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**ASIAN BATTERY METALS PLC**  
**ARBN 619 213 437**  
**NOTICE OF ANNUAL GENERAL MEETING**

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Notice is given that the Meeting will be held at:

**TIME:** 3.00pm (WST)  
**DATE:** 27 June 2025  
**PLACE:** Level 3  
88 William Street  
Perth WA 6000

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

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

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## BUSINESS OF THE MEETING

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### AGENDA

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#### 1. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the report of the directors and the financial statements for the period ended 31 December 2024 and the report of the auditors thereon.

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#### 2. RESOLUTION 1 – APPOINTMENT OF AUDITOR

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

*"To appoint Johnsons Financial Management Limited (trading as Johnsons) as auditors of the Company and to authorise the Directors to determine their remuneration."*

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#### 3. RESOLUTION 2 – DIRECTORS' GENERAL AUTHORITY TO ALLOT EQUITY SECURITIES

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

*"That, pursuant to section 551 of the Companies Act 2006 (the **Companies Act**) the Directors be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot equity securities (as defined by section 560 of the Companies Act) up to the maximum aggregate nominal amount of £1,000,000 PROVIDED that the authority granted under this resolution shall lapse at the end of the next annual general meeting of the Company to be held after the date of the passing of this resolution save that the Company shall be entitled to make offers or agreements before the expiry of this authority which would or might require Shares to be allotted or equity securities to be granted after such expiry and the Directors shall be entitled to allot Shares and grant equity securities pursuant to such offers or agreements as if this authority had not expired; and all unexercised authorities previously granted to the Directors to allot Shares and grant equity securities be and are hereby revoked, on the terms and conditions set out in the accompanying explanatory statement."*

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#### 4. RESOLUTION 3 – DISAPPLICATION OF PRE-EMPTION RIGHTS

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

*"That, subject to the passing of Resolution 2, and in accordance with section 570 of the Companies Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Companies Act) for cash pursuant to the authority conferred by Resolution 2 or by way of a sale of treasury shares, as if section 561(1) of the Companies Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities and the sale of treasury shares:*

- (a) in connection with an offer of equity securities to the holders of Shares in proportion (as nearly as may be practicable) to their respective holdings; and to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or arrangements as the Directors may deem necessary or expedient in relation to the treasury shares, fractional entitlements, record dates, arising out of any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange; and*
- (b) (otherwise than pursuant to sub paragraph (a) above) up to an aggregate nominal amount of £1,000,000,*

*and provided that this power shall expire on the conclusion of the next annual general meeting of the Company (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry, make offer(s) or agreement(s) which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance*

of any such offers or agreements notwithstanding that the power conferred by this resolution has expired."

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**5. RESOLUTION 4 – RE-ELECTION OF A DIRECTOR – NEIL YOUNG**

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

*"That, for the purpose of Article 86 of the Company's Articles of Association, Listing Rule 14.5 and for all other purposes, Neil Young, a Director, retires by rotation, and being eligible, is re-elected as a Director."*

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**6. RESOLUTION 5 – RATIFICATION OF PRIOR ISSUE OF PLACEMENT CDIS**

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

*"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 88,199,937 CDIs on the terms and conditions set out in the Explanatory Statement."*

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**7. RESOLUTION 6 – RATIFICATION OF PRIOR ISSUE OF CLEANSING CDIS**

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

*"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 1,000 CDIs on the terms and conditions set out in the Explanatory Statement."*

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**8. RESOLUTION 7 – APPROVAL TO ISSUE JOINT LEAD MANAGER OPTIONS**

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

*"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 8,820,000 Options on the terms and conditions set out in the Explanatory Statement."*

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**9. RESOLUTION 8 – APPROVAL OF 7.1A MANDATE**

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

*"That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement."*

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**Dated: 19 May 2025**

**By order of the Board**



**David Paull  
Chairman**

## Voting Exclusion Statements

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

<b>Resolution 5 - Ratification of Prior issue of Placement CDIs</b>	The Placement Participants or any other person who participated in the issue or an associate of that person or those persons.
<b>Resolution 6 - Ratification of Prior issue of Cleansing CDIs</b>	The recipients of the Cleansing CDIs or any other person who participated in the issue or an associate of that person or those persons.
<b>Resolution 7 – Approval to issue Joint Lead Manager Options</b>	The Joint Lead Managers or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).

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

- (a) a person as a proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
  - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

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**EXPECTED TIMETABLE OF PRINCIPAL EVENTS**

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EVENT	EXPECTED TIME / DATE
Publication of this document	22 May 2025
Latest time and date for receipt of CDI voting instruction cards	9.00am (WST) / 2.00am (BST) on 24 June 2025
Latest time and date for receipt of forms of proxy cards	3.00pm (WST)/8.00am (BST) on 25 June 2025
Record Date for Meeting	00.00am (WST) on 25 June 2025/5.00pm (BST) on 24 June 2025
Date and time of Annual General Meeting	3.00pm(WST) on 27 June 2025

**Notes:**

1. All times shown in this document are Australian Western Standard Time unless otherwise stated. The dates and times given are indicative only and are based on the Company's current expectations and may be subject to change. If any of the times and/or date above changes. The revised times and/or dates will be notified to Shareholders by announcement through the Australian Securities Exchange.
2. If the Annual General Meeting is adjourned, the latest time and date for receipt of forms of proxy form and CDI voting instruction card for the adjourned meeting will be notified to Shareholders by announcement through the Australian Securities Exchange.

