

Dear Shareholder,

## ANNUAL GENERAL MEETING –ADDENDUM TO NOTICE AND REPLACEMENT PROXY FORM

Addendum to the Notice given that the Annual General Meeting (AGM) of Shareholders of Global Lithium Resources Limited (ACN 626 093 150) (Company) will be held as follows:

Time and date: 4:00pm (WST) Wednesday, 20 November 2024

Location: The Westin Perth (the Banksia Room), 480 Hay Street, Perth, 6000

### 1. NEED FOR AN ADDENDUM TO THE NOTICE OF ANNUAL GENERAL MEETING

Global Lithium Resources Limited (ASX: GL1, “Global Lithium” or “the Company”) announced on 27 September 2024 (ASX Release: Details of upcoming AGM) that, in accordance with ASX Listing Rule 3.13.1 and the Company Constitution, the closing date for receipt of nominations from persons wishing to be considered for election as a Director was Monday 21 October 2024. Dr Jayson Myers, a shareholder of the Company, nominated Dr Xiaoxuan (‘David’) Sun on 20 October 2024 who has consented to act as a director. Dr Sun’s nomination was the only Director nomination received.

Resolution 9, as set out in the Addendum to the Notice of Annual General Meeting, considers the election of Director - Dr Xiaoxuan (‘David’) Sun.

#### **Qualifications and Experience – Dr Sun**

Dr Sun has a Phd in Economics and is an AusIMM Fellow. Dr Sun has over 23 years of experience in corporate management, finance investment, mining and metal trading, with a career spanning both mainland China and Australia.

We understand Dr Sun is the former Managing Director of Sinosteel Australia Pty Ltd and a number of companies in the Sinosteel Group in Australia. Dr Sun is a former president of the China Chamber of Commerce in Australia - Perth Branch and Advisory Committee Member of the Curtin University Business and Law School. We understand Dr Sun is currently Managing Director of Miracle Iron Holding Pty Ltd.

#### **Board Recommendation**

The Board, at this time, having given due consideration to the nomination of Dr Sun as a Director make no recommendation to shareholders on Resolution 9 and will leave it to shareholders to determine the appointment or otherwise. The Chair will vote to abstain on any undirected proxies in relation to Resolution 9 for the election of Dr Sun as a Director.

## 2. SECTION 249D MATTERS

As announced by the Company on 23 August 2024, the Company received revised notices under sections 203D and 249D of the Corporations Act from Sincerity Development Pty Ltd (**Sincerity**), a company controlled by Mr Liaoliang (Leon) Zhu.

Mr Zhu, on behalf of Sincerity, requested the Company to hold a meeting of shareholders to consider the removal of independent non-executive Directors Ms Hayley Lawrance and Mr Greg Lilleyman as Directors of the Company, and the appointment of Mr Zhu as a Director of the Company. Both Ms Lawrance and Mr Lilleyman have now agreed to retire at the conclusion of the next AGM, given the cost-cutting and restructuring measures that the Company has undertaken and have, in any event, given undertakings to retire as Directors effective at the completion of the next AGM and not to seek re-election.

The Revised Section 249D Notice also included a resolution seeking to put a maximum limit of three Directors on the total number of Directors on the Company's Board. While this resolution can only be included in circumstances where the Company only has three Directors, a form of the resolution is provided for in Resolution 5 (but subject to the outcome of the other resolutions regarding Director appointments).

As per the Company's announcements to ASX on 10, 12 and 19 September 2024, the Company sought orders from the Supreme Court of WA, which were ultimately granted, allowing the Company to consider the required section 249D requisitions at the Company's AGM.

The relevant Sincerity resolutions which will be put to shareholders at the AGM, are:

- the proposed appointment of Mr Zhu as a Director (Resolution 3); and
- to cap the maximum number of Directors of the Company at three (Conditional Resolution 5).

