



Asra Minerals Limited

ABN 72 002 261 565

NOTICE OF GENERAL MEETING AND EXPLANATORY MEMORANDUM TO SHAREHOLDERS

Date of Meeting

Wednesday, 27 August 2025

Time of Meeting

10.00am (AWST)

Place of Meeting

104 Colin Street, West Perth WA 6005

A Proxy Form is enclosed or has otherwise been provided to you

Please read this Notice and Explanatory Memorandum carefully.

If you are unable to attend the General Meeting please complete and return the Proxy Form in accordance with the specified directions.

ASRA MINERALS LIMITED

ABN 72 002 261 565

NOTICE OF GENERAL MEETING

Notice is given that the General Meeting of Shareholders of Asra Minerals Limited ABN 72 002 261 565 will be held at 104 Colin Street, West Perth WA 6005 on Wednesday, 27 August 2025 at 10.00am (AWST) for the purpose of transacting the following business referred to in this Notice of General Meeting.

AGENDA

1 Resolution 1 – Change of Name of the Company

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

"That, for the purposes of section 157(1)(a) of the Corporations Act, the Constitution and for all other purposes, the name of the Company be changed from "Asra Minerals Limited" to "GoldArc Resources Limited" and that, for the purposes of section 136(2) of the Corporations Act, the Constitution and for all other purposes, the Constitution be amended such that all references to "Asra Minerals Limited" in the Company's Constitution be replaced by references to "GoldArc Resources Limited".

2 Resolution 2 – Consolidation of Capital

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

"That, for the purposes of Section 254H of the Corporations Act and the Company's Constitution and for all other purposes, with effect from the date of the Meeting (or such later date as the Board may determine), approval is given for the Company to consolidate its issued capital on the basis that:

- (a) every 10 fully paid ordinary Shares in the capital of the Company be consolidated into one fully paid ordinary Share; and*
- (b) the Options and Performance Rights on issue be adjusted in accordance with Listing Rule 7.20 and 7.22.1; and*
- (c) where the number of Shares held by a member of the Company as a result of the consolidation effected by paragraph (a) and (b) of this Resolution includes any fraction of a Share, that fraction be cancelled and extinguished."*

3 Resolution 3 – Approval to issue Shares pursuant to Future Placement

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

"That, for the purpose of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to such number of Shares, which, when multiplied by the issue price, will raise up to \$3,000,000, on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: *The Company will disregard any votes cast in favour of the Resolution 3 by or on behalf of:*

- (a) *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); or*
- (b) *an Associate of those persons.*

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

- (a) *a person as 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 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*
- (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.*

OTHER BUSINESS

To deal with any other business which may be brought forward in accordance with the Constitution and the Corporations Act.

Details of the definitions and abbreviations used in this Notice are set out in the Glossary to the Explanatory Memorandum.

By order of the Board

Leonard Math

Director & Company Secretary

Dated: 25 July 2025

How to vote

Shareholders can vote by either:

- attending the Meeting and voting in person or by attorney or, in the case of corporate Shareholders, by appointing a corporate representative to attend and vote; or
- appointing a proxy to attend and vote on their behalf using the Proxy Form accompanying this Notice of Meeting and by submitting their proxy appointment and voting instructions in person, by post, electronically via the internet or by facsimile.

Voting in person (or by attorney)

Shareholders, or their attorneys, who plan to attend the Meeting are asked to arrive at the venue 15 minutes prior to the time designated for the Meeting, if possible, so that their holding may be checked against the Company's share register and their attendance recorded. To be effective a certified copy of the Power of Attorney, or the original Power of Attorney, must be received by the Company in the same manner, and by the same time as outlined for proxy forms below.

Voting by a Corporation

A Shareholder that is a corporation may appoint an individual to act as its representative and vote in person at the Meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative should bring to the Meeting evidence of his or her appointment, including any authority under which it is signed.