## **Voting by proxy**

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Each Holder has a right to appoint a proxy. Holders are strongly encouraged to submit a proxy vote in advance of the Meeting and to use their right to appoint the Chair of the Meeting as their proxy to attend the Meeting and vote on their behalf.

Holders are advised that:

- the proxy need not be a holder of Shares; and
- if a Holder appoints more than one person to act as their proxy, the appointment of each proxy must specify the Shares in respect of which each proxy is to vote. No Holder may appoint more than one proxy (save in the alternate) to vote in respect of any one Share held by that Holder. When two or more valid appointments of proxy are received for the same Share for use at the same meeting, the one which is last validly received by the Company (regardless of its date or the date of its execution) will be treated as replacing and revoking the other(s) as regards that Share. If the Company is unable to determine which one was last received, neither will be treated as valid.

Holders and their proxies should be aware that:

- proxy holders are required to vote according to the directions given by the Holders that appointed them;
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed; and
- if a Holder who does not give any voting instructions in relation to a resolution, their proxy will have authority to vote or withhold a vote on that resolution as they think fit. A proxy will also have authority to vote or to withhold a vote on any other business (including amendments to Resolutions) which is properly put before the General Meeting, as they think fit.

## **Holders of Shares**

If you are a registered holder of Shares whether or not you are able to attend the Annual General Meeting, you may use the **enclosed** form of proxy to appoint one or more persons to attend and vote on a poll on your behalf. A proxy need not be a member of the Company.

A form of proxy is provided and must be sent to the following address:

c/o Computershare Investor Services PLC  
The Pavilions  
Bridgwater Road  
Bristol BS99 6ZY  
United Kingdom

Alternatively, proxy forms can be emailed to the Company via the Company Secretary at [phil@asianbatterymetals.com](mailto:phil@asianbatterymetals.com)

## **Holders of CDIs on the Australian CDI register**

Holders of CDIs on the Australian CDI registry may only vote by directing CHESS Depositary Nominees Pty Ltd ("CHESS" the Depositary Nominee in respect of the CDIs) to cast proxy votes in the manner directed in the CDI voting instruction form enclosed. Please see the Important Notes section for more details.

The CDI voting instruction form must be returned to:

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

Alternatively, you can fax your form to:

(within Australia) 1800 783 447  
(outside Australia) +61 3 9473 2555

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## IMPORTANT NOTES

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### Entitlement to attend and vote

1. Please see paragraphs 3 to 19 for information on how to appoint a proxy.
2. Under the Listing Rules and the ASX Settlement Operating Rules, the Company as an issuer of CDIs permits CDI Holders to attend any meeting of the holders of Shares. Please see paragraphs 20 to 27 for more information on how to vote your CDIs.

### Instructions for Shareholders:

#### Appointment of proxies

3. As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting and you should have received a proxy form with this Notice of Meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
4. A proxy does not need to be a member of the Company but must attend the meeting to represent you. Details of how to appoint the Chair of the meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish for your proxy to speak on your behalf at the meeting you must appoint your own choice of proxy (not the Chair) and give your instructions directly to the relevant person.
5. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different Shares. You may not appoint more than one proxy to exercise rights attached to any one Share. To appoint more than one proxy, you must complete a separate proxy form for each proxy and specify against the proxy's name the number of Shares over which the proxy has rights. If you are in any doubt as to the procedure to be followed for the purpose of appointing more than one proxy you must contact the Company at c/- Computershare Investor Services PLC, The Pavilions, Bridwater Road, Bristol BS99 6ZY. If you fail to specify the number of Shares to which each proxy relates, or specify a number of Shares greater than that held by you on the record date, proxy appointments will be invalid.
6. If you do not indicate to your proxy how to vote on any resolution, your proxy will vote or abstain from voting at his discretion. Your proxy will vote (or abstain from voting) as he thinks fit in relation to any other matter which is put before the meeting.

#### Appointment of proxy using the hard copy proxy form

7. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold his vote.
8. To appoint a proxy using the proxy form, it must be:
  - (a) completed and signed;
  - (b) sent or delivered to the Company at c/- Computershare Investor Services PLC, The Pavilions, Bridwater Road, Bristol BS99 6ZZ or emailed to the Company via the Company Secretary at [phil@asianbatterymetals.com](mailto:phil@asianbatterymetals.com); and
  - (c) received by the Company no later than 3.00pm (WST)/8.00am (BST) on 25 June 2025 (being 48 hours prior to the Meeting).
9. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
10. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
11. The Company, pursuant to regulation 41 of The Uncertificated Securities Regulations 2001, specifies that only those ordinary shareholders registered in the register of members of the Company at 00.00am (WST) on 25 June 2025/5.00pm (BST) on 24 June

2025 shall be entitled to attend or vote at the meeting in respect of the number of Shares registered in their name at that time. Changes to entries on the relevant register of securities after that time will be disregarded in determining the rights of any person to attend or vote at the meeting. If the meeting is adjourned by more than 48 hours, then to be so entitled, shareholders must be entered on the Company's register of members 48 hours before the time appointed for holding the adjourned meeting or if the Company gives notice of the adjourned meeting, at the time specified in that notice.

#### **Appointment of proxy by joint members**

12. In the case of joint holders of shares, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder (being the first named holder in respect of the shares in the Company's register of members) will be accepted.

