

Leigh Creek Energy Limited

ACN 107 531 822

Notice of General Meeting

And

Explanatory Memorandum

Notice is hereby given that a General Meeting of Leigh Creek Energy Limited (**Company**) will be held at Level 11, 19 Grenfell Street Adelaide SA 5000 and via an online meeting platform at <https://web.lumiagm.com/334758895>:

Date of Meeting: 12 August 2021

Time of Meeting: 9.30 am (Adelaide time)

DUE TO THE ONGOING COVID-19 PANDEMIC, SHAREHOLDERS WILL NOT BE ABLE TO ATTEND THE MEETING IN PERSON.

Shareholders are urged to vote by lodging the proxy form that has been separately sent to you.

The Company has made arrangements for the Meeting to be held virtually. Shareholders who wish to attend and participate in the virtual Meeting can do so via the online meeting platform. Further details of how to access the Meeting and participate are detailed in the Explanatory Memorandum.

Business:

Resolution 1– Ratification of issue of Placement Shares

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

“That, for the purposes of Listing Rule 7.4 and for all other purposes, the issue of 100,000,000 Shares on the terms and conditions set out in the Explanatory Memorandum is ratified.”

Resolution 2 - Approval to issue Placement Options

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

“That for the purposes of ASX Listing Rule 7.1 and for all other purposes, the issue of the 100,000,000 Placement Options, on the terms and conditions set out in the Explanatory Memorandum is approved.”

Resolution 3 - Approval to issue Fee Options

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

“That for the purposes of ASX Listing Rule 7.1 and for all other purposes, the issue of the 10,000,000 Fee Options, on the terms and conditions set out in the Explanatory Memorandum is approved.”

Information for Members

1. Explanatory Memorandum

The Explanatory Memorandum accompanying this Notice of General Meeting is incorporated in and comprises part of this Notice of General Meeting and should be read in conjunction with this Notice. Members are specifically referred to the Glossary in the Explanatory Memorandum which contains definitions of capitalised terms used both in this Notice and the Explanatory Memorandum.

2. Voting Exclusion Statements

The Company will disregard any votes cast in favour of Resolution 1 by or on behalf of a person who participated in the issue, or any of their respective associates.

The Company will disregard any votes cast in favour of Resolutions 2 and 3 by or on behalf of a person who is expected to participate in or will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of Shares) or any of their respective associates.

However, for each Resolution, the Company need not disregard a vote cast in favour if it is cast by or on behalf of:

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

3. “Snap-shot” Time

In accordance with Regulation 7.11.37 of the Corporations Regulations 2001, the Company has determined that for the purposes of voting at the Meeting, Shares will be taken to be held by those who hold them as at 6.30 pm (Adelaide time) on 10 August 2021.

4. Proxies

All voting will be conducted by poll using proxy instructions received in advance of the Meeting and via the online polling during the Meeting.

A Shareholder entitled to attend and vote at the Meeting may appoint a proxy. The person appointed as a proxy may be an individual or a body corporate and need not be a Shareholder. If a Shareholder is entitled to cast two or more votes, the Shareholder may appoint one or two proxies.

Where two proxies are appointed, each proxy may be appointed to represent a specific proportion of the Shareholder's voting rights. If the proportion is not specified, each proxy may exercise half of the Shareholder's voting rights. Fractional votes will be disregarded.

To record a valid vote, members will need to take either of the following steps:

- (a) Cast your vote online by visiting www.investorvote.com.au and following the instructions and information provided on the enclosed proxy form; or
- (b) Complete and lodge the Proxy Form (and the power of attorney or other authority (if any) under which it is signed, or a certified copy of it) at the share registry of the Company, Computershare Investor Services Pty Limited, located at GPO Box 242, Melbourne VIC 3001, or by facsimile on 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia); or

(c) For Intermediary Online subscribers only (custodians), please visit www.intermediaryonline.com to submit your voting intentions, no later than 9:30 am (Adelaide time) on 10 August 2021 (being 48 hours before the commencement of the Meeting).