Voting by proxy

- A Shareholder entitled to attend and vote is entitled to appoint not more than two proxies. Each proxy will have the right to vote on a poll and also to speak at the Meeting.
- The appointment of the proxy may specify the proportion or the number of votes that the proxy may exercise. Where more than one proxy is appointed and the appointment does not specify the proportion or number of the Shareholder's votes each proxy may exercise, the votes will be divided equally among the proxies (i.e. where there are two proxies, each proxy may exercise half of the votes).
- A proxy need not be a Shareholder.
- The proxy can be either an individual or a body corporate.
- If a proxy is not directed how to vote on an item of business, the proxy may generally vote, or abstain from voting, as they think fit.
- Should any resolution, other than those specified in this Notice, be proposed at the Meeting, a proxy may vote on that resolution as they think fit.
- If a proxy is instructed to abstain from voting on an item of business, they are directed not to vote on the Shareholder's behalf on the poll and the Shares that are the subject of the proxy appointment will not be counted in calculating the required majority.
- Shareholders who return their Proxy Forms with a direction how to vote, but who do not nominate the identity of their proxy, will be taken to have appointed the Chair of the Meeting as their proxy to vote on their behalf. If a Proxy

Form is returned but the nominated proxy does not attend the Meeting, the Chair of the Meeting will act in place of the nominated proxy and vote in accordance with any instructions. Proxy appointments in favour of the Chair of the Meeting, the secretary or any Director that do not contain a direction how to vote will be used, where possible, to support each of the Resolutions proposed in this Notice, provided they are entitled to cast votes as a proxy under the voting exclusion rules which apply to some of the proposed Resolutions. These rules are explained in this Notice.

- To be effective, proxies must be received by 10.00am (AWST) on Monday, 25 August 2025. Proxies received after this time will be invalid.
- Proxies may be lodged using any of the following methods:
 - by returning a completed Proxy Form by mail to:
Automic
GPO Box 5193
Sydney NSW 2001
 - by returning a completed Proxy Form in person to:
Automic
Level 5, 126 Phillip Street
Sydney NSW 2000
 - by email to:
meetings@automicgroup.com.au
 - by facsimile to: +61 2 8583 3040
 - or
 - by recording the proxy appointment and voting instructions via the internet at <https://investor.automic.com.au/#/loginsah> or by scanning the QR code on the Proxy Form.
- The Proxy Form must be signed by the Shareholder or the Shareholder's attorney. Proxies given by corporations must be executed in accordance with the Corporations Act. Where the appointment of a proxy is signed by the appointer's attorney, a certified copy of the Power of Attorney, or the power itself, must be received by the Company at the above address, or by facsimile, and by 10.00am (AWST) on 25 August 2025. If facsimile transmission is used, the Power of Attorney must be certified.

Shareholders who are entitled to vote

In accordance with paragraphs 7.11.37 and 7.11.38 of the Corporations Regulations, the Board has determined that a person's entitlement to vote at the General Meeting will be the entitlement of that person set out in the Register of Shareholders as at 5.00pm (AWST) on 25 August 2025.

ASRA MINERALS LIMITED

ABN 72 002 261 565

EXPLANATORY MEMORANDUM

This Explanatory Memorandum is intended to provide Shareholders with sufficient information to assess the merits of the Resolutions contained in the accompanying Notice of General Meeting of the Company.

Certain abbreviations and other defined terms are used throughout this Explanatory Memorandum. Defined terms are generally identifiable by the use of an upper case first letter. Details of the definitions and abbreviations are set out in the Glossary to the Explanatory Memorandum.

1 Resolution 1 – Change of Name of the Company

Since 19 May 2022, the Company's name has been Asra Minerals Limited and during that time the Company's main undertaking and principal focus has shifted from multiple commodities to progressing the Company's Leonora Gold Projects comprising key project areas to the North and South of Leonora in Western Australia's Eastern Goldfields.