#### **Changing proxy instructions**

13. To change your proxy instructions simply submit a new proxy appointment using the method set out in paragraph 8, save that the cut off time for receipt of proxy appointments is 24 hours before the Meeting. Any amended proxy appointment received after such specified cut off time will be disregarded.
14. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact the Company as indicated in paragraph 5.
15. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

#### **Termination of proxy appointments**

16. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company as indicated above. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
17. The revocation notice must be received by the Company no later than 3.00pm (WST) /8.00am (BST) on 25 June 2025.
18. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to paragraph 19, your proxy appointment will remain valid.
19. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.

#### **Instructions for Holders of CDIs in the Australian register only:**

20. Holders of CDIs will be permitted to attend the Meeting but may only vote by directing CHES Depositary Nominees Pty Ltd (CDN, the Depositary Nominee in respect of the CDIs) to cast proxy votes in the manner directed in the **enclosed** CDI voting instruction form.
21. The CDI Voting Instruction Form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, should be sent to:

Postal address:

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



Alternatively, you can fax your form to:

(within Australia) 1800 783 447

(outside Australia) +61 3 9473 2555

22. Holders of CDIs can instruct CDN to cast proxy votes online by visiting [www.investorvote.com.au](http://www.investorvote.com.au) and entering the Shareholder's Control Number, SRN/HIN and postcode or country of residence, which are shown on the first page of your personalised CDI Voting Instruction Form.
23. Directions must arrive by not later than 9.00am (WST) /2.00am (BST) on 24 June 2025 i.e., being 24 hours prior to the latest time and date for receipt of forms of proxy cards to allow CDN sufficient time to lodge the combined proxies in the United Kingdom 48 hours before the time of the Meeting (without taking into account any part of a day that is not a working day).
24. Instructions for completing and lodging the CDI Voting Instruction Form are appended to it.
25. You must be registered as the holder of CDIs as at 5:00pm (AST) on 23 June 2025 for your CDI voting instruction to be valid.
26. Should the Meeting be adjourned then the deadline for revised voting instructions and the record date for determining registered holders of CDIs will be 72 hours before the time that the adjourned Meeting recommences, excluding any part of a day that is not a working day.
27. To obtain a copy of the CHESS Depositary Nominee's Financial Services Guide, go to <https://www.asx.com.au/content/dam/asx/participants/cash-market/bonds/chess-depositary-interests.pdf> or phone 131 279 if you would like one sent to you by mail.

#### **Total Voting rights**

28. As at 7 May 2025, the Company's issued share capital comprised 676,207,187 Shares of GBP0.00465116279069768 each, with voting rights (**Shares**).
29. The Company does not hold any Shares in Treasury.
30. The Company has its Shares listed on ASX as CDIs on the basis of 1 CDI being equal to 1 Share.
31. Therefore the total number of voting rights in the Company as at 7 May 2025 is 676,207,187.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 417 675695.

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## EXPLANATORY STATEMENT

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

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### 1. FINANCIAL STATEMENTS AND REPORTS

The Company's audited financial statements, Directors' report and Auditor's report for the financial year ended 31 December 2024 have been mailed to Shareholders. The Company's financial statements are also available on its website ([www.asianbatterymetals.com](http://www.asianbatterymetals.com)) and on the ASX website ([www.asx.com.au](http://www.asx.com.au)).

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### 2. RESOLUTION 1 – APPOINTMENT OF AUDITOR

#### 2.1 General

Resolution 1 seeks Shareholder approval to appoint Johnsons Financial Management Limited (trading as Johnsons) as auditors and to authorise the Directors to determine their remuneration.

#### 2.2 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of Resolution 1.

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### 3. RESOLUTION 2 – DIRECTORS' GENERAL AUTHORITY TO ALLOT EQUITY SECURITIES

#### 3.1 General

Subject to a limited number of exceptions, the directors of a company must not allot shares unless they have the authority to do so under section 551 of the Companies Act. An authority to allot shares in relation to an English public company must always be granted under section 551 of the Companies Act. Authority to allot shares pursuant to section 551 of the Companies Act can be granted by either a provision in the articles of association of the company or by ordinary resolution passed by the members of the company.

An authority to allot given under section 551 of the Companies Act must specify the maximum amount of shares that may be allotted under it. If the authority relates to the grant of rights to subscribe for shares, it must state the maximum amount of shares that can be allotted under those rights (section 551 (6), Companies Act). The authority must also specify an expiry date, which must not be more than five years from the date the resolution containing the authority is passed.

Once a section 551 of the Companies Act authority to allot has expired, the directors may, if specifically permitted by the terms of the expired authority, allot shares or grant rights to subscribe for or to convert any security into shares pursuant to an offer or agreement made by the company before the authority expired (section 551 (7), Companies Act).

Resolution 2 seeks Shareholder approval to authorise the Directors to allot Shares, or rights to subscribe for or to convert any security into Shares, up a total value of £1,000,000 (equivalent to 215,000,000 Shares at par value of £0.00465116279069768 per Share). This represents an additional number of Shares equal to approximately 31.8% of the number of Shares in issue as at the date of this notice.

The Company notes that while the Company remains listed on ASX, any issues of Equity Securities are also subject to compliance with the limitations imposed by the Listing Rules.