Shareholders are strongly encouraged to submit their proxies as early as possible and in any event prior to the cut-off for proxy voting as set out in the Notice of General Meeting.

5. Corporate Representative

A corporation that is a Shareholder or a proxy may elect to appoint a person to act as its corporate representative at the Meeting, in which case the corporate Shareholder or proxy (as applicable) must provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that Shareholder's or proxy's (as applicable) corporate representative. The authority must be sent to the Company and/or the Company's Share Registry (detailed above) in advance of the Meeting.

By order of the Board



J E Mehrtens

Company Secretary

Leigh Creek Energy Limited

9 July 2021

Explanatory Memorandum

This Memorandum has been prepared for the information of Shareholders of Leigh Creek Energy Limited (**Company**) in connection with the business to be conducted at a General Meeting of the Company to be held virtually on 12 August 2021 at 9.30 am (Adelaide time) at Level 11, 19 Grenfell St Adelaide SA 5000 and via an online platform at <https://web.lumiagm.com> and entering **Meeting ID 334-758-895**.

1. Impact of COVID-19 on the Meeting

The health and safety of Shareholders, our personnel, and other stakeholders, is the highest priority and the Company is acutely aware of the current circumstances resulting from COVID-19. The Company intends to conduct a poll on the resolutions in the Notice of General Meeting using the proxies filed prior to the Meeting and for Shareholders to be able to attend and vote at the Meeting via the online platform at <https://web.lumiagm.com>, where shareholders will be able to watch, listen and vote online. The virtual Meeting guide on how to attend the Meeting is available at www.computershare.com.au/virtualmeetingguide.

No attendance in person

Given the current COVID-19 circumstances and in the interests of public health and safety of our Shareholders, the Company is not allowing Shareholders to physically attend the Meeting. The Company has the discretion to make a case by case exception if it believes it is necessary, and the particular Shareholder contacts the Company at least 48 hours prior to the Meeting to discuss their situation.

Remote attendance via the online meeting platform

Shareholders who wish to attend and participate in the virtual Meeting can do so through the online meeting platform where Shareholders will be able to watch, listen, submit written questions, and vote online.

To access the virtual Meeting, please click on the link below:

<https://web.lumiagm.com> and enter **Meeting ID 334-758-895**. The virtual meeting guide is available at www.computershare.com.au/virtualmeetingguide

Upon entering the Meeting ID into the Lumi platform, shareholders should then log in to the virtual meeting by entering their “username” which is their SRN or HIN and “password” which is their postcode, or for overseas holders, their three character country code which can be obtained in the virtual meeting guide.

To vote during the Meeting please refer to the virtual meeting guide.

To ask questions please refer to the virtual meeting guide.

Technical difficulties

Technical difficulties may arise during the course of the AGM. The Chairman has discretion as to whether and how the Meeting should proceed in the event that technical difficulties arises. In exercising his discretion, the Chairman will have regard to the number of members impacted and the extent to which participation in the business of the AGM is affected.

Where the Chairman considers it appropriate, the Chairman may continue to hold the AGM and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, members are encouraged to lodge a proxy by 9.30 am (Adelaide time) on 10 August 2021 even if they plan to attend online.

Questions to be submitted in advance

Shareholders are encouraged to submit questions that relate to the items of business in the Notice of General Meeting in advance of the Meeting to the Company. Questions must be submitted by emailing jordan.mehrtens@lcke.com.au no later than 31 July 2021. The Chairman will attempt to respond to the questions during the Meeting.

2. Background to the Resolutions

(a) Placement

As announced on 15 June 2021, the Company conducted an \$18,000,000 capital raising by way of a private placement to institutional, sophisticated and professional investors (**Placement**). Evolution Capital Advisors Pty Ltd (**Evolution**) acted as Lead Manager to the Placement.