The Board has determined that given this change in focus, it is appropriate to change the Company's name to "GoldArc Resources Limited".

The Board will then request that ASX changes the Company's ASX listing code from "ASR" to "GA8" after the change of name takes effect. The code "GA8" has been reserved by the Company.

Section 157(1)(a) of the Corporations Act provides that a company may change its name if the company passes a special resolution adopting a new name. For a special resolution to be passed, at least 75% of the votes validly cast on the resolution by shareholders present and eligible to vote (in person, by proxy, by attorney, or in the case of a Shareholder which is a corporation, by representative) (by the number of shares) must be in favour of the resolution.

If the Resolution is passed, the change of name will take effect when ASIC alters the details of the Company's registration. The proposed name has been reserved by the Company and if the resolution is passed, the Company will lodge a copy of that special resolution with ASIC in order to effect the change.

If the Resolution is not pass, the Company will not be able to change its name and will remain as Asra Minerals Limited.

The Company also seeks approval under section 136(2) of the Corporations Act and the Constitution to amend the Company's Constitution to reflect the change of name.

The Board recommends that Shareholders vote in favour of the Resolution.

The Chair of the Meeting intends to vote all available proxies in favour of the Resolution.

2 Resolution 2 – Consolidation of Capital

2.1 Background

This Resolution seeks Shareholder approval to consolidate the Company's issued capital by consolidating (i.e. converting) every 10 existing Shares into one new Share (**Consolidation**) for the purposes of section 254H of the Corporations Act, the Company's Constitution and for all other purposes. The Consolidation is proposed by the Company in order to reduce the number of Shares on issue and is expected to result in a more appropriate and effective capital structure for the Company and a share price which is anticipated to be more appealing to a wider range of investors.

Section 254H(1) of the Corporations Act provides that a company may, by resolution passed in general meeting, convert all or any of its shares into a larger or smaller number of shares.

Listing Rule 7.20 provides that where an entity proposes to reorganise its capital, it must tell Equity Security holders:

- (a) the effect of the proposal on the number of securities and the amount unpaid (if any) on the securities;
- (b) the proposed treatment of any fractional entitlements; and
- (c) the proposed treatment of any convertible securities on issue.

With the exception of this Section 2 of the Explanatory Memorandum, all other references in this Notice to Shares are all on a pre-Consolidation basis.

In compliance with the information requirements of Listing Rule 7.20, Shareholders are advised of the following information.

As at the date of this Notice, the Company has 4,000,198,009 Shares on issue. Accordingly, if this Resolution is passed, the number of Shares on issue will be reduced from 4,000,198,009 to approximately 400,019,800 (subject to rounding).

As at the date of this Notice, the Company has the following Options and Performance Rights on issue:

Security code	Security	Number	Exercise Price	Expiry Date
ASRO	Quoted Options	600,950,022	\$0.018	1 February 2026
ASROC	Quoted Options	1,778,500,000	\$0.004	30 June 2028
ASRAD	Unquoted Options	1,000,000	\$0.04	23 June 2026
ASRAG	Unquoted Options	524,384,471	\$0.01	2 September 2027
ASRAH	Performance Rights	80,000,000	Various vesting conditions	Various expiry dates
ASRAR	Performance Rights	6,000,000	Various vesting conditions	10 January 2026

If this Resolution is passed, the number of the existing Options and Performance Rights on issue and their respective exercise prices will be reorganised in accordance with Listing Rule 7.22.1 as set out below, so that the total number of Options and Performance Rights on issue will be as follows:

Security code	Security	Number	Exercise Price	Expiry Date
ASRO	Quoted Options	60,095,002	\$0.18	1 February 2026
ASROC	Quoted Options	177,850,000	\$0.04	30 June 2028
ASRAD	Unquoted Options	100,000	\$0.40	23 June 2026

Security code	Security	Number	Exercise Price	Expiry Date
ASRAG	Unquoted Options	52,438,447	\$0.10	2 September 2027
ASRAH	Performance Rights	8,000,000	Various vesting conditions	Various expiry dates
ASRAR	Performance Rights	600,000	Various vesting conditions	10 January 2026

2.2 Implementation of Consolidation

If this Resolution is passed, every 10 existing Shares will be consolidated into one Share.

