

KINGSLAND MINERALS LIMITED
ACN 647 904 014

Addendum to Notice of Annual General Meeting

Kingsland Minerals Limited hereby gives notice to Shareholders that, in relation to the Notice of Annual General Meeting dated 22 October 2024 in respect of the annual general meeting to be held at Level 1, 3 Ord Street, West Perth WA 6005 on Friday, 29 November 2024 at 11:00 am (AWST), the Directors have resolved to amend the Notice by the inclusion of additional resolutions in connection with the Company's transaction with Quinbrook announced on 31 October 2024 (**Addendum**).

This Addendum is supplemental to the original Notice and should be read in conjunction with the Notice. Save for the amendments set out below, the Notice remains unchanged.

The numbering used in this Addendum is a continuation of the numbering used in the Notice and the Explanatory Memorandum. Unless otherwise defined in this Addendum, the defined terms used in this Addendum are as defined in the 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 suitably qualified professional advisors prior to voting. Should you wish to discuss the matters set out in this Addendum, please do not hesitate to contact the Company on (08) 9381 3820.

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 4:00pm (AWST) on Wednesday 27 November 2024.

Replacement Proxy Form

Annexed to this Addendum is a Replacement Proxy Form, which replaces the Proxy Form that was annexed to the Notice of Annual General Meeting (**Original Proxy Form**). To ensure clarity of voting instructions by Shareholders on the Resolutions to be considered at the Meeting, Shareholders are advised to follow the following instructions if you have already completed and returned an Original Proxy Form:

- (a) if you wish to vote on the additional resolutions or change your vote on Resolutions 1 - 4 (inclusive), you must complete and return a Replacement Proxy Form.
- (b) if you do not wish to vote on the additional resolutions or change your original vote on Resolutions 1 - 4 (inclusive), you do not need to take any action. The Original Proxy Form that you have already returned will be accepted by the Company for Resolutions 1 - 4 (inclusive) (unless you submit a Replacement Proxy Form).

KINGSLAND MINERALS LIMITED
ACN 647 904 014
(Company)

Addendum to Notice of Annual General Meeting

Agenda

1 Resolutions

Resolution 5 – Election of Director - Robert Johansen

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

'That, in accordance with Article 7.6(c) of the Constitution, Listing Rule 14.4 and for all other purposes, Robert Johansen, a Director appointed on 1 November 2024, retires at this Meeting and, being eligible and offering himself for election, is elected as a Director, on the terms and conditions in the Explanatory Memorandum.'

Resolution 6(a) and Resolution 6(b) – Ratification of prior issue of Subscription Shares and Tranche 1 Subscription Options under Subscription Agreement

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

'That, the issue of:

- (a) *4,967,470 Subscription Shares and 4,250,000 Tranche 1 Subscription Options under Listing Rule 7.1; and*
- (b) *6,143,641 Subscription Shares under Listing Rule 7.1A,*

is approved under and for the purposes of Listing Rule 7.4 and for all other purposes, on the terms and conditions in the Explanatory Memorandum.'

Resolution 7 – Approval to issue Tranche 2 Subscription Options under Subscription Agreement

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

'That, under Listing Rule 7.1, the issue of 3,706,094 Tranche 2 Subscription Options is approved under and for the purposes of Listing Rule 7.1 and for all other purposes, on the terms and conditions in the Explanatory Memorandum.'

Voting exclusions

Pursuant to the Listing Rules, the Company will disregard any votes cast in favour of:

- (a) Resolution 6(a) and Resolution 6(b) by Quinbrook or any of its associates; and
- (b) Resolution 7 by Quinbrook or any of its associates.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

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

BY ORDER OF THE BOARD

Bruno Seneque

Company Secretary/Director
Kingsland Minerals Limited
Dated: 7 November 2024

KINGSLAND MINERALS LIMITED
ACN 647 904 014
(Company)

Addendum Explanatory Memorandum

1. Resolution 5 – Election of Director - Robert Johansen

1.1 General

Article 7.6(a) 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.

Pursuant to Article 7.6(c) of the Constitution, any Director so appointed holds office until the conclusion of the next annual general meeting of the Company but is eligible for election by Shareholders at that meeting.

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 1 November 2024, Robert Johansen, Quinbrook's nominee director pursuant to the Subscription Agreement, was appointed as a Non-Executive Director of the Company. See Section 2.1 for further details.

Accordingly, Mr Johansen resigns as a Director at the Meeting and, being eligible, seeks approval to be elected as a Director pursuant to Resolution 5.

