

# Lincoln Minerals Limited

## ACN 050 117 023

### (Company)

## Addendum to Notice of Annual General Meeting

Lincoln Minerals Limited (ACN 050 117 023) (the **Company**) hereby gives notice to Shareholders that, in relation to the Notice of Annual General Meeting dated 13 October 2025 (**Notice**) in respect of the Annual General Meeting of the Company to be held at Dunn Room, Level 14, 333 Collins Street, Melbourne VIC 3000 on Monday, 17 November 2025 at 10:00am (AEDT) (**Meeting**), the directors of the Company (**Directors**) have resolved to amend the Notice by this addendum to the Notice (**Addendum**) for the purposes set out below.

### **Additional Resolutions**

By this Addendum, Resolution 14 is added to the Notice with respect of the election of a Director who was appointed under clause 15.4 of the Constitution, standing for election as a Director.

This Addendum is supplemental to the original Notice and should be read in conjunction with the Notice. Save for the amendments set out below, the Notice remains unchanged.

The numbering used in this Addendum is a continuation of the numbering used in the Notice and the Explanatory Memorandum. Unless otherwise defined in this Addendum, the defined terms used in this Addendum are as defined in the Notice.

This Addendum should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their suitably qualified professional advisors prior to voting. Should you wish to discuss the matters set out in this Addendum, please do not hesitate to contact the Company by telephone on 1300 137 116.

### **Proxy Forms**

Annexed to this Addendum is a replacement Proxy Form (**Replacement Proxy Form**). To ensure clarity of voting instructions by Shareholders on the Resolutions to be considered at the Meeting, Shareholders are advised that:

- (a) If you have already completed and returned the Proxy Form annexed with the Notice (**Original Proxy Form**) and you wish to change your original vote for Resolutions 1 to 13 or cast votes for Resolution 14, **you must complete and return the Replacement Proxy Form.**
- (b) If you have already completed and returned the Original Proxy Form and **you do not wish to change your original vote for Resolutions 1 to 13 or vote on Resolution 14, you do not need to take any action** as the earlier submitted Original Proxy Form will be accepted by the Company for Resolutions 1 to 13 unless you submit a Replacement Proxy Form. For the sake of clarity, the Company notes that if you do not lodge a Replacement Proxy Form, **you will not have cast a vote on Resolution 14.**
- (c) If you have not yet completed and returned a Proxy Form and you wish to vote on the Resolutions in the Notice as supplemented by the Addendum, **please complete and return**

## **the Replacement Proxy Form.**

Proxies may be lodged using any of the following methods:

**Online:** [www.investorvote.com.au](http://www.investorvote.com.au)

**By mail:** Computershare Investor Services Pty Limited GPO Box 242 Melbourne Victoria 3001, Australia

**By fax:** 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia)

**By mobile:** Scan the QR code on your proxy form and follow the prompts

The last Proxy Form you lodge before the latest time for receipt of proxy forms (being not later than 48 hours before the commencement of the Meeting) will be taken to be your Proxy Form for voting on items of business at the Meeting.

If your last Proxy Form does not include Resolution 14, your proxy will still be valid, although you will not be taken to have voted on Resolution 14 and your proxy may vote on Resolution 14 as they see fit as an undirected proxy.

### Voting Instructions and Chair's voting intentions

If the Chair is appointed as your proxy and the Chair is not directed how to vote, you are authorising the Chair to cast your undirected vote on all proposed resolutions.

### **Additional Resolution:**

Resolution 14 is included in the Notice as follows:

#### **14. Resolution 14 – Election of Director – Mr Greg English**

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

*“That, for the purpose of clause 15.4 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Greg English, a Director who was appointed to fill a casual vacancy on 20 October 2025, retires, and being eligible, is elected as a Director with immediate effect”.*

Dated 27 October 2025

### **BY ORDER OF THE BOARD**

Andrew Metcalfe  
Company Secretary

**Lincoln Minerals Limited**  
**ACN 050 117 023**  
**(Company)**

**Addendum to the Explanatory Memorandum**

The Explanatory Memorandum in the Notice is supplemented with the following information in relation to Resolution 14 as follows:

**13. Resolution 14 – Election of Director – Mr Greg English**

**13.1 General**

Clause 15.4 of the Constitution allows the Directors to appoint at any time a person to be a Director as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Any Director so appointed holds office only until the next following Annual General Meeting and is then eligible for re-election.

ASX Listing Rule 14.4 also provides that a director appointed to fill a casual vacancy or as an addition to the Board must not hold office (without re-election) past the next Annual General Meeting of the Company.

Mr Greg English, having been appointed to fill a casual vacancy on 20 October 2025 will retire in accordance with clause 15.4 of the Constitution and being eligible seeks re-election.

**13.2 Background and qualifications**

Mr English brings more than three decades of experience across mineral exploration and mining, legal services, governance and risk management. Mr English is a highly credentialed ASX listed company Director with broad knowledge of the Australian resources industry and extensive equity capital markets experience, having advised numerous clients on resource law matters and served in senior roles as a mining executive.

Mr English has enjoyed a highly distinguished non-executive career, having served on ASX company boards for 20 years. Mr English holds a Bachelor of Engineering (Mining) and an LLB and is a holder of a WA and NT First Class Mine Managers Ticket, admitted to practice law.

As an experienced lawyer and mining engineer, he has extensive board experience within mineral exploration and mining companies. He is currently executive chair at Archer Materials Ltd and nonexecutive chair of Core Lithium Ltd.

**13.3 Independence**

If elected, the Board considers Mr English to be an independent director.

**13.4 Board Recommendation**

The Board (excluding Mr English) recommends that Shareholders vote in favour of Resolution 14. The Chair of the meeting intends to vote all undirected proxies in favour of the Resolution.

LML

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

## Need assistance?



**Phone:**

1300 365 998 (within Australia)  
+61 3 9415 4611 (outside Australia)



**Online:**

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



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AEDT) on Saturday, 15 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](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

**XX**

### 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: 999999**

**SRN/HIN: I9999999999**

**PIN: 99999**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://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

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I/We being a member/s of Lincoln Minerals 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 Lincoln Minerals Limited to be held at Dunn Room, Level 14, 333 Collins Street, Melbourne VIC 3000 on Monday, 17 November 2025 at 10:00am (AEDT) 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 Resolutions 1 and 7 to 13 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 1 and 7 to 13 are 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 Resolutions 1 and 7 to 13 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			For	Against	Abstain
1	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9	Approval to Issue Director Shares in lieu of accrued fees – Mr John Lam	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Re-election of Director – Mr Ryan Smith	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10	Approval to issue Director Shares in lieu of accrued fees – Ms Riuyu Zhang	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Approval of 10% Placement Facility	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11	Approval to issue Officer Shares in lieu of accrued fees – Mr Jonathon Trewartha	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Approval of Proportional Takeover Provision	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12	Approval to issue Officer Shares in lieu of accrued fees – Mr Andrew Metcalfe	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Ratification of prior issue of Placement Shares under ASX Listing Rule 7.1A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13	Approval to Issue Director Options – Mr Ryan Smith	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Ratification of prior issue of Placement Options under ASX Listing Rule 7.1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14	Election of Director – Mr Greg English	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	Approval to Issue Director Shares in lieu of accrued fees – Mr Ryan Smith	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
8	Approval to Issue Director Shares in lieu of accrued fees – Mr Julian Babarczy	<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