As the Consolidation applies equally to all Shareholders, individual holdings will be reduced in the same ratio as the total number of the Company's Shares (subject only to rounding). It follows that the Consolidation will have no material effect on the percentage interest of each individual Shareholder in the Company.

Similarly, the aggregate value of each Shareholder's holding (and the Company's market capitalisation) should not materially change – other than minor changes as a result of rounding – as a result of the Consolidation alone (and assuming no other market movements occur). The Consolidation will not result in any change to the substantive rights and obligations of existing Shareholders.

2.3 Holding statements and certificates

As from the effective date of the Consolidation (in accordance with the timetable below), all holding statements for Shares and certificates for Options and Performance Rights (if applicable) will cease to have any effect except as evidence of entitlement to a certain number of post Consolidation Shares, Options and Performance Rights (as applicable).

After the Consolidation becomes effective, the Company will issue a notice to Shareholders and convertible security holders advising them of the number of Shares, Options and Performance Rights held by each Shareholder and convertible security holder (as the case may be) both before and after the Consolidation. The Company will arrange for new holding statements and Option and Performance Right certificates (as applicable) to be issued to Shareholders and convertible security holders, who are encouraged to check their holdings prior to disposal or exercise (as the case may be).

2.4 Options and Performance Rights

Listing Rule 7.22.1 requires that if a company consolidates its capital, the number of options and performance rights it has on issue must be consolidated in the same ratio as the shares and their exercise prices be amended in inverse proportion to that ratio. The expiry dates of options and performance rights do not change.

Accordingly, if this Resolution is passed, every 10 existing convertible securities on issue will be consolidated into one convertible security and the current exercise price of each Option or Performance Right (as applicable) will be multiplied by 10 to obtain the new exercise price post-Consolidation.

If this Resolution is not passed, the Company will not be able to consolidate the securities as proposed and will continue with the current capital structure.

The tables above set out the Company's existing Options and Performance Rights on issue, their exercise prices and expiry dates, on both a pre and post Consolidation basis.

2.5 Fractional Entitlements

The Consolidation will result in any Shareholder and convertible security holder whose existing holding is not a multiple of 10 receiving a fraction of a Share, Option or Performance Right (as applicable). These fractional entitlements will be rounded down as part of the Consolidation, so that the consolidated holding will be rounded up to the nearest whole number.

2.6 Capital structure of the Company

Assuming the Company's capital structure as at the date of this Notice remains the same until the date of the Meeting, the Company's capital structure before and after the Consolidation is and will be as follows:

Security	Pre-Consolidation ¹	Post-Consolidation ¹
Shares	4,000,198,009	400,019,800
Options	2,904,834,493	290,483,449
Performance Rights	86,000,000	8,600,000

2.7 Tax implications for Shareholders

Shareholders and convertible security holders are encouraged to seek professional advice in relation to any tax implications which may arise as a result of the Consolidation. Neither the Company nor any of its officers, employees or advisors assumes any liability or responsibility for advising Shareholders and convertible security holders about the tax consequences for them from the proposed Consolidation.

2.8 Indicative timing of consolidation

The consolidation will take effect in accordance with the following proposed reorganisation timetable (or such later dates as the Board may determine) as per Appendix 7A (paragraph 7):

Date*	Event
27 August 2025	Shareholder approval.
27 August 2025	Effective Date.
28 August 2025	Last day for trading in pre-organised securities.
29 August 2025	Trading commences in the reorganised securities on a deferred settlement basis.
1 September 2025	Record Date – last day for Company to register transfers on a pre-Consolidation basis.
2 September 2025	First day for the Company to update its register and to send a notice to each security holder reflecting the change to the number of securities they hold.
8 September 2025	Last day for the Company to update its register and to send a notice to each security holder reflecting the change to the number of securities they hold. Deferred settlement market ends.

