

9 January, 2026

Ms Barbara Lim
Senior Advisor
Listings Compliance
Level 40, Central Park
152-158 St Georges Terrace
PERTH WA 6000

ASX ANNOUNCEMENT

Dear Barbara

TRUSCOTT MINING CORPORATION LTD – NOTICE OF MEETING

Truscott Mining Corporation Ltd (**Company**) advises that it will hold a general meeting of members on 16 February 2025 to:

1. Ratify the placement on 24 December 2025 of shares and options; and
2. Approve the issue of options to the lead manager of the placement on 24 December 2025.

Full details are in the attached notice of meeting.

Yours sincerely



Michael J Povey
Company Secretary
Truscott Mining Corporation Ltd

This document was authorised for release by the TRM Board.



TRUSCOTT MINING CORPORATION LIMITED

ACN 116 420 378

NOTICE OF GENERAL MEETING

PROXY FORM

AND

EXPLANATORY MEMORANDUM

Date of Meeting

16 February 2026

TIME OF MEETING

10.00 am WST

PLACE OF MEETING

13 Hillway, Nedlands WA 2009

This Notice of General Meeting and Explanatory Memorandum should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor, or other professional adviser without delay.

TRUSCOTT MINING CORPORATION LIMITED
ACN 116 420 378

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting of Truscott Mining Corporation Limited ACN 116 420 378 (“**Company**”) will be held at **13 Hillway, Nedlands WA 6009 on 16 February 2026 commencing at 10.00 am WST.**

An Explanatory Memorandum containing information in relation to each of the following Resolutions accompanies this Notice of Meeting.

Terms used in this Notice of General Meeting will, unless the context otherwise requires, have the same meaning as given to them in the Glossary as contained in the Explanatory Memorandum.

AGENDA

BUSINESS

Resolution 1 – Ratify Previous Issue of Shares and options.

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

“That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue and allotment on 24 December 2025 of 18,000,000 fully paid ordinary shares at an issue price of 8 cents per share together with one for two 9,000,001 free attached unlisted options with an exercise price of 15 cents that expire on 24 December 2027. Further details of which are set out in the Explanatory Statement accompanying this Notice of General Meeting (such Options were granted on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice of General Meeting, including Annexure A to the Explanatory Memorandum)”.

The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- the named person or class of persons (as listed in the explanatory memorandum on pages 4 and 5) excluded from voting; or
- an associate of that person or those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
 - the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

- 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
- the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 2 – Approve the Issue of options to the Lead Manager – Martin Place Group Pty Ltd.

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

“That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders approve the issue to Martin Place Group Pty Ltd of 2,000,000 free unlisted options with an exercise price of 15 cents that expire on 24 December 2027. Further details of which are set out in the Explanatory Statement accompanying this Notice of General Meeting (such Options were granted on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice of General Meeting, including Annexure A to the Explanatory Memorandum)”.

The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- the Martin Place Group Pty Ltd or class of persons excluded from voting; or
- an associate of Martin Place Group Pty Ltd or those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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

a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

- 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
- the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Please note terms used in Resolutions 1 to 2 (inclusive) of this Notice of Meeting have the same meaning as set out in the glossary of the Explanatory Memorandum accompanying this Notice.

By Order of the Board of Directors



Michael J Povey
Company Secretary
Truscott Mining Corporation Limited
9 January 2026

TRUSCOTT MINING CORPORATION LIMITED
ACN 116 420 378

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the Shareholders of Truscott Mining Corporation Limited ("**Company**") in connection with the business to be conducted at the General Meeting of the Company to be held at **13 Hillway Nedlands WA 6009 on 16 February 2026 commencing at 10.00 am (WST)**. This Explanatory Memorandum is intended to provide Shareholders with sufficient information to assess the merits of the Resolutions contained in the accompanying Notice of General Meeting.

This Explanatory Memorandum should be read in conjunction with the accompanying Notice of General Meeting.

