

11 July 2025

Dear Shareholder,

**WEST WITS MINING LIMITED – EXTRAORDINARY GENERAL MEETING**

West Wits Mining Limited (**the Company**) advises that an Extraordinary General Meeting of the shareholders of the Company (**Shareholders**) is scheduled to be held at the offices of William Buck, Level 20, 181 William Street, Melbourne VIC 3000 on 11 August 2025 at 3:00pm (Melbourne time) (**the Meeting**).

The Company will not be despatching physical copies of the Notice of Extraordinary General Meeting (**Notice of Meeting**) unless a Shareholder has requested a physical copy or made an election to receive document from the Company in physical form. Instead, the Notice of Meeting can be viewed, accessed and downloaded via the following direct link to the ASX announcements platform of the Company:

<https://www.asx.com.au/markets/trade-our-cash-market/announcements.wwi>

Shareholders are strongly encouraged to vote by lodging a directed proxy appointing the Chairperson of the Meeting before 3:00pm (Melbourne time) on 9 August 2025. Proxies can be lodged in accordance with the instructions on the personalised proxy form enclosed with this letter.

If it becomes necessary or appropriate to make alternative arrangements to those set out above and in the Notice of Meeting the Company will announce the alternative arrangements to ASX. Shareholders are encouraged to check for announcements of the Company at the ASX website (<https://www.asx.com.au>), using the search code “WWI”.

The Company thanks shareholders for their ongoing support.



**Simon Whyte**  
**Joint Company Secretary and CFO**

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**WEST WITS MINING LIMITED**  
**ACN 124 894 060**  
**NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that an Extraordinary General Meeting ("**Meeting**") of the shareholders of West Wits Mining Limited [ACN 124 894 060] ("**the Company**") will be held at the offices of William Buck, Level 20, 181 William Street, Melbourne VIC 3000 on 11 August 2025 at 3:00pm (Melbourne time).

Further details in respect of each of the Resolutions proposed in this Notice of Extraordinary General Meeting ("**Notice**") are set out in the Explanatory Memorandum ("**Memorandum**") accompanying this Notice. The details of Resolutions contained in the Memorandum should be read together with, and form part of, this Notice.

**AGENDA**

**RESOLUTION 1: RATIFICATION OF PRIOR ISSUE OF SHARES - PLACEMENT**

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

**"That, for the purposes of Listing Rule 7.4 and for all other purposes, shareholders ratify the prior issue of 640,499,858 fully paid ordinary shares at an issue price of \$0.022 (2.2 cents) per share to existing and new unrelated sophisticated and professional investors as described in the Memorandum which accompanied and formed part of this Notice."**

***Voting Exclusion Statement – Resolution 1***

*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 is a counterparty to the agreement being approved or any associate of that person.*

*However, this does not apply to a vote cast in favour of Resolution 1 by:*

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or*
- *the chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or*
- *a holder acting solely as nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:*
  - *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*
  - *the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.*

**RESOLUTION 2: APPROVAL FOR ISSUE OF OPTIONS - PLACEMENT**

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

**"That, for the purposes of Listing Rule 7.1 for all other purposes, shareholders approve the issue of 320,409,084 options (each with an exercise price of \$0.0385 (3.85 cents), expiring 2 years from issue and, upon exercise, entitling the holder to one fully paid ordinary share in the capital of the Company) to existing and new unrelated sophisticated and professional investors who participated in the issue of fully paid ordinary shares the subject of Resolution 1 as described in the Memorandum which accompanied and formed part of this Notice."**

***Voting Exclusion Statement – Resolution 2***

*The Company will disregard any votes cast in favour of Resolution 2 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) or any associate of that person.*

*However, this does not apply to a vote cast in favour of Resolution 2 by:*

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or*
- *the chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or*

- a holder acting solely as nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - 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
  - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

### **RESOLUTION 3: APPROVAL FOR ISSUE OF SECURITIES TO RELATED PARTY – MICHAEL QUINERT**

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

**“That, for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, shareholders approve the issue of 6,818,180 fully paid ordinary shares at an issue price of \$0.022 (2.2 cents) per share and 3,409,090 options (each with an exercise price of \$0.0385 (3.85 cents), expiring 2 years from issue and, upon exercise, entitling the holder to one fully paid ordinary share in the capital of the Company) to Michael Quinert (and/or his nominee(s)) as described in the Memorandum which accompanied and formed part of this Notice.”**

A voting exclusion statement for Resolution 3 is set out below.

### **RESOLUTION 4: APPROVAL FOR ISSUE OF SECURITIES TO RELATED PARTY – WARWICK GRIGOR**

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

**“That, for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, shareholders approve the issue of 2,272,727 fully paid ordinary shares at an issue price of \$0.022 (2.2 cents) per share and 1,136,364 options (each with an exercise price of \$0.0385 (3.85 cents), expiring 2 years from issue and, upon exercise, entitling the holder to one fully paid ordinary share in the capital of the Company) to Warwick Grigor (and/or his nominee(s)) as described in the Memorandum which accompanied and formed part of this Notice.”**

A voting exclusion statement for Resolution 4 is set out below.