¹ Assumes that the Shares the subject of Resolution 3 have not been issued.

***Note:** The above timetable is indicative only and the Board reserves the right to vary the timetable subject to compliance with the Corporations Act, the Listing Rules and all other applicable laws.

3 Resolution 3 – Approval to issue Shares pursuant to Future Placement

3.1 Background

The Company is proposing to undertake a future placement to raise up to \$3,000,000 (before expenses) (**Future Placement**) through the issue of Shares at an issue price per Share which is not more than a 25% discount to the VWAP calculated over the 5 Trading Days immediately before the date on which the issue price is agreed (**Future Placement Shares**). The persons who will participate in the Future Placement have not yet been determined but will likely be professional and sophisticated investors and other investors qualifying under section 708 of the Corporations Act (**Future Placement Participants**), likely to be selected following a bookbuild process by the lead manager to the Future Placement and the Company, and will be unrelated parties of the Company. The Company currently has yet to appoint a lead manager to the Future Placement.

It is intended that funds raised pursuant to the Future Placement will take place post-consolidation will be used for exploration activities (including drilling) at the Company's Leonora Gold Projects, evaluation and acquisition of accretive and synergistic project opportunities and for general working capital and corporate overheads.

3.2 Listing Rule 7.1

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that the Company can issue without the approval of its Shareholders over any 12-month period to 15% of the Shares it had on issue at the start of that period.

The proposed issue of the Future Placement Shares does not fall within any of the exceptions set out in Listing Rule 7.2. While the proposed issue of the Future Placement Shares does not exceed the 15% limit in Listing Rule 7.1 and can therefore be made without breaching that rule, the Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Shareholder approval under Listing Rule 7.1. To do this, the Company is asking Shareholders to approve the proposed issue of the Future Placement Shares under Listing Rule 7.1 so that it does not use up any of the 15% limit on issuing Equity Securities without Shareholder approval as set out in Listing Rule 7.1.

To this end, Resolution 3 seeks Shareholder approval for the proposed issue of the Future Placement Shares under and for the purposes of Listing Rule 7.1.

If this Resolution is passed:

- (a) the Future Placement can proceed without using up any of the Company's 15% limit on issuing Equity Securities without Shareholder approval under Listing Rule 7.1;
- (b) the Company's cash reserves will increase by \$3,000,000 (before expenses); and
- (c) the total number of Shares on issue will increase and existing Shareholders' holdings will be diluted as set out in Section 3.3 below.

If this Resolution is not passed, the proposed issue of the Future Placement Shares can still proceed but it will reduce, to that extent, the Company's capacity to issue Equity Securities without Shareholder approval under Listing Rule 7.1 for 12 months following the issue.

3.3 Dilution

Set out in the table below are worked examples of the number of Future Placement Shares that may be issued under this Resolution based on assumed issue prices of \$0.001, \$0.002 and \$0.003 per Future Placement Share (on a pre-Consolidation basis and as at the date of this Notice), being the VWAP for Future Placement Shares over the 5 Trading Days immediately before 21 July 2025, and issue prices which are 50% higher and 50% lower than that price.

Indicative issue price	Maximum number of Future Placement Shares which may be issued	Existing Shares on issue	Dilution impact on existing Shareholders
\$0.001	3,000,000,000	4,000,198,009	75%
\$0.002	1,500,000,000	4,000,198,009	37.5%
\$0.003	1,000,000,000	4,000,198,009	25%

Note: This table assumes:

- Figures are rounded to the nearest whole number.
- There is currently 4,000,198,009 Shares on issue (on a pre-Consolidation basis and as at the date of this Notice) and no Options or Performance Rights are exercised and converted into Shares or additional Shares issued, other than the maximum number of Future Placement Shares which may be issued pursuant to this Resolution (based on the indicative issue prices set out above).
- The Company notes that the above workings are examples only and the actual issue price may differ. This will result in the maximum number of Future Placement Shares to be issued and the dilution percentage to also differ.