The Directors recommend that Shareholders read this Explanatory Memorandum before determining whether to support the Resolutions.

Resolution 1 – Ratify Previous Issue of Shares and options on 24 December 2025.

Background

On 24 December 2025 the Company announced to the ASX that it had issued a total of 18,000,000 Fully Paid Ordinary Shares at 8 cents per share with one for two 9,000,001 free attached unlisted options with an exercise price of 15 cents that expire on 24 December 2027. The issued shares raised gross funds of \$1,344,960. Included in the above issued shares were 1,188,000 shares and 594,000 15 cent options issued to Martin Place Group Pty Ltd (MPG), the lead manager of the issue, as it had agreed to accept shares and free attached options to the value of its fee of \$95,040.

If the 15 cent options are exercised, they will raise up to \$1,350,000.

Subject to certain exceptions, none of which are relevant here, the Directors are restricted by Listing Rule 7.1 from issuing or agreeing to issue new securities in the Company in any 12-month period which amount to more than 15% of the company's ordinary securities on issue without Shareholder approval (15% Limit).

Listing Rule 7.4 permits the ratification of previous issues of securities made without prior shareholder approval, provided the issue did not breach the 15% threshold set by Listing Rule 7.1. The effect of such ratification is to restore a company's maximum discretionary power to issue further securities up to 15% of the issued capital of the company without requiring shareholder approval.

Pursuant to section 708 of the Corporations Act, the offer of the Shares and options under the 24 December 2025 Placement did not require the issue of a prospectus as they were made either to professional investors under section 708(11) of the Corporations Act, sophisticated investors under section 708(8) of the Corporations Act or as personal offers under section 708(1) of the Corporations Act.

The Company wishes to ratify the issue pursuant to Listing Rule 7.4, to allow the Company to have the right to place up to a further 15% of its issued capital at any time during the next 12 months.

The number of Shares and 15 cent Options issued under the 24 December 2025 Placement represents approximately 13.80% of the Company's share capital on issue at the time of the placement. These issues did not breach the 15% threshold set by Listing Rule 7.1.

The following information is provided to Shareholders for the purposes of Listing Rule 7.5:

- (a) A total of 18,000,000 Shares and 9,000,001 15 cent Options were allotted.
- (b) The Shares were issued for 8 cents per share.
- (c) The Shares are fully paid ordinary shares that rank equally in all respects with existing Shares.
- (d) The names of the allottees to whom the Shares and Options were allotted are as follows:

Allottee	No. of Shares	\$	No. of Options
MORSEC NOMINEES PTY LTD	4,264,504	\$341,160	2,132,252
RAW MATERIALS NT PTY LTD	2,000,000	\$160,000	1,000,000
MARTIN PLACE GROUP PTY LTD	1,188,000	\$95,040	594,000
MR SEAGER REX HARBOUR	1,065,331	\$85,226	532,666
DETOTA PTY LTD	1,000,000	\$80,000	500,000
MRS DIANE SUE CAMPBELL	1,000,000	\$80,000	500,000
SETBAA PTY LTD	1,000,000	\$80,000	500,000
MR ROBERT MALCOLM CAMPBELL & MRS MARIA PAULINA JOSEPHA	625,000	\$50,000	312,500
MR SIMON RICHARD LILL	625,000	\$50,000	312,500
SETBAA PTY LTD	625,000	\$50,000	312,500
MR NEIL FRANCIS STUART	400,000	\$32,000	200,000
MR PETER MCCLEARY CURRIE	312,500	\$25,000	156,250
INTERNATIONAL BUSINESS CONSULTANTS PTY LIMITED	300,000	\$24,000	150,000
A AND R ASSETS PTY LTD	250,000	\$20,000	125,000
CILACAP PTY LTD	250,000	\$20,000	125,000
EXERTUS CAPITAL PTY LTD	250,000	\$20,000	125,000
FN (NSW) PTY LTD	250,000	\$20,000	125,000
FORESTCORP AUSTRALIA PTY LTD	250,000	\$20,000	125,000
HOOKE INVESTMENTS PTY LIMITED	250,000	\$20,000	125,000
TIDELIAN PTY LTD	225,000	\$18,000	112,500
CHELSEA LANE CAPITAL PTY LTD	200,000	\$16,000	100,000
GRAPEVINE INFORMATION TECHNOLOGY PTY LTD	200,000	\$16,000	100,000
LIEN PTY LTD	200,000	\$16,000	100,000
PALMPOOL PTY LTD	200,000	\$16,000	100,000
RIYA INVESTMENTS PTY LTD	200,000	\$16,000	100,000
MISS MYUNG SOOK WEON	150,000	\$12,000	75,000
MR COLIN MANTON	150,000	\$12,000	75,000
MPS STAFF SUPER PTY LTD	132,000	\$10,560	66,000

