



NOTICE OF GENERAL MEETING & EXPLANATORY STATEMENT

Time and Date of Meeting: 3.00 pm (Perth time)
on Wednesday, 2 September 2020

Place of Meeting: Strike Resources Limited
Level 2
31 Ventnor Avenue
West Perth, Western Australia

IMPORTANT NOTICE

It is recommended that shareholders read this Notice of General Meeting and Explanatory Statement in full and if there is any matter that you do not understand, you should contact your financial adviser, stockbroker or solicitor for advice.

The Chairman of the General Meeting will vote open proxies received in favour of Resolution 1 (Ratification of \$1.8 Million / 40 Million Share Placement) and Resolution 2 (Approval to Issue 60 Million New Shares) considered at the General Meeting.

The Chairman of the General Meeting will call a Poll on voting on Resolutions 1 and 2.

This Notice of General Meeting and Explanatory Statement is dated 30 July 2020.



ASX Code: SRK

STRIKE RESOURCES LIMITED
A.B.N. 94 088 488 724

PRINCIPAL & REGISTERED OFFICE:

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31 Ventnor Avenue
West Perth, Western Australia 6005

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E | info@strikeresources.com.au
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SHARE REGISTRY:

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Western Australia – Main Office
110 Stirling Highway
Nedlands, Western Australia 6009
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Western Australia 6909
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NOTICE OF GENERAL MEETING

Notice is given that an General Meeting of shareholders of Strike Resources Limited A.B.N. 94 088 488 724 (**Strike** or **SRK** or **Company**) will be held at Strike Resources Limited, Level 2, 31 Ventnor Avenue, West Perth, Western Australia, at 3:00 pm (Perth time) on Wednesday, 2 September 2020.

AGENDA

BUSINESS

1. Resolution 1 - Ratification of \$1.8 Million / 40 Million Share Placement

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

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders ratify and approve the previous issue of 40,000,000 fully-paid, ordinary shares in the capital of the Company at an issue price of \$0.045 per share (raising \$1,800,000 gross) pursuant to offers exempt from disclosure under section 708 of the Corporations Act 2001 (Cth), and otherwise on the terms and conditions set out in the Explanatory Statement accompanying this Notice.”

Voting Exclusion: The Company will disregard any votes cast on Resolution 1 by a person who participated in the issue and any person associated with those persons.

2. Resolution 2 – Approval to Issue 60 Million New Shares

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

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, shareholders approve and authorise the Directors of the Company to issue up to 60,000,000 fully-paid, ordinary shares in the capital of the Company to raise capital, on the terms and conditions set out in the Explanatory Statement accompanying this Notice.

Voting Exclusion: The Company will disregard any votes cast in favour of Resolution 2 by or on behalf of:

- (a) a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the entity); and
- (b) an associate of that person.

However, the Company need not disregard a vote if:

- (a) it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with the direction on the proxy form to vote as the proxy decides.

DATED THIS 30th DAY OF JULY 2020

BY ORDER OF THE BOARD,



**VICTOR HO
COMPANY SECRETARY**

EXPLANATORY STATEMENT

- This Explanatory Statement is provided to Strike shareholders pursuant to and in satisfaction of the *Corporations Act 2001 (Cth)* (**Corporations Act**) and the Listing Rules of the Australian Securities Exchange (operated by ASX Limited) (**ASX**).
- This Explanatory Statement is intended to be read in conjunction with the Notice of General Meeting (**Meeting Document**).
- Shareholders should read this Meeting Document in full to make an informed decision regarding the resolution considered at this general meeting.

1. ORDINARY RESOLUTION 1 – RATIFICATION OF \$1.8 MILLION / 40 MILLION SHARE PLACEMENT

Resolution 1 seeks shareholder ratification of the previous issue by the Company of a total of 40,000,000 fully paid ordinary shares at \$0.045 per share (raising \$1,800,000 gross) to professional and institutional investors entitled to accept offers of securities under section 708 of the Corporations Act.