### **RESOLUTION 5: APPROVAL FOR ISSUE OF SECURITIES TO RELATED PARTY – JAC VAN HEERDEN**

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

**“That, for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, shareholders approve the issue of 2,727,273 fully paid ordinary shares at an issue price of \$0.022 (2.2 cents) per share and 1,363,637 options (each with an exercise price of \$0.0385 (3.85 cents), expiring 2 years from issue and, upon exercise, entitling the holder to one fully paid ordinary share in the capital of the Company) to Jac van Heerden (and/or his nominee(s)) as described in the Memorandum which accompanied and formed part of this Notice.”**

A voting exclusion statement for Resolution 5 is set out below.

#### ***Voting Exclusion Statement – Resolutions 3 to 5***

*The Company will disregard any votes cast in favour of Resolutions 3 to 5 respectively by or on behalf of the person who is to receive the securities in question and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity) or any associate of that person.*

*However, this does not apply to a vote cast in favour of Resolutions 3 to 5 respectively by:*

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- a holder acting solely as nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - 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
  - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

## RESOLUTION 6: APPROVAL FOR ISSUE OF SECURITIES AS REPAYMENT OF LOAN – UNRELATED LENDERS

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

**“That, for the purposes of Listing Rule 7.1 and for all other purposes, shareholders approve the issue of fully paid ordinary shares at a deemed issue price of \$0.022 (2.2 cents) per share and one option for every two shares issued (each option with an exercise price of \$0.0385 (3.85 cents), expiring 2 years from issue and, upon exercise, entitling the holder to one fully paid ordinary share in the capital of the Company) to unrelated third party lenders (and/or their nominee(s)) as repayment of the outstanding principal and interest of loan funding provided to the Company by those unrelated third party lenders as described in the Memorandum which accompanied and formed part of this Notice.”**

### ***Voting Exclusion Statement – Resolution 6***

*The Company will disregard any votes cast in favour of Resolution 6 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) or any associate of that person.*

*However, this does not apply to a vote cast in favour of Resolution 6 by:*

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or*
- *the chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or*
- *a holder acting solely as nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:*
  - *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*
  - *the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.*

## RESOLUTION 7: APPROVAL FOR ISSUE OF SECURITIES TO RELATED PARTY AS REPAYMENT OF LOAN – MICHAEL QUINERT

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

**“That, for the purposes of Listing Rule 10.11 and for all other purposes, shareholders approve the issue of fully paid ordinary shares at a deemed issue price of \$0.022 (2.2 cents) per share and one option for every two shares issued (each option with an exercise price of \$0.0385 (3.85 cents), expiring 2 years from issue and, upon exercise, entitling the holder to one fully paid ordinary share in the capital of the Company) to Michael Quinert (and/or his nominee(s)) as repayment of the outstanding principal and interest of loan funding provided to the Company by Michael Quinert as described in the Memorandum which accompanied and formed part of this Notice.”**

### ***Voting Exclusion Statement – Resolution 7***

*The Company will disregard any votes cast in favour of Resolution 7 by or on behalf of the person who is to receive the securities in question and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity) or any associate of that person.*

*However, this does not apply to a vote cast in favour of Resolution 7 by:*

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or*
- *the chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or*
- *a holder acting solely as nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:*
  - *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*
  - *the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.*

## RESOLUTION 8: RATIFICATION OF PRIOR ISSUE OF SHARES

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

**“That, for the purposes of Listing Rule 7.4 and for all other purposes, shareholders ratify the prior issue of 16,048,244 fully paid ordinary shares to Andre Peers Consulting Ltd as described in the Memorandum which accompanied and formed part of this Notice.”**

### ***Voting Exclusion Statement – Resolution 8***

*The Company will disregard any votes cast in favour of Resolution 8 by or on behalf of a person who participated in the issue or is a counterparty to the agreement being approved or any associate of that person.*

*However, this does not apply to a vote cast in favour of Resolution 8 by:*

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or*
- *the chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or*
- *a holder acting solely as nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:*
  - *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*
  - *the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.*

### **OTHER BUSINESS**

To consider any other business that may be brought before the Meeting in accordance with the constitution of the Company and the Corporations Act 2001 (Cth) (**Corporations Act**).

By the order of the Board



**Simon Whyte**  
**Joint Company Secretary and CFO**

Dated: 11 July 2025

The accompanying Proxy Instructions and Memorandum form part of this Notice.

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PROXY AND VOTING INSTRUCTIONS

Proxy Instructions	Corporate Representatives
<p>A member who is entitled to vote at a meeting may appoint:</p> <ul style="list-style-type: none"><li>• one proxy if the member is only entitled to one vote; and</li><li>• one or two proxies if the member is entitled to more than one vote.</li></ul> <p>Where more than one proxy is appointed each proxy may be appointed to represent a specific proportion of the member’s voting rights. If the appointment does not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of the votes in which case any fraction of votes will be disregarded.</p> <p>The proxy form (and the power of attorney or other authority, if any, under which the proxy form is signed) or a copy or facsimile which appears on its face to be an authentic copy of the proxy form (and the power of attorney or other authority) must be lodged with the Company’s share registry not less than 48 hours before the time for holding the Meeting, or adjourned meeting as the case may be, at which the individual named in the proxy form proposes to vote.</p> <p>The proxy form must be signed by the member or his/her attorney duly authorised in writing or, if the member is a corporation, in a manner permitted by the Corporations Act. A proxy given by a foreign corporation must be executed in accordance with the laws of that corporation’s place of incorporation.</p> <p>The proxy may, but need not, be a member of the Company.</p> <p>A proxy form is attached to this Notice.</p> <p>If you sign the proxy form and do not appoint a proxy, you will have appointed the Chair of the meeting as your proxy.</p>	<p>Any corporation which is a member of the Company may authorise (by certificate under common seal or other form of execution authorised by the laws of that corporation’s place of incorporation, or in any other manner satisfactory to the chairperson of the Meeting) a natural person to act as its representative at any general meeting.</p> <p><b>Voting Entitlement</b></p> <p>For the purposes of the Corporations Act and Corporations Regulations shareholders entered on the Company’s Register of Members as at 7:00pm (Melbourne time) on 9 August 2025 are entitled to attend and vote at the meeting.</p> <p>On a poll, members have one vote for every fully paid ordinary share held. Holders of options are not entitled to vote.</p> <p><b>How the Chair Will Vote Undirected Proxies</b></p> <p>The Chair of the Meeting will vote undirected proxies in favour of all of the proposed Resolutions.</p>