A summary of the material terms of the Placement is set out below:

(i) Share issue

- a. The Placement raised \$18,000,000 and the Company issued 100,000,000 ordinary fully paid shares (**Placement Shares**) as consideration with the right to an attaching unlisted option as detailed further below.
- b. The Placement Shares were issued at \$0.18 per share.

(ii) Placement Options issue

The attaching options (**Placement Options**) will:

- a. Each be exercisable for a fully paid ordinary share in the Company at an exercise price of \$0.28 per option;
- b. Have an expiry date that is 3 years from the date of issue; and
- c. Otherwise have the terms and conditions set out in Appendix A of this Explanatory Memorandum.

(iii) Fees

- a. Evolution acted as Lead Manager under a mandate agreement for the Placement and has received a 6% fee on the total funds raised.
- b. Resolution 3 also seeks shareholder approval to issue 10,000,000 options to Evolution as part of Evolution's fee, on the same terms as the Placement Options (**Fee Options**).
- c. Evolution will also receive a fee of 6% of the value of the Placement Options exercised by option holders if exercise occurs within 2 year of issue of the Placement Options.

(b) Use of funds

In accordance with the Placement, it is anticipated that funds will be allocated to the acquisition of 3D seismic, drilling and construction of gasifier chambers, the acquisition of power generation infrastructure and for general working capital.

(c) Summary of the Resolutions

- (i) Resolution 1 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Placement Shares.
- (ii) Resolution 2 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of the Placement Options.
- (iii) Resolution 3 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of the Fee Options.

3. Resolution 1 – Ratification of issue of the Placement Shares

(a) General

Resolution 1 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Placement Shares. The issue of the Placement Shares did not breach Listing Rule 7.1.

Generally 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, 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 approval under Listing Rule 7.1A at the annual general meeting held on 4 November 2020.

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

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 so, 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 that rule.

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 Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Placement Shares.

(b) Information required by Listing Rule 14.1A

If Resolution 1 is passed, the Placement Shares will be excluded in calculating the Company's combined 25% limit in Listing Rules 7.1 and 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 Placement Shares.

If Resolution 1 is not passed, the Placement Shares will be included in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of issue of the Placement Shares.

(c) Information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to Resolution 1:

- (i) the Placement Shares were issued to institutional, professional and sophisticated investors who are not related parties of, members of key management personnel of, substantial holders of, or an adviser to, the Company (or any associates of such persons);
- (ii) the 100,000,000 Placement Shares issued were all fully paid ordinary shares in the capital of the Company and rank equally with Company's existing Shares;
- (iii) the Placement Shares were issued on or about 23 June 2021;
- (iv) the issue price of the Placement Shares was \$0.18 per share;
- (v) the purpose of the issue of the Placement Shares was to raise capital for the purposes set out in paragraph 2(b) above;

- (vi) the material terms of the Placement are set out in section 2(a) above; and
- (vii) a voting exclusion statement is included in the Notice.

Resolution 2 – Approval of the issue of the Placement Options

(a) General

Resolution 2 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of 100,000,000 unlisted Placement Options.

A summary of Listing Rules 7.1 and 7.1A is set out in Section 2(a).

The issue of the Placement Options does not fall within any of the exceptions to Listing Rule 7.1 and exceeds the Company's 15% capacity under Listing Rules 7.1. It therefore requires the approval of the Company's shareholders under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder approval pursuant to Listing Rule 7.1 to allow the issue of the Placement Options within 3 months of the date of the Meeting without utilising the Company's placement capacity under Listing Rule 7.1.

(b) Information required by Listing Rule 14.1A

If Resolution 2 is passed, and the Placement Options are issued, then Placement Options will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 2 is not passed the Company will not be able to issue the Placement Options.