As the issue price under this Resolution is linked to the market price of Shares, the issue could be highly dilutive to existing Shareholders if the market price of the Shares falls substantially between the date of the Notice and the date of issue of the Future Placement Shares.

3.4 Information required by Listing Rule 7.3

The following information in relation to the Future Placement Shares to be issued is provided to Shareholders for the purposes of Listing Rule 7.3:

- the Future Placement Shares will be issued to the Future Placement Participants, who have not yet been determined but will likely be professional and sophisticated investors and other investors qualifying under section 708 of the Corporations Act, likely to be selected following a bookbuild process by the lead manager to the Future Placement and the Company, and will be unrelated parties of the Company;
- Company confirms that no Material Persons will be issued more than 1% of the issued capital of the Company;
- the maximum number of Future Placement Shares to be issued will be up to such number of Shares which, when multiplied by the issue price, equals up to \$3,000,000;
- the Future Placement Shares will be fully paid ordinary shares in the capital of the Company and rank equally in all respects with the existing fully paid ordinary shares on issue;
- the Future Placement Shares will be issued no later than 3 months after the date of the Meeting;

- (f) the issue price of the Future Placement Shares will be equal to not more than a 25% discount to the VWAP calculated over the 5 Trading Days immediately before the date on which the issue price is agreed. The Company will not receive any other consideration for the issue of the Future Placement Shares;
- (g) refer to Section 3.1 for details of the intended use of funds raised by the Future Placement;
- (h) the Future Placement Shares will be issued to the Future Placement Participants pursuant to standard form placement commitment letters; and
- (i) a voting exclusion applies in respect of this Resolution as set out in the Notice of Meeting.

GLOSSARY

\$ means Australian dollars.

Associate has the meaning given to that term in the Listing Rules.

ASX means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

AWST means western standard time as recognised in Perth, Western Australia.

Board means the Directors.

Chair means the individual elected to chair any meeting of the Company from time to time.

Company means Asra Minerals Limited ABN 72 002 261 565.

Consolidation has the meaning set out in Section 2.1 of the Explanatory Memorandum.

Constitution means the Company's constitution, as amended from time to time.

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

Directors means the directors of the Company.

Equity Securities has the meaning given to that term in the Listing Rules.

Explanatory Memorandum means the explanatory memorandum accompanying this Notice.

Future Placement has the meaning set out in Section 3.1 of the Explanatory Memorandum.

Future Placement Participants has the meaning set out in Section 3.1 of the Explanatory Memorandum.

Future Placement Shares has the meaning set out in Section 3.1 of the Explanatory Memorandum.

Listing Rules means the ASX Listing Rules.

Meeting or **General Meeting** means the General Meeting convened by the Notice.

Notice or **Notice of Meeting** means this Notice of General Meeting.

Option means an option to acquire a Share.

Performance Right means a performance right to acquire a Share.

Proxy Form means the proxy form accompanying the Notice by way of email where the Shareholder has elected to receive notices by email, or the personalised proxy form accompanying the postcard circulated by way of post where the Shareholder has not elected to receive notices by email.

Resolution means a resolution contained in the Notice.

Section means a section of this Explanatory Memorandum.

Shareholder means a member of the Company from time to time.

Shares means fully paid ordinary shares in the capital of the Company.

Trading Day means a day determined by ASX to be a trading day in accordance with the Listing Rules.

VWAP means volume weighted average market price.

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 **10.00am (AWST) on Monday, 25 August 2025**, 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://automicgroup.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
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

WEBSITE:

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