If this Resolution 2 and Resolution 3 are approved, prior to the expiry of such authorities, the Company will be able to issue Equity Securities under the Listing Rules on a non-pro rata basis using its 15% placement capacity under Listing Rule 7.1, and if Resolution 8 is approved, a further 10% under Listing Rule 7.1A, without being required to obtain further Shareholder approval.

If this Resolution is not approved, then the Company will not be able to issue any equity securities unless Shareholder approval is otherwise obtained or an exception in the Companies Act applies (if any) and then the issue would also need to be completed in compliance with any limitations imposed by the Listing Rules.

**3.2 Board Recommendation**

The Board unanimously recommend that Shareholders vote in favour of Resolution 2.

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**4. RESOLUTION 3 – DISAPPLICATION OF PRE-EMPTION RIGHTS**

**4.1 General**

Under section 561 of the Companies Act, a company proposing to allot equity securities must first offer them to each holder of shares in the company pro rata to his existing Shareholding. This pre-emption right applies to any allotment of equity securities unless either: (i) one of the exceptions set out in section 564 to section 566 of the Companies Act applies or; (ii) the company excludes or dis-applies the statutory pre-emption rights by one of the permitted methods set out in sections 569 to 573 of the Companies Act.

If the directors of a company are generally authorised to allot shares under section 551 of the Companies Act, they may also be given the power to allot shares under that general authorisation as if the pre-emption provisions in section 561 did not apply (section 570, Companies Act). As a disapplication of the statutory pre-emption right under section 570 works in combination with the authority to allot shares under section 551, the special resolutions dis-applying the statutory pre-emption right cross-refers to the corresponding authority to allot.

If Resolution 2 and Resolution 3 are approved, prior to the expiry of such authorities, the Company will be able to issue Equity Securities under the Listing Rules on a non-pro rata basis using its 15% placement capacity under Listing Rule 7.1, and if Resolution 8 is approved, a further 10% under Listing Rule 7.1A, without being required to obtain further Shareholder approval.

If this Resolution is not approved, then the Company will not be able to issue any equity securities unless Shareholder approval is otherwise obtained, or, Resolution 2 is approved and either: (i) the equity securities are first offered to each Shareholder pro rata to their existing Shareholding (ii) one of the exceptions set out in section 564 to section 566 of the Companies Act applies or; (iii) the Company excludes or dis-applies the statutory pre-emption rights by one of the permitted methods set out in sections 569 to 573 of the Companies Act. In addition, while the Company remains listed on ASX, any issues of Equity Securities are also subject to compliance with the limitations imposed by the Listing Rules.

**4.2 Board Recommendation**

The Board unanimously recommend that Shareholders vote in favour of Resolution 3.

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**5. RESOLUTION 4 – RE-ELECTION OF A DIRECTOR – NEIL YOUNG**

**5.1 General**

Listing Rule 14.5 provides that an entity which has directors must hold an election of directors at each annual general meeting.

The Articles of Association sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting. Pursuant to Article 86, one third of the Directors or, if their number is not 3 or a multiple of 3, the number nearest but not exceeding one third, must retire from office at the annual general meeting in every year.

Neil Young, who has held office without re-election since 18 June 2024 and being eligible retires by rotation and seeks re-election.

Further information in relation to Neil Young is set out below.

<b>Qualifications, experience and other material directorships</b>	Mr Neil Young has more than 20 years' experience in senior management positions in the upstream and downstream parts of the energy sector including Elixir Energy Ltd, EY, Tarong Energy and Santos. He has also developed various new ventures in other countries including Kazakhstan, Japan, USA and Mongolia. Mr Young has a M.A. (Hons) joint degree in Economics/Politics from the University of Edinburgh.
<b>Term of office</b>	Mr Young has served as a Director since 18 June 2024.

<b>Independence</b>	If re-elected, the Board considers that Mr Young will be an independent Director.
<b>Board recommendation</b>	Having received an acknowledgement from Mr Young that he will have sufficient time to fulfil his responsibilities as a Director and having reviewed the performance of Mr Young since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Neil Young) recommend that Shareholders vote in favour of this Resolution.

## 5.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Neil Young will be re-elected to the Board as an independent Director.

If this Resolution is not passed, Neil Young will not continue in his role as an independent Director. The Company may seek nominations or otherwise identify suitably qualified candidates to join the Company. As an additional consequence, this may detract from the Board and Company's ability to execute on its strategic vision.

## 6. BACKGROUND TO RESOLUTIONS 5 TO 7

### 6.1 General

As announced on 24 February 2025, the Company received firm commitments from existing and new investors, including a number of institutions (**Placement Participants**), to subscribe for 88,199,937 CDIs (**Placement CDIs**) at an issue price of \$0.045 per CDI to raise up to \$3.969 million (before costs) (**Placement**).

On 4 March 2025, the Company issued 88,199,937 Placement CDIs to the Placement Participants pursuant to the Company's placement capacity under Listing Rule 7.1.

On 4 March 2025, the Company also issued 1,000 CDIs (**Cleansing CDIs**) on the same terms as the Placement CDIs pursuant to a cleansing prospectus lodged with the ASIC and the ASX on 28 February 2025 (**Cleansing Prospectus**). The primary purpose of the Cleansing Prospectus was to remove any trading restrictions that may have attached to CDIs issued by the Company without disclosure under Chapter 6D of the Corporations Act on or prior to the closing date (including prior to the date of the Cleansing Prospectus).

