

ALLIANCE MINERAL ASSETS LIMITED

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

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 2.00 p.m. on 18 September 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 Office and Specialist Club, Carnation Room 1 & 2, Level 3, 48 Boon Lay Way, Singapore 609961 on Friday, 21 September 2018 at 2:00 p.m. (Singapore time), and at any adjournment thereof (the “Extraordinary General Meeting”).

I.

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 authorised 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)				
and/or (delete as appropriate)				
(b)				

The Appointee(s) *is/are hereby directed to vote for, against or abstain on 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.	Ordinary Resolutions relating to:	For	Against	Abstain
1.	The Proposed Acquisition of 100% of the issued and paid-up share capital of Tawana Resources NL through the implementation of the Proposed Scheme, as a major transaction under Chapter 10 of the Catalist Rules, and the proposed issuance and allotment of up to an aggregate of 656,458,437 new Alliance Shares in connection with the Proposed Scheme			
2.	The Proposed Increase to Non-Executive Director Fees to a Maximum of A\$800,000 for each financial year in connection with the Expanded Merged Group Board			
No.	Special Resolution relating to:	For	Against	Abstain
1.	The Proposed Amendments to the Constitution in connection with the Proposed Dual Listing			

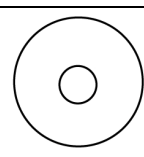
Dated this day of 2018

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: _____ Signature of Direct Account Holder	For Corporations: _____ Signature of Director	_____ 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 Chairperson has been appointed as their proxy (or where the Chairperson becomes their proxy by default), the Depositor(s) expressly authorise the Chairperson to exercise their proxy on all Resolutions in accordance with the Chairperson's with intention on that Resolution (except where they have indicated a different voting intention). The Chairperson intends to vote all undirected proxies in favour of all Resolutions. In exceptional circumstances, the Chairperson 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. All Resolutions put to the vote at the Extraordinary General Meeting shall be decided by way of poll.
- Part III
- If you wish for the Appointee to exercise all your votes "for" or "against" (as applicable), please "✓" within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the abstain box for a particular resolution, you are directing the Appointee, not to vote on that resolution. 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 Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, or the Company's registered office at Lakeside Corporate Building Unit 6, 24 Parkland Road, Osborne Park, WA 6017, Australia before 2.00 p.m. (Singapore time) on 19 September 2018. Depositor Proxy Forms received after this time will be invalid.

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 Depository Register, as at seventy-two (72) 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) to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a Depositor:

- (a) consents to the collection, use and disclosure of the Depositor(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 Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (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");
- (b) warrants that where the Depositor(s) discloses the personal data of the Depositor's proxy(ies) and/or representative(s) to the Company (or its agents), the Depositor(s) 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
- (c) agrees that the Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Depositor's breach of warranty.