
NOTICE OF EXTRAORDINARY GENERAL MEETING

ALLIANCE MINERAL ASSETS LIMITED

(Company Registration Number: ACN 147 393 735)
(Incorporated in the Australia on 6 December 2010)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of ALLIANCE MINERAL ASSETS LIMITED (the “**Company**”) will be held at RELC International Hotel Singapore, 30 Orange Grove Road, Tanglin 2, Level 1, Singapore 258352 on 15 September 2016 at 2.00 p.m. (Singapore time), for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions.

All capitalised terms in this Notice which are not defined herein shall have the same meanings ascribed to them in the circular to shareholders of the Company dated 24 August 2016 (“**Circular**”).

ORDINARY RESOLUTIONS

RESOLUTION 1: THE PROPOSED FARM-IN AND JOINT VENTURE ARRANGEMENT WITH LITHCO NO. 2 PTY LTD

That subject to and contingent upon the passing of ordinary resolution 2:

- (a) approval be and is hereby given, for the Company to enter into the Proposed Transaction to the extent mandated and according to the terms under the Proposed Transaction as described in the Circular and that the aforementioned is hereby approved, confirmed and ratified;
- (b) the Directors and any of them be and are hereby authorised to do all acts and things including without limitation, executing all such documents and approving any amendments, alterations, modifications to any such documents as they or he may consider desirable, expedient or necessary to give effect to the transaction contemplated by this ordinary resolution; and
- (c) any acts, matters and things done or performed, and/or documents signed, executed, sealed or delivered by a Director in connection with the Proposed Transaction be and are hereby approved, confirmed and ratified.

RESOLUTION 2: THE PROPOSED EXPANSION OF THE COMPANY’S BUSINESS TO INCLUDE THE EXPLORATION, MINING, DEVELOPMENT AND PRODUCTION OF LITHIUM AND OTHER MINERALS

That:

- (a) approval be and is hereby given for the Proposed Expansion to include the exploration, mining, development and production of lithium and other minerals such as tin, niobium, rubidium, gold which may be mined from the Project;
- (b) approval be and is hereby given for the transactions relating to the Proposed Expansion, and any other transactions in connection with or ancillary to the Proposed Expansion, including

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but not limited to farm in, farm out or other joint venture activities or transactions, to be considered or regarded as in furtherance of the ordinary course of business of the Company; and

- (c) the Directors and any of them be and are hereby authorised to do all acts and things including without limitation, executing all such documents and approving any amendments, alterations, modifications to any such documents as they or he may consider desirable, expedient or necessary to give effect to the abovementioned.

By Order of the Board
Alliance Mineral Assets Limited

Leaw Mun Ni
Company Secretary
24 August 2016

Notes:

- (1) A shareholder of the Company entitled to attend and vote at the EGM may appoint not more than two proxies to attend and vote in his/her stead. A shareholder of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a shareholder of the Company.
- (2) If a proxy is to be appointed, the instrument appointing a proxy must be duly deposited at the registered office of the Company at Lakeside Corporate Building Unit 6, 24 Parkland Road, Osborne Park 6017, Western Australia, or sent by email to admin@alliancemineralassets.com.au, not later than 48 hours before the time appointed for the holding of the EGM.
- (3) The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
- (4) A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 48 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.
- (5) Terms not defined in this Notice of EGM shall have the meanings ascribed to them in the circular to shareholders dated 24 August 2016.

PERSONAL DATA PRIVACY:

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.