LEGACY MINERALS

21 OCT 2021

VIRTUAL ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Shareholders of Legacy Minerals Holdings Limited ABN 43 650 398 897 (**Legacy** or the **Company**) will be held virtually via a webinar conferencing facility commencing 10.00 AM Sydney Time on Tuesday 23 November 2021 (**General Meeting**, **AGM** or **Meeting**).

The Company will not be despatching physical copies of the Notice. Instead, the Notice and accompanying Explanatory Notes (**Meeting Materials**) are being made available to Shareholders electronically. This means that you can access the Meeting Materials online at the Company's website https://legacyminerals.com.au/

or at the Company's share registry's voting website https://investor.automic.com.au/#/home by logging in.

A complete copy of the Meeting Materials has been posted to the Company's ASX Market announcements page at https://www2.asx.com.au/ under the Company's ASX code "LGM".

If you have provided an email address and have elected to receive electronic communications from the Company, you will receive an email to your nominated email address with a link to an electronic copy of the Meeting Materials and the voting instruction form.

If you would like to receive electronic communications from the Company in the future, please update your communication elections online at https://investor.automic.com.au/#/home. If you have not yet registered, you will need your Shareholder information including SRN/HIN details in order to complete your registration.

If you are unable to access the Meeting Materials on-line, please contact our share registry Automic at hello@automicgroup.com.au or by phone at 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 9:00am and 5:00pm (AEDT) Monday to Friday, or the Company by emailing info@legacyminerals.com.au to arrange a copy.

As a result of the potential health risks and the Australian Government's restrictions in response to the COVID-19 pandemic, the Meeting will be held via a webinar conferencing facility. Details of how to register to attend the Meeting are contained in the Meeting Materials. The Company strongly recommends to Shareholders to lodge a directed proxy as soon as possible in advance of the meeting even if they are planning to attend the meeting online.

No hard copy of the Notice and Explanatory Notes will be circulated. The Notice has been given to those entitled to receive a Notice, by use of one or more technologies. The Notice is also available on the Australian Securities Exchange Announcement platform and on the Company's website https://legacyminerals.com.au/

This Notice and Explanatory Notes should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant.

Notice of Annual General Meeting Commencing 10.00 AM Sydney Time on Tuesday 23 November 2021

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Shareholders of Legacy Minerals Holdings Limited ABN 43 650 398 897 (**Legacy** or the **Company**) will be held virtually via a webinar conferencing facility commencing 10.00 AM Sydney Time on Tuesday 23 November 2021 (**General Meeting**, **AGM** or **Meeting**).

Refer to the Explanatory Notes for further information on the proposed Resolutions.

The health and safety of members and personnel, and other stakeholders, is the highest priority and the Company is acutely aware of the current circumstances resulting from COVID-19. While the COVID-19 situation remains volatile and uncertain, based on the best information available to the Company at the time of preparing the Notice of General Meeting (**Notice**), the Company intends to conduct a poll on the resolutions set out in the Notice using the proxies filed prior to the Meeting.

Shareholders are strongly encouraged to submit their directed proxies as early as possible and in any event prior to the cut- off for proxy voting as set out in the Notice. To lodge your proxy, please follow the directions on your personalised proxy form which will be delivered to you by email or post (depending on your communication preferences).

Shareholders attending the AGM virtually will be able to ask questions and the Company has made provision for Shareholders who register their attendance before the start of the meeting to cast their votes electronically on the proposed resolutions at the AGM. Shareholders who intend to join the Meeting are asked to dial-in 30 minutes prior to the start of the meeting to allow the Company to take your details. The virtual meeting can be attended using the following details:

The live webcast can be attended using the following details:

When: Commencing 10.00 AM Sydney Time on Tuesday 23 November 2021.

Topic: LGM Annual General Meeting
https://us02web.zoom.us/webinar/register/WN_ryKxfSKTQE6DOiaYPK8jDQ

Register in advance for this webinar.

After registering, you will receive a confirmation email containing information about joining the meeting. The Company strongly recommends its Shareholders lodge a directed proxy as soon as possible in advance of the meeting even if they are planning to attend the meeting online.