1.2 Robert Johansen

Mr Johansen is qualified in mining engineering, commerce and law and has over 30 years' experience in the Australian and African minerals industry. He began his career in line management and operational engineering roles for major mining houses before five years as a consultant and five years as a transaction manager focussed on capital transactions for junior mining companies. He was then managing director of a number of unlisted and listed exploration companies and has been responsible for all aspects of junior mineral company development including exploration management, project design, landholder, traditional owner and regulatory stakeholder management, environmental assessment and permitting and capital raising. He has been a Senior Director – Minerals for Quinbrook affiliate Private Energy Partners since April 2023 and is responsible for the formulation and execution of Quinbrook's Critical Resources Strategy. He seeks election to join the Board as Quinbrook's nominee and is currently a director of Central Queensland Metals Pty Ltd.

Mr Johansen does not currently hold any other material directorships, other than as disclosed in this Notice.

If elected, Mr Johansen is not considered by the Board (with Mr Johansen abstaining) to be an independent Director as he is a nominee of Quinbrook, a substantial Shareholder of the Company.

Mr Johansen has acknowledged to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

1.3 Board recommendation

Resolution 5 is an ordinary resolution.

The Board (other than Mr Johansen who has a personal interest in the outcome of this Resolution) recommends that Shareholders vote in favour of this Resolution.

2. Resolution 6(a) and Resolution 6(b) – Ratification of prior issue of Subscription Shares and Tranche 1 Subscription Options under Subscription Agreement

2.1 General

On 31 October 2024, the Company announced that it had entered into a subscription agreement with Quinbrook (**Subscription Agreement**), pursuant to which Quinbrook agreed to subscribe for 11,111,111 fully paid ordinary shares (**Subscription Shares**) at a subscription price of \$0.23 per Subscription Share to raise \$2,555,556. The issue of the Subscription Shares did not breach Listing Rules 7.1 or 7.1A at the time of the issue.

On the same date the Subscription Agreement was entered into, the Company and Quinbrook also entered into an offtake agreement, pursuant to which Quinbrook (or its nominee) agreed to purchase from the Company the lesser of:

- (a) the annual production of graphite concentrate to be produced from the Leliyn Graphite Project; or
- (b) the maximum annual capacity of the graphite refinery facility of Quinbrook.

Under the Subscription Agreement, the Company agreed to issue 7,956,094 Options (**Subscription Options**) to Quinbrook at an exercise price that is equal to the VWAP of the Shares calculated over the 30 consecutive trading days on which trades in the Shares were recorded before the date that the notice of exercise was provided to the Company. The Subscription Options will expire on the earlier of 5:00 pm (Perth, Western Australian time) on the date that is:

- (a) five years after a Definitive Feasibility Study is approved by the Board; and
- (b) ten years after issue.

The issue of the Subscription Options will be undertaken in the two tranches:

- (a) tranche 1, comprising the issue of 4,250,000 options under the Company's available Listing Rule 7.1 capacity (**Tranche 1 Subscription Options**); and
- (b) tranche 2, comprising the issue of 3,706,094 options, subject to Shareholder approval (**Tranche 2 Subscription Options**).

Discovery Capital Partners Pty Ltd advised the Company in relation to Quinbrook's strategic investment in the Company. The Company did not pay any fees to Discovery Capital Partners Pty Ltd for these advisory services.

The issue of the Subscription Shares and the Tranche 1 Subscription Options has been completed. Resolution 6(a) and Resolution 6(b) seek the approval of Shareholders to ratify the issue of the Subscription Shares and the Tranche 1 Subscription Options under and for the

purposes of Listing Rule 7.4.

2.2 **Listing Rules 7.1, 7.1A and 7.4**

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.

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%. The Company obtained this approval at its annual general meeting held on 23 November 2023.

The issue of the Subscription Shares and Tranche 1 Subscription Options does not fit within any of the exceptions to Listing Rules 7.1 and 7.1A, as it has not yet been approved by Shareholders, effectively uses up part of the 15% and 10% limits under Listing Rules 7.1 and 7.1A, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under those Listing Rules for the 12-month period following the issue of the Subscription Shares and Tranche 1 Subscription Options.

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 Rule 7.1 and so does not reduce the company's capacity to issue further Equity Securities without shareholder approval under Listing Rule 7.1 or 7.1A.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

To this end, Resolution 6(a) and Resolution 6(b) seek Shareholder approval to the issue of 11,111,111 Subscription Shares and 4,250,000 Tranche 1 Subscription Options under and for the purposes of Listing Rule 7.4.

