
PENINSULA ENERGY LIMITED

ABN 67 062 409 303

ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that, in relation to the Notice of General Meeting dated 18 October 2024 (**Notice of Meeting**) in respect of a general meeting of Shareholders of Peninsula Energy Limited (**Company**) scheduled to be held at 1.00pm (WST) on 21 November 2024 at BDO, Jarrah Room, Level 9, Mia Yellagonga Tower 2, 5 Spring Street, PERTH WA 6000 (**Meeting**), the Directors have determined to issue this addendum to the Notice of Meeting (**Addendum**), for the purposes set out below.

Terms and abbreviations used in this Addendum have the same meaning as in the Notice of Meeting unless otherwise provided for in this Addendum.

This Addendum supplements the Notice of Meeting and should be read in its entirety and in conjunction with the Notice of Meeting. Save for the amendments set out below, all Resolutions proposed and information in the Notice of Meeting remains unchanged.

The Company confirms that the Meeting will be held as scheduled at 1.00pm (WST) on 21 November 2024 at BDO, Jarrah Room, Level 9, Mia Yellagonga Tower 2, 5 Spring Street, PERTH WA 6000. The Directors consider that Shareholders will have adequate time to consider the amendments to of the Notice of Meeting.

Additional Resolution

Pursuant to this Addendum, an additional resolution is added to the Notice of Meeting.

Explanatory Statement – Additional Information

Pursuant to this Addendum, additional sections listed below are added to the Explanatory Statement to the Notice of Meeting.

Background to the Addendum

This addendum has been prepared due to an administrative oversight by the Company.

Replacement Proxy Form and Voting Instructions

Attached to this Addendum is a replacement Proxy Form.

If you wish to have your vote counted by proxy in respect of Resolution 15, you must use the replacement Proxy Form to vote on all Resolutions.

If you have already completed and returned the Proxy Form previously provided with the Notice of Meeting and you wish to vote on Resolution 15, you must complete and return a replacement Proxy Form to vote on all Resolutions.

You should return your completed replacement Proxy Form to the Company's Share Registry in accordance with the instructions set out in the "*Returning Proxy Forms*" section of the Notice of Meeting.

If you provide a replacement Proxy Form, any Proxy Form provided to you with the original Notice of Meeting which has already been completed and returned will be disregarded.

The Company is entitled to accept any Proxy Form already submitted by you unless you submit a replacement Proxy Form.

Enquiries

Shareholders should contact Jonathan Whyte on +6189380 9920 if they have any queries in respect of the matters set out in this Addendum.

AGENDA

16. RESOLUTION 15 – APPROVAL OF CHANGE OF AUDITOR

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

“To consider and, if thought fit, to pass, the following resolution as an ordinary resolution: “That for the purposes of section 327B of the Corporations Act and for all other purposes, BDO Audit Pty Ltd, having consented in writing to act as auditor of the Company, is appointed as auditor of the Company with effect from the conclusion of this Meeting.””

EXPLANATORY STATEMENT

12. RESOLUTION 15 – APPROVAL OF CHANGE OF AUDITOR

12.1 Background

On 9 May 2024, the Company announced the appointment of BDO Audit Pty Ltd as auditor of the Company, following the resignation of BDO Audit (WA) Pty Ltd. The change of auditor arose as a result of BDO Audit (WA) Pty Ltd restructuring its audit practice whereby audits will be conducted by BDO Audit Pty Ltd, an authorised audit company, rather than BDO Audit (WA) Pty Ltd. Pursuant to section 329(5) of the Corporations Act, ASIC consented to the resignation of BDO Audit (WA) Pty Ltd on 8 May 2024.

Under section 327C(2) of the Corporations Act, any auditor appointed under section 327C(1) of the Corporations Act holds office until the Company's next annual general meeting. The Company is therefore required to appoint an auditor of the Company to fill the vacancy in the office of auditor at the Annual General Meeting pursuant to section 327B of the Corporations Act.