The Company announced on 1 June 2020¹ that it had undertaken a placement of 40 million shares at \$0.045 per share to raise a total of \$1.8 million (the **Placement**). The Placement was managed by Canaccord Genuity (Australia) Limited ABN 19 075 071 466 (AFSL 234 666) (**Canaccord**) and was made to professional and sophisticated investors. Canaccord received a commission on the gross funds raised under the Placement.²

Acceptances under the Placement were settled on 4 June 2020, with shares issued on 5 June 2020.³

The Placement issue price of \$0.045 per share represented a discount of ~15% to the \$0.053 closing price of the Company's shares on 27 May 2020 (the date prior to the Company requesting a trading halt, pending an announcement in relation to the completion of the Placement) and a discount of ~9% to the ~\$0.04942 volume weighted average price (**VWAP**) for the Company's shares on ASX over the one month⁴ preceding the trading halt requested by the Company on 28 May 2020⁵. Over the three months ending on 27 May 2020, the Company's shares have traded on ASX in a range of \$0.024 to \$0.053, with a VWAP of ~\$0.04064.

The \$1.8 million funds raised under the Placement, after expenses of the issue, will be used to advance the development of the Company's Paulsens East Iron Ore Project in Western Australia (including completion of a native title agreement, bulk sampling for further metallurgical testing, completion of a feasibility study, completion of various studies towards the finalisation of a mining proposal and the progression of off-take discussions). The balance of the funds (if any), together with the Company's existing cash and liquid investments, will be applied towards the Company's other resource projects and for general working capital purposes. Further details on the Company's resource projects are in the 30 June 2020 Quarterly Report released on ASX on 17 July 2020.⁶

The Placement issue was completed within the Company's 15% placement capacity (pursuant to Listing Rule 7.1) and the additional 10% placement facility (pursuant to Listing Rule 7.1A) approved by shareholders at the Company's last Annual General Meeting (**AGM**) held on 28 November 2019.

1 Refer Strike's ASX Announcement dated 1 June 2020: Completion of \$1.8 Million Capital Raising

2 Refer Strike's ASX Announcement dated 1 June 2020: Proposed Issue of Securities - SRK

3 Refer Strike's ASX Announcements dated 5 June 2020: Appendix 2A - Application for Quotation of 40M Shares and 5 June 2020: Section 708A Cleansing Statement – Issue of 40M Shares

4 Also over the 15 trading days (where trades were recorded in the Company's shares on ASX)

5 Refer Strike's ASX Announcement dated 28 May 2020: Trading Halt

6 Refer also Strike's ASX Announcement dated 17 July 2020: Noosa Mining Presentation – July 2020

ASX Listing Rule 7.1 provides, in summary, that a listed company may not issue or agree to issue equity securities in any 12 month period which exceed 15% of the number of fully paid ordinary securities of the company on issue at the beginning of the 12 month period, except with the prior approval of shareholders (**15% Placement Capacity**).

ASX Listing Rule 7.1A provides, in summary, that 'eligible entities' (generally with a market capitalisation of \$300 million or less) may obtain shareholder approval at an AGM to issue 'Equity Securities' (which includes a share) representing up to 10% of its issued share capital over a 12 month period after the AGM (**10% Placement Facility**).

The issue of 40,000,000 shares under the Placement comprises approximately 23.93% of the Company's pre-Placement total issued share capital of 167,134,268 shares with:

- 25,070,140 shares (14.99%) issued within the Company's 15% Placement Capacity; and
- 16,713,426 shares (8.93%) issued within the Company's 10% Placement Capacity.

Whilst prior shareholder approval (under ASX Listing Rule 7.1) was not required for the issue of 25,070,140 shares (within the 15% Placement Capacity) under the Placement, the effect of the issue was to reduce the Company's capacity to issue additional securities in the future without prior shareholder approval as permitted under ASX Listing Rule 7.1.

The Company therefore wishes to seek shareholder ratification and approval for the purposes of ASX Listing Rule 7.4 in order to refresh the Company's capacity to issue up to 15% of the securities of the Company on issue in a 12 month period under ASX Listing Rule 7.1.

By ratifying the issue of the shares under the Placement, the Company will retain the flexibility to issue equity securities in the future of up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior shareholder approval.