MRS SUSAN MAHONEY	125,000	\$10,000	62,500
POWER OF GOLD PTY LTD	125,000	\$10,000	62,500
BOEHM VENTURES PTY LTD	100,000	\$8,000	50,000
MR DAVID KIERNAN	62,500	\$5,000	31,250
WINLEN PTY LIMITED	12,500	\$1,000	6,250
DRONKAY PTY LTD	10,527	\$842	5,264
MR VERNON ROSS JACKSON + MRS LYNNE SHAUN JACKSON	1,210	\$97	605
LION CAPITAL NOMINEES PTY LTD	928	\$74	464
Totals	18,000,000	\$1,440,000	9,000,001

- (e) If a proxy vote is received from any of the above listed allottees or any associated of them their vote will be excluded from the count.
- (f) The allottees are not related parties to the Company or its associates.
- (g) The funds raised by the issue of the Shares the subject of Resolution 1 will be used to pay the costs of the issue and for working capital, research and exploration of the Company's gold, copper and base metals projects adjacent to Tennant Creek in the Northern Territory.
- (h) The 15 cent options have an expiry of 24 December 2027 and vested immediately and will be issued on the Terms and Conditions as set out in Annexure A.
- (i) Each share issued pursuant to an exercised option will rank pari passu with the Company's then issued shares.
- (j) No funds will be raised by the issue of the options. Funds raised on any exercise of the options will be used for the ongoing working capital, research and exploration purposes.
- (k) If Resolution 1 is not approved at the meeting the Company will be restricted from issuing new shares, other than allowed under the exceptions in Listing Rule 7.2. Additionally, if Resolution 1 is not approved, the issue of shares and options will continue to be counted towards the company's 15% limit and restricting the Company from making further placements without shareholder approval.

Resolution 2 – Approve the Issue of options to the Lead Manager Martin Place Group Pty Ltd.

Background

The Board has agreed that in recognition of the ongoing advice on the options structure for the raising and the work associated with the raising, that Martin Place Group Pty Ltd be issued with 2,000,000 15 cent options with an expiry date of 24 December 2027 Funds raised on any options exercised will be used for ongoing working capital, research and exploration purposes.

- (a) These options will be issued within 7 days of approval by the meeting.
- (b) The terms attached to these options are the same as those applying to the allottees in resolution 1 and as per the attached Appendix A.

- (c) These options are being issued for \$nil consideration and are additional to the agreed fee of \$95,040 (including GST) that Martin Place Group Pty Ltd (MPG) was paid as Lead Manager for capital raising of \$1,440,000. MPG will also be entitled to receive 1 20 cent option for every 5 15 cent options that are exercised.
- (d) Subject to certain exceptions, none of which are relevant here, the Directors are restricted by Listing Rule 7.1 from issuing or agreeing to issue new securities in the Company in any 12-month period which amount to more than 15% of the company's ordinary securities on issue without Shareholder approval (15% Limit).
- (e) If Resolution 2 is not approved at the meeting the Company will be restricted by Listing Rule 7.1 from issuing these options and will require the Company to negotiate with MPG for an alternative remuneration solution.
- (f) If resolution 2 is passed the company will be able to issue the options to MPG and the issue will not be counted towards its 15% limit.