If Resolution 6(a) and Resolution 6(b) are passed, the issue of the Subscription Shares and Tranche 1 Subscription Options will be excluded in calculating the Company's 15% and 10% limit in Listing Rules 7.1 and 7.1A, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue of the Subscription Shares and Tranche 1 Subscription Options.

In the event that Resolution 6(a) and Resolution 6(b) is not passed, 11,111,111 Subscription Shares and 4,250,000 Tranche 1 Subscription Options will be included in the Company's 15% and 10% limit under Listing Rules 7.1 and 7.1A, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval over the 12-month period following the issue of those Subscription Shares and Tranche 1 Subscription Options.

2.3 **Specific information required by Listing Rule 7.5**

Under and for the purposes of Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the Subscription Shares and Tranche 1 Subscription Options:

- (a) the Subscription Shares and Tranche 1 Subscription Options were issued to Quinbrook under the Subscription Agreement. Quinbrook is not a related party of the Company;
- (b) Quinbrook is a substantial holder in the Company with a voting power of more than 10%, and has nominated a director to the Board of the Company (Robert Johansen, the subject of election under Resolution 5). In respect of Resolution 6(a) and Resolution 6(b), the issue of the Subscription Shares and Tranche 1 Subscription Options pursuant to the Subscription Agreement falls within exception 12 of Listing Rule 10.12;
- (c) a total of:
 - (i) 4,967,470 Subscription Shares were issued on 1 November 2024 and 4,250,000 Tranche 1 Subscription Options were issued on 31 October 2024 within the 15% annual limit permitted under Listing Rule 7.1; and
 - (ii) 6,143,641 Subscription Shares were issued on 1 November 2024 within the 10% annual limit permitted under Listing Rule 7.1A,

without the need for Shareholder approval;
- (d) the Subscription Shares are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue. Any Shares issued upon exercise of the Tranche 1 Subscription Options will rank equally with the Company's existing Shares on issue;
- (e) the Subscription Shares were issued at \$0.23 per Subscription Share. The Tranche 1 Subscription Options have an exercise price that is equal to the VWAP of the Shares calculated over the 30 consecutive trading days on which trades in the Shares were recorded before the date the notice of exercise was provided to the Company;
- (f) the terms and conditions of the Tranche 1 Subscription Options are set out in Schedule 2.
- (g) the proceeds from the Subscription Shares and the exercise of any Tranche 1 Subscription Options are intended to be used for:
 - (i) exploration drilling, assays and process testing on the Company's tenements related to the Project;
 - (ii) geotechnical, hydrogeological, mining scheduling and pit design studies;
 - (iii) flora and fauna, heritage, anthropological and archaeological studies and management plan development;
 - (iv) surface and groundwater testing and management plan development;
 - (v) processing plant design study to produce a graphite concentrate for use in the production of battery anode material;
 - (vi) completion of an ore reserve estimate;
 - (vii) completion of a scoping study for mining of graphite and production of a battery grade graphite concentrate for delivery to Darwin;

- (viii) other Project related expenditures; and
- (ix) general working capital;
- (h) a summary of the material terms of the Subscription Agreement is set out in Schedule 3;
- (i) a voting exclusion statement is included in the Notice.

2.4 **Board recommendation**

Resolution 6(a) and Resolution 6(b) are ordinary resolutions.

The Board recommends that Shareholders vote in favour of Resolution 6(a) and Resolution 6(b).

3. **Resolution 7 – Approval to issue Tranche 2 Subscription Options under Subscription Agreement**

3.1 **General**

Refer to Section 2.1 for details regarding the Subscription Agreement.

Resolution 7 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of 3,706,094 Tranche 2 Subscription Options.

3.2 **Listing Rule 7.1**

A summary of Listing Rule 7.1 is set out in Section 2.2.

3.3 **Specific information required by Listing Rule 7.3**

Under and for the purposes of Listing Rule 7.3, the following information is provided in relation to the proposed issue of the Tranche 2 Subscription Options:

- (a) the Tranche 2 Subscription Options will be issued to Quinbrook under the Subscription Agreement. Quinbrook is not a related party of the Company;
- (b) Quinbrook is a substantial holder in the Company with a voting power of more than 10%, and has nominated a director to the Board of the Company (Robert Johansen, the subject of election under Resolution 5). In respect of Resolution 7, the proposed issue of the Tranche 2 Subscription Options pursuant to the Subscription Agreement falls within exception 12 of Listing Rule 10.12;
- (c) a total of 3,706,094 Tranche 2 Subscription Options will be issued no later than 3 months after the date of the Meeting;
- (d) any Shares issued upon exercise of the Tranche 2 Subscription Options will rank equally with the Company's existing Shares on issue;
- (e) the Tranche 2 Subscription Options have an exercise price that is equal to the VWAP of the Shares calculated over the 30 consecutive trading days on which trades in the Shares were recorded before the date that the notice of exercise was provided to the Company;