**WEST WITS MINING LIMITED**  
**ACN 124 894 060**  
**EXTRAORDINARY GENERAL MEETING**  
**EXPLANATORY MEMORANDUM**

This Memorandum has been prepared for the information of members of West Wits Mining Limited [ACN 124 894 060] (the "**Company**") in connection with the business to be conducted at the Extraordinary General Meeting ("**Meeting**") of Shareholders of the Company to be held at the offices of William Buck, Level 20, 181 William Street, Melbourne VIC 3000 on 11 August 2025 at 3:00pm (Melbourne time).

Shareholders are strongly encouraged to lodge their directed proxy forms in accordance with the instructions set out therein to vote before the Meeting.

This Memorandum should be read in conjunction with, and forms part of, the accompanying Notice.

**BUSINESS**

**Background to Resolutions 1 to 5**

On 16 June 2025, the Company announced that it had received firm commitments from existing and new sophisticated and professional investors to subscribe for fully paid ordinary shares (**Placement Shares**) at an issue price of \$0.022 (2.2 cents) to raise approximately \$14 million before costs (**Capital Raising**). Investors were identified by Canaccord Genuity (Australia) Limited and Bell Potter Securities Limited (**JLMs**) and the Company.

An aggregate of 640,499,858 Placement Shares were issued to unrelated investors on 20 June 2025 (544,545,444) and 26 June 2025 (95,954,414). Shareholder ratification of the prior issue of these Placement Shares to unrelated investors is sought under Resolution 1.

Every two Placement Shares issued are to be accompanied by one free-attaching option (**Placement Option**). Each Placement Option has an exercise price of \$0.0385 (3.85 cents), expires 2 years from issue and, upon exercise, entitles the holder to one fully paid ordinary share in the capital of the Company. The full terms of Placement Options are set out in Annexure A. The Company proposes seeking quotation (listing) of the Placement Options, subject to meeting the quotation requirements of ASX.

The issue of the Placement Options is subject to shareholder approval which is sought under Resolution 2.

In addition to the above, the Company has received binding commitments from directors to subscribe (either themselves or via their nominee(s)) for an aggregate of 11,818,180 Placement Shares and 5,909,090 Placement Options on the same terms as unrelated investors, subject to shareholder approval. Approval for the issue of these Placement Shares and Placement Options is sought under Resolutions 3 to 5.

Funds raised under the Capital Raising will applied towards:

- Commencement of the Company's Qala Shallows gold project;
- Feasibility study review and optimisation;
- Funding US\$5m for the buy-back of the 10% minority interest in WW SA which will increase the Company's ownership of the Witwatersrand Basin Project (**WBP**) from 66.6% to 74%. An agreement for the buy-back has been executed; and
- General working capital and corporate costs.

**Listing Rules – Resolution 1**

Listing Rule 7.1 provides that a company must not, subject to specified exceptions including Listing Rule 7.1A, issue or agree to issue during any twelve (12) month period any equity securities, or other securities with rights to conversion to equity, if the number of those securities exceeds 15% of the share capital of the Company at the commencement of that twelve (12) month period.

Listing Rule 7.4 provides that where a company's shareholders ratify the prior issue of securities, or an agreement to issue securities, made pursuant to Listing Rule 7.1 and/or 7.1A (provided the previous issue did not breach Listing Rule 7.1

and/or 7.1A) those securities will be deemed to have been issued or agreed to be issued with shareholder approval for the purposes of Listing Rule 7.1 and/or 7.1A. The Company seeks approval under Listing Rule 7.4 to refresh its capacity to make further issues without shareholder approval under Listing Rule 7.1 and/or 7.1A.

The Placement Shares the subject of Resolution 1 were issued on 20 June 2025 (544,545,444) and 26 June 2025 (95,954,544) utilising the placement capacity available to the Company under Listing Rules 7.1 (377,985,513 Placement Shares) and 7.1A (262,832,655 Placement Shares).

If shareholders pass Resolution 1, the Placement Shares the subject of Resolution 1 will be treated as not having used the placement capacity of the Company available under the Listing Rules. The Placement Shares the subject of Resolution 1 will also increase the placement capacity available to the Company under the Listing Rules. If shareholders do not pass Resolution 1 then the Placement Shares the subject of Resolution 1 will continue to use the placement capacity available to the Company under the Listing Rules.