Directors' recommendation:

All Directors were available to consider Resolutions 1 and 2 – issue of Shares and Options:

Peter N Smith, Michael J Povey, and Ewan E Smith (who do not have an interest in Resolutions 1 and 2) recommend to Shareholders that they vote in favour of the resolutions for the reasons outlined in this Explanatory Memorandum.

GLOSSARY

In this Explanatory Memorandum and the Notice, the following terms have the following meanings unless the context otherwise requires:

ASIC	means Australian Securities and Investments Commission.
ASX	means Australian Stock Exchange Limited ACN 008 624 691.
Board	means the 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.
Company	means Truscott Mining Corporation Limited ACN 116 420 378.
Constitution	means the constitution of the Company.
Corporations Act	means Corporations Act 2001.
Corporations Regulations	means Corporations Regulations 2001.

WST	means Western Standard Time
Director	means a director of the Company.
Listing Rules	means the Listing Rules of ASX.
Notice	means the Notice of General Meeting accompanying this Explanatory Memorandum.
Resolution	means a resolution contained in the Notice.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means an ordinary shareholder of the Company.

Appendix A
Terms of 15 cent Options granted

1. GENERAL

- 1.1 No monies were payable for the issue of the options.
- 1.2 A certificate was issued for the options.
- 1.3 Each option shall carry the right to subscribe for one fully paid ordinary share in the Company (“**Share**”) at an exercise price of 15 cents (“**Exercise Price**”).
- 1.4 The options vested on issue and shall expire at 5.00 pm on the 24rd of December 2027 (“**Expiry Date**”).
- 1.5 Subject to clause 3, the options may be exercised by the Optionholder at any time during the period that is between the date of vesting of the options and the Expiry Date.
- 1.6 The issue price of Shares the subject of these options shall be payable in full on exercise of these options.
- 1.7 Options may only be exercised by the delivery to the registered office of the Company of a notice in writing. The notice must specify the number of options being exercised and the exercise price for the option specified and must be accompanied by:
 - (a) the option certificate for those options, for cancellation by the Company; and
 - (b) electronic funds transfer (EFT) to the Company (or such other form of payment acceptable to the Board) for the aggregate Exercise Price for each Share to be issued on exercise of the options specified in the notice.

The notice is only effective (and only becomes effective) when the Company has received value for the full amount of the Exercise Price.

- 1.8 Subject to clause 4.1, within 10 Business Days after the notice referred to in clause 1.7 becomes effective, the Board must:
 - (a) allot and issue the number of Shares to be issued in respect of the options being exercised;
 - (b) cancel the option certificate for the options being exercised; and
 - (c) if applicable, issue a new option certificate for any remaining options covered by the certificate accompanying the notice.

- 1.9 The options are not transferable other than to:
- (a) a spouse of the Optionholder; or
 - (b) the trustee of a trust in which the Optionholder is a beneficiary; or
 - (c) the trustee of a superannuation fund of which the Optionholder is a member; or
 - (d) a company of which the Optionholder is a shareholder or a director.
- 1.10 Shares allotted pursuant to an exercise of options shall rank, from the date of allotment, equally with existing Shares of the Company in all respects.
- 1.11 The Company shall, in accordance with the Listing Rules, make application to have Shares allotted pursuant to an exercise of options listed for Official Quotation, if the Company is listed on the ASX at the time.

2. PARTICIPATION, BONUS ISSUES, REORGANISATION AND WINDING UP

- 2.1 The Optionholder is not entitled to participate in any new issue of securities to existing holders of Shares in the Company unless the Optionholder does so before the record date for the determination of entitlements to the new issue of securities and participate as a result of being holders of Shares.

