

**BANNERMAN ENERGY LTD**  
**ACN 113 017 128**  
**NOTICE OF GENERAL MEETING**

Notice is given that the Meeting will be held at:

**TIME:** 11:00am WST

**DATE:** 18 July 2022

**PLACE:** Suite 7, 245 Churchill Avenue, Western Australia, AUSTRALIA 6008

***The business of the Meeting affects your shareholding and your vote is important.***

***This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.***

***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 11:00am (WST) on 16 July 2022.***

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## BUSINESS OF THE MEETING

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### AGENDA

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#### 1. RESOLUTION 1 – APPROVAL TO ISSUE SHARES IN CONSIDERATION FOR ACQUISITION

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 7.1 and for all other purposes, approval is given for the Company to issue up to 8,463,367 Shares (on a pre-consolidation basis) on the terms and conditions set out in the Explanatory Statement.”*

**Note: A voting exclusion statement applies to this Resolution. Please see below.**

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#### 2. RESOLUTION 2 – RATIFICATION OF PRIOR 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, Shareholders ratify the issue of 185,000,000 Shares (on a pre-consolidation basis) on the terms and conditions set out in the Explanatory Statement.”*

**Note: A voting exclusion statement applies to this Resolution. Please see below.**

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#### 3. RESOLUTION 3 – CONSOLIDATION OF CAPITAL

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

*“That, pursuant to section 254H of the Corporations Act and for all other purposes, the issued capital of the Company be consolidated on the basis that:*

- (a) every ten Shares be consolidated into one Share;*
- (b) every ten Options be consolidated into one Option; and*
- (c) every ten Performance Rights be consolidated into one Performance Right,*

*and, where this Consolidation results in a fraction of a Security being held, the Company be authorised to round that fraction up to the nearest whole number.”*

**Dated: 10 June 2022**

**By order of the Board**

**Steve Herlihy  
Company Secretary**

## Voting Exclusion Statement:

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of the resolution set out below by or on behalf of the following persons:

<b>Resolution 1 – Approval to issue Shares in Consideration for Acquisition</b>	The Vendors or any other 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 an associate of that person (or those persons).
<b>Resolution 2 – Ratification of prior issue of Placement Shares</b>	The Placement Participants or any other person who participated in the issue or is a counterparty to the agreement being approved or an associate of that person or those persons.

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

- (a) a person as a 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 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.

## Voting by proxy

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To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two (2) or more votes may appoint two (2) proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints two (2) proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

## Voting in person

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To vote in person, attend the Meeting at the time, date and place set out above.

**Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 8 9381 1436.**

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## EXPLANATORY STATEMENT

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This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

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### 1. RESOLUTION 1 – APPROVAL TO ISSUE SHARES IN CONSIDERATION FOR ACQUISITION

#### 1.1 Background

As announced on 19 May 2022, the Company has agreed to acquire a 41.8% shareholding in critical minerals exploration and development business, Namibia Critical Metals, Inc. (**NMI**) from PhilCo One Hundred and Ninety Two (Pty) Ltd (**PhilCo**) and Adventure Resources Holdings (Pty) Ltd (**Adventure Resources**) (**Acquisition**).

NMI is listed on the TSX Venture Exchange (TSX-V: NMI). NMI's flagship asset is the 95%-owned, advanced and fully permitted Lofdal Heavy Rare Earths Project in Namibia (**Lofdal Project**). Further information in respect of the Acquisition, NMI and the Lofdal Project are set out in the ASX announcement released on 19 May 2022.

The Company has entered into a share purchase agreement with PhilCo and Adventure Resources (together, the **Vendors**) to effect the Acquisition (**Share Purchase Agreement**). The Acquisition is anticipated to complete on 20 June 2022.

The aggregate consideration payable for the Acquisition is comprised of A\$7,236,179 payable at completion, and deferred consideration comprising the issue of 8,463,367 Shares (the issue of which is subject to Shareholder approval under this Resolution 1) (**Consideration Shares**). The Consideration Shares will be subject to voluntary escrow for a period of six months.

If Shareholder approval is not obtained on or before 29 July 2022, Bannerman is obliged to satisfy the deferred consideration through the payment of a further A\$2,412,059 to the Vendors.