- (f) the terms and conditions of the Tranche 2 Subscription Options are set out in Schedule 2;
- (g) the proceeds from the exercise of any Tranche 2 Subscription Options, which are subject to Shareholder approval, are intended to be used for continued investment in the Company's Leliyn Graphite Project and for general working capital;
- (h) a summary of the material terms of the Subscription Agreement is set out in Schedule 3; and
- (i) a voting exclusion statement is included in the Notice.

3.4 **Board recommendation**

Resolution 7 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 7.

Schedule 1 Definitions

In the Notice, words importing the singular include the plural and vice versa.

Addendum	has the meaning given to it on page 1.
Applicable Laws	has the meaning given to it in Schedule 2.
Definitive Feasibility Study	means a definitive feasibility study approved by the Board that provides support for the view that the Project is financially and technically robust to support a viable mining operation, the results of which are released by the Company on the ASX market platform.
Expiry Date	has the meaning given to it in Schedule 2.
Original Proxy Form	has the meaning given to it on page 1.
Project	means the activities that are related to tenements EL 33972, EL 32152, EL 32418 and ML 33957 (in application), and the associated infrastructure and pipelines.
Quinbrook	means Quinbrook Asset Management Pty Ltd ACN 608 876 286 as trustee for the Critical Resources Strategy.
Subscription Agreement	has the meaning given to it in Section 2.1.
Subscription Options	has the meaning given to it in Section 2.1.
Subscription Shares	has the meaning given to it in Section 2.1.
Tranche 1 Subscription Options	has the meaning given to it in Section 2.1.
Tranche 2 Subscription Options	has the meaning given to it in Section 2.1.
Voting Power	has the meaning given to that term in section 610 of the Corporations Act.

Schedule 2 Terms and Conditions of Subscription Options

Quotation of Subscription Options	The Company will not apply to ASX for Official Quotation of the Subscription Options.
Exercise of Subscription Options	<p>Each Subscription Option is exercisable immediately on issue. The Subscription Options may be exercised at any time before their Expiry Date, wholly or in part, by delivering a duly completed and executed notice of exercise together with a cheque for the exercise price or pay to an account nominated by the Company. The Company will issue one new Share for each Subscription Option exercised.</p> <p>The holder may only exercise a minimum of \$1,000 of Subscription Options on any particular occasion, unless the holder has, in total, less than \$1,000 of Subscription Options, in which case they must exercise all their Subscription Options at the same time.</p> <p>The exercise of each Subscription Option is subject to compliance with the Corporations Act (in particular, the requirements of Chapter 6 of the Corporations Act), Listing Rules and these terms.</p> <p>The Voting Power of the holder upon the exercise of a Subscription Option cannot exceed 19.99% of the Company's issued Share capital at the time of exercise.</p>
Expiration of Subscription Options	<p>Each Subscription Option will expire on the earlier of 5:00pm (Perth, Western Australian time) on the date that is:</p> <ul style="list-style-type: none"> (a) five years after a Definitive Feasibility Study is approved by the Board; and (b) ten years after issue, <p>(Expiry Date).</p> <p>For the avoidance of doubt, an unexercised Subscription Option will automatically lapse on the Expiry Date.</p>
Issue price of Subscription Options	No issue price is payable for the Subscription Options as they are issued to Quinbrook together with the Subscription Shares.
Exercise price of Subscription Options	The exercise price per Subscription Option to acquire each Share will be the VWAP of the Shares calculated over the 30 consecutive trading days on which trades in Shares were recorded before the date notice of exercise was provided to the Company.
Option register	The Subscription Options will be registered in the name of Quinbrook in an option register maintained by the Company's share registry. The Company's share registry will issue holding statements or (similar evidence of ownership) that evidence the number of Subscription Options held by Quinbrook. No option certificates will be issued.
Transferrable	Subject to compliance with all Applicable Laws, the Subscription Options are transferrable, and Quinbrook may transfer some or all of the Subscription Options to a third-party.
Issue of Shares	Upon receiving a duly completed and executed notice of exercise, the Company must issue all Shares the subject of the notice of exercise within three Business Days.
Terms of Shares issued	Any Shares issued as a result of exercising a Subscription Option will be issued on the same terms and rank in all respects on equal terms, with existing Shares.