The following information is provided in accordance with the requirements of Listing Rule 7.5:

- The Placement Shares the subject of Resolution 1 were issued to existing and new unrelated sophisticated and professional investors. Investors were identified by the JLMs and the Company.
- The total number of securities issued was 640,818,168 fully paid ordinary shares (Placement Shares).
- Placement Shares are fully paid ordinary shares that rank equally with the existing fully paid ordinary shares on issue in the Company.
- The Placement Shares the subject of Resolution 1 were issued on 20 June 2025 (544,545,444) and 26 June 2025 (95,954,544) under the placement capacity available to the Company under Listing Rules 7.1 and an Appendix 2A was released to ASX on each of those respective dates.
- Placement Shares have an issue price of \$0.022 (2.2 cents) each.
- The purpose of the issue of the Placement Shares was to raise approximately \$14 million before costs. Funds raised under the Capital Raising will be applied towards:
  - Commencement of the Company's Qala Shallows gold project;
  - Feasibility study review and optimisation;
  - Funding US\$5m for buy-back of the 10% minority interest in WW SA which will increase the Company's ownership of the WBP from 66.6% to 74%. An agreement for the buy-back has been executed; and
  - General working capital and corporate costs.
- A voting exclusion for Resolution 1 is contained in the Notice accompanying this Memorandum.

#### **Listing Rules – Resolution 2**

Resolution 2 seeks shareholder approval, for the purposes of Listing Rule 7.1 and for all other purposes, for the Company to issue 320,409,084 Placement Options to the unrelated investors who subscribed for Placement Shares the subject of Resolution 1 on the basis of one Placement Option for every two Placement Shares issued under Resolution 1.

Listing Rule 7.1 provides that a company must not, subject to specific exceptions, issue or agree to issue during any twelve month period any equity securities, or other securities with rights to conversion to equity, if the number of those securities exceeds 15% of the company's issued share capital at the commencement of the twelve month period. One circumstance where an action or an issue is not taken into account in calculating the 15% threshold is where the issue has the prior approval of shareholders at a general meeting.

If Resolution 2 is passed, the Company will be able to proceed to issue the Placement Options the subject of Resolution 2. In addition, if shares are issued on exercise of Placement Options the subject of Resolution 2 (if any), such issue will increase the placement capacity available to the Company under Listing Rule 7.1 and, if the required approval is held at the time, Listing Rule 7.1A. If Resolution 2 is not passed, the Company will not be able to issue the Placement Options.

The following information is provided in accordance with the requirements of Listing Rule 7.3:



- The Placement Shares are to be issued to existing and new unrelated sophisticated and professional investors who subscribed for and were issued the Placement Shares the subject of Resolution 1 on the basis of one Placement Option for every two Placement Shares issued. Investors were identified by the JLMs and the Company.
- The total number of securities issued is 320,409,084 Placement Options.
- Placement Options have an exercise price of \$0.0385 (3.85 cents), expire 2 years from issue and, upon exercise, entitles the holder to one fully paid ordinary share in the capital of the Company. The full terms of Placement Options are set out in Annexure A.
- The Placement Options are to be issued shortly after the Meeting and in any event no more than three (3) months after the date of the Meeting.
- The Placement Options have a nil issue price.
- The purpose of the issue of the Placement Options is as free-attaching securities to the Placement Shares in accordance with the terms and conditions of the Capital Raising, being one Placement Option for every two Placement Shares issued. Funds raised on exercise of Placement Options (if any) will be applied to meeting the working capital requirements of the Company at the time of exercise.
- A voting exclusion for Resolution 2 is contained in the Notice accompanying this Memorandum.

#### **Listing Rules – Resolutions 3 to 5**

Resolutions 3 to 5 seek shareholder approval for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes to issue the following Placement Shares and free-attaching Placement Options to the named Director (and/or their nominee(s)) on the same terms as unrelated investors:

- Resolution 3: \$150,000 (6,818,180 Placement Shares together with 3,409,090 Placement Options). Approval for the issue of these Placement Shares to Michael Quinert (and/or his nominee(s)) is sought under Resolution 3.
- Resolution 4: \$50,000 (2,272,727 Placement Shares together with 1,136,364 Placement Options). Approval for the issue of these Placement Shares to Warwick Grigor (and/or his nominee(s)) is sought under Resolution 4.
- Resolution 5: \$60,000 (2,727,273 Placement Shares together with 1,363,637 Placement Options). Approval for the issue of these Placement Shares to Jac van Heerden (and/or his nominee(s)) is sought under Resolution 5.

The issue of Placement Shares and Placement Options under Resolutions 3 to 5 are in addition to the other Placement Shares the subject of Resolution 1 and the other Placement Options the subject of Resolution 2.

#### *Listing Rules*

Listing Rule 10.11 requires a listed company, subject to the exceptions in Listing Rule 10.12, to obtain shareholder approval prior to the issue of securities to a party identified in Listing Rule 10.11. Each of the potential participants in the Capital Raising as provided for in Resolutions 3 to 5 is a Director of the Company and is therefore a related party of the Company for whom prior shareholder approval is required in accordance with Listing Rule 10.11.1 for the issue of securities.

As shareholder approval is being sought for the purposes of Listing Rule 10.11 no shareholder approval is required for the purposes of Listing Rule 7.1.

