



## YOUNG AUSTRALIAN MINES LIMITED

Level 11, 100 Edward Street, Brisbane  
Queensland 4000

GPO Box 3160, Brisbane  
Queensland 4001

Telephone +617 3210 0113

Email [info@yamines.com](mailto:info@yamines.com)  
ABN 32 103 295 521

### Annual General Meeting – Virtual Meeting Details

The Directors of Young Australian Mines Limited (“YAML” or “the Company”) confirm that the Annual General Meeting is planned for Wednesday, 23 September 2020 at 11:00am (AEST).

As a result of the potential health risks and Government restrictions in response to the coronavirus (COVID 19) pandemic, the Annual General Meeting will be held virtually. Details on how to participate remotely are included below.

Shareholders are encouraged to vote by proxy ensuring that proxies are received by the share registry prior to 11:00am (AEST) Monday, 21 September 2020. Shareholder are also encouraged to submit questions prior to the Meeting, any questions should be directed to the Company at [info@yamines.com.au](mailto:info@yamines.com.au).

Join Zoom Meeting

<https://zoom.us/j/96704599785?pwd=aWpuZXZFbIF3MWIGVTZjSGpmdVdYQT09>

Meeting ID: 967 0459 9785

Passcode: 991679

Dial by your location

+61 2 8015 6011 Australia

+61 3 7018 2005 Australia

+61 7 3185 3730 Australia

+61 8 6119 3900 Australia

+61 8 7150 1149 Australia

Meeting ID: 967 0459 9785 - Passcode: 991679

Find your local number: <https://zoom.us/u/abWTgJo5Ot>

If shareholders require assistance with voting please contact Computershare on 1300 850 505 (within Australia) +61 3 9415 4000 (outside Australia) or online at [www.investorcentre.com/contact](http://www.investorcentre.com/contact)



# Young Australian Mines Limited

ACN 103 295 521

## Notice of Annual General Meeting and Explanatory Memorandum

As a result of the potential health risks and Government restrictions in response to the coronavirus (COVID 19) pandemic, the Company will not host shareholders and members of the public in person at the Annual General Meeting.

Due to the extraordinary circumstances this year, the Annual General Meeting will be held virtually. Details on how to participate remotely are included in this Notice.

**Annual General Meeting to be held  
on Wednesday, 23 September 2020 at 11.00am (AEST).**

**Young Australian Mines Limited  
Level 11, 100 Edward Street, Brisbane, QLD, Australia**

The Notice of Annual General Meeting, Explanatory Memorandum and Proxy Form should be read in their entirety. If you are in doubt as to how you should vote, you should seek advice from your accountant, solicitor or other professional adviser prior to voting.

A Proxy Form is enclosed. If you are unable to attend the Meeting, please complete and return the enclosed proxy form in accordance with the specified instructions.

# Young Australian Mines Limited

ACN 103 295 521



## Notice of Annual General Meeting

---

Notice is given that the Annual General Meeting of Young Australian Mines Limited ACN 103 295 521 (**Company**) will be held virtually on Wednesday, 23 September 2020 at 11.00am (AEST).

## Agenda

---

### Annual Financial Report

---

To receive and consider the annual financial report of the Company and the reports of the Directors and auditors for the year ended 31 December 2019.

Neither the Corporations Act nor the Company's Constitution requires a vote of Shareholders on these reports. However, Shareholders will be given a reasonable opportunity to raise questions or make comments on the reports and ask questions of a representative of the Company's auditor.

### Resolution 1 – Re-election of Mr Nelson Chen as a Director

---

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

“That Mr Nelson Chen, who retires as a Director by rotation under rule 13.2 of the Company's Constitution and, being eligible, offers himself for re-election, be elected as a Director of the Company”.

### Resolution 2 – Re-election of Bruno Bamonte as a Director

---

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

“That Bruno Bamonte, having been appointed as a Director of the Company since the last Annual General Meeting and who retires under rule 13.5 of the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company.”

Dated this 1 September 2020.

By order of the Board

Bruno Bamonte  
Company Secretary.

## IMPORTANT INFORMATION

---

Shareholders are referred to the Explanatory Memorandum accompanying and forming part of this Notice of Meeting.