Resolution 1 seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of the Consideration Shares.

#### 1.2 General

As summarised in Section 1.2 above, 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.

The proposed issue of the Consideration Shares falls within exception 17 of Listing Rule 7.2. It therefore requires the approval of Shareholders under Listing Rule 7.1.

#### 1.3 Technical information required by Listing Rule 14.1A

If Resolution 1 is passed, the Company will be able to proceed with the issue of the Consideration Shares. In addition, the issue of the Consideration Shares 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 1 is not passed, the Company will not be able to proceed with the issue of the Consideration Shares and the Company will be required to satisfy the

deferred consideration under the Share Purchase Agreement by making a cash payment of a further A\$2,412,059 to the Vendors.

#### 1.4 Technical information required by Listing Rule 7.1

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to Resolution 1:

- (a) the Consideration Shares will be issued to the Vendors (or their respective nominees);
- (b) the maximum number of Consideration Shares to be issued is 8,463,367 Shares (stated on a pre-consolidation basis), comprising the issue of:
  - (i) 7,734,275 Consideration Shares to PhilCo (or its nominee/s); and
  - (ii) 729,092 Consideration Shares to Adventure Resources (or its nominee/s);
- (c) the Consideration Shares issued will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares;
- (d) the Shares will be issued no later than 3 months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules) and it is intended that issue of the Consideration Shares will occur on the same date;
- (e) the Consideration Shares will be issued at a nil issue price, in consideration for the Acquisition;
- (f) the purpose of the issue of the Consideration Shares is to satisfy the Company's obligations under the Share Purchase Agreement;
- (g) the Consideration Shares are being issued to the Vendors under the Share Purchase Agreement, a summary of the material terms and conditions of which is set out in Section 2.1; and
- (h) the Consideration Shares are not being issued under, or to fund, a reverse takeover.

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## 2. RESOLUTION 2 – RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES

### 2.1 Background

As announced on 24 March 2022, the Company received firm commitments for a single tranche placement of approximately 185,000,000 Shares to new and existing institutional and sophisticated investors at an issue price of A\$0.22 per Share to raise approximately A\$40.7 million (**Placement**).

On 1 April 2022, the Company issued 185,000,000 Shares (on a pre-consolidation basis) under the Placement (**Placement Shares**).

The Company engaged the services of both Canaccord Genuity (Australia) Limited (ACN 075 071 466) (AFSL 234 666) (**Canaccord**) and Euroz Hartleys Limited (ACN 104 195 057) (AFSL 230 052) (**Euroz Hartleys**), to manage the issue of the Placement Shares. The Company agreed to pay Canaccord and Euroz Hartleys an aggregate fee of 5% of the gross dollar amount raised under the Placement (comprising a management fee of 2% and a placement fee of 3%).

Resolution 2 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Placement Shares.

## 2.2 General

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.

The issue of the Placement Shares does not fit within any of the exceptions set out in Listing Rule 7.2 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, 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.

## 2.3 Technical information required by Listing Rule 14.1A

If Resolution 2 is passed, the Placement Shares will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, 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 2 is not passed, the Placement Shares will be included in calculating the Company's 15% limit in Listing Rule 7.1, 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.

## 2.4 Technical 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 2:

- (a) the Placement Shares were issued to professional and sophisticated investors who are clients of Canaccord and Euroz Hartleys (**Placement Participants**). The Placement Participants were identified through a bookbuild process, which involved Canaccord and Euroz Hartleys seeking expressions of interest to participate in the capital raising from non-related parties of the Company. The Company notes that Canaccord Wealth Management subscribed for 29,545,455 Shares and Euroz Hartleys subscribed for 13,636,364 Shares under the Placement. In accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that no other the Placement Participants were:
  - (i) related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company,

advisers of the Company or an associate of any of these parties;  
and

- (ii) issued more than 1% of the issued capital of the Company;
- (b) 185,000,000 Placement Shares were issued (on a pre-consolidation basis) and the Placement Shares issued were all fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares;
- (c) the Placement Shares were issued on 1 April 2022;
- (d) the issue price was \$0.22 per Placement Share. The Company has not and will not receive any other consideration for the issue of the Placement Shares;
- (e) the purpose of the issue of the Placement Shares was to raise \$40,700,000, which will be applied towards completion of the Etango-8 Definitive Feasibility Study, a Front-End Engineering and Design (FEED) and detailed design in respect of the planned Etango-8 uranium mine, product marketing and project financing activities, new opportunities and general working capital; and
- (f) the Placement Shares were not issued under an agreement.