The funds from the Placement were applied towards:

- (a) expanding the 2025 Phase 3 Drilling Program at the Company's Oval Cu-Ni Project;
- (b) undertaking further evaluation and exploration activities at the Company's other projects including the Copper Ridge Cu-Au Project; and
- (c) the Placement costs and general working capital.

### 6.2 Joint Lead Managers

The Company engaged GBA Capital Pty Ltd and Originate Capital Pty Ltd to act as joint lead managers to the Placement (**Joint Lead Managers**). In consideration for providing lead manager services, the Company agreed to pay / issue the Joint Lead Managers:

- (a) a capital raising fee equal to 6% of total proceeds raised under the Placement, in their respective proportions; and
- (b) subject to Shareholder approval pursuant to Resolution 7, 4.41 million unlisted Options each, exercisable at \$0.0675 each on or before the date that is three years from the date of issue (**Joint Lead Manager Options**).

Further details of the Placement are set out in the ASX announcement released on 24 February 2025.

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## **7. RESOLUTION 5 – RATIFICATION OF PRIOR ISSUE OF PLACEMENT CDIS**

### **7.1 General**

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 88,199,937 CDIs to the Placement Participants at an issue price of \$0.045 per CDI.

### **7.2 Listing Rule 7.1**

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary shares it had on issue at the start of that period.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively used up the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue.

### **7.3 Listing Rule 7.4**

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

### **7.4 Technical information required by Listing Rule 14.1A**

If this Resolution is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

### **7.5 Technical information required by Listing Rules 7.4 and 7.5**

<b>REQUIRED INFORMATION</b>	<b>DETAILS</b>
<b>Names of persons to whom Securities were issued or the basis on which those persons were identified/selected</b>	Professional and sophisticated investors who were identified through a bookbuild process, which involved the Joint Lead Managers seeking expressions of interest to participate in the capital raising from non-related parties of the Company.  The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
<b>Number and class of Securities issued</b>	88,199,937 Placement CDIs were issued.
<b>Terms of Securities</b>	The Placement CDIs were issued on the same terms and conditions as the Company's existing CDIs.
<b>Date(s) on or by which the Securities were issued</b>	4 March 2025.
<b>Price or other consideration the Company received for the Securities</b>	\$0.045 per Placement CDI.

REQUIRED INFORMATION	DETAILS
<b>Purpose of the issue, including the intended use of any funds raised by the issue</b>	Refer to Section 6.1 for details of the use of funds.
<b>Summary of material terms of agreement to issue</b>	The Placement CDIs were not issued under an agreement.
<b>Voting Exclusion Statement</b>	A voting exclusion statement applies to this Resolution.
<b>Compliance</b>	The issue did not breach Listing Rule 7.1.

## **8. RESOLUTION 6 – RATIFICATION OF PRIOR ISSUE OF CLEANSING CDIS**

### **8.1 General**

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 1,000 CDIs issued under the Cleansing Prospectus.

### **8.2 Listing Rule 7.1**

A summary of Listing Rule 7.1 is set out in Section 7.2 above.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue.

### **8.3 Listing Rule 7.4**

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

### **8.4 Technical information required by Listing Rule 14.1A**

If this Resolution is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

### **8.5 Technical information required by Listing Rules 7.4 and 7.5**

REQUIRED INFORMATION	DETAILS
<b>Names of persons to whom Securities were issued or the basis on which those persons were identified/selected</b>	<p>A professional and sophisticated investor who was identified through a bookbuild process, which involved the Joint Lead Managers seeking expressions of interest to participate in the capital raising from non-related parties of the Company.</p> <p>The Company confirms that no Material Person was issued more than 1% of the issued capital of the Company.</p>
<b>Number and class of Securities issued</b>	1,000 Cleansing CDIs were issued.

REQUIRED INFORMATION	DETAILS
<b>Terms of Securities</b>	The Cleansing CDIs were issued on the same terms and conditions as the Company's existing CDIs.
<b>Date(s) on or by which the Securities were issued</b>	4 March 2025
<b>Price or other consideration the Company received for the Securities</b>	\$0.045 per Cleansing CDI.
<b>Purpose of the issue, including the intended use of any funds raised by the issue</b>	After expenses of the offer under the Cleansing Prospectus, there were no proceeds from the offer.
<b>Summary of material terms of agreement to issue</b>	The Cleansing CDIs were not issued under an agreement.
<b>Voting Exclusion Statement</b>	A voting exclusion statement applies to this Resolution.
<b>Compliance</b>	The issue did not breach Listing Rule 7.1.

## 9. RESOLUTION 7 – APPROVAL TO ISSUE JOINT LEAD MANAGER OPTIONS

### 9.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of an aggregate of 8,820,000 Options in consideration for lead manager services provided by the Joint Lead Managers.

A summary of Listing Rule 7.1 is set out in Section 7.2 above.

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

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

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue. As a result, the Company will be required to satisfy the fee in cash, which would deplete the Company's cash reserves.

### 9.3 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
<b>Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected</b>	The Joint Lead Managers.  The Company confirms that no Material Persons will be issued more than 1% of the issued capital of the Company.
<b>Number of Securities and class to be issued</b>	8,820,000 Joint Lead Manager Options will be issued.
<b>Terms of Securities</b>	The Joint Lead Manager Options will be issued on the terms and conditions set out in Schedule 1.
<b>Date(s) on or by which the Securities will be issued</b>	The Company expects to issue the Joint Lead Manager Options within 5 Business Days of the Meeting. In any event, the Company will not issue any Joint Lead Manager Options later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).