Quotation of Shares issued	Application for Official Quotation of Shares allotted and issued as a result of the exercise of the Subscription Options will be made within three Business Days from the date of issue of the Shares.
Reorganisation of capital	If there is a reorganisation (including consolidation, sub-division, reduction or return) of the capital of the Company, all rights of the holder will be changed to comply with the Listing Rules applying at the time of the reorganisation.
No adjustment for pro rata issue of Shares	There will be no adjustment to the terms, and therefore no change in the exercise price or number of underlying securities over which a Subscription Option can be exercised, if there is a pro rata issue of Shares.
Adjustment for issue of bonus shares	If there is a bonus issue of Shares, the number of Shares issued upon exercise of the Subscription Options will be adjusted as specified in Listing Rule 6.22.3.
New issues of Shares	The Subscription Options do not confer a right to participate in new issues of Shares unless the Subscription Options have been exercised on or before the record date for determining entitlements to the issue.
Notice of adjustments	The Company will give written notice to the holder of any adjustment of the exercise price of the Subscription Options and any increase or decrease in the number of Subscription Options.
Dividend rights	While they remain unexercised, the Subscription Options will not give the holder an entitlement to receive any dividends declared and paid by the Company for Shares.
Voting Rights	While they remain unexercised, the Subscription Options will not give the holder an entitlement to any voting rights as may be conferred upon a Shareholder of the Company.
Cleansing Statement	The Company will lodge with ASX in accordance with the Corporations Act and all Applicable Laws and regulations, a cleansing statement in respect of all Shares issued upon exercise of a Subscription Option in a form agreed by the parties.
Applicable law	Each Subscription Option is issued subject to: (a) the Corporations Act; (b) the Listing Rules; and (c) the Company's Constitution, (together, the Applicable Laws).

Schedule 3 Material terms of Subscription Agreement

<p>Overview</p>	<p>The Company and Quinbrook have entered into a Subscription Agreement, pursuant to which Quinbrook agreed to subscribe for 11,111,111 Subscription Shares at a subscription price of \$0.23 per Subscription Share to raise \$2,555,556. On issue, the Subscription Shares will represent approximately 15.3% of the Company's fully diluted share capital.</p> <p>The Company agreed to issue 7,956,094 Subscription Options to Quinbrook at an exercise price that is equal to the VWAP of the Shares calculated over the 30 consecutive trading days on which trades in the Shares were recorded before the date that the notice of exercise was provided to the Company.</p> <p>The Subscription Options will expire on the earlier of 5:00 pm (Perth, Western Australian time) on the date that is:</p> <ul style="list-style-type: none"> (a) five years after a Definitive Feasibility Study is approved by the Board; and (b) ten years after issue. <p>The issue of the Subscription Options will be undertaken in the two tranches:</p> <ul style="list-style-type: none"> (a) tranche 1, comprising the issue of 4,250,000 Tranche 1 Subscription Options under the Company's available Listing Rule 7.1 capacity; and (b) tranche 2, comprising the issue of 3,706,094 Tranche 2 Subscription Options, subject to Shareholder approval. <p>The Shares issued upon the exercise of the Tranche 1 Subscription Options and Tranche 2 Subscription Options, together with the Subscription Shares, will not exceed one less than 20% of the Company's fully diluted share capital.</p>
<p>Director nominee</p>	<p>On and from completion of the Subscription Agreement, and for so long as Quinbrook and its related bodies corporate (or their respective nominees or custodians) hold, and continue to hold at least 10% of the Shares on issue, Quinbrook is entitled to appoint:</p> <ul style="list-style-type: none"> (a) Robert Johansen; or (b) one representative of Quinbrook, if Quinbrook so elects, that is approved by the Board, <p>to the Board as a non-executive director of the Company.</p> <p>The director nominated by Quinbrook and appointed by the Company must have the appropriate commercial and professional experience to fulfil the role and that person otherwise satisfies any Listing Rule requirements.</p>

Power supply agreement

Quinbrook and the Company agree to negotiate in good faith and to use all reasonable endeavours to enter into, at any time after the completion date of the Subscription Agreement, a binding power supply agreement for the supply of renewable electricity to the Company at comparable market rates on industry standard terms.

The renewable electricity is to be delivered either through new grid infrastructure and/or from a stand-alone power generation project, to be developed by Quinbrook or its related bodies corporate.

Your proxy voting instruction must be received by **11.00am (AWST) on Wednesday, 27 November 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://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:

<https://automicgroup.com.au>

PHONE:

1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