ASX Listing Rule 7.5 sets out a number of matters which must be included in a notice of meeting requesting shareholder approval under ASX Listing Rule 7.4. In accordance with ASX Listing Rule 7.4, the following information is provided to shareholders to assist them to assess whether to approve Resolution 1:

- (a) 40,000,000 shares were issued by the Company upon settlement of the Placement. Settlement was completed on 4 June 2020 with shares issued on 5 June 2020;
- (b) The shares were issued at a price of \$0.045 per share;
- (c) The shares are ordinary, fully-paid shares issued on the same terms and conditions as the shares currently on issue by the Company;
- (d) The shares were issued and allotted to professional and sophisticated investor clients of Canaccord entitled to accept offers of securities under section 708 of the Corporations Act. None of the recipients are related parties or associates of the Company; and
- (e) The funds raised from the Placement (after paying expenses of the issue) will be applied towards the costs of advancement of exploration, evaluation and development of the Company's Paulsens East Iron Ore Project and other resource projects and for general working capital purposes.

The Company's 10% Placement Capacity has been fully utilised and the Company proposes to seek shareholder approval to refresh this 10% Placement Capacity at the next AGM.

Shareholder Approval

If shareholders approve Resolution 1, the Company will have the capacity to issue new shares under its refreshed 15% Placement Capacity (within 12 months after the General Meeting, all things being equal). 15% of the Company's current total issued share capital of 207,134,268 shares is 31,070,140 shares.

If shareholders do not approve Resolution 1, the Company will not have any capacity to issue new shares within its 15% Placement Capacity. The Company will regain its 15% Placement Capacity on or about 5 June 2021 (being 12 months after the recently completed Placement) or when shareholders have approved a resolution ratifying the Placement at another general meeting prior to this 12 month anniversary. If shareholders do not approve Resolution 1 at this General Meeting, the Directors propose to seek approval again at the 2020 AGM (to be held on or before the end of November 2020).

Directors' Recommendations

The Directors believe that a refreshment of the Company's capacity to issue up to 15% of the securities of the Company on issue in a 12 month period under ASX Listing Rule 7.1 is in the best interests of the Company and unanimously recommend that **shareholders vote in favour of Resolution 1**.

The Chairman of the General Meeting will call a Poll on voting on Resolution 1.

Voting Exclusion

In accordance with ASX Listing Rules 7.5 and 14.11, the Company will disregard any votes cast on Resolution 1 by any person who participated in the Placement issue and their associates. However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or is cast by the person chairing the meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

2. ORDINARY RESOLUTION 2 – APPROVAL TO ISSUE 60 MILLION NEW SHARES

Resolution 2 seeks prior shareholder approval for the Company to issue up to 60 million fully paid ordinary shares for the purposes of ASX Listing Rule 7.1.

ASX Listing Rule 7.1 provides that a listed company must not, subject to certain exceptions, issue or agree to issue equity securities in excess of its 15% Placement Capacity without the approval of shareholders.

The effect of Resolution 2 (if passed) will be to allow the Directors the flexibility and timeliness to issue up to 60 million shares during the 3 month period after this General Meeting, without using up the Company's 15% Placement Capacity (assuming Resolution 1 has been passed) or without seeking prior shareholder approval.

For completeness, the Company notes that:

- The Company may issue new shares at any time (without prior shareholder approval under Listing 7.1), within its 15% Placement Capacity.
- If shareholders do not approve Resolution 2, the Company can still proceed to issue new shares but any such issue will need to be within its 15% Placement Capacity.
- The Company does not currently have any capacity to issue new shares within its 15% Placement Capacity (as explained in Section 1 of the Explanatory Statement). However, the Company's 15% Placement Capacity will be refreshed if shareholders approve Resolution 1 at this General Meeting.
- If shareholders approve Resolution 1 and Resolution 2 at this General Meeting, the Company will have the capacity to issue new shares under its refreshed 15% Placement Capacity (within 12 months after the General Meeting, all things being equal) as well as the capacity to issue up to 60 million new shares (within 3 months after the General Meeting).

An issue of 60,000,000 shares will represent approximately 28.97% of the Company's current total issued share capital of 207,134,268 shares.

Information Requirements under the ASX Listing Rules

ASX Listing Rule 7.3 sets out a number of matters which must be included in a notice of meeting requesting shareholder approval under Listing Rule 7.1. In accordance with ASX Listing Rule 7.3, the following information is provided to shareholders to assist them to assess whether to approve Resolution 2:

(1) The names of the persons to whom the Company will issue shares or the basis upon which those persons will be identified or selected

The Company is not presently able to identify the persons to whom the Company will issue new shares. The Company proposes to issue new shares only to wholesale (ie. sophisticated or professional) investors and in circumstances where the Company is not required to issue a disclosure document, pursuant to section 708, section 761G and section 761GA of the Corporations Act.