The Company must give the Optionholder, in accordance with the Listing Rules, notice of any new issue of securities before the record date for determining entitlements to the new issue.

- 2.2 If there is a bonus share issue ("**Bonus Issue**") to the holders of Shares, the number of Shares over which an option is exercisable will be increased by the number of Shares which the Optionholder would have received if the option had been exercised before the record date for the Bonus Issue ("**Bonus Shares**"). The Bonus Shares must be paid up by the Company out of the profits or reserves (as the case may be) in the same manner as was applied in the Bonus Issue and upon issue rank pari passu in all respects with the other shares of that class on issue at the date of issue of the Bonus Shares.
- 2.3 If there is a pro rata issue (other than a Bonus Issue) to the holders of Shares during the currency of, and prior to the exercise of any options, the Exercise Price of an option will be adjusted in accordance with the formula provided in the Listing Rules (whether or not the Company is listed on the ASX at the time).
- 2.4 If, prior to the expiry of any options, there is a reorganisation of the issued capital of the Company, then the rights of the Optionholder (including the number of options to which each Optionholder is entitled and the Exercise Price) is changed to the extent necessary to comply with the Listing Rules applying to a reorganisation of capital at the time of the reorganisation.

- 2.5 If, prior to the expiry of the options, a resolution for a members' voluntary winding up of the Company is proposed (other than for the purpose of a reconstruction or amalgamation) the Board may, in its absolute discretion, give written notice to the Optionholder of the proposed resolution. The Optionholder may, during the period referred to in the notice, exercise the options.
- 2.6 For the purposes of this clause 2, if options are exercised simultaneously, then the Optionholder may aggregate the number of Shares or fractions of Shares for which the Optionholder is entitled to subscribe. Fractions in the aggregate number only will be disregarded in determining the total entitlement of the Optionholder.
- 2.7 Any calculations or adjustments which are required to be made under this clause 2 will be made by the Board and, in the absence of manifest error, are final and conclusive and binding on the Company and the Optionholder.
- 2.8 The Company must within a reasonable period give to each Optionholder notice of any change under clause 2 to the Exercise Price of any options held by the Optionholder or to the number of Shares which the Optionholder is entitled to subscribe for on exercise of an option.

3. TAKEOVER PROVISIONS

- 3.1 Notwithstanding clause 1.5, all options may be exercised by the Optionholder:
- (a) in the event a takeover bid (as defined in the Corporations Act) to acquire any Shares becomes or is declared to be unconditional, irrespective of whether the takeover bid extends to Shares issued and allotted after the date of the takeover bid or not; or
 - (b) at any time after a Change of Control Event has occurred; or
 - (c) if a merger by way of scheme of arrangement under the Corporations Act has been approved by the Court under section 411(4)(b) of the Corporations Act 2001.

4. LAPSE OF OPTIONS

- 4.1 Options not validly exercised on or before the Expiry Date will automatically lapse.

5. INTERPRETATION

In these Terms and Conditions:

ASX means ASX Limited ACN 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited;

Board means the Board of Directors of the Company as constituted from time to time;

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;

Change of Control Event means a shareholder, or group of associated shareholders, being entitled to sufficient shares in the Company to give it or them the ability, and that ability is successfully exercised, in a general meeting, to replace all or a majority of the Board;

Company means Truscott Mining Corporation Limited ACN 116 420 378;

Corporations Act means Corporations Act 2001 (Cth);

Director means a director of the Company from time to time;

Listing Rules means the official listing rules of ASX as amended, varied, modified, or waived from time to time;

Official Quotation has the meaning ascribed to it in the Listing Rules;

Optionholder means the person or entity holding these options.

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Truscott Mining Corporation Limited | ABN 31 116 420 378

Your proxy voting instruction must be received by **10:00am (AWST) on Saturday, 14 February 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

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

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

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

Joint holding: Where the holding is in more than one name, all Shareholders 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 Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



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