REQUIRED INFORMATION	DETAILS
<b>Price or other consideration the Company will receive for the Securities</b>	The Joint Lead Manager Options will be issued at a nil issue price, in consideration for lead manager services provided by the Joint Lead Managers.
<b>Purpose of the issue, including the intended use of any funds raised by the issue</b>	The purpose of the issue is to satisfy the Company's obligations under the mandate with the Joint Lead Managers ( <b>Mandate</b> ).
<b>Summary of material terms of agreement to issue</b>	The Joint Lead Manager Options are being issued under the Mandate, a summary of the material terms of which is set out in Section 6.2.
<b>Voting exclusion statement</b>	A voting exclusion statement applies to this Resolution.

## 10. RESOLUTION 8 – APPROVAL OF 7.1A MANDATE

### 10.1 General

This Resolution seeks Shareholder approval by way of special resolution for the Company to have the additional 10% placement capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

A summary of Listing Rule 7.1 is set out in Section 7.2 above.

Under Listing Rule 7.1A, an Eligible Entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**7.1A Mandate**). As of the date of this Notice, the Company's market capitalisation is less than \$300,000,000 and is not included in the S&P/ASX 300 Index. The Company is therefore an Eligible Entity.

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

For this Resolution to be passed, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting must be cast in favour of the Resolution.

If this Resolution is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If this Resolution is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval under Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

### 10.3 Technical information required by Listing Rule 7.3A

REQUIRED INFORMATION	DETAILS
<b>Period for which the 7.1A Mandate is valid</b>	<p>The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following:</p> <ul style="list-style-type: none"> <li>(a) the date that is 12 months after the date of this Meeting;</li> <li>(b) the time and date of the Company's next annual general meeting; and</li> <li>(c) the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).</li> </ul>
<b>Minimum price</b>	Any Equity Securities issued under the 7.1A Mandate must be in an existing quoted class of Equity Securities and be issued for cash consideration at a minimum price of 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:



REQUIRED INFORMATION	DETAILS																																	
	<p>(a) the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or</p> <p>(b) if the Equity Securities are not issued within 10 trading days of the date in paragraph (a) above, the date on which the Equity Securities are issued.</p>																																	
Use of funds	The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate for the continued exploration and evaluation of the Company's current or acquired projects, the development of the Company's current business and general working capital.																																	
Risk of economic and voting dilution	<p>Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue.</p> <p>If this Resolution is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.</p> <p>The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Equity Securities on issue or proposed to be issued as at 19 May 2025.</p> <p>The table also shows the voting dilution impact where the number of CDIs on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of CDIs issued under the 7.1A Mandate.</p> <table><tr><th colspan="2" rowspan="4">NUMBER OF CDIS ON ISSUE (VARIABLE A IN LISTING RULE 7.1A.2)</th><th rowspan="4">CDIS ISSUED – 10% VOTING DILUTION</th><th colspan="3">DILUTION</th></tr><tr><th colspan="3">ISSUE PRICE</th></tr><tr><th>\$0.0145 50% DECREASE</th><th>\$0.029 ISSUE PRICE</th><th>\$0.0435 50% INCREASE</th></tr><tr><th colspan="3">FUNDS RAISED</th></tr><tr><td>Current</td><td>676,207,187 CDIs</td><td>67,620,718 CDIs</td><td>\$980,500</td><td>\$1,961,001</td><td>\$2,941,501</td></tr><tr><td>50% increase</td><td>1,014,310,781 CDIs</td><td>101,431,078 CDIs</td><td>\$1,470,751</td><td>\$2,941,501</td><td>\$4,412,252</td></tr><tr><td>100% increase</td><td>1,352,414,374 CDIs</td><td>135,241,437 CDIs</td><td>\$1,961,001</td><td>\$3,922,002</td><td>\$5,883,003</td></tr></table> <p>*The number of CDIs on issue (Variable A in the formula) could increase as a result of the issue of CDIs that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.</p> <p><b>The table above uses the following assumptions:</b></p> <ol style="list-style-type: none"><li>There are currently 676,207,187 CDIs on issue.</li><li>The issue price set out above is the closing market price of the CDIs on the ASX on 19 May 2025 (being \$0.029) (<b>Issue Price</b>). The Issue Price at a 50% increase and 50% decrease are each rounded to three decimal places prior to the calculation of the funds raised.</li><li>The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.</li><li>The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1.</li><li>The issue of Equity Securities under the 7.1A Mandate consists only of CDIs. It is assumed that no Options are exercised into CDIs before the</li></ol>	NUMBER OF CDIS ON ISSUE (VARIABLE A IN LISTING RULE 7.1A.2)		CDIS ISSUED – 10% VOTING DILUTION	DILUTION			ISSUE PRICE			\$0.0145 50% DECREASE	\$0.029 ISSUE PRICE	\$0.0435 50% INCREASE	FUNDS RAISED			Current	676,207,187 CDIs	67,620,718 CDIs	\$980,500	\$1,961,001	\$2,941,501	50% increase	1,014,310,781 CDIs	101,431,078 CDIs	\$1,470,751	\$2,941,501	\$4,412,252	100% increase	1,352,414,374 CDIs	135,241,437 CDIs	\$1,961,001	\$3,922,002	\$5,883,003
NUMBER OF CDIS ON ISSUE (VARIABLE A IN LISTING RULE 7.1A.2)					CDIS ISSUED – 10% VOTING DILUTION	DILUTION																												
						ISSUE PRICE																												
						\$0.0145 50% DECREASE	\$0.029 ISSUE PRICE	\$0.0435 50% INCREASE																										
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100% increase	1,352,414,374 CDIs	135,241,437 CDIs	\$1,961,001	\$3,922,002	\$5,883,003																													