The Company may enter into a mandate with an appropriate firm to assist in a proposed issue of new shares to these investors, in consideration for a fee (including a fee based on a percentage of funds raised).

The Company will not issue new shares to related parties (or their associates) as this will require further shareholder approval(s) under the Corporations Act and or ASX Listing Rules (as applicable).

(2) The number and class of shares the Company will issue

The Company proposes to issue up to a maximum of 60 million fully paid ordinary shares.

The Company will apply for quotation on ASX in respect of any new shares issued.

(3) The date(s) on or by which the Company will issue the shares

The Company is not presently able to identify the dates(s) on which the Company will issue new shares. The Company may issue new shares only within a 3 month period after the date of the General Meeting, as prescribed in ASX Listing Rule 7.3.4.

(4) The price the Company will receive for the shares

The Company is not presently able to fix the issue price (or other consideration the Company will receive) in respect of the issue of new shares. The Company proposes to issue new shares at a cash minimum price that is at least 80% of the volume weighted average market price (**VWAMP**) (as defined in the ASX Listing Rules) for shares over the 5 days on which sales in the shares were recorded (**Trading Days**) prior to the date of issue of the new shares (**Minimum Price**).

(5) The purpose of the share issue (intended use of the funds raised)

Funds raised from the issue of new shares (after paying expenses of the issue) will be applied towards the costs of advancement of exploration, evaluation and development of the Company's Paulsens East Iron Ore Project and other resource projects and for general working capital purposes.

Shareholder Approval

If shareholders approve Resolution 2, the Company will have the capacity to issue up to 60 million new shares (in one or more tranches) to wholesale (ie. sophisticated or professional) investors (subject to the Minimum Price) during the 3 month period after the General Meeting. Any share issue (and the issue price related thereto) will be determined by the Directors at their absolute discretion at the relevant time (subject to the terms and conditions of shareholder approval of Resolution 2 set out in the Explanatory Statement).

If shareholders do not approve Resolution 2, the Company will generally not have any capacity to issue new shares without prior shareholder approval (other than as permitted in the prescribed Listing Rule 7.2 exceptions to Listing Rule 7.1). If shareholders approve Resolution 1 but fails to approve Resolution 2, the Company will have the capacity to issue new shares under its refreshed 15% Placement Capacity (within 12 months after the General Meeting, all things being equal) (as outlined above in Section 1).

Directors' Recommendation

The Directors believe that allowing the Company the flexibility and timeliness to issue up to 60 million shares during the 3 month period after this General Meeting, without using up the Company's 15% Placement Capacity (assuming Resolution 1 has been passed) or without seeking prior shareholder approval, is in the best interests of the Company and unanimously recommend that **shareholders vote in favour of Resolution 2**.

The Chairman of the General Meeting will call a Poll on voting on Resolution 2.

Voting Exclusion

A voting exclusion applies to Resolution 2 in the terms set out in the Notice of General Meeting:

The Company will disregard any votes cast in favour of the resolution by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the entity) and an associate of that person.

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with the direction on the proxy form to vote as the proxy decides.

TIME AND PLACE OF MEETING AND HOW TO VOTE

Venue

The General Meeting of the shareholders of Strike Resources Limited will be held at:

Strike Resources Limited Level 2, 31 Ventnor Avenue West Perth, Western Australia	commencing	3:00 pm (Perth time) Wednesday, 2 September 2020
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Voting Rights (subject to the voting exclusions noted in the Notice of General Meeting)





- At any meeting of the shareholders, each shareholder entitled to vote may vote in person or by proxy or by power of attorney or, in the case of a shareholder which is a corporation, by representative.
- Every person who is present in the capacity of shareholder or the representative of a corporate shareholder shall, on a show of hands, have one vote.
- Every shareholder who is present in person, by proxy, by power of attorney or by corporate representative shall, on a poll, have one vote in respect of every fully paid share held by him or her.

Voting in Person

To vote in person, attend the General Meeting on the date and at the venue set out above.