If shareholders:

- Approve all of Resolutions 3 to 5, the Company will be able to issue the number of Placement Shares and Placement Options the subject of Resolutions 3 to 5 to the named related parties (and/or their nominee(s)). In addition, the issue of Placement Shares (and shares on exercise of Placement Options, if any) will increase the Company's capacity to issue equity securities under Listing Rule 7.1 and, subject to the relevant shareholder approval being held at the time, Listing Rule 7.1A.
- If shareholders approve some, but not all, of Resolutions 3 to 5, the Company will be able to issue the number of Placement Shares and Placement Options the subject of those of Resolutions 3 to 5 as approved by shareholders to the relevant named related parties (and/or their nominee(s)). In addition, the issue of Placement Shares (and shares on exercise of Placement Options, if any) will increase the Company's capacity to issue equity securities under Listing Rule 7.1 and, subject to the relevant shareholder approval being held at the time, Listing Rule 7.1A.

The Company will not however be able to issue the Placement Shares and Placement Options the subject of those of Resolutions 3 to 5 that are not approved by shareholders.

- If shareholders do not approve any of Resolutions 3 to 5, the Company will not be able to issue the Placement Shares and Placement Options the subject of Resolutions 3 to 5.

The following information is provided in accordance with the requirements of Listing Rule 10.13:

- The recipients of the securities the subject of Resolutions 3 to 5 are:
  - Michael Quinert (Resolution 3); and
  - Warwick Grigor (Resolution 4); and
  - Jac van Heerden (Resolution 5),and/or their respective nominee(s).
- Each of the proposed recipients of Placement Shares and Placement Options the subject of Resolutions 3 to 5 are Directors of the Company and therefore parties to whom Listing Rule 10.11.1 applies.
- The maximum aggregate number of securities to be issued under Resolutions 3 to 5 is:
  - Resolution 3: 6,818,180 Placement Shares and 3,409,090 Placement Options.
  - Resolution 4: 2,272,727 Placement Shares and 1,136,364 Placement Options.
  - Resolution 5: 2,727,273 Placement Shares and 1,363,637 Placement Options.
- Placement Shares are fully paid ordinary shares that rank equally with the existing fully paid ordinary shares on issue in the Company. Placement Options have an exercise price of \$0.0385 (3.85 cents), expire 2 years from issue and, upon exercise, entitles the holder to one fully paid ordinary share in the capital of the Company. The full terms of Placement Options are set out in Annexure A.
- The Placement Shares and Placement Options the subject of Resolutions 3 to 5 are to be issued shortly after the Meeting and in any event no more than 1 month after the date of the Meeting.
- The Placement Shares are to be issued at \$0.022 (2.2 cents) per Placement Share. The Placement Options have a nil issue price.
- The purpose of the issue of the issue of Placement Shares will be to raise \$260,000 before costs. Funds raised under the Capital Raising will be applied towards:
  - Commencement of the Company's Qala Shallows gold project;
  - Feasibility study review and optimisation;
  - Funding US\$5m for buy-back of the 10% minority interest in WW SA which will increase the Company's ownership of the WBP from 66.6% to 74%. An agreement for the buy-back has been executed; and
  - General working capital and corporate costs.

The purpose of the issue of the Placement Options is as free-attaching securities to the Placement Shares in accordance with the terms and conditions of the Capital Raising, being one Placement Option for every two Placement Shares issued. Funds raised on exercise of Placement Options (if any) will be applied to meeting the working capital requirements of the Company at the time of exercise.

- A voting exclusion as set out in the Notice applies to Resolutions 3 to 5.

## *Corporations Act – Chapter 2E*

Section 208 of the Corporations Act provides that a public company must not, subject to certain exceptions, give a financial benefit to a related party without approval of the members (shareholders) of the company. Section 228 defined a related party for the purposes of Chapter 2E (including section 208) of the Corporations Act to include a director of the Company.

Section 210 of the Corporations Act provides an exception to the requirement to obtain shareholder approval for giving a financial benefit to a related party where the financial benefit is on terms that would be reasonable if the company and the related party were dealing on arm's length terms.

The Company considers that the proposed issue of the Placement Shares and Placement Options under Resolutions 3 to 5 respectively are on arm's length terms. This view was formed on the basis that the Placement Shares and Placement Options the subject of Resolutions 3 to 5 respectively, if and when subscribed for by the named related parties (and/or their respective nominee(s)), are proposed to be issued on the same terms as offered to unrelated investors under the Capital Raising (refer Resolutions 1 and 2).

## *Corporations Act – section 195(4)*

Notwithstanding the above, and although no Director of the Company participated in the decision making process in respect of securities proposed to be issued to them, the Directors of the Company acknowledge that Resolutions 3 to 5 separately relate to an issue of securities to a majority of the Directors of the Company. Accordingly, the Directors of the Company propose that Resolutions 3 to 5 each also be put to Shareholders for the purpose of section 195(4) of the Corporations Act such that the Shareholders of the Company determine whether the named related parties will be issued the securities the subject of Resolutions 3 to 5.

### **Background to Resolutions 6 and 7**

On 24 April 2025, the Company announced that it had received interim loan funding of \$550,000 at 10% interest per annum (capitalised) to provide ongoing working capital. \$450,000 of the loan funding was provided by unrelated third party lenders, with the remaining \$100,000 of the loan funding provided by Michael Quinert, a Director of the Company.

