

# ALLIANCE MINERAL ASSETS LIMITED

(Incorporated in Australia)

## EXTRAORDINARY GENERAL MEETING – DEPOSITOR PROXY FORM

We, The Central Depository (Pte) Limited, being a Member of **ALLIANCE MINERAL ASSETS LIMITED** (the “Company”), pursuant to a proxy form lodged or to be lodged by us with the Company (the “CDP Proxy Form”), have appointed, or will be appointing the person or persons whose name and particulars are set out in Part I below (the “Depositor(s)”, in respect of such number of shares (the “Depositor(s) Shares”) set out against his/her/its name in the Depository Register maintained by CDP as at 22 June 2018 (the “Cut Off Date”), as our proxy to vote for us on our behalf at the Extraordinary General Meeting of the Company to be held at The SAF Warrant Officers & Specialists Club, Carnation Room 1 & 2, Level 3, 48 Boon Lay Way, Singapore 609961 on Monday, 25 June 2018 at 2.00 p.m. (Singapore time), and at any adjournment thereof (the “Extraordinary General Meeting”).

I.

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OR, in the event the Company receives this Depositor Proxy Form which is:

- (i) duly completed and signed/executed by the said Depositor(s); and
- (ii) submitted by the requisite time and date, and to the requisite office as indicated below,

we hereby appoint the person and persons (“Appointee(s)”) whose details are given in Part II(a) and (b), provided that such details have been verified in Part V by the affixing of the seal or signature of or on behalf of the persons named in Part I, and on the basis that such person or persons are authorized to vote in respect of the proportion of the shareholding referred to in Part II or if no proportions are so reflected, in respect of the whole of the said shareholding:

	Name	Address	NRIC/ Passport Number	Proportion of Shareholdings %
(a)				
<b>and/or (delete as appropriate)</b>				
(b)				

The Appointee(s) \*is/are hereby directed to vote for or against the resolutions to be proposed at the Extraordinary General Meeting as indicated hereunder. If no specific direction as to voting is given, the Appointee(s) may vote or abstain from voting at his/her/they, as he/she/they will on any other matter arising at the Extraordinary General Meeting or at any adjournment thereof. We further hereby authorise and direct the Company to accept this Depositor Proxy Form(s) in substitution for the CDP Proxy Form in respect of the Depositor(s) Shares and the CDP Proxy Form, to the extent it relates to the appointment of the said Depositor(s) as our proxy in respect of the Depositor(s) shares, shall be of no force or effect whatsoever.

\*Delete accordingly

No.	Resolutions relating to:	For	Against
1.	The Proposed Allotment and Issuance of 23,875,115 Shares to Burwill Holdings Limited or its subsidiaries		
2.	The Proposed Allotment and Issuance of 2,250,000 Shares to Pauline Gately		
3.	The Proposed Allotment and Issuance of 250,000 Shares to Ong Kian Guan		
4.	The Proposed Allotment and Issuance of 250,000 Shares to Mahtani Bhagwandas		
5.	The Proposed Allotment and Issuance of 3,750,000 Shares to Tjandra Adi Pramoko		
6.	The Proposed Allotment and Issuance of 3,750,000 Shares to Suen Sze Man		
7.	The Proposed Allotment and Issuance of 1,125,000 Shares to Leaw Mun Ni		
8.	The Proposed Allotment and Issuance of 1,125,000 Shares to Shaun Menezes		
9.	The Proposed Allotment and Issuance of 750,000 Shares to Tony Dominkovich		
10.	Approval Pursuant to Section 195 of the Corporations Act		

Dated this            day of            2018

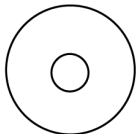
IV. The Central Depository (Pte) Limited



Signature of Director

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE A PROXY/PROXIES UNDER PART II

V.

