

31 July 2018

## Addendum to the Notice of Meeting

ATC Alloys Limited (**ATA** or the **Company**) encloses an addendum (**Addendum**) to the Notice of Meeting released on its ASX announcements platform on 23 July 2018 (**Notice**). Whilst the Company does not consider the amendments contained in the Addendum to be material to the content of the Notice, nonetheless, it releases the Addendum to ensure the accuracy of the information before its shareholders.

Shareholders are requested to contact Trent Franklin, Company Secretary on +612 8316 3993 if they have any queries in respect of the matters set out in this Addendum to the Notice.

Yours faithfully,

Nathan Featherby  
Executive Director

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**ATC Alloys Ltd**

**ACN 118 738 999**

**Addendum to Notice of Annual General Meeting**

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ATC Alloys Limited (ACN 118 738 999) (**Company**), hereby gives notice to shareholders of the Company that, in relation to the Notice of General Meeting dated 23 July 2018 (**Notice of Meeting**) in respect of a general meeting of members to be held at 10:00 a.m. (AEST) on 22 August 2018 at Level 15, 1 O'Connell Street, Sydney NSW 2000, the Directors have determined to issue this addendum to the Notice of Meeting (**Addendum to Notice of Meeting**) for the purposes set out below.

Definitions in the Notice of Meeting have the same meaning in this Addendum to Notice of Meeting.

**Amended Referencing – Explanatory Statement**

By this Addendum to Notice of Meeting, the referencing in Section 5.4 of the Explanatory Statement and Annexure A – Proxy Form to the Notice of Meeting are updated, as set out on the following pages.

**Enquiries**

Shareholders are requested to contact Trent Franklin, Company Secretary on +612 8316 3993 if they have any queries in respect of the matters set out in this Addendum to the Notice.

## Amended Section 5.4 of the Explanatory Statement

The amendments to Section 5.4 of the Explanatory Statement in the Notice of Meeting are as follows:

### 5.4 Entitlements Issue Timetable

The Entitlements Issue is intended to progress in accordance with the following indicative timetable:

Item	Time Limits	Anticipated Date
Announcement of Entitlements Issue	before day 0 or prior to the commencement of trading on day 0	9 August 2018
Provision to ASX of: 1) Appendix 3B; and 2) Prospectus  Option holders advised of inability to participate without first exercising options	Prior to the commencement of trading on day 0 (the day that is at least 3 *business days before the *record date)	10 August 2018
Notice sent to security holders containing the information required by Appendix 3B.	At least 2 business days before the record date	13 August 2018
Ex date	1 business day before the record date	14 August 2018
Record date	At least 3 business days after day 0	15 August 2018
Dispatch of offer documents and acceptance forms to eligible shareholders	No more than 3 business days after record date	17 August 2018
Last day to extend the offer closing date	3 business days before the offer closing date	30 August 2018
Closing date (5:00pm)	At least 7 business days after the entity announces that the offer documents have been sent to holders	4 September 2018
Securities quoted on a deferred settlement basis	The next business day after offer closes	5 September 2018
Company notifies ASX of undersubscriptions	No more than 3 business days after offer closes	7 September 2018
Issue date Deferred settlement trading ends Last day to confirm information required by Appendix 3B	Unless ASX agrees otherwise, no more than 5 business days after offer closes	10 September 2018

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## AMENDED ANNEXURE A – PROXY FORM – ATC ALLOYS LIMITED

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The amendments to Annexure A of the Notice of Meeting are as follows:

### ANNUAL GENERAL MEETING

I/ We

\_\_\_\_\_ *Name of shareholder*

of

\_\_\_\_\_ *Address*

appoint

\_\_\_\_\_ *Name of proxy*

**OR**

the Chair of the Meeting as your proxy

or failing the person so named or, if no person is named, the Chair of the Meeting, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, as the proxy sees fit, at the Meeting to be held at **10:00 a.m. (AEST) on 22 August 2018 at Level 15, 1 O'Connell Street, Sydney NSW 2000 Australia**, and at any adjournment thereof.

If no directions are given, the Chair will vote in favour of all the resolutions.

