



16 December 2021

Dear Shareholder

SHAREHOLDERS MEETING, MONDAY 24 JANUARY 2022

Turaco Gold Limited (ASX: TCG "Company") advises that a General Meeting ("Meeting") of the Company will be held in person at 2.00pm (AWST) on Monday, 24 January 2022 at Level 2, 389 Oxford Street, Mount Hawthorn, Western Australia.

The Company is closely monitoring the impact of the COVID-19 virus across Australia and following guidance from the Federal and State Governments. Having considered the current circumstances and noting that a large number of the Company's shareholders are located in Western Australia, at this stage the Directors have made the decision that a physical meeting will be held in Perth. Accordingly, Shareholders will be able to attend the Meeting in person.

To assist the Company in ensuring that the Meeting is held in compliance with the COVID-19 restrictions at the time of the Meeting, it will be helpful for Shareholders who wish to attend the Meeting in person to register their attendance by contacting the Company Secretary, Susmit Shah (email: info@turacogold.com.au) by no later than 5.00pm WST on 21 January 2022. This will greatly assist the Company in managing any amendments to the meeting format as a result of any changes to government restrictions which may apply at the time of the Meeting. The Company will endeavour to adopt a format that will best ensure that all Shareholders who wish to attend are able to participate.

In accordance with the Treasury Laws Amendment (2021 Measures No 1) Act 2021, the Company will not be sending hard copies of the Notice of Meeting to shareholders unless a shareholder has previously requested a hard copy. The Notice of Meeting can be viewed and downloaded on the Company's website at www.turacogold.com.au or from the ASX website at www.asx.com.au.

The Company strongly encourages Shareholders to lodge a directed proxy form online or otherwise in accordance with the instructions set out in the proxy form prior to the Meeting and register their attendance prior to the Meeting if they intend to attend.

The outcome of the resolutions, including details of votes received by poll, will be released to the Company's ASX announcements platform following conclusion of the meeting.

If you have nominated an email address and have elected to receive electronic communications from the Company, you will also receive an email to your nominated email address with a link to an electronic copy of the notice of meeting.

In order to receive electronic communications from the Company in the future, please update your Shareholder details online at www.automic.com.au and log in with your unique shareholder identification number and postcode (or country for overseas residents), where you can find your personalised proxy form. Once logged in you can also lodge your proxy vote online by clicking on the "Vote" tab.

If, as a result of the COVID-19 restrictions, it becomes necessary or appropriate to make alternative arrangements to those set out in the Company's Notice of Meeting, the Company will notify Shareholders accordingly via the Company's website at www.turacogold.com.au and the Company's ASX Announcement Platform at asx.com.au (ASX: TCG).

Yours sincerely

Susmit Shah, Company Secretary

TURACO GOLD LIMITED

Turaco Gold Limited ACN 128 042 606
Level 2, Suite 9, 389 Oxford Street, Mount Hawthorn, Western Australia 6016
Phone: +61 8 9380 6062
Web: turacogold.com.au



Turaco Gold Limited

NOTICE OF GENERAL MEETING

— and —

PROXY FORM

DATE AND TIME OF MEETING:

Monday, 24 January 2022 at 2.00pm WST

VENUE:

**Level 2, 389 Oxford Street, Mount Hawthorn
Western Australia 6016**

These documents should be read in their entirety. If shareholders are in any doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional advisor.



ACN 128 042 606

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting (“Meeting”) of Turaco Gold Limited (“Turaco” or the “Company”) will be held on Monday, 24 January 2022 commencing at 2.00pm WST at Level 2, 389 Oxford Street, Mount Hawthorn, Western Australia 6016.

The enclosed Explanatory Statement accompanies and forms part of this Notice of Meeting.

AGENDA

ORDINARY BUSINESS

1. Resolution 1 – Ratification of Prior Issue of Shares Issued under Listing Rule 7.1

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 49,436,666 Shares on the terms and conditions set out in the Explanatory Statement.”

2. Resolution 2 – Ratification of Prior Issue of Shares issued under Listing Rule 7.1A

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 33,896,667 Shares on the terms and conditions set out in the Explanatory Statement.”

Voting exclusion statement applicable to Resolution 1 and Resolution 2 pursuant to Listing Rule 7.5

The Company will disregard any votes cast in favour of Resolutions 1 and 2 by or on behalf of any person who participated in the issues or any of their associates.