(c) Information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to Resolution 2:

- (i) the Placement Options will be granted to institutional, professional and sophisticated investors (**Investors**) who are not related parties of, members of key management personnel of, substantial holders of, or an adviser to, the Company (or any associates of such persons);
- (ii) the Company will issue 100,000,000 Placement Options;
- (iii) the material terms of the Placement Options are set out in section 2(a)(ii) and Appendix A of this Explanatory Memorandum;
- (iv) the Placement Options will be issued to the Investors within 3 months of the date of this meeting;
- (v) the grant of the Placement Options will be made in consideration of the Placement, being the \$18,000,000 payment by the Investors in accordance with terms described in Section 2(a). The Company has not and will not receive any other consideration, other than the exercise price of the Placement Options if the Placement Options are exercised;
- (vi) the purpose of the issue of the Placement Options is in accordance with the terms of the Placement and the use of funds as described in section 2(b) above;
- (vii) the issue of the Placement Options is being made in accordance with the Placement, the material terms of which are set out in section 2(a) above;
- (viii) the Placement Options will not be issued under or to fund a reverse takeover; and
- (ix) a voting exclusion statement is included in the Notice.

Resolution 3 – Approval of the issue of the Fee Options

(a) General

Resolution 3 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of 10,000,000 unlisted Fee Options.

A summary of Listing Rules 7.1 and 7.1A is set out in Section 2(a).

The issue of the Fee Options does not fall within any of the exceptions to Listing Rule 7.1 and exceeds the Company's 15% capacity under Listing Rules 7.1. It therefore requires the approval of the Company's shareholders under Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder approval pursuant to Listing Rule 7.1 to allow the issue of the Fee Options within 3 months of the date of the Meeting without utilising the Company's placement capacity under Listing Rule 7.1.

(b) Information required by Listing Rule 14.1A

If Resolution 3 is passed, and the Fee Options are issued, then the Fee Options will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 3 is not passed, the Company will not be able to issue the Fee Options and the Company will be required to compensate Evolution by paying it the monetary equivalent of the Fee Options based on a Black Scholes Model, using the following assumptions (i) 80% volatility, (ii) risk free rate of 0.75%, (iii) no dividends, (iv) issue date equal to the date of issue of the Placement Shares (vi) exercise at any time for 24 months (American Style).

(c) Information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to Resolution 3:

- (i) the Fee Options will be granted to Evolution or its nominees;
- (ii) the Company will issue 10,000,000 Fee Options;
- (iii) the material terms of the Fee Options set out in section 2(a)(ii) and Appendix A of this Explanatory Memorandum;
- (iv) the Fee Options will be issued to Evolution within 3 months of the date of this meeting;
- (v) the grant of the Fee Options will be made as a fee payment to Evolution as the Lead Manager of the Placement. The Company has not and will not receive any other consideration for the Fee Options, other than the exercise price of the Fee Options if the Fee Options are exercised;
- (vi) the purpose of the issue of the Fee Options is to satisfy part of the fees payable to the Lead Manager for the Placement;
- (vii) the issue of the Fee Options is being made in accordance with a mandate agreement. A summary of the material terms of the mandate and the fees payable to Evolution is set out in Section 2(a);
- (viii) the Placement Options not be issued under or to fund a reverse takeover; and
- (ix) a voting exclusion statement is included in the Notice.

GLOSSARY

In this Explanatory Memorandum, the following terms have the following unless the context otherwise requires:

"**ASX**" means ASX Limited ACN 008 624 691.

"**Board**" means the Board of Directors from time to time.

"**Chair**" or "**Chairman**" means the chairman of the Company who will chair the Meeting.

"**Company**" means Leigh Creek Energy Limited ABN 31 107 531 822.

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

"**Directors**" means the directors of the Company from time to time and "**Director**" means any one of them.

"**Equity Securities**", in relation to the securities of the Company, means a Share, an option over an issued or unissued security, any right to a Share or option over an issued or unissued security, or a convertible security.

"**Explanatory Memorandum**" means this explanatory memorandum.

"**Fee Options**" means the 10,000,000 Options to be issued as fees in accordance with the Placement on the terms set out in Appendix A.

"**Listing Rules**" means the listing rules of ASX and any other rules of ASX which are applicable while the Company is admitted to the official list of ASX, each as amended or replaced from time to time, except to the extent of any express written waiver by ASX.