If the Chair of the Meeting is appointed as your proxy, or may be appointed by default, and you do **not** wish to direct your proxy how to vote as your proxy in respect of **Resolutions 1 to 18** please place a mark in this box.

By marking this box, you acknowledge that the Chair of the Meeting may exercise your proxy even if he has an interest in the outcome of resolutions 1-18 and that votes cast by the Chair of the Meeting for resolutions 1-18, other than as proxy holder, will be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chair will not cast your votes on resolutions 1-18 and your votes will not be counted in calculating the required majority if a poll is called on resolutions 1-18.

**OR**

### Voting on Business of the Meeting

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
<b>1</b> Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>2</b> Election of Imants Kins	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>3</b> Election of Saxon Ball	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>4</b> Issue of Convertible Notes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>5</b> Approval to conduct Entitlements Issue	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>6</b> Issue of Shares to director – Patrick Burke	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>7</b> Issue of Shares to Enrizen Capital Pty Ltd	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>8</b> Issue of Shares to Ochre Group Holdings Limited	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>9</b> Issue of Shares to Somers and Partners Pty Ltd	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>10</b> Issue of Shares to former director – Nicholas Halliday	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>11</b> Issue of Shares to director – Saxon Ball	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>12</b> Issue of Shares to director – Nathan Featherby	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>13</b> Reduction in conversion price for convertible notes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>14</b> Issue of Shares to George Chen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>15</b> Issue of Shares to John Chegidden	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>16</b> Issue of Shares to unrelated creditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>17</b> Issue of Shares to Siderian Resource Capital Limited	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>18</b> Issue of Shares to director – Imants Kins	<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 to be counted in computing the required majority on a poll.

**Signature of Member(s):** \_\_\_\_\_ **Date:** \_\_\_\_\_

\_\_\_\_\_  
**Sole Director/Company Secretary**

\_\_\_\_\_  
**Director**

\_\_\_\_\_  
**Director/Company Secretary**

**Contact Name:** \_\_\_\_\_

**Contact Ph (daytime):** \_\_\_\_\_

### ATC ALLOYS LIMITED

ACN 118 738 999

#### Instructions for Completing 'Appointment of Proxy' Form

1. **(Appointing a Proxy):** A member entitled to attend and vote at the Meeting is entitled to appoint not more than two proxies to attend and vote on a poll on their behalf. The appointment of a second proxy must be done on a separate copy of the Proxy Form. Where more than one proxy is appointed, such proxy must be allocated a proportion of the member's voting rights. If a member appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half the votes. A duly appointed proxy need not be a member of the Company.
2. **(Direction to Vote):** A member may direct a proxy how to vote by marking one of the boxes opposite each item of business. Where a box is not marked the proxy may vote as they choose. Where more than one box is marked on an item the vote will be invalid on that item.
3. **(Signing Instructions):**
  - **(Individual):** Where the holding is in one name, the member must sign.
  - **(Joint Holding):** Where the holding is in more than one name, all of the members must sign.
  - **(Power of Attorney):** If you have not already provided the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.
  - **(Companies):** Where the company has a sole director who is also the sole company secretary, that person must sign. Where the company (pursuant to Section 204A of the *Corporations Act*) does not have a company secretary, a sole director can also sign alone. Otherwise, a director jointly with either another director or a company secretary must sign. Please sign in the appropriate place to indicate the office held.
4. **(Attending the Meeting):** Completion of a Proxy Form will not prevent individual members from attending the Meeting in person if they wish. Where a member completes and lodges a valid Proxy Form and attends the Meeting in person, then the proxy's authority to speak and vote for that member is suspended while the member is present at the Meeting.
5. **(Return of Proxy Form):** To vote by proxy, please complete and sign the enclosed Proxy Form and return by:
  - (a) post to GPO Box 225, Sydney NSW 2001, Australia; or
  - (b) facsimile to the Company on facsimile number (+61 2) 8316 3999,

so that it is received not later than 10:00 am (AEST) **on 20 August 2018.**

**Proxy Forms received later than this time will be invalid.**