However, this does not apply to a vote cast in favour of Resolutions 1 and 2 by:

- a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

3. Resolution 3 – Participation by Director, John Fitzgerald in Capital Raising Issue of Shares

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, approval is given for the Company to issue up to 250,000 Shares at \$0.12 per Share to Mr John Fitzgerald, a Director of the Company (or his nominee) on the terms and conditions set out in the Explanatory Statement."

4. Resolution 4 – Participation by Director, Alan Campbell in Capital Raising Issue of Shares

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, approval is given for the Company to issue up to 250,000 Shares at \$0.12 per Share to Mr Alan Campbell, a Director of the Company (or his nominee) on the terms and conditions set out in the Explanatory Statement."

5. Resolution 5 – Participation by Director, Justin Tremain in Capital Raising Issue of Shares

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, approval is given for the Company to issue up to 250,000 Shares at \$0.12 per Share to Mr Justin Tremain, a Director of the Company (or his nominee) on the terms and conditions set out in the Explanatory Statement."

6. Resolution 6 – Participation by Director, Bruce Mowat in Capital Raising Issue of Shares

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, approval is given for the Company to issue up to 83,333 Shares at \$0.12 per Share to Mr Bruce Mowat, a Director of the Company (or his nominee) on the terms and conditions set out in the Explanatory Statement."

Voting exclusion statement applicable to Resolutions 3,4, 5 and 6 pursuant to Listing Rule 10.13

The Company will disregard any votes cast in favour of Resolution 3, 4, 5 and 6 by or on behalf of Mr Fitzgerald (and his nominees) (Resolution 3), Mr Campbell (and his nominees) (Resolution 4), Mr Tremain (and his nominees) (Resolution 5) and Mr Mowat (and his nominees) (Resolution 6), and any other person 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) or any associates of those persons.

However, this does not apply to a vote cast in favour of Resolutions 3,4, 5 and 6 by:

- a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

How the Chair will vote available proxies

The Chair of the Meeting intends to vote all available proxies in favour of all of the resolutions set out in the Notice. The proxy form expressly authorises the Chair to exercise undirected proxies in favour of remuneration related resolutions.

Default to the Chair

Any directed proxies that are not voted on a poll at the Meeting will automatically default to the Chair of the Meeting, who is required to vote those proxies as directed.

Registered Shareholders

A registered shareholder may attend the Meeting in person¹ or may be represented thereat by proxy. In accordance with section 249L of the Corporations Act, shareholders are advised that:

- the proxy need not be a shareholder of the Company;
- each shareholder may specify the way in which the proxy is to vote on each resolution or may allow the proxy to vote at his discretion; 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 no proportion or number is specified, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise half of the votes.

Accordingly, if you are a registered shareholder of the Company and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy in accordance with the instructions contained in the form and return it in accordance with the following:

Forms to appoint proxies, and the Power of Attorney (if any) under which they are signed, must be sent or delivered to the Company's share registry, Automic Registry Services, not less than 48 hours before the time of the Meeting (or resumption of the adjourned Meeting) at which the person named in the instrument proposes to vote. Shareholders are able to submit their Proxies online or they can be sent or delivered to Automic Registry Services and lodgement details are provided in the Proxy Form that accompanies this Notice.

The instrument appointing the proxy must be received by the Company at the address specified in the proxy form at least 48 hours before the time notified for the Meeting.

In accordance with regulation 7.11.37 of the Corporations Regulations 2001, the Company determines that ordinary shares held as at 2.00pm WST on 22 January 2022 will be taken, for the purposes of the Meeting, to be held by the persons who held them at that time.

BY ORDER OF THE BOARD

S M Shah
Company Secretary
16 December 2021

Perth, Western Australia

¹Members are encouraged to complete and return a proxy form. As physical access to the Meeting may be restricted in accordance with legislative requirements and directives from the Federal and WA State Governments, it is particularly important that Members make every effort to submit their proxy forms before the due date (refer to the Proxy Form for details).

All Resolutions will be determined by poll.

TURACO GOLD LIMITED (ACN 128 042 606)

EXPLANATORY STATEMENT

1. INTRODUCTION

This Explanatory Statement has been prepared for the information of shareholders of Turaco Gold Limited (“**Turaco**” or the “**Company**”) in connection with the business to be conducted at the General Meeting to be held on Monday, 24 January 2022 at 2.00pm WST at Level 2, 389 Oxford Street, Mount Hawthorn, Western Australia 6016.

This Explanatory Statement should be read in conjunction with the accompanying Notice. Terms used in this Notice and the Explanatory Statement are defined in the Glossary at the end of this Explanatory Statement.