### Designated Foreign Issuer

The Company's ordinary shares were suspended from trading on the Australian Securities Exchange (the "ASX") on April 22, 2014 and were delisted from the ASX on April 22, 2017. Although the Company no longer has any securities listed for trading on a financial market, it is a public company as defined under section 9 of the Australian Corporations Act 2001 (Cth) (the "Act"). The Company is regulated and operates as an "unlisted disclosing entity" in accordance with the Act and must comply with the regulatory obligations set out therein. The Company is a designated foreign issuer as defined under National Instrument 71-102 and it is subject to the regulatory requirements under the Act and the Australian Securities and Investment Commission is responsible to administer the provisions of the Act.

### Participating and Voting Online

Participating in the meeting online enables Shareholders to view the Meeting live and to also ask questions and cast direct votes at the appropriate times whilst the Meeting is in progress. More information regarding participating in the Meeting online, including browser requirements, is available on the Company's website: <https://www.yamines.com.au>.

### Questions at the Meeting

Only Shareholders may ask questions online once they have been verified. It may not be possible to respond to all questions. Shareholders are encouraged to lodge questions prior to the Meeting. We ask that all questions be received by the Company no later than two (2) business days before the date of the Meeting, being 21 September 2020. Any questions should be directed to the Company at [info@yamines.com.au](mailto:info@yamines.com.au).

### Entitlement to vote

It has been determined that under regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), for the purposes of the Annual General Meeting, Shares will be taken to be held by the persons who are the registered holders at 11.00am (EST) on 21 September 2020. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

### Proxies

Shareholders are encouraged to complete and return the enclosed Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has the right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

If you wish to indicate how your proxy should vote (or that they should abstain from voting), please mark the appropriate boxes on the proxy form. If you do not direct your proxy how to vote on a particular item of business, you are authorising your proxy to vote as they decide, subject to any applicable voting exclusions.

## IMPORTANT INFORMATION (Continued)

---

Please note that the Chairman of the Meeting intends to vote all undirected proxies in favour of each Resolution.

Voting by proxy can be completed in one of the following ways:

1. Online: at [www.investorvote.com.au](http://www.investorvote.com.au)
2. Mobile: scan the QR Code on the enclosed Proxy Form and follow the prompts
3. By mail: complete and sign the enclosed Proxy Form and return to:  
Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001 Australia
4. By Fax: complete and sign the enclosed Proxy Form and fax to:  
Inside Australia 1800 783 447  
Outside Australia +61 3 9473 2555
5. Custodian voting: For Intermediary Online subscribers only (custodians) please visit [www.intermediaryonline.com](http://www.intermediaryonline.com) to submit your voting intentions.

To be effective, a Proxy Form and, if the Proxy Form is signed by the Shareholder's attorney, the authority under which the appointment is signed (or a certified copy of that authority) must be received by the Company not later than 48 hours before the time specified for the commencement of the Annual General Meeting.

### Corporate Representatives

A body corporate that is a Shareholder, or which has been appointed as proxy, may appoint an individual to act as its representative at the Annual General Meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative should bring to the Meeting evidence of his or her appointment, including any authority under which it is signed, unless it has previously been given to the Company.

# Young Australian Mines Limited

ACN 103 295 521

## Explanatory Memorandum to Shareholders

---

This Explanatory Memorandum has been prepared to assist Shareholders in understanding and deciding how to vote on the business to be put to Shareholders at the forthcoming Annual General Meeting.

This Explanatory Memorandum is an important document. You should read it in its entirety before deciding how to vote at the Meeting.

This Explanatory Memorandum does not take into account the individual investment objectives, financial situation and particular needs of Shareholders or any other person. Accordingly, it should not be relied upon as the sole basis for any decision in relation to the business to be put to the Meeting.

### 1. Annual Financial Report

The Corporations Act requires:

- the reports of the Directors and auditors; and
- the annual financial report, including the financial statements of the Company for the year ended 31 December 2019,

to be laid before the Annual General Meeting. Neither the Corporations Act nor the Company's constitution requires a vote of Shareholders on the reports or statements. However, Shareholders will be given a reasonable opportunity to raise questions or make comments on the management of the Company.

Also, a reasonable opportunity will be given to Shareholders as a whole at the Meeting to ask the Company's auditor questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

A copy of the annual financial report is available on the company website at [www.yamines.com.au](http://www.yamines.com.au)

### 2. Resolutions 1 to 2 – Re-election of Directors

In accordance with rule 13.2 of the Company's Constitution, one-third of the Directors for the time being (excluding the Managing Director and any Director appointed since the last Annual General Meeting), must retire from office by rotation at the Company's Annual General Meeting and are eligible for re-election.

Rule 13.5 of the Company's Constitution provides that a person appointed as a Director either to fill a casual vacancy or as an addition to the existing Directors holds office only until the next Annual General Meeting. The Director is then eligible for re-election at that Annual General Meeting.

Details regarding each of the Directors seeking re-election under rules 13.2 and 13.5 are set out below.

#### 2.1 Resolution 1 – Re-election of Mr Nelson Chen

In accordance with rule 13.2 of the Company's Constitution, Mr Nelson Chen retires and, being eligible, offers himself for re-election.

Mr Chen was last re-elected as a Director on 28 May 2018 and is the Company's Executive Chairman.

Mr Chen is a Director of Hanlong (Australia) Resources Pty Ltd and is a Chartered Accountant in Australia. He holds postgraduate degrees in finance and accounting. Prior to joining Hanlong, Mr Chen spent over 11 years with PricewaterhouseCoopers Sydney office in their audit and M&A advisory practices. Mr Chen currently serves on the Board of the Australia China Business Council, NSW branch.

# Young Australian Mines Limited

ACN 103 295 521

## Explanatory Memorandum to Shareholders (Continued)

---

### Recommendation

The Directors (other than Mr Chen) unanimously recommend that Shareholders vote in favour of Resolution 1.

### 2.2 Resolution 2 – Re-election of Bruno Bamonte

In accordance with rule 13.5 of the Company's Constitution, Bruno Bamonte retires, and being eligible, offers himself for re-election.

Mr Bamonte was appointed as a Non-Executive Director on 1 November 2019. Mr Bamonte has been an Australian Chartered Accountant since 1982. He has consulted to a number of public companies on a range of areas. Mr Bamonte was the Executive Finance Director of Virotec International Limited (Company listed on ASX and the AIM of the London Stock Exchange from 2001 to 2008) and a non-executive of HydroDec Group plc from 2004 to 2008.

### Recommendation

The Directors (other than Mr Bamonte) unanimously recommend that Shareholders vote in favour of Resolution 2.

## 3. GLOSSARY

The meaning of the terms used in the Notice of Meeting and this Explanatory Memorandum are set out below:

**Annual General Meeting** or **Meeting** means the annual general meeting of the Company.

**EST** means Australian Eastern Standard Time.

**Board** means the board of Directors from time to time.

**Company** or **Young Australian** means Young Australian Mines Limited (ACN 103 295 521).

**Constitution** means the constitution of the Company, as amended from time to time.

**Corporations Act** means the *Corporations Act 2001* (Cth).

**Director** means a director of the Company.

**Explanatory Memorandum** means this explanatory memorandum accompanying the Notice of Meeting.

**Notice of Meeting** or **Notice** means the notice of Meeting accompanying this Explanatory Memorandum.

**Resolution** means a resolution set out in the Notice of Meeting.

**Shareholder** means a registered holder of Shares.

**Share** means a fully paid ordinary share in the capital of the Company.



**YOUNG  
AUSTRALIAN  
MINES**

ABN 32 103 295 521

YAMU

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 **11:00am (AEST)** Monday, 21 September 2020.

# 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.

## ATTENDING THE MEETING

**If you are attending in person, please bring this form with you to assist registration.**

### Corporate Representative

If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Appointment of Corporate Representative" prior to admission. A form may be obtained from Computershare or online at [www.investorcentre.com](http://www.investorcentre.com) under the help tab, "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.



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

XX

I/We being a member/s of Young Australian Mines Ltd 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 Young Australian Mines Ltd to be held virtually on Wednesday, 23 September 2020 at 11:00am (AEST) and at any adjournment or postponement of that meeting.

## 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
1 Re-election of Mr Nelson Chen as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Mr Bruno Bamonte as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution.

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

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Individual or Securityholder 1	Securityholder 2	Securityholder 3	Date
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	

### 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

