 5E PGM resource, hosting potentially eight payable minerals."

"To take this project to the next level, we recognise and acknowledge the need for an experienced team of experts in multiple disciplines. This perfectly describes the team we have built during my time as Executive Chairman. I have every confidence that the Board under Rod Baxter and the management team under Sam Rodda have the capability and willingness to deliver the high quality of work that is necessary. I look forward with anticipation to seeing the outcome of the ongoing studies and new workstreams and will continue to support Podium into the future."

The Board would like to acknowledge and thank Mr Dodd for his significant contribution, energy and passion dedicated to the Company and wishes him all the best for the future.

As announced on 3 November 2022, it is intended Mr Rod Baxter will become Chairman of the Company from the conclusion of the AGM. Further details are expected to be announced once terms are finalised in the coming days.

As a result:

- Resolution 2 (Re-election of Mr Dodd) will be withdrawn from the notice of AGM announced on 20 October 2022 ('Notice'); and
- a new additional resolution 2A will be considered at the AGM for the election of Mr Linton Putland.

Mr Putland was appointed as Non-Executive Director of the Company on 3 November 2022. Pursuant to ASX Listing Rule 14.4 and the Company's constitution, a director appointed as an addition to the Board must not hold office, without election, past the next AGM of the Company.

Mr Putland was appointed after the Notice was sent to Shareholders. Accordingly, the appointment of Mr Putland was not able to be dealt with in the Notice. Section 250R(1)(b) of the *Corporations Act 2001* (Cth) provides that the business of the AGM may include the election of a director even if not referred to in the notice of meeting. Therefore, additional Resolution 2A, relating to the election of Mr Putland, will be put to Shareholders at the AGM as an item of general business. This resolution will be an ordinary resolution and be decided by a poll.

Additional Resolution

Resolution 2A to be put to the AGM is as follows:

"That, in accordance with Article 11.3(j) of the Constitution, Listing Rule 14.4 and for all other purposes, Mr Linton Putland, a Director who was appointed on 3 November 2022, retires and, being eligible, is elected as a Director."

The Board provides the following information to Shareholders with respect to Resolution 2A:

Article 11.2(b) of the Constitution allows the Board to appoint at any time a person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Pursuant to Article 11.3(j) of the Constitution, any Director so appointed must retire at the next annual general meeting of the Company and is then eligible for election by Shareholders.

In addition, Listing Rule 14.4 provides that a Director appointed as an addition to the Board must not hold office (without re-election) past the next annual general meeting.

On 3 November 2022, Mr Putland was appointed as a Non-Executive Director of the Company.

Accordingly, Mr Putland retires as a Director at the Meeting and, being eligible, seeks approval to be elected as a Director pursuant to Resolution 2A.

If elected, the Board considers Mr Putland to be an independent Director.

Qualifications and other material directorships

Mr Putland is an accomplished Director and Business Executive with over 35 years' experience in the mining industry throughout Australia and internationally. He has held operational and technical leadership positions at both open cut and underground mines and worked as a private equity manager providing development and expansion capital to global projects and companies. His experience adds knowledge in project management, feasibility studies, company evaluation and due diligence appraisal. Mr Putland currently serves as the Managing Director of Toba Resources Limited, Executive Director of Tesoro Gold Limited, and an Independent Non-Executive Director of Breaker Resources NL.

Board Recommendation

The Board (other than Mr Linton Putland) recommends Shareholders vote in favour of Resolution 2A.

Voting Intention

The Chair intends to vote undirected proxies in favour of Resolution 2A.

Voting

Shareholders may vote on Resolution 2A by attending the AGM in person, or by submitting a proxy form. Shareholders who wish to submit a proxy vote in relation to Resolution 2A may do so by submitting the attached new proxy form which includes Resolution 2A. Shareholders who have registered for email communication will receive a personalised proxy form via email. Shareholders who have not registered for email communication may obtain a new personalised proxy form by contacting the Company's Share Registry.

If you have already submitted an old Proxy Form in relation to Resolutions 1, 2, 3, 4 and 5, this proxy remains valid but does not include the additional resolution. If you wish to vote on Resolution 2A, please submit a new valid Proxy Form.

Shareholders can contact the Company's Share Registry with enquiries on +1300 556 161 (within Australia) or +61 3 9415 4000 (outside Australia) and those registered to vote online may do so at www.investorvote.com.au.

Proxy Forms must be received by the Company's share registry no later than 10.00 am (WST) on Saturday, 19 November 2022, being at least 48 hours before the AGM. To ensure your Proxy Form is received on time, you may wish to lodge your Proxy Form online, by fax or by hand. The Proxy Form provides further instructions on appointing proxies and lodging Proxy Forms.

This announcement has been approved for release by the Board of Podium Resources Limited

For further information, please contact:

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ABOUT PODIUM MINERALS LIMITED

Podium Minerals Limited (ASX: POD) is planning to become Australia's first platinum group metals (PGM) producer. The significant scale and grade of the Parks Reef Resource provides Podium the opportunity to support an emerging and responsible Australian critical metals mining industry.

The Parks Reef 5E PGM Project is a 15km long platinum group metal deposit which also contains gold and base metal (Cu + Ni + Co) mineralisation. The orebody commences near surface and to date has been identified to continue to approximately 500m vertical depth, which remains open and shows consistency with near surface geology.

The location of Parks Reef in a mining friendly jurisdiction in Western Australia provides a unique opportunity to secure an alternative and reliable platinum group metals supply to meet increasing global demand for decarbonised technologies that require PGMs (auto catalysts and hydrogen energy/fuel cell catalysts).

A successful and highly motivated technical and development team is accelerating Podium's strategy to prove and develop a high-value, long-life Australian PGM asset.



Location of the Parks Reef PGM Project 80km West of Meekatharra in Western Australia



ABN 84 009 200 079

POD

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

Need assistance?



Phone:

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



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AWST) on Saturday, 19 November 2022.**

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 and select "Printable Forms".

Lodge your Proxy Form:

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Online:

Lodge your vote online at 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: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to 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

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I/We being a member/s of Podium Minerals 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 Podium Minerals Limited to be held at Vibe Hotel, 9 Alvan Street, Subiaco, WA 6005 on Monday, 21 November 2022 at 10:00am (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 Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 1 is 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 Resolution 1 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
Resolution 1	Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Director – Mr Clayton Dodd	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Ratification of prior issue of Placement Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Approval of 10% Placement Facility	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Amendment to the Constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2A	Election of Mr Linton Putland	<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

POD

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Computershare