Each Director, subject to eligibility, intends to vote, or cause to be voted, all shares which they hold or control in favour of all of the resolutions.

2. RESOLUTIONS 1 & 2 – Ratification of Prior Issue of Shares

2.1 Background

On 18 November 2021 (refer ASX announcement of that date), the Company announced a capital raising of \$10.1 million via the issue of Shares at an issue price of \$0.12. This capital raising is in two tranches:

- (a) A capital raising of \$10 million was completed and a total of 83,333,333 Shares were issued on 26 November 2021 pursuant to the Company’s capacity under Listing Rule 7.1 (49,436,666 Shares) and 7.1A (33,896,667 Shares). The Company is seeking the ratification of this issue of 83,333,333 Shares under Resolutions 1 and 2.
- (b) The issue of a further 833,333 Shares, to complete the total raising of \$10.1 million, to the Directors requires Shareholder approval and is the subject of Resolutions 3,4, 5 and 6.

2.2 Listing Rule 7.1 and 7.1A

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 securities it had on issue at the start of that 12 month period.

Under Listing Rule 7.1A however, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25% (Turaco, being an eligible entity, received such approval at its last annual general meeting on 28 May 2021).

The issue of the 83,333,333 Shares does not fit within any of the exceptions and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1 and the 10% limit in Listing Rule 7.1A, reducing the Company’s capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 and 7.1A for the 12 month period following the date of issue of the 83,333,333 Shares.

2.3 Listing Rule 7.4

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rules 7.1 and 7.1A and so does not reduce the company’s capacity to issue further equity securities without shareholder approval under these rules.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rules 7.1 and 7.1A. Accordingly, Resolutions 1 and 2 seek Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the 83,333,333 Shares.

2.4 Technical information required by Listing Rule 14.1A

If Resolutions 1 and 2 are passed, the issue of 49,436,666 Shares will be excluded in calculating the Company’s 15% limit in Listing Rule 7.1 and the issue of 33,896,667 Shares will be excluded in calculating the Company’s 10% limit in Listing Rule 7.1A, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of issue of the 83,333,333 Shares.

If Resolutions 1 and 2 are not passed, the issue of 49,436,666 Shares will be included in calculating the Company’s 15% limit in Listing Rule 7.1 and the issue of 33,896,667 Shares will be included in calculating the Company’s 10% limit in Listing Rule 7.1A, effectively decreasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of issue of the 83,333,333 Shares.

2.5 Technical information required by ASX Listing Rule 7.5

In accordance with Listing Rule 7.5, the following information is provided in relation to Resolutions 1 and 2:

- (a) 83,333,333 Shares were issued to high net worth overseas, sophisticated and professional investors who are clients of Euroz Hartleys Limited or current strategic investors in the Company, none of whom are related parties or Material Investors of the Company. These placement participants were identified through a bookbuild process, which involved Euroz Hartleys seeking expressions of interest in participating in the capital raising having regard to factors such as the Company's desire to build a strong, long term shareholder register and investor risk appetite by reference to industry and geographical sectors;
- (b) 83,333,333 Shares were issued on the following basis:
 - (i) 49,436,666 Shares issued pursuant to Listing Rule 7.1 (ratification of which is sought under Resolution 1); and
 - (ii) 33,896,667 Shares issued pursuant to Listing Rule 7.1A (ratification of which is sought under Resolution 2);
- (c) the 83,333,333 Shares issued were all 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 Shares were issued on 26 November 2021;
- (e) the issue price was \$0.12 per Share under both the issue of Shares pursuant to Listing Rule 7.1 and Listing Rule 7.1A;
- (f) the purpose of the issue of the 83,333,333 Shares was to raise gross proceeds of \$10 million. These funds combined with existing cash reserves will provide funding for exploration programs across the Company's existing projects; and
- (g) a voting exclusion statement is included in the Notice.

3. RESOLUTIONS 3,4, 5 & 6 – Participation by Directors in Capital Raising

3.1 General

As noted in Part 2.1(b), all Turaco Directors wish to participate in the Capital Raising announced on 18 November 2021. Resolutions 3, 4, 5 and 6 are seeking Shareholder approval for the issue of up to 833,333 Shares at an issue price of \$0.12 each to raise up to \$100,000.

The Directors' participation in the Capital Raising will be on the same terms and conditions as the other participants.