REQUIRED INFORMATION	DETAILS
	<p>date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.</p> <ol style="list-style-type: none"> <li>6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.</li> <li>7. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed.</li> <li>8. The 10% voting dilution reflects the aggregate percentage dilution against the issued capital at the time of issue. This is why the voting dilution is shown in each example as 10%.</li> <li>9. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A Mandate, based on that Shareholder's holding at the date of the Meeting.</li> </ol> <p>Shareholders should note that there is a risk that:</p> <ol style="list-style-type: none"> <li>(a) the market price for the Company's CDIs may be significantly lower on the issue date than on the date of the Meeting; and</li> <li>(b) the CDIs may be issued at a price that is at a discount to the market price for those CDIs on the date of issue.</li> </ol>
<b>Allocation policy under 7.1A Mandate</b>	<p>The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.</p> <p>The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to the following factors:</p> <ol style="list-style-type: none"> <li>(a) the purpose of the issue;</li> <li>(b) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement or other offer where existing Shareholders may participate;</li> <li>(c) the effect of the issue of the Equity Securities on the control of the Company;</li> <li>(d) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;</li> <li>(e) prevailing market conditions; and</li> <li>(f) advice from corporate, financial and broking advisers (if applicable).</li> </ol>
<b>Previous approval under Listing Rule 7.1A.2</b>	<p>The Company did not obtain approval under Listing Rule 7.1A.2 at its annual general meeting. Accordingly, the Company has not issued any Equity Securities under Listing Rule 7.1A.2 in the twelve months preceding the date of the Meeting.</p>
<b>Voting exclusion statement</b>	<p>As at the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A. Accordingly, a voting exclusion statement is not included in this Notice.</p>

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## GLOSSARY

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**\$** means Australian dollars.

**£** or **GBP** means Great British pounds.

**7.1A Mandate** has the meaning given in Section 10.1.

**Article** means an article of the Articles of Association.

**Articles of Association** means the articles of association of the Company as at the date of the Meeting.

**ASIC** means the Australian Securities & Investments Commission.

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

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

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

**CDI** means CHESS Depository Interest, being a unit of beneficial ownership of a Share legally held by CHESS.

**CDI Holder** means a holder of CDIs.

**CDI Voting Instruction Form** means the CDI voting instruction form for use in connection with the Annual General Meeting which accompanies this document.

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

**CHESS** means CHESS Depository Nominees Pty Ltd (ACN 071 346 506).

**Companies Act** means the *Companies Act 2006* (UK), as amended.

**Company** means Asian Battery Metals Plc (ARBN 619 213 437).

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

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

**Eligible Entity** means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300,000,000 or less.

**Equity Securities** includes a CDI, Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

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

**Holder** means a Shareholder or CDI Holder.

**Key Management Personnel** has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

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

**Material Person** means a related party of the Company, member of the Key Management Personnel, substantial holder of the Company, adviser of the Company or associate of any of these parties.

**Meeting** means the annual general meeting convened by the Notice.

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

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

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

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

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

**Security** means a CDI, Share or Option (as applicable).

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

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

**Variable A** means "A" as set out in the formula in Listing Rule 7.1A.2.

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

## SCHEDULE 1 – TERMS AND CONDITIONS OF JOINT LEAD MANAGER OPTIONS

1.	<b>Entitlement</b>	Each Option entitles the holder to subscribe for one Share upon exercise of the Option which will be settled by the issue of one CDI.
2.	<b>Exercise Price</b>	The amount payable upon exercise of each Option will be \$0.0675 ( <b>Exercise Price</b> ).
3.	<b>Expiry Date</b>	Each Option will expire at 5:00 pm (WST) on the date that is three years from the date of issue ( <b>Expiry Date</b> ).  An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date
4.	<b>Exercise Period</b>	The Options are exercisable at any time on or prior to the Expiry Date ( <b>Exercise Period</b> ).
5.	<b>Exercise Notice</b>	The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate ( <b>Exercise Notice</b> ) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
6.	<b>Exercise Date</b>	An Exercise Notice is only effective on and from the later of the date of receipt of the Exercise Notice and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds ( <b>Exercise Date</b> ).
7.	<b>Timing of issue of Shares on exercise</b>	<p>Within five Business Days after the Exercise Date, the Company will:</p> <ul style="list-style-type: none"> <li>(a) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Exercise Notice and for which cleared funds have been received by the Company;</li> <li>(b) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and</li> <li>(c) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.</li> </ul> <p>If a notice delivered under 7(b) for any reason is not effective to ensure that an offer for sale of the CDIs does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the CDIs does not require disclosure to investors.</p>
8.	<b>Shares issued on exercise</b>	Shares issued on exercise of the Options rank equally with the then issued shares of the Company.
9.	<b>Reorganisation</b>	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of the holder will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
10.	<b>Participation in new issues</b>	There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

11.	<b>Change in exercise price</b>	An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.
12.	<b>Transferability</b>	The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.



MR A SAMPLE  
< DESIGNATION>  
SAMPLE STREET  
SAMPLE TOWN  
SAMPLE CITY  
SAMPLE COUNTY  
AA11 1AA



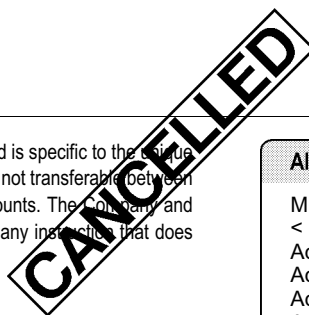
## Form of Proxy - Annual General Meeting to be held on 27 June 2025

To be effective, all proxy appointments must be lodged with the Company's Registrars at:  
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 25 June 2025 at 8.00 am (BST).

### Explanatory Notes:

- Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether, and if so how, he votes (or if this proxy form has been issued in respect of a designated account for a shareholder, the proxy will exercise his discretion as to whether, and if so how, he votes).
- To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0370 702 0000 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
- The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
- Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on 24 June 2025. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0370 702 0000 to request a change of address form or go to [www.investorcentre.co.uk](http://www.investorcentre.co.uk) to use the online Investor Centre service.
- Any alterations made to this form should be initialled.
- The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**Kindly Note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instructions that does not comply with these conditions.



#### All Named Holders

MR A SAMPLE  
< Designation>  
Additional Holder 1  
Additional Holder 2  
Additional Holder 3  
Additional Holder 4

Form of Proxy

Please complete this box only if you wish to appoint a third party proxy other than the Chairman.  
Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).

\*



C0000000000

I/We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement\* on my/our behalf at the Annual General Meeting of Asian Battery Metals PLC to be held at **Level 3, 88 William Street, Perth WA 6000, Australia** on **27 June 2025** at **3.00 pm (WST)** and at any adjourned meeting. 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.

\* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

☐ Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



CANCELLED

Ordinary Resolutions

1. Appointment of auditor.

For	Against	Abstain
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

2. Directors' general authority to allot equity securities.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Special Resolution

3. Disapplication of pre-emption rights.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Ordinary Resolutions

4. Re-election of Director - Neil Young.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------	--------------------------

5. Ratification of prior issue of placement CDIs.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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6. Ratification of prior issue of cleansing CDIs.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------	--------------------------

7. Approval to issue joint lead manager options.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------	--------------------------

Special Resolution

8. Approval of 7.1A mandate.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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CANCELLED

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed, the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

/ MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).







Asian Battery Metals PLC  
ABN 19 656 811 442

## Need assistance?



**Phone:**  
1300 850 505 (within Australia)  
+61 3 9415 4000 (outside Australia)



**Online:**  
[www.investorcentre.com/contact](http://www.investorcentre.com/contact)



## YOUR VOTE IS IMPORTANT

For your vote to be effective it must be received by **9:00am (WST) on Tuesday, 24 June 2025**.

# CDI Voting Instruction Form

## How to Vote on Items of Business

Each CHESS Depositary Interest (CDI) is equivalent to one share of Company Common Stock, so that every 1 (one) CDI registered in your name at 5:00pm (WST) on Monday, 23 June 2025 entitles you to one vote.

You can vote by completing, signing and returning your CDI Voting Instruction Form. This form gives your voting instructions to CHESS Depositary Nominees Pty Ltd, which will vote the underlying shares on your behalf. You need to return the form no later than the time and date shown above to give CHESS Depositary Nominees Pty Ltd enough time to tabulate all CHESS Depositary Interest votes and to vote on the underlying shares.

## SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

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

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

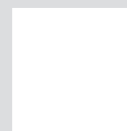
**Companies:** Only duly authorised officer/s can sign on behalf of a company. Please sign in the boxes provided, which state the office held by the signatory, ie Sole Director, Sole Company Secretary or Director and Company Secretary. Delete titles as applicable.

## Lodge your Form:

### Online:

Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



**Control Number: 184926**

**SRN/HIN:**

### By Mail:

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

### By Fax:

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



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

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

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

# CDI Voting Instruction Form

Please mark ☒ to indicate your directions

## Step 1 CHESS Depositary Nominees Pty Ltd will vote as directed

### Voting Instructions to CHESS Depositary Nominees Pty Ltd

I/We being a holder of CHESS Depositary Interests of Asian Battery Metals PLC hereby direct CHESS Depositary Nominees Pty Ltd to vote the shares underlying my/our holding at the Annual General Meeting of Asian Battery Metals PLC to be held at Level 3, 88 William Street, Perth, WA 6000 on Friday, 27 June 2025 at 3:00pm (WST) and at any adjournment or postponement of that meeting.

By execution of this CDI Voting Form the undersigned hereby authorises CHESS Depositary Nominees Pty Ltd to appoint such proxies or their substitutes to vote in their discretion on such business as may properly come before the meeting.

## Step 2 Items of Business

**PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing CHESS Depositary Nominees Pty Ltd or their appointed proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

### Ordinary Resolutions

1. Appointment of auditor.
2. Directors' general authority to allot equity securities.

### Special Resolution

3. Disapplication of pre-emption rights.

### Ordinary Resolutions

4. Re-election of Director - Neil Young.
5. Ratification of prior issue of placement CDIs.
6. Ratification of prior issue of cleansing CDIs.
7. Approval to issue joint lead manager options.

### Special Resolution

8. Approval of 7.1A mandate.

For Against Abstain

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

## Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

**Update your communication details** (Optional)

Mobile Number

Email Address

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