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### **3. RESOLUTION 3 – CONSOLIDATION OF CAPITAL**

#### **3.1 Background**

Resolution 3 seeks Shareholder approval to consolidate the Company's issued capital on the basis that:

- (a) every ten Shares be consolidated into one Share;
- (b) every ten Options be consolidated into one Option; and
- (c) every ten Performance Rights be consolidated into one Performance Rights,

each, subject to rounding in accordance with Section 3.3.

The Resolution is proposed to reduce the Company's capital structure (Share count) to a level that better reflects the advanced stage of the Company's development of its Etango Uranium Project and make the Company's Shares more attractive to certain investors, including institutional and retail investors in North America.

In July 2006, and with a relatively small number of Shares on issue (being 22,733,336 Shares), the Company undertook a 3:1 Share split to increase the liquidity and affordability of its Shares to retail investors. Over the sixteen years since this Share split the Company has grown considerably and evolved from a speculative exploration company to an advanced developer of one of the largest uranium projects globally.

As a consequence of that Share split tripling the Company's capital structure and subsequent issues of Shares, the Company has 1,487,682,104 Shares on issue as at the date of this Notice. A Share count of more than one billion Shares on issue is considered to be inordinately high, particularly by North American shareholders and investors who are accustomed to investing in companies with a lower share

count (and consequently higher share prices). As a result of increasing liquidity through the Company's listing on OTC Markets (OTCQB:BNNLF) and participation by overseas institutional investors in the Placement, a substantial proportion of the Company's Shareholders are believed to hold a positive view towards reducing the number of Shares on issue in the Company.

It is appropriate that the Company propose a consolidation at this point in time as the Company nears completion of its Definitive Feasibility Study into its Etango-8 Uranium Project and progresses towards the targeted financing and construction of the proposed Etango-8 mine. As the Company matures towards being a uranium producer, it is expected to be able to access deeper and more diverse pools of capital, some of which will find a smaller Share count to be more attractive.

Further, a smaller number of Shares on issue, as a consequence of the consolidation, is also likely to be viewed as more attractive currency should the Company decide in the future to pursue transactions involving the acquisition of assets using its Shares as partial or full consideration.

The consolidation applies equally to all Shareholders (subject to the rounding fractions) therefore, it will have no effect on the percentage interest of each Shareholder. Further, the aggregate value of each Shareholder's proportional interest in the Company will not change solely as a result of the consolidation as the only anticipated change, which will be a result of rounding, will be immaterial.

Theoretically, the market price of each Share following the consolidation should increase by 10 times its current value. Practically the effect on the market price of the Shares will be dependent on a number of factors which will not be within the control of the Company. Therefore this may result in the market price of the Share following the consolidation being higher or lower than the theoretical post-consolidation price.

### **3.2 Legal requirements**

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

### **3.3 Fractional entitlements**

Not all security holders will hold that number of Securities which can be evenly divided by ten. Fractional entitlements will be rounded up to the nearest whole number.

### **3.4 Taxation**

It is not considered that any taxation implications will exist for security holders arising from the consolidation. However, security holders are advised to seek their own tax advice on the effect of the consolidation and neither the Company, nor its advisers, accept any responsibility for the individual taxation implications arising from the consolidation.

### **3.5 Holding statements**

From the date two Business Days after the Effective Date (as set out in the timetable in Section 3.7 below), all holding statements for Securities will cease to have any effect, except as evidence of entitlement to a certain number of Securities on a post-consolidation basis.



After the consolidation becomes effective, the Company will arrange for new holding statements for Securities to be issued to holders of those Securities.

It is the responsibility of each security holder to check the number of Securities held prior to disposal or exercise (as the case may be).

### 3.6 Effect on capital structure

The effect which the consolidation will have on the Company's capital structure is set out in the table below.