Resolution 6 seeks shareholder approval to repay the loan provided by the unrelated third party lenders (being \$450,000 plus accrued and unpaid interest) by issuing securities on the same terms of the Capital Raising, being fully paid ordinary shares (**Repayment Shares**) at a deemed issue price of \$0.022 (2.2 cents) per Repayment Share, with every two Repayment Shares to be accompanied by one free-attaching option (**Repayment Option**) with the same terms as Placement Options.

Resolution 7 seeks shareholder approval to repay the loan provided by Michael Quinert (being \$100,000 plus accrued and unpaid interest) by issuing securities on the same terms of the Capital Raising, being Repayment Shares at a deemed issue price of \$0.022 (2.2 cents) per Repayment Share, with every two Repayment Shares to be accompanied by one free-attaching Repayment Option.

Repayment Shares and Repayment Options may be issued to nominee(s) of the relevant lender. The issue of all Repayment Shares and Repayment Options are subject to shareholder approval.

Further details in respect of Resolutions 6 and 7 are set out below.

### **Listing Rules – Resolution 6**

Resolution 6 seeks shareholder approval, for the purposes of Listing Rule 7.1 and for all other purposes, for the Company to issue Repayment Shares and Repayment Options to the unrelated third party lenders (and/or their nominee(s)) as repayment of the loan funding provided by those lenders to the Company (\$450,000 plus accrued interest).

The total number of Repayment Shares to be issued the subject of Resolution 6 is calculated by dividing \$450,000 plus accrued interest by the deemed price per Repayment Share of \$0.022 (2.2 cents). The exact number of Repayment Shares issued will not be known until the issue date as interest is continuing to accrue. For indicative purposes only:

- If Repayment Shares were issued in respect of the principal amount of \$450,000 plus interest accrued to 30 June 2025, 20,825,213 Repayment Shares would be issued to repay the loan funding in full; and
- If Repayment Shares were issued in respect of the principal amount of \$450,000 plus interest accrued to 31 July 2025, 21,007,125 Repayment Shares would be issued to repay the loan funding in full.

The number of Repayment Options to be issued is equal to the number of Repayment Shares to be issued divided by two.

Listing Rule 7.1 provides that a company must not, subject to specific exceptions, issue or agree to issue during any twelve month period any equity securities, or other securities with rights to conversion to equity, if the number of those securities exceeds 15% of the company's issued share capital at the commencement of the twelve month period. One circumstance where an action or an issue is not taken into account in calculating the 15% threshold is where the issue has the prior approval of shareholders at a general meeting.

If Resolution 6 is passed, the Company will be able to proceed to issue the Repayment Shares and Repayment Options the subject of Resolution 6 as the mechanism to repay the loan funding provided by the unrelated lenders. In addition, the issue of Repayment Shares (and shares on exercise of Repayment Options, if any) will increase the placement capacity available to the Company under Listing Rule 7.1 and, if the required approval is held at the time, Listing Rule 7.1A. If Resolution 6 is not passed, the Company will not be able to issue the Repayment Shares and Repayment Options as the mechanism to repay the loan funding provided by the unrelated lenders and that amount will be repayable in cash.

The following information is provided in accordance with the requirements of Listing Rule 7.3:

- The Repayment Shares and Repayment Options are to be issued to the unrelated third party lenders who provided the Company with loan funding of \$450,000.
- The number of Repayment Shares to be issued is calculated by dividing \$450,000 plus accrued interest by the deemed price per Repayment Share of \$0.022 (2.2 cents). The number of Repayment Options to be issued is equal to the number of Repayment Shares to be issued divided by two.
- Repayment Shares are fully paid ordinary shares that rank equally with the existing fully paid ordinary shares on issue in the Company. Repayment Options have an exercise price of \$0.0385 (3.85 cents), expire 2 years from issue and, upon exercise, entitles the holder to one fully paid ordinary share in the capital of the Company. The full terms of Repayment Options are set out in Annexure A.
- The Repayment Shares and Repayment Options the subject of Resolution 6 are to be issued shortly after the Meeting and in any event no more than three (3) months after the date of the Meeting.
- The Repayment Shares have a deemed issue price of \$0.022 (2.2 cents) per Repayment Share. The Repayment Options do not have an issue price.
- The purpose of the issue of the Repayment Shares and the Repayment Options the subject of Resolution 6 is to repay the loan funding provided by the unrelated third party lenders (\$450,000 plus accrued interest) in securities (rather than in cash) on the same terms and conditions as the Capital Raising.
- A voting exclusion for Resolution 6 is contained in the Notice accompanying this Memorandum.

#### **Listing Rules – Resolution 7**

Resolution 7 seeks shareholder approval, for the purposes of Listing Rule 10.11 and for all other purposes, for the Company to issue Repayment Shares and Repayment Options to Michael Quinert (and/or his nominee(s)) as repayment of the loan funding provided by Michael Quinert to the Company (\$100,000 plus accrued interest).

The total number of Repayment Shares to be issued the subject of Resolution 7 is calculated by dividing \$100,000 plus accrued interest by the deemed price per Repayment Share of \$0.022 (2.2 cents). The exact number of Repayment Shares issued will not be known until the issue date as interest is continuing to accrue. For indicative purposes only:

- If Repayment Shares were issued in respect of the principal amount of \$100,000 plus interest accrued to 30 June 2025, 4,663,077 Repayment Shares would be issued to repay the loan funding in full; and
- If Repayment Shares were issued in respect of the principal amount of \$100,000 plus interest accrued to 31 July 2025, 4,703,502 Repayment Shares would be issued to repay the loan funding in full.