**ON BEHALF OF THE BOARD, I ENCOURAGE YOU TO REVIEW ALL AGM MATERIALS DISTRIBUTED TO SHAREHOLDERS CAREFULLY INCLUDING THIS ADDENDUM TO THE NOTICE OF AGM AND PARTICIPATE IN THIS DECISION BY ATTENDING IN PERSON OR SUBMITTING THE PROXY FORM ATTACHED TO THE NOTICE OF AGM.**

The Directors, other than Dr Chen, recommend that you vote **FOR** Resolution 2 (Election of Director – Matthew Allen) and vote **AGAINST** Resolution 3 (Appointment of Director – Liaoliang Zhu). All Directors recommend that you vote **AGAINST** Resolution 5 (Approval to reduce the maximum number of Directors to 3).

The Directors make no recommendation to shareholders and will leave it to shareholders to determine the appointment or otherwise with respect to Resolution 9 (Election of Director – Dr Xiaoxuan ('David') Sun).

In accordance with the Corporations Act 2001 (Cth), the Company will not be dispatching physical copies of the Addendum to the Notice of AGM, and accompanying Explanatory Memorandum (**Meeting Materials**), to shareholders unless they have made a valid election to receive documents in physical copy.

Instead, a copy of the Meeting Materials will be available to Shareholders electronically under the "Investors" section of the Company's website at <https://globallithium.com.au/investors/notice-of-agm/>.

As you have not elected to receive notices by email, a copy of your personalised Replacement Proxy Form is enclosed for your convenience.

- (a) If Shareholders wish to have their votes counted by proxy in respect of the Additional Resolution, Shareholders must use the Replacement Proxy Form to vote on ALL Resolutions.
- (b) Replacement Proxy Forms can be lodged electronically at [www.investorvote.com.au](http://www.investorvote.com.au) (Control Number: 184335) or by details on the Replacement Proxy Form.
- (c) The deadline for lodging all Proxy Forms, including the Replacement Proxy Form if used, remains 48 hours before commencement of the Meeting i.e. 4.00pm (AWST) on 18 November 2024.
- (d) If a shareholder provides a Replacement Proxy Form, any previous proxy form which has been completed by that Shareholder will be disregarded.
- (e) If you have already voted by completing and submitting to the Company a proxy form and do not wish to vote on the Additional Resolution, or do not wish to change your proxy vote on any of the resolutions, you do not need to take any action, as the previous proxy form you have already submitted remains valid.
- (f) In the event that a shareholder provides the Company with a proxy form as originally provided with the Notice of Meeting and does not subsequently provide a Replacement Proxy Form, the Company reserves the right to accept the proxy form received (notwithstanding the proxy form does not provide for a vote on the Additional Resolution).
- (g) Further details regarding the appointment of a proxy are provided in the Notice of Meeting dated 18 October 2024.

If Shareholders do not attend the AGM in person, they will be able to participate by lodging the enclosed Replacement Proxy Form attached to the Notice of AGM no later than 4.00pm (AWST) on Monday, 18 November 2024, as per the instructions on the Proxy Form.

The Directors **strongly encourage all Shareholders to lodge their directed proxy votes prior to the AGM** in accordance with the instructions set out in the Replacement Proxy Form. Shareholders may appoint the Chair or any other person as their proxy (where no appointment is specified, the Chair will be appointed).

The Directors **strongly encourage all Shareholders to appoint the Chair** as their proxy.

The Chair's voting intentions in relation to each resolution are:

Resolution 1 – **FOR**

\*Resolution 6 – **FOR**

Resolution 2 – **FOR**

\*Resolution 7 – **FOR**

Resolution 3 – **AGAINST**

\*Resolution 8 – **FOR**

Resolution 4 – **FOR**

Resolution 9 – **ABSTAIN**

Resolution 5 – **AGAINST**

*\*The Chair will hand the Chair over to Mr Allen for these resolutions.*

All voting at the AGM will be conducted by poll.

If you have any difficulties obtaining a copy of the meeting materials, please contact the Company Secretary on (08) 6103 7488.

Global Lithium shareholders who wish to update their details to be able to receive communications and notices electronically can do so by visiting the Company's share registry website at [www.investorcentre.com/au](http://www.investorcentre.com/au).