	Shares	Options	Performance Rights
Pre-Consolidation	1,487,682,104	11,285,800 <sup>1</sup>	34,610,067
Issue of Consideration Shares (Resolution 1)	8,463,367	-	-
<i>Sub-total</i>	1,496,145,471	11,285,800	34,610,067
Post Consolidation (Resolution 3) <sup>3,4</sup>	149,614,548	1,128,580 <sup>2</sup>	3,461,007

#### Notes:

1. Comprising 2,338,800 Options exercisable at \$0.059 each on or before 15 November 2022, 7,559,200 Options exercisable at \$0.05 each on or before 15 November 2023 and 1,387,800 Options exercisable at \$0.45 each on or before 15 November 2024.
2. Comprising 233,880 Options exercisable at \$0.59 each on or before 15 November 2022, 755,920 Options exercisable at \$0.50 each on or before 15 November 2023 and 138,780 Options exercisable at \$4.50 each on or before 15 November 2024.
3. Assuming no Options are exercised, and no Performance Rights are converted.
4. Subject to rounding.

### 3.7 Indicative timetable\*

If Resolution 3 is passed, the consolidation will take effect in accordance with the following timetable (as set out in Appendix 7A (paragraph 7) of the Listing Rules):

Action	Date
Company announces consolidation	Tuesday, 14 June 2022
Company sends out the Notice of Meeting	Tuesday, 14 June 2022
Shareholders pass Resolution 3 to approve the consolidation	Monday, 18 July 2022
Effective Date of consolidation	Monday, 18 July 2022
Last day for pre-consolidation trading	Tuesday, 19 July 2022
Post-consolidation trading commences on a deferred settlement basis	Wednesday, 20 July 2022
Record Date	Thursday, 21 July 2022
Last day for the Company to register transfers on a pre-consolidation basis	
First day for the Company to update its register and send holding statements to security holders reflecting the change in the number of Securities they hold.	Friday, 22 July 2022

Action	Date
Last day for the Company to update its register and to send holding statements to security holders reflecting the change in the number of Securities they hold and to notify ASX that this has occurred	Thursday, 28 July 2022

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## GLOSSARY

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**\$** means Australian dollars.

**ASX** means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

**Board** means the current board of directors of the Company.

**Business Day** means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

**Chair** means the chair of the Meeting.

**Company** means Bannerman Energy Ltd (ACN 113 017 128).

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

**Directors** means the current directors of the Company.

**Explanatory Statement** means the explanatory statement accompanying the Notice.

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

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

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

**Option** means an option to acquire a Share.

**Proxy Form** means the proxy form accompanying the Notice.

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

**Section** means a section of the Explanatory Statement.

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

**Shareholder** means a registered holder of a Share.

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

**Need assistance?****Phone:**  
1300 850 505 (within Australia)  
+61 3 9415 4000 (outside Australia)**Online:**  
[www.investorcentre.com/contact](http://www.investorcentre.com/contact)**YOUR VOTE IS IMPORTANT**

For your proxy appointment to be effective it must be received by **11:00am (AWST) on Saturday, 16 July 2022.**

# Proxy Form

## How to Vote on Items of Business

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

### APPOINTMENT OF PROXY

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

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

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

**A proxy need not be a securityholder of the Company.**

### SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

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

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

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

### PARTICIPATING IN THE MEETING

#### Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com/au](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

**XX**

### Online:

Lodge your vote online at [www.investorvote.com.au](http://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: 181120****SRN/HIN:**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

### By Mail:

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

### By Fax:

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



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

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

**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

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I/We being a member/s of Bannerman Energy Ltd 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 Bannerman Energy Ltd to be held at Suite 7, 245 Churchill Avenue, Subiaco, WA 6008 on Monday, 18 July 2022 at 11:00am (AWST) 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
Resolution 1 Approval to issue Shares in consideration for acquisition	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Ratification of prior issue of Placement Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Consolidation of capital	<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 <input type="text"/>	Securityholder 2 <input type="text"/>	Securityholder 3 <input type="text"/>	/ / Date
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	

### Update your communication details *(Optional)*

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

Mobile Number <input type="text"/>	Email Address <input type="text"/>
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