"**Meeting**" or "**General Meeting**" means the general meeting of Shareholders of the Company or any adjournment thereof, convened by the Notice.

"**Notice**" or "**Notice of General Meeting**" means the notice of general meeting which accompanies this Explanatory Memorandum.

"**Option**" means an option exercisable for one Share.

"**Placement Options**" means the 100,000,000 Options to be issued in accordance with the Placement on the terms set out in Appendix A.

"**Placement Shares**" means the 100,000,000 Shares issued on 23 June 2021 in accordance with the Placement.

"**Resolution**" means a resolution referred to in the Notice.

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

"**Shareholder**" or "**Member**" means a holder of Shares in the Company.

1. Nature of Options

Each Option grants the holder the right but not the obligation to be issued by the Company one Share at the Option Exercise Price of \$0.28.

2. Exercise of Options

An Option holder may exercise any Option it holds at any time after the date on which such Option is issued (the Option Issue Date) and prior to the date that is 36 months after the Option Issue Date by delivery of:

- (a) a copy of a duly executed Option exercise form to the Company on any Business Day; and
- (b) payment of an amount equal to the Option Exercise Price of \$0.28 multiplied by the number of Shares in respect of which the Options are being exercised at the time.

In each Exercise Form, the Investor must advise the Company of the details of the Investor's Securities Account into which the relevant Shares are to be delivered in accordance with the Placement.

3. Issue of Shares on exercise of Options

(a) Following the date of the receipt of a duly completed Exercise Form and the exercise price payment, the Company must issue the Shares in respect of which the Options are so exercised by the Option holder and provide to the Option holder holding statements evidencing that such Shares have been recorded on the Company's Share register in accordance with the time frames set out in the Listing Rules.

(b) Shares issued on the exercise of the Options:

- (i) rank equally in all respects with existing Shares at the date of issue of the Shares; and
- (ii) are issued fully paid, free and clear of all security interests;

(c) The Company must apply for quotation of the Shares issued on exercise of the Options in accordance with the requirements of the Listing Rules.

4. Bonus issues

If prior to an exercise of an Option, there is a bonus issue (as referred to in Listing Rule 6.22.3) the number of Shares over which an Option is exercisable shall be increased as specified in Listing Rule 6.22.3.

5. Rights issues

If prior to an exercise of an Option, there is a pro rata issue (except a bonus issue) as referred to in Listing Rule 6.22.2, the Option Exercise Price shall be reduced according to the formula in Listing Rule 6.22.2.

6. Reconstruction of capital

In the event of a consolidation, subdivision or similar reorganization of the issued capital of the Company, the rights of an Option holder will be changed to comply with the Listing Rules applying to a reorganisation of capital at the time of the reorganisation.

7. Notice of adjustments

Whenever the number of Shares over which an Option is exercisable, or the Option Exercise Price is adjusted, the Company must give written notice of the adjustment to all the Option holders in accordance with the Listing Rules.

8. No right to participate in new issues

An Option holder cannot (in its capacity as a holder of an Option) participate in new issues of Securities without exercising the Option.

9. Assignability and transferability

The Options are freely assignable and transferable, subject to the provisions of Chapter 6D of the Corporations Act and all applicable other Laws.

Need assistance?



Phone:

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



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **9.30am (Adelaide time)** on **Tuesday 10 August 2021**.

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

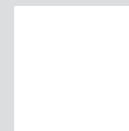
If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Lodge your Proxy Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 185358

SRN/HIN:

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Leigh Creek Energy Limited hereby appoint

☐ the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the General Meeting of Leigh Creek Energy Limited to be held as a virtual meeting, which will be conducted online at web.lumiagm.com/334758895 on Thursday 12 August 2021 at 9:30am (Adelaide time) and at any adjournment or postponement of that meeting.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
1. Ratification of issue of Placement Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval to issue Placement Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval to issue Fee Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically