



AJ LUCAS GROUP LIMITED

(ABN 12 060 309 104)

(Company)

ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

This document is an addendum to the Notice of General Meeting and Explanatory Statement for the Company's 2025 Annual General Meeting of Shareholders. It should be read in conjunction with the Company's Notice of Annual General Meeting dated 7 October 2025. Capitalised terms in this addendum have the meaning given in the Notice of Annual General Meeting.

The purpose of this addendum is to include an additional resolution – Resolution 5 – to the business of the meeting. Details of Resolution 5, as well as a supplementary explanatory notes in relation to Resolution 5, are set out below.

There is **no change to the date or time of the meeting**, which is to be held as a virtual online meeting on Thursday, 6 November at 9:00 am (Brisbane time).

INFORMATION REGARDING NEW RESOLUTION 5

Resolution 5: Re-election of director

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

“That Mr Robert Bailey be elected as Director of the Company”.

Supplementary Explanatory Notes

As announced to ASX on 10 October 2025, Mr Bailey was appointed as a director of the Company effectively immediately. Mr Bailey joined the Board of the Company as a nominee of Kerogen Investments No. 1 (HK) Limited (“Kerogen”), the Company's largest shareholder and also a financier of the Company.

In accordance with clause 14.4 of the Company's Constitution, Mr Bailey holds office until the next General Meeting of the Company and is then eligible for election at that meeting. In accordance with this requirement, Mr Bailey offers himself for election.

Mr Bailey has over 25 years' experience in investment banking and corporate advisory, focusing predominantly on the mining, metals, and oil and gas sectors across various positions at Macquarie, Royal Bank of Canada and Nomura where most recently he held the position of Managing Director and was the Head of Natural Resources for the Australasian region from 2016 to 2021. From 2021 until earlier this year Robert acted as a Senior Advisor to EMR Capital, a specialist, natural resources focused private equity manager and held the position of Director of Peak Minerals Inc., a US based, portfolio company of EMR.

He holds bachelor qualifications in Chemical Engineering and Law from the University of Adelaide, and a Graduate Diploma in Applied Finance and Investments from FINSIA. He is a member of the Australian Institute of Company Directors and a Chartered Financial Analyst.

The Company has undertaken checks into Mr Bailey's background, experience and suitability for the role. In light of Mr Bailey's nomination to the Board by Kerogen, the Directors do not consider Mr Bailey to be an independent Director.

The Directors (other than Mr Bailey) unanimously recommend that Shareholders vote in favour of the election of Mr Bailey as a Director.

REPLACEMENT PROXY FORMS

Accompanying this addendum is a **Replacement Proxy Form**. To ensure clarity of voting instructions by Shareholders on the Resolutions to be considered at the Annual General Meeting, Shareholders are advised of the following:

- (a) If Shareholders have already completed and returned the proxy form included with the original notice and **wish to change their original vote for Resolutions 1 to 4 or cast a vote for Resolution 5**, Shareholders must complete and return the Replacement Proxy Form. By submitting a Replacement Proxy Form, you will be taken to have revoked your original proxy.
- (b) If Shareholders have already completed and returned the proxy form included with the original notice and **do not wish to vote on the new Resolution 5 or do not wish to change their proxy vote on any of the resolutions**, Shareholders do not need to take any action, as the proxy form included with the original notice will be accepted by the Company for Resolutions 1 to 4 unless a Replacement Proxy Form is submitted.
- (c) For clarity, if Shareholders wish to have their votes counted by proxy in respect of new Resolution 5, Shareholders must use the annexed Replacement Proxy Form to vote on ALL Resolutions.

If Shareholders wish to appoint a proxy and issue voting instructions using a hard copy of a Replacement Proxy Form, please contact Computershare on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) to request a copy.

Where Shareholders have chosen to appoint a proxy using the Replacement Proxy Form, the proxy's appointment and, if applicable, the authority appointing an attorney, must be sent by post or fax to the Company's registered office or to the address or fax number of the Company's Registry, set out below:

- (d) **By mail to:** Share Registry – Computershare Investor Services Pty Ltd, GPO Box 242, Melbourne, VIC 3001 Australia;
- (e) **By facsimile to:** +61 (0)7 3740 667;
- (f) **By mail to:** The Company's office at GPO Box 144, Brisbane QLD 4001;
- (g) **Vote online:** Shareholders can also cast their votes online at www.investorvote.com.au and follow the prompts. To use this facility, you will need your holder number (SRN or HIN), postcode and control number as shown on the proxy form. You will have been taken to have signed the Proxy Form if you lodge it in accordance with the instructions on the website; and
- (h) **Custodian voting:** for Intermediary Online subscribers only (custodians), please visit www.intermediaryonline.com to submit your voting intentions.

Proxies must be received by **no later than 9.00am (Brisbane time) on Tuesday, 4 November 2025**.

Further details regarding the appointment of a proxy are provided in the Notice of Meeting dated 7 October 2025. To vote in person, please attend the General Meeting at the time, date, place set out above.

By Order of the Board



Marcin Swierkowski
Company Secretary

Date: 16 October 2025



AJ Lucas Group Limited

ABN 12 060 309 104

AJL

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?



Phone:

1300 556 161 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **9:00am (Brisbane time)** on **Tuesday, 4 November 2025**.

Replacement Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

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 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, 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

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Online:

Lodge your vote online at 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: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

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.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐

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.



I 9999999999

I ND

Replacement Proxy Form

Please mark ☒ to indicate your directions

Step 1

Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of AJ Lucas Group Limited hereby appoint

☐ the Chairman of the Meeting

OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of AJ Lucas Group Limited to be held as a virtual meeting on Thursday, 6 November 2025 at 9:00am (Brisbane time) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2.

Step 2

Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your 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.

		For	Against	Abstain
Resolution 1	Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Mr Austen Perrin as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Approval of additional issuance capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Renewal of proportional takeover bid provisions in the Constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Elect Mr Robert Bailey as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

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