3.2 ASX 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.

Each of the Directors, being Mr Fitzgerald, Mr Campbell, Mr Tremain and Mr Mowat, wish to participate in the Capital Raising following approval of Resolutions 3, 4, 5 and 6 respectively. Each of these persons is a related party within the terms of the ASX Listing Rules. Accordingly, the Company must obtain Shareholder approval pursuant to ASX Listing Rule 10.11 unless an exception applies. It is the view of the Directors that the exceptions set out in ASX Listing Rule 10.12 do not apply in the current circumstances.

Approval pursuant to ASX Listing Rule 7.1 is not required as approval is being obtained under ASX Listing Rule 10.11. Accordingly, subject to passing of Resolutions 3, 4, 5 and 6, the issue of Shares to the Directors (or their nominees) will not be included in the use of the Company's 15% annual placement capacity pursuant to ASX Listing Rule 7.1.

3.3 Technical information required by Listing Rule 14.1A

If Resolutions 3, 4, 5 and 6 are passed, the Company will be able to proceed with the issue of Shares to the Directors in the amounts set out in Part 3.4 below.

If these resolutions are not passed, the Company will not be able to proceed with the issue of Shares to the Directors and hence not complete this portion of the Capital Raising.

3.4 Technical information required by ASX Listing Rule 10.13

Pursuant to and in accordance with ASX Listing Rule 10.13, the following information is provided in relation to the Directors' participation in the issue of Shares under Tranche 2 of the Capital Raising:

- 3.4.1 the Shares, the subject of Resolutions 3, 4, 5 and 6, will be issued to Mr Fitzgerald, Mr Campbell, Mr Tremain and Mr Mowat (or their nominees) (respectively) who are Directors of the Company;
- 3.4.2 Mr Fitzgerald, Mr Campbell, Mr Tremain and Mr Mowat are related parties by virtue of being Directors and therefore fall under Listing Rule 10.11.1.
- 3.4.3 the maximum number of Shares to be issued is:
 - (i) up to 250,000 Shares to Mr Fitzgerald (or his nominee) (Resolution 3);
 - (ii) up to 250,000 Shares to Mr Campbell (or his nominee) (Resolution 4);
 - (iii) up to 250,000 Shares to Mr Tremain (or his nominee) (Resolution 5); and
 - (iv) up to 83,333 Shares to Mr Mowat (or his nominee) (Resolution 6);
- 3.4.4 the Shares will be issued no later than one month after the date of the Meeting and it is intended that issue of the Shares will occur on the same date;
- 3.4.5 the issue price will be \$0.12 per Share, being the same as all other Shares issued under the Capital Raising announced on 18 November 2021;
- 3.4.6 the Shares will be issued on the same terms as referred to in Resolutions 1 and 2 above and 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;
- 3.4.7 the Company intends to use the funds raised from the issue of the Shares for the same purposes as all other funds raised under the Capital Raising as set out in section 2.5(f) above;
- 3.4.8 the Shares to be issued to the Directors are not to be issued under an agreement; and
- 3.4.9 a voting exclusion statement is included in the Notice.

GLOSSARY

AEDT means Australian Eastern Daylight Time.

ASX means ASX Limited.

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

Board means the current board of directors of the Company.

Company or Turaco means Turaco Gold Limited (ACN 128 042 606).

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.

General Meeting or **Meeting** means the meeting convened by the notice.

Key Management Personnel has the same meaning as in the accounting standards and broadly includes those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of the Company.

Material Investor means a person who is a related party of the Company, a member of Key Management Personnel, a substantial holder of the Company, an adviser to the Company or an associate of any of those persons.

Notice or **Notice of Meeting** or **Notice of General Meeting** means this notice of general meeting including the Explanatory Statement and the Proxy Form.

Proxy Form means the proxy form accompanying the Notice.

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

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

Shareholder means a holder of a Share.

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



Turaco Gold | ACN 086 594 498

Proxy Voting Form

If you are attending the meeting in person, please bring this with you for Securityholder registration.

Your proxy voting instruction must be received by **2.00pm (WST) on Saturday, 22 January 2022**, 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 VOTE ONLINE

Vote online at <https://investor.automic.com.au/#/loginsah>

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting form.

- ✓ **Save Money:** help minimise unnecessary print and mail costs for the Company.
- ✓ **It's Quick and Secure:** provides you with greater privacy, eliminates any postal delays and the risk of potentially getting lost in transit.
- ✓ **Receive Vote Confirmation:** instant confirmation that your vote has been processed. It also allows you to amend your vote if required.



SUBMIT YOUR PROXY VOTE BY PAPER

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 KMP.

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, the shareholder whose name appears first on the Company's share register 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>.