Accordingly, Resolution 15 seeks the approval of Shareholders to appoint BDO Audit Pty Ltd as the Company's auditor with effect from the conclusion of the Meeting.

If Resolution 15 is not passed, there will be a vacancy in respect of the Company's auditor, which the Directors will be obliged to fill within one month, in accordance with section 327C of the Corporations Act.

The Company has received written notice of nomination from a member of the Company for BDO Audit Pty Ltd to be appointed as the Company's auditor, in accordance with section 328B of the Corporations Act. A copy of the notice of nomination is attached to this Explanatory Statement as Schedule 5.

12.2 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of Resolution 15.

The Chair intends to vote all undirected proxies which the Chair holds as proxy in favour of Resolution 15, unless the Shareholder has expressly indicated a different voting intention.

SCHEDULE 5 – NOMINATION OF AUDITOR LETTER

18 October 2024

To the Board of Directors

Peninsula Energy Limited
Unit 32, Level 3, 23 Railway Road
SUBIACO WA 6008

I, David Coyne, being a member of Peninsula Energy Limited(**Company**), nominate BDO Audit Pty Ltd in accordance with section 328B(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**) to fill the office of auditor of the Company.

Please distribute copies of this notice of this nomination as required by section 328B(3) of the Corporations Act.



Signed and dated 18 October 2024:

David Coyne

LODGE YOUR VOTE

ONLINE
<https://investorcentre.linkgroup.com>

BY MAIL
Peninsula Energy Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

BY FAX
+61 2 9287 0309

BY HAND
Link Market Services Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150

ALL ENQUIRIES TO
Telephone: 1300 554 474 Overseas: +61 1300 554 474

LODGE A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given above by **1:00pm (WST) on Tuesday, 19 November 2024**, being not later than 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 using the reply paid envelope or:

ONLINE
<https://investorcentre.linkgroup.com>

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).

BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link <https://investorcentre.linkgroup.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.

QR Code



HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

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

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in 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 A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the

appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and

- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

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

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

IMPORTANT INFORMATION

Link Group is now known as MUFG Pension & Market Services. Over the coming months, Link Market Services will progressively rebrand to its new name MUFG Corporate Markets, a division of MUFG Pension & Market Services.

IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU. THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.

NAME SURNAME
ADDRESS LINE 1
ADDRESS LINE 2
ADDRESS LINE 3
ADDRESS LINE 4
ADDRESS LINE 5
ADDRESS LINE 6



X99999999999

PROXY FORM

I/We being a member(s) of Peninsula Energy Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY



the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **1:00pm (WST) on Thursday, 21 November 2024 (the Meeting)** and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid event. You can participate by attending in person at **BDO, Karri Room, Level 9, Mia Yellagonga Tower 2, 5 Spring Street, PERTH, WA 6000** or logging in online at <https://meetings.linkgroup.com/PENAGM24> (refer to details in the Virtual Annual General Meeting Online Guide).

Important for Resolutions 1, 8, 9, 10, 11, 12 and 13: If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolutions 1, 8, 9, 10, 11, 12 and 13, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an

Resolutions

	For	Against	Abstain*		For	Against	Abstain*
1 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9 Approval for the Issue of Service Rights to Mr Harrison Barker	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Conditional Spill Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10 Approval for the Issue of Service Rights to Mr Mark Wheatley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Re-Election of Mr Harrison Barker as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11 Approval for the Issue of Service Rights to Mr David Coyne	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Election of Mr David Coyne as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12 Approval for the Issue of Service Rights to Mr Brian Booth	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Approval of 10% Placement Capacity – Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13 Approval for the Issue of Restricted Share Units to Mr Wayne Heili under The Long-Term Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Ratification of Placement Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14 Share Consolidation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 Approval of Long-Term Incentive Plan and Issues of Securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15 Approval of Change of Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 Approval for the Issue of Service Rights to Mr John Harrison	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				



* If you mark the Abstain box for a particular Item, 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.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Shareholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Shareholder 3 (Individual)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

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