



YOUNG AUSTRALIAN MINES LIMITED

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Queensland 4001

Telephone +617 3210 0113

Email info@yamines.com
ABN 32 103 295 521

27 April 2023

Annual General Meeting

Notice of Meeting

Dear Shareholder

The annual general meeting (**Meeting**) of shareholders of Young Australian Mines Limited (**YAML** or **Company**) will be held as a virtual meeting (as permitted by the Company's Constitution and section 249R of the *Corporations Act 2001* (Cth)) on Wednesday, 31 May 2023 at 12.30 pm (Brisbane time).

As permitted by the *Corporations Act 2001* (Cth), the Company will be sending the Notice of Meeting (**Notice**) and other information to be considered at the Meeting to shareholders electronically, and will not be sending hard copies of the Notice and other information to be considered at the Meeting unless a shareholder has requested a hard copy. The Notice can be viewed and downloaded from the Company's website at: www.yamines.com.au

As there are no resolutions which are being considered and voted on at this Meeting, you are not being provided with a proxy form. This Meeting is being held as YAML is required by section 250N of the *Corporations Act* to hold an Annual General Meeting at least once in each calendar year.

Shareholders can attend the meeting as follows:

Join Zoom meeting

<https://us05web.zoom.us/j/84118832139?pwd=ejlhSnRraUZpWDU4OS9ldzdZdnZTZz09>

Meeting ID: 841 1883 2139

Passcode: 5p0J6j

Join 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

Find your local number: <https://us06web.zoom.us/j/kd0oLuNncN>

Shareholders may submit questions in advance of the Meeting by email to the Company at info@yamines.com.au by 5.00pm (Brisbane time) on Tuesday, 30 May 2023. Shareholders who attend the Meeting will also have the opportunity to submit questions during the Meeting.

The Notice is important and should be read in its entirety. If you have any difficulties obtaining a copy of the Notice, please contact the Company at info@yamines.com.au to request a copy.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Nelson Chen', with a large, sweeping flourish above the name.

Nelson Chen

Chairman



Young Australian Mines Limited

ACN 103 295 521

Notice of Annual General Meeting and Explanatory Memorandum

The Meeting will be held virtually as permitted by the Company's Constitution and the Corporations Act. Details on how to participate in the Meeting by means of the virtual meeting technology are included in this Notice.

Annual General Meeting to be held by means of virtual meeting technology on Wednesday, 31 May 2023 at 12.30pm (Brisbane time)

Young Australian Mines Limited

The Notice of Meeting and the Explanatory Memorandum should be read in their entirety. As there are no resolutions which are being considered and voted on at this Meeting, you are not being provided with a proxy form. Shareholders will be able to attend the Meeting by means of virtual meeting technology.

This Meeting is being held as it is required by section 250N of the Corporations Act. If you are in doubt as to the purpose and nature of this Meeting, you should seek advice from your accountant, solicitor or other professional adviser.



Young Australian Mines Limited

ACN 103 295 521

Notice of Annual General Meeting

Notice is hereby given that an Annual General Meeting (**Meeting**) of the shareholders of Young Australian Mines Limited ACN 103 295 521 (**Company**) will be held virtually by means of virtual meeting technology on Wednesday, 31 May 2023 at 12.30pm (Brisbane time) for the purpose of considering the business referred to in this Notice of Meeting. This Meeting is being held as it is required by section 250N of the *Corporations Act 2001* (Cth). There are no resolutions which are being considered and voted on at this Meeting.

The Explanatory Memorandum accompanying this Notice of Meeting is incorporated in, and forms part of, this Notice of Meeting.

Agenda

2022 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 2022.

By order of the Board

Guojian Xu
Company Secretary
27 April 2023

IMPORTANT INFORMATION

Unlisted disclosing entity

The Company's ordinary shares were suspended from trading on the ASX on 22 April 2014 and the Company was delisted from the ASX on 22 April 2017. Although the Company no longer has any securities quoted for trading on a financial market, it is a public company as defined under section 9 of the Australian *Corporations Act 2001* (Cth) (the **Corporations Act**). The Company is regulated and operates as an "unlisted disclosing entity" (as defined in the Corporations Act) and must comply with the regulatory obligations of an unlisted disclosing entity set out in the Corporations Act.

Participating Online

Participating in the Meeting online enables Shareholders to view the Meeting live and to also ask questions 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 5.00pm (Brisbane time) on the date that is one (1) business day before the date of the Meeting, being 5.00pm (Brisbane time) on 30 May 2023. Any questions should be directed to the Company at info@yamines.com.au.

Entitlement to attend Meeting

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 in the Company will be taken to be held by the persons who are the registered holders at 12.30pm (Brisbane time) on 29 May 2023. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend the Meeting.

Corporate Representatives

A body corporate that is a Shareholder and entitled to attend the Meeting may appoint an individual to act as its representative at the Meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative must provide to the Company adequate evidence of his or her appointment by 12.30pm (Brisbane time) on 30 May 2023, including any authority under which the appointment is signed, unless that evidence has previously been given to the Company (including via the share registry of the Company).

Young Australian Mines Limited

ACN 103 295 521

Explanatory Memorandum

This Explanatory Memorandum accompanies the Notice of Meeting and has been prepared to provide information which the Directors believe to be relevant for Shareholders.

The Explanatory Memorandum should be read in conjunction with the accompanying Notice of Meeting. For the assistance of Shareholders, a glossary of defined terms is included at the end of this Explanatory Memorandum.

Annual financial reporting to Shareholders

Section 314 of the *Corporations Act 2001* (Cth) requires a company to report to its members for a financial year by providing:

- (a) the financial report for the year;
- (b) the Directors report for the year; and
- (c) the auditor's report on the financial report.

As the Company must provide the reports referred to above for the Company's financial year ended 31 December 2022 (the **2022 Report**) by the earlier of:

- 21 days before this Meeting (ie, 10 May 2023); or
- 4 months after 31 December 2022 (ie, 30 April 2023),

the Company satisfies this requirement as it will have reported to its members on or about the date of this Notice (being 27 April 2023).

Neither the Corporations Act nor the Company's Constitution requires a vote of Shareholders on the 2022 Report. However, Shareholders will be given a reasonable opportunity to raise questions on the 2022 Report 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 a representative of 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 of the Company, and the independence of the auditor in relation to the conduct of the audit.

A copy of the 2022 Report is available on the Company's website at www.yamines.com.au

Glossary

In the Notice of Meeting and the Explanatory Memorandum, the following expressions have the following meanings:

ASX means ASX Limited ACN 008 624 691 or the securities exchange operated by ASX Limited ACN 008 624 691, as the context requires.

Board means the current board of Directors of the Company.

Company means Young Australian Mines Limited ACN 103 295 521.

Constitution means the Company's constitution as at the date of the Notice of Meeting.

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

Director means a current director of the Company.

Explanatory Memorandum means the explanatory memorandum which accompanies and forms part of the Notice of Meeting.

Meeting or **Annual General Meeting** means the general meeting of Shareholders convened by the Notice of Meeting.

Notice or **Notice of Meeting** means this notice by which Shareholders are notified of the Meeting.

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

Shareholder means a registered holder of a Share.