Yours Sincerely,



Ron Mitchell  
Executive Chairman

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## **GLOBAL LITHIUM RESOURCES LIMITED**

### **ACN 626 093 150**

## **ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING**

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Global Lithium Resources Limited (ACN 626 093 150) (**Company**) gives notice to Shareholders that, in relation to the Notice of Annual General Meeting dated 18 October 2024 (**Notice**) in respect of the Company's annual general meeting of members to be held at 4:00pm (AWST) (Perth time) on 20 November 2024 (**Meeting**), the Directors have resolved to include a new Resolution 9 (**Additional Resolution**), on the terms set out in this Addendum.

Capitalised terms in this Addendum have the same meaning as given in the Notice except as otherwise defined.

This Addendum is supplemental to the Notice and should be read in conjunction with the Notice. Apart from the amendments set out below, all Resolutions and the Explanatory Statement in the original Notice remain unchanged.

#### **Replacement Proxy Form**

Annexed to this Addendum to the Notice is a replacement Proxy Form (**Replacement Proxy Form**). To ensure clarity of voting instructions by Shareholders on the Resolutions to be considered at the Meeting, Shareholders are advised that:

- (a) If you have already completed and returned the Proxy Form annexed with the Notice (**Original Proxy Form**) and you wish to change your original vote for Resolutions 1 to 8 or cast votes for the Additional Resolution, **you must complete and return the Replacement Proxy Form.**
- (b) If you have already completed and returned the Original Proxy Form and **you do not wish to change your original vote for Resolutions 1 to 8 (allowing for the consequential changes to Resolution 5 due to the addition of Resolution 9) or vote on the Additional Resolution, you do not need to take any action** as the earlier submitted Original Proxy Form will be accepted by the Company for Resolutions 1 to 8 unless you submit a Replacement Proxy Form. For the sake of clarity, the Company notes that if you do not lodge a Replacement Proxy Form, **you will not have cast a vote on the Additional Resolution.**
- (c) If you have not yet completed and returned a Proxy Form and you wish to vote on the Resolutions in the Notice as supplemented by the Addendum, **please complete and return the Replacement Proxy Form.**

#### **Enquiries**

Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary on (08) 6103 7488.

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## SUPPLEMENTARY BUSINESS OF THE MEETING

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### The agenda of the Notice is amended by including the following Resolution:

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#### 1. RESOLUTION 9 – ELECTION OF DIRECTOR – DR XIAOXUAN ('DAVID') SUN

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

*“That, for the purpose of clause 14.3 of the Constitution, Listing Rule 14.3, and for all other purposes, Dr Xiaoxuan ('David') Sun, having consented to act as a Director of the Company, be appointed as a Director of the Company.”*

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## SUPPLEMENTARY EXPLANATORY STATEMENT

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### The Explanatory Statement is supplemented by including the following Section:

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#### 1. RESOLUTION 9 – ELECTION OF DIRECTOR – DR XIAOXUAN ('DAVID') SUN

##### 1.1 General

Dr Jayson Meyers, a shareholder of Global Lithium Limited, nominated Dr Xiaoxuan (**David**) Sun as a Director and Dr Sun subsequently consented to act as a Director within the time prescribed under the Constitution.

Further information in relation to Dr Sun is set out below:

<b>Qualifications, experience and other material directorships</b>	Dr Sun has a Phd in Economics and is an AusIMM Fellow. Dr Sun has over 23 years of experience in corporate management, finance investment, mining and metal trading, with a career spanning both mainland China and Australia. We understand Dr Sun is the former Managing Director of Sinosteel Australia Pty Ltd and a number of companies in the Sinosteel Group in Australia. Dr Sun is a former president of the China Chamber of Commerce in Australia - Perth Branch and Advisory Committee Member of the Curtin University Business and Law School.  We understand Dr Sun is currently Managing Director of Miracle Iron Holding Pty Ltd.
<b>Independence</b>	If elected, the Board considers that Dr Sun will be an independent Director.
<b>Other material information</b>	The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board. These include checks as to a person's experience, educational qualifications, character, criminal record and bankruptcy history. The Company was not able to undertake these checks prior to issuing this Notice.
<b>Board recommendation</b>	Please refer to the commentary in clause 1.2 below.