For Individuals:  <hr/> Signature of Direct Account Holder	For Corporations:  <hr/> Signature of Director <hr/> Signature of Director/Secretary	 Common Seal
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**IMPORTANT: PLEASE READ NOTES OVERLEAF CAREFULLY BEFORE COMPLETING THIS DEPOSITOR PROXY FORM**

## Notes :

- Part II 1) A Depositor who is a natural person need not submit this Depositor Proxy Form if he is attending the Extraordinary General Meeting in person. A Depositor(s) may nominate not more than two Appointees, who shall be natural persons, to attend and vote in his/her/its place as proxy for CDP in respect of the number of the Depositor(s) Shares by completing Part II(a) and/or (b).

**Where a Depositor(s) is a corporation and wishes to be represented at the Extraordinary General Meeting, it must nominate an Appointee/Appointees to attend and vote as proxy for CDP at the Extraordinary General Meeting in respect of the number of the Depositor(s) Shares, by executing and depositing this Depositor Proxy Form in accordance with the instructions stated herein.**

- 2) A Depositor(s) who wishes to nominate more than one Appointee must specify the proportion of the number of the Depositor(s) Shares (expressed as a percentage of the whole) to be represented by each Appointee. If no proportion of the number of the Depositor(s) Shares is specified, the Appointee whose name appears first shall be deemed to carry 100 per cent of the number of the Depositor(s) Shares of his/her/its appointer and the Appointee whose name appears second shall be deemed to be nominated in the alternate.
- 3) The Depositor(s) should note that in the case the Chair has been appointed as their proxy (or where the Chair becomes their proxy by default), The Depositor(s) expressly authorize the Chair to exercise their proxy on all Resolutions (except where they have indicated a different voting intention) even if the resolutions are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair. The Chair intends to vote undirected proxies in favour of all Resolutions. In exceptional circumstances the Chair may change his/her voting intention on any Resolution. In the event this occurs an appropriate announcement will be made immediately disclosing the reasons for the change inserted as a note on the second page of the depositor proxy form.

Part III Please indicate with an "X" in the appropriate box against each resolution how you wish the Appointee to vote. If this Depositor Proxy Form is deposited without any indication as to how the Appointee shall vote, the Appointee may vote or abstain from voting at his/her discretion.

Part V 1) If a Depositor(s) wishes to nominate an Appointee/Appointees, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of Joint Depositor(s), all Joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor(s) Proxy Form must be executed under its common seal or under the hand of an officer, or its attorney duly authorised in writing. **The power of attorney appointing the attorney or other authority, if any, under which this Depositor Proxy Form is signed, or a notarised/duly certified copy thereof, must be attached to this Depositor Proxy Form.**

- 2) This Depositor Proxy Form, duly completed, must be deposited by Depositor(s) at the office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, **not less than forty-eight (48) hours before the time appointed for holding the Extraordinary General Meeting in accordance with the instructions stated herein.** Alternatively it must be emailed to [admin@alliancemineralassets.com.au](mailto:admin@alliancemineralassets.com.au) or reach the company's office premises address which is Unit 6, 24 Parkland Road Osborne Park 6017 Western Australia before 2.00 p.m. (Singapore time) on 23 June 2018.

## GENERAL

Completion and return of this Depositor Proxy Form by a Depositor will not prevent him/her who is a natural person from attending and voting in person at the Extraordinary General Meeting as proxy of CDP if he/she subsequently wishes to do so. The Company shall be entitled to reject any Depositor Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the Depositor(s) are not ascertainable from the instructions of the Depositor(s) specified on such Depositor Proxy Form. It is the Depositor(s)' responsibility to ensure that this Depositor Proxy Form is properly completed. Any decision to reject this Depositor Proxy Form on the grounds that is incomplete, improperly completed or illegible will be final and binding; and neither the Company, CDP nor Boardroom Corporate & Advisory Services Pte. Ltd. accepts any responsibility for the consequences of such a decision. In addition, the Company may reject any Depositor Proxy Form lodged if a Depositor, being the appointer, is not shown to have shares entered against his/her/its name in the Depositor Register, as at forty-eight (48) hours before the time appointed for holding the Extraordinary General Meeting.

## PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s), the Depositor accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 1 June 2018.