Voting by Proxy

To vote by proxy, please complete and sign the Proxy Form enclosed with this Notice of General Meeting as soon as possible and return it to the Company, either:

-  **Online** - <https://www.advancedshare.com.au/investors/> : Log on to the Share Registry website with your Holder Reference Number (Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**)) as shown on your Proxy Form
-  **By Facsimile:** (08) 6370 4203 (Advanced Share Registry)
-  **By Mail:** Advanced Share Registry, PO Box 1156, Nedlands WA 6909, or
-  **By Hand Delivery:** Advanced Share Registry at either:
 - Perth Office: 110 Stirling Highway, Nedlands, Western Australia; or
 - Sydney Office: Suite 8H, 325 Pitt Street, Sydney, New South Wales,

so that it is received **not later than 3:00 pm (Perth time) on 31 August 2020**.

Proxies received after that time will not be effective.

Bodies Corporate

A body corporate may appoint an individual as its authorised corporate representative to exercise any of the powers the body may exercise at meetings of a company's shareholders. A properly executed original (or certified copy) of the appropriate "Certificate of Appointment of Corporate Representative" should be produced for admission to the General Meeting. Previously lodged "Certificates of Appointment of Corporate Representative" will be disregarded by the Company.

Voting by Attorney

A shareholder may appoint an attorney to vote on his or her behalf. For an appointment to be effective for the General Meeting, the instrument effecting the appointment (or a certified copy of it) must be received by the Company at its registered office or one of the Share Registry's addresses listed above for the receipt of proxy appointments at least 48 hours before the General Meeting. Previously lodged Powers of Attorney will be disregarded by the Company.

Voting Entitlement

In accordance with section 1074E(2)(g)(i) of the Corporations Act and regulation 7.11.37 of the *Corporations Regulations*, the Company has determined that for the purposes of the General Meeting all shares in the Company will be taken to be held by the persons who held them as registered shareholders at midnight (Perth time) on 31 August 2020 (**Voting Entitlement Time**). Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the meeting. Subject to the voting exclusions noted earlier in the Notice of General Meeting, each shareholder present has one vote on a show of hands, and one vote for every fully paid ordinary share held on a poll.

PROXY FORM

Strike Resources Limited

A.B.N. 94 088 488 724

www.strikeresources.com.au

LODGE YOUR VOTE – PLEASE RETURN FORM

By Mail: Advanced Share Registry
PO Box 1156, Nedlands WA 6909

By Facsimile: (08) 6370 4203
ENQUIRIES: 1300 113 258 or (08) 9389 8033 or (02) 8096 3502
or admin@advancedshare.com.au

Our Reference: SRK /
Shareholding as at 27 July 2020:
Current Election to Receive Hard Copy Annual Report:
Current Election to Receive Notice of Meeting:

A. Appointment of Proxy

I/we being a shareholder/s of Strike Resources Limited and entitled to attend and vote hereby appoint

The Chair of
the Meeting

OR

Write here the name of the person you are appointing if this person is **someone other than** the Chair of the Meeting.

or failing the person named, or if no person is named, the Chair of the Meeting (by default), 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, as the proxy sees fit) at the General Meeting of Strike Resources Limited to be held at **3:00 pm (Perth time) on Wednesday, 2 September 2020 at Strike Resources Limited, Level 2, 31 Ventnor Avenue, West Perth, Western Australia**, and at any adjournment of such General Meeting.

IMPORTANT:

The Company encourages shareholders to indicate their voting direction FOR or AGAINST, or to ABSTAIN, against the resolution in Section B.

If you leave Section A blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy by default.

If the Chair of the Meeting becomes your proxy (by specific appointment or by default) you can direct the Chair of the Meeting to vote FOR or AGAINST, or to ABSTAIN from voting on the Resolution by marking the appropriate Voting Direction box in Section B below. However, note that under Section A, if the Chair of the Meeting is your proxy and you do not mark any of the Voting Direction boxes in Section B below you are, in effect, directing the Chair to vote "FOR" Resolution 1 and Resolution 2 as the Chair of the Meeting intends to vote undirected proxies in favour of Resolution 1 and Resolution 2.

If you mark the ABSTAIN box for a particular resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll on that resolution.