## 1.2 Technical information required by Listing Rule 14.1A

If Resolution 9 is passed, Dr Sun will be elected to the Board as an independent Director.

If Resolution 9 is not passed, Dr Sun will not join the Board as an independent Director. The Company may seek nominations or otherwise identify suitably qualified candidates to join the Company.

### Board Recommendation

The Board, having given due consideration to the nomination of Dr Sun as a Director make no recommendation to shareholders on Resolution 9 and will leave it shareholders to determine the appointment or otherwise.

## 1.3 Reduce the maximum number of Directors to 3 – consequential Changes to Resolution 5, due to addition of Resolution 9

If Resolution 5 is passed, in relation to the capping of the number of Directors at 3, it may be that Dr Sun cannot be elected as a director at this AGM.

As such, Resolution 5 of the Notice of Meeting will be amended as follows:

*“The following Resolution 5 is conditional upon the outcomes of Resolutions 2, 3, 4 and 9. If some or all of those Resolutions are approved by shareholders, Resolution 5 may not be effective even if passed.*

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

*“That, subject to proposed Resolutions 2, 3, 4 and 9 not all being passed or more than three Directors holding office at the close of the meeting, and effective from immediately after the close of this meeting, and pursuant to section 249D(2) of the Corporations Act and for the purpose of clause 14.1 of the Constitution, the number of Directors of the Company be a maximum of three Directors.”*



ABN 58 626 093 150

GL1

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## Need assistance?



**Phone:**

1300 850 505 (within Australia)  
+61 3 9415 4000 (outside Australia)



**Online:**

[www.investorcentre.com/contact](http://www.investorcentre.com/contact)



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **4:00pm (AWST) on Monday, 18 November 2024.**

# Replacement Proxy Form

## How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

### APPOINTMENT OF PROXY

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

### SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

**Joint Holding:** Where the holding is in more than one name, all of the securityholders 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 form when you return it.

**Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

### PARTICIPATING IN THE MEETING

#### Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com/au](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

**XX**

### Online:

Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



**Control Number: 999999**

**SRN/HIN: I9999999999**

**PIN: 99999**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001  
Australia

### By Fax:

1800 783 447 within Australia or  
+61 3 9473 2555 outside Australia



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.



MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

# Proxy Form

Please mark  to indicate your directions

## Step 1 Appoint a Proxy to Vote on Your Behalf

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I/We being a member/s of Global Lithium Resources Limited hereby appoint

the Chairman of the Meeting **OR**

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Global Lithium Resources Limited to be held at The Westin Perth (the Banksia Room), 480 Hay Street, Perth, WA 6000 on Wednesday, 20 November 2024 at 4:00pm (AWST) and at any adjournment or postponement of that meeting.

**Chairman authorised to exercise undirected proxies on remuneration related resolutions:** Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 1, 6, 7 and 8 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 1, 6, 7 and 8 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

**Important Note:** If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 1, 6, 7 and 8 by marking the appropriate box in step 2.

## Step 2 Items of Business

**PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Election of Director - Matthew Allen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Appointment of Director - Liaoliang Zhu	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Director - Dianmin Chen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval to reduce the maximum number of Directors to 3	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval to issue Incentive Performance Rights to Director - Ron Mitchell	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Approval to issue Incentive Options to Director - Ron Mitchell	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Approval of grant of potential termination benefits to Executive Chairman - Ron Mitchell	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Election of Director - Dr Xiaoxuan ('David') Sun	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of Resolutions 1, 2, 4, 6, 7, 8 and against Resolutions 3 and 5 and abstain for Resolution 9. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

## Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1  Securityholder 2  Securityholder 3  / /  
Sole Director & Sole Company Secretary Director Director/Company Secretary Date

**Update your communication details** (Optional)

Mobile Number  Email Address  By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