The number of Repayment Options to be issued is equal to the number of Repayment Shares to be issued divided by two.

Listing Rule 10.11 requires a listed company, subject to the exceptions in Listing Rule 10.12, to obtain shareholder approval prior to the issue of securities to a party identified in Listing Rule 10.11. Michael Quinert is a Director of the Company and is therefore a related party of the Company for whom prior shareholder approval is required in accordance with Listing Rule 10.11.1 for the issue of securities.

As shareholder approval is being sought for the purposes of Listing Rule 10.11 no shareholder approval is required for the purposes of Listing Rule 7.1.

If Resolution 7 is passed, the Company will be able to proceed to issue the Repayment Shares and Repayment Options the subject of Resolution 7 as the mechanism to repay the loan funding provided by Michael Quinert. In addition, the issue of Repayment Shares (and shares on exercise of Repayment Options, if any) will increase the placement capacity available to the Company under Listing Rule 7.1 and, if the required approval is held at the time, Listing Rule 7.1A. If Resolution 7 is not passed, the Company will not be able to issue the Repayment Shares and Repayment Options as the mechanism to repay the loan funding provided by Michael Quinert and that amount will be repayable in cash.

The following information is provided in accordance with the requirements of Listing Rule 10.13:

- The Repayment Shares and Repayment Options are to be issued to Michael Quinert (and/or his nominee(s)).
- Michael Quinert is a Director of the Company and is therefore a party to whom Listing Rule 10.11.1 applies.
- The number of Repayment Shares to be issued is calculated by dividing \$100,000 plus accrued interest by the deemed price per Repayment Share of \$0.022 (2.2 cents). The number of Repayment Options to be issued is equal to the number of Repayment Shares to be issued divided by two.
- Repayment Shares are fully paid ordinary shares that rank equally with the existing fully paid ordinary shares on issue in the Company. Repayment Options have an exercise price of \$0.0385 (3.85 cents), expire 2 years from issue and, upon exercise, entitles the holder to one fully paid ordinary share in the capital of the Company. The full terms of Repayment Options are set out in Annexure A.
- The Repayment Shares and Repayment Options the subject of Resolution 7 are to be issued shortly after the Meeting and in any event no more than one (1) month after the date of the Meeting.
- The Repayment Shares have a deemed issue price of \$0.022 (2.2 cents) per Repayment Share. The Repayment Options do not have an issue price.
- The purpose of the issue of the Repayment Shares and the Repayment Options the subject of Resolution 7 is to repay the loan funding provided by Michael Quinert (\$100,000 plus accrued interest) in securities (rather than in cash) on the same terms and conditions as the Capital Raising.
- A voting exclusion for Resolution 7 is contained in the Notice accompanying this Memorandum.

#### *Corporations Act – Chapter 2E*

Section 208 of the Corporations Act provides that a public company must not, subject to certain exceptions, give a financial benefit to a related party without approval of the members (shareholders) of the company. Section 228 defined a related party for the purposes of Chapter 2E (including section 208) of the Corporations Act to include a director of the Company.

Section 210 of the Corporations Act provides an exception to the requirement to obtain shareholder approval for giving a financial benefit to a related party where the financial benefit is on terms that would be reasonable if the company and the related party were dealing on arm's length terms.

The Company considers that the proposed issue of the Repayment Shares and Repayment Options under Resolution 7 is on arm's length terms. This view was formed on the basis that the Repayment Shares and Repayment Options the subject of Resolution 7 are proposed to be issued on the same terms as offered to unrelated third party lenders for repayment of loan funding under Resolution 6.

#### **Listing Rules – Resolution 8**

Resolution 8 seeks shareholder approval, for the purposes of Listing Rule 7.4 and for all other purposes, to ratify the prior issue of 16,048,244 fully paid ordinary shares to Andre Peers Consulting Ltd, an unrelated third party service provider, in lieu of cash fees of US\$182,657.66 for corporate advisory and capital raising services rendered to the Company. The shares were issued on 27 June 2025 and an Appendix 2A was released to ASX on that date.

Listing Rule 7.1 provides that a company must not, subject to specified exceptions including Listing Rule 7.1A, issue or agree to issue during any twelve (12) month period any equity securities, or other securities with rights to conversion to

equity, if the number of those securities exceeds 15% of the share capital of the Company at the commencement of that twelve (12) month period.

Listing Rule 7.4 provides that where a company's shareholders ratify the prior issue of securities, or an agreement to issue securities, made pursuant to Listing Rule 7.1 and/or 7.1A (provided the previous issue did not breach Listing Rule 7.1 and/or 7.1A) those securities will be deemed to have been issued or agreed to be issued with shareholder approval for the purposes of Listing Rule 7.1 and/or 7.1A. The Company seeks approval under Listing Rule 7.4 to refresh its capacity to make further issues without shareholder approval under Listing Rule 7.1 and/or 7.1A.

The shares the subject of Resolution 8 were issued on 27 June 2025 utilising the placement capacity available to the Company under Listing Rules 7.1.

If shareholders pass Resolution 8, the shares the subject of Resolution 8 will be treated as not having used the placement capacity of the Company available under the Listing Rules. The shares the subject of Resolution 8 will also increase the placement capacity available to the Company under the Listing Rules. If shareholders do not pass Resolution 8 then the shares the subject of Resolution 8 will continue to use the placement capacity available to the Company under the Listing Rules.