B. Voting Directions to Your Proxy – please mark to indicate your direction

RESOLUTIONS

1. Ratification of \$1.8 Million / 40 Million Share Placement

FOR

AGAINST

ABSTAIN

2. Approval to Issue 60 Million New Shares

If two proxies are being appointed, the proportion of voting rights this proxy represents is: _____ %

* If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.

C. Change of Address and Annual Report & Notice of Meeting Communication Preferences

Mark if you want to make any changes to your address details (see Note 1 overleaf)

Mark if you wish to receive a printed Annual Report by post (see Note 2 overleaf)

Mark if you wish to receive your Notice of Meeting & Annual Report by Email and specify your Email address below

D. Please Sign Here

This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual Shareholder / Joint Shareholder 1

Joint Shareholder 2

Joint Shareholder 3

Sole Director and Sole Company Secretary or
Power of Attorney or Executor

Director

Director / Company Secretary

(Companies: Please sign in the appropriate place to indicate the office held)

Contact Name

Contact Daytime Telephone

Date

Email:

NOTES AND INSTRUCTIONS FOR COMPLETING PROXY FORM

- Change of Address:** Your pre-printed name and address is as it appears on the share register of the Company. If this information is incorrect, please mark the box at **Section C** of the proxy form and make the correction at the top of the form. Shareholders sponsored by a broker should advise their broker of any changes. Please note that you cannot change ownership of your shares using this form.
- Receipt of Annual Reports:** Companies are no longer required to mail out printed annual reports to shareholders. Instead, shareholders can now make an election as follows:
 - make a written request for a hard copy annual report to be mailed to you; or
 - make a written request for an electronic copy of the annual report to be emailed to you.If you wish to update your annual report election, please complete **Section C** of the Proxy Form.
- You may direct your proxy how to vote by marking one of the voting direction boxes opposition the resolution. If you do not mark a voting direction box your proxy may, to the extent permitted by law, vote as they choose. If you mark more than one voting direction box on a resolution your vote will be invalid on that resolution.
- Completion of a proxy form will not prevent individual shareholders from attending the meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the meeting.
- A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes.
- A proxy need not be a shareholder of the Company.
- If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.
- If a representative of a company shareholder is to attend the meeting, a properly executed original (or certified copy) of the appropriate 'Appointment of Corporate Representative' should be produced for admission to the meeting. Previously lodged Appointments of Corporate Representative will be disregarded by the Company.


- Signing Instructions :** You must sign this form as follows in the spaces provided at **Section D**:

- Individual:** Where the holding is in one name, the shareholder must sign.
- Joint Holding:** Where the holding is in more than one name, all of the shareholders must sign.
- Companies:** This form must be signed in accordance with the Corporations Act, either as:
- a Sole Director and Sole Company Secretary OR a Sole Director (if no Company Secretary exists);
 - two Directors; or
 - a Director or a Company Secretary.

Please also sign in the appropriate place to indicate the office held.

- Power of Attorney:** If you are signing under a Power of Attorney, you declare that you have had no notice of revocation of the Power or the death or liquidation of the donor of the Power. The original Power of Attorney (or a certified copy) must accompany the Proxy Form or must be received by the Company at its registered office or one of the Share Registry's addresses listed below for the receipt of proxy appointments at least 48 hours before the General Meeting. Previously lodged Powers of Attorney will be disregarded by the Company.

- Deceased Estates:** All Executors must sign and a certified copy of a Grant of Probate or Letters of Administration must accompany the form.

-  **Online Voting - <https://www.advancedshare.com.au/investors/> :** Log on to the Share Registry website with your Holder Reference Number (Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**)) as shown on your Proxy Form by the deadline specified below.

- Lodgement of Proxy Form**

This Proxy Form (and any Power of Attorney under which it is signed) must be received at the address/fax number below **not later than 3:00 pm (Perth time) on 31 August 2020** (48 hours before the commencement of the meeting). Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy Forms may be lodged by posting, delivery or facsimile to the Company's Share Registry below:



Advanced Share Registry
PO Box 1156
Nedlands WA 6909



Advanced Share Registry
110 Stirling Highway Nedlands
Western Australia



or
Suite 8H, 325 Pitt Street
Sydney
New South Wales

Advanced Share Registry
(08) 6370 4203