

**ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given to Shareholders of Middle Island Resources Limited (**Company**) that, in relation to the notice of annual general meeting dated 9 October 2020 (**Notice of Meeting**) in respect of an annual general meeting of Shareholders to be held at The Celtic Club, 48 Ord Street, West Perth, Western Australia on 26 November 2020 at 4:00pm (AWST), the Directors have determined to issue this addendum to the Notice of Meeting (**Addendum to Notice of Meeting**) for the purposes set out below.

Capitalised terms and abbreviations used in the Addendum to Notice of Meeting have the same meaning as set out in the Notice of Meeting, unless otherwise defined in the Glossary.

This Addendum to Notice of Meeting is supplemental to the Notice of Meeting and should be read in conjunction with the Notice of Meeting. Save for the changes set out below, all other Resolutions proposed and information in the Notice of Meeting, including the Explanatory Statement, remain unchanged.

**(a) Amended Resolution 4**

By this Addendum to Notice of Meeting, Resolution 4 of the Notice of Meeting is replaced in its entirety with Resolution 4 as detailed below.

**(b) Amended Resolution 5**

By this Addendum to Notice of Meeting, Resolution 5 of the Notice of Meeting is replaced in its entirety with Resolution 5 as detailed below.

**ENQUIRIES**

Shareholders are requested to contact the Company Secretary on (+61 8) 9389 2111 if they have any queries in respect of the matters set out in these documents.

**REPLACEMENT RESOLUTIONS**

Resolution 4 of the Notice of Meeting is replaced in its entirety with Resolution 4 as follows.

**RESOLUTION 4 – RATIFICATION OF ISSUE OF PLACEMENT SHARES**

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

*"That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the issue of 264,791,735 Placement Shares at an issue price of \$0.011 each to sophisticated and professional investor clients of Bell Potter Securities Limited, for the purposes and on the terms set out in the Explanatory Statement."*

**Voting exclusion:** The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who participated in the issue and any of their Associates, unless it is cast:

- (a) by a person as proxy or attorney for a person who is entitled to vote (in accordance with the directions on the Proxy Form); or
- (b) by the Chair as proxy or attorney for a person who is entitled to vote (in accordance with a direction on the Proxy Form to vote as the Chair decides); or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided: 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 in accordance with the directions on the Proxy Form.

Resolution 5 of the Notice of Meeting is replaced in its entirety with Resolution 5 as follows.

**RESOLUTION 5 – RATIFICATION OF ISSUE OF PLACEMENT SHARES**

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

*"That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the issue of 98,844,629 Placement Shares at an issue price of \$0.011 each to sophisticated and professional investor clients of Bell Potter Securities Limited, for the purposes and on the terms set out in the Explanatory Statement."*

**Voting exclusion:** The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who participated in the issue and any of their Associates, unless it is cast:

- (a) by a person as proxy or attorney for a person who is entitled to vote (in accordance with the directions on the Proxy Form); or
- (b) by the Chair as proxy or attorney for a person who is entitled to vote (in accordance with a direction on the Proxy Form to vote as the Chair decides); or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided: 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 in accordance with the directions on the Proxy Form.

**By order of the Board.**



Dennis Wilkins  
**Company Secretary**

Date: 5 November 2020

**GLOSSARY**

Capitalised terms and abbreviations used in this Addendum to Notice of Meeting have the same meaning as set out in the Notice of Meeting, unless otherwise defined below:

**Addendum to Notice of Meeting** means this addendum to the Notice of Meeting dated 5 November 2020.

**Company** means Middle Island Resources Limited ABN 70 142 361 608.

**Explanatory Statement** means the explanatory statement in the Notice of Meeting.

**Notice or Notice of Meeting** means the Company's notice of general meeting dated 9 October 2020.

**Resolution** means a resolution contained in this Addendum to Notice of Meeting or the Notice of Meeting.