The following information is provided in accordance with the requirements of Listing Rule 7.5:

- The shares the subject of Resolution 8 were issued to Andre Peers Consulting Ltd, an unrelated third party service provider.
- The total number of securities issued was 16,048,244 fully paid ordinary shares.
- The shares are fully paid ordinary shares that rank equally with the existing fully paid ordinary shares on issue in the Company.
- The shares the subject of Resolution 8 were issued on 27 June 2025 under the placement capacity available to the Company under Listing Rules 7.1 and an Appendix 2A was released to ASX on that date.
- Shares were issued for nil cash at a deemed issue price of \$0.018 per share.
- No funds were raised from the issue of shares, which were issued in lieu of cash for services rendered (US\$182,657.66).
- A voting exclusion for Resolution 8 is contained in the Notice accompanying this Memorandum.

*Note: references in the Notice and the Memorandum to "\$" are to Australian currency.*

**ANNEXURE A**  
**TERMS OF PLACEMENT OPTIONS AND REPAYMENT OPTIONS**

- Each option (**Option**) entitles the holder to acquire one ordinary fully paid share (**Share**) in the capital of the Company.
- The exercise price is a price to exercise each Option is \$0.0385 (3.85 cents).
- The Options expire at 5pm (Melbourne time) on the date that is 2 years from issue of Options.
- The Options can be exercised by completing an option exercise form and delivering it together with the payment for the number of Shares in respect of which the options are exercised to the Company's share registry.
- Any Option that has not been exercised prior to the expiry date automatically lapses.
- Holders shall not be entitled to exercise their Options (and the Company will not be required to issue shares upon such exercise) if it would be unlawful to do so.
- Subject to applicable law, the Options are freely transferable.
- The exercise price is payable in full on exercise.
- Where an Option holder determines to exercise some, but not all, of their held Options, the total aggregate amount payable to exercise the Options must be a minimum of \$1,000.
- All Shares issued upon exercise of Options will rank pari passu in all respect with, and have the same terms as, the Company's then issued fully paid ordinary shares. The Company will apply for official quotation by ASX of all Shares issued upon exercise of Options, subject to any restriction obligations imposed by ASX and the Company being listed on ASX at the relevant time. The Options will not give any right to participate in dividends until shares are issued pursuant to the terms of the relevant Options.
- There are no participation rights or entitlements inherent in the Options. Option holders are not entitled to participate in new issues of securities offers to shareholders without first exercising the Option. Prior to the Expiry Date and if required by the Listing Rules, the Company will send notices to option holders in accordance with the time limits required by the Listing Rules in respect of offers of securities made to shareholders.
- In the event of any reconstruction (including consolidation, subdivision, reduction or return) of the issued capital of the Company prior to the Expiry Date, the number of Options or the exercise price of the Options or both shall be reconstructed in accordance with the Listing Rules applying to a reorganisation of capital at the time of the reconstruction.
- Options will otherwise have the terms as required by ASX and the Listing Rules.



WEST WITS MINING

West Wits Mining Limited | ABN 89 124 894 060

# Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Your proxy voting instruction must be received by **3.00pm (AEST) on Saturday, 09 August 2025**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

## SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

### YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

### STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

### DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

### STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

### SIGNING INSTRUCTIONS

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

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

**Power of attorney:** If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

**Companies:** To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

**Email Address:** Please provide your email address in the space provided.

**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.**

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

### Lodging your Proxy Voting Form:

#### Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

**Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.**



#### BY MAIL:

Automic  
GPO Box 5193  
Sydney NSW 2001

#### IN PERSON:

Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

#### BY EMAIL:

[meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

#### BY FACSIMILE:

+61 2 8583 3040

#### All enquiries to Automic:

##### WEBSITE:

<https://automicgroup.com.au>

##### PHONE:

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



For personal use only

AUTOMIC

WWI

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Extraordinary General Meeting of West Wits Mining Limited, to be held at **3.00pm (AEST) on Monday, 11 August 2025 at the offices of William Buck, Level 20, 181 William Street, Melbourne VIC 3000** hereby:

**Appoint the Chair of the Meeting (Chair)** OR if you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

**The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.**

Unless indicated otherwise by ticking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

STEP 2 - Your voting direction

Resolutions	For	Against	Abstain
1 RATIFICATION OF PRIOR ISSUE OF SHARES - PLACEMENT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 APPROVAL FOR ISSUE OF OPTIONS - PLACEMENT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 APPROVAL FOR ISSUE OF SECURITIES TO RELATED PARTY – MICHAEL QUINERT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 APPROVAL FOR ISSUE OF SECURITIES TO RELATED PARTY – WARWICK GRIGOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 APPROVAL FOR ISSUE OF SECURITIES TO RELATED PARTY – JAC VAN HEERDEN	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 APPROVAL FOR ISSUE OF SECURITIES AS REPAYMENT OF LOAN – UNRELATED LENDERS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 APPROVAL FOR ISSUE OF SECURITIES TO RELATED PARTY AS REPAYMENT OF LOAN – MICHAEL QUINERT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 RATIFICATION OF PRIOR ISSUE OF SHARES	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

STEP 3 – Signatures and contact details

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY) /  /

**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).**