The Company is happy to accept and answer questions submitted prior to the meeting by email to info@legacyminerals.com.au. Where a written question is raised in respect of the resolutions to be considered at the meeting or the key management personnel of the Company, the Company will address the relevant question during the course of the meeting or by written response after the Meeting (subject to the discretion of the Company, it will not respond to unreasonable and/or offensive questions). If the situation in relation to COVID-19 was to change in a way that affected the above position, the Company will provide a further update ahead of the Meeting by releasing an announcement to ASX.

Any Shareholders who wish to attend the AGM online should therefore monitor the Company's website and its ASX announcements for any updates about the AGM. If it becomes necessary or appropriate to

make alternative arrangements for the holding or conducting of the meeting, the Company will make further information available through the ASX website at asx.com.au (ASX: LGM) and on its website at https://legacyminerals.com.au/

By order of the Board of Legacy Minerals Holdings Limited



Ian Morgan
Company Secretary
21 October 2021

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ITEMS OF GENERAL BUSINESS

Financial Reports

To receive and consider the Company's Financial Statements, Directors' Report and Auditor's Report for the period 21 May 2021 to 30 June 2021.

Note: There is no requirement for Shareholders to approve these reports.

In addition to the Company's Financial Statements, Directors' Report and Auditor's Report for the period 21 May 2021 to 30 June 2021, the Company's wholly owned subsidiary Legacy Minerals Pty Limited also prepared Financial Statements, Directors' Report and Auditor's Report for the year ended 30 June 2021.

At 30 June 2021, Legacy Minerals Pty Limited and Legacy Minerals Holdings Limited were separate companies required to prepare separate financial statements, not a group permitted to prepare consolidated financial statements in accordance with AASB 10 "*Consolidated Financial Statements*".

Legacy Minerals Pty Limited and Legacy Minerals Holdings Limited became a group on 5 July 2021 when, in anticipation of the Initial Public Offering by Legacy Minerals Holdings Limited and listing of its Shares on the Australian Securities Exchange, Legacy Minerals Holdings Limited (incorporated on 21 May 2021) acquired all the issued shares of Legacy Minerals Pty Limited by the issue of one (1) ordinary fully paid share for each one (1) Legacy Minerals Pty Limited ordinary fully paid share.

On 13 September 2021, Legacy Minerals Holdings Limited was quoted on the Australian Securities Exchange (**ASX**), completing an Initial Public Offering (**IPO**) of 29,007,500 new shares at an issue price of $0.20, raising $5,801,500 before transaction costs.

The statutory annual reports are available for Shareholders to access and download from https://legacyminerals.com.au/

If you would like to receive a hard copy of the statutory annual report free of charge you can contact the Company by emailing info@legacyminerals.com.au.

Remuneration Report

As the Company was unlisted at 30 June 2021, there was no requirement under the Corporations Act for the Company to prepare a remuneration report for the period ended 30 June 2021.

Also not required, but to provide further disclosure, the statutory Directors' Report of Legacy Minerals Pty Limited for the year ended 30 June 2021 included a remuneration report.

As the Company was not required provide a remuneration report for the period ended 30 June 2021, the Company's shareholders are not required to pass a non-binding resolution in accordance with section 250R of the Corporations Act, that the Company adopts the remuneration report for the period ended 30 June 2021.

Resolution 1: Re-Election of Director – Mr Douglas Menzies

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

"That Mr Douglas Menzies who retires from office and is eligible for re-election, is re-elected as a director of the Company."

Notes:

- Mr Menzies has consented to be elected a director of the Company.
- The non-candidate directors unanimously support the election of Mr Menzies.
- The Chair of the Meeting intends to vote all available proxies in favour of Resolution 1.

ITEM OF SPECIAL BUSINESS

Resolution 2: Confirmation of Appointment of Auditor at the First AGM

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

"That, for the purposes of section 327B of the Corporations Act and for all other purposes, BDO Audit Pty Ltd having been nominated by a Shareholder in accordance with Section 328B of the Corporations Act, and having consented in writing to act in the capacity of auditor, is appointed as auditor of the Company with effect from the close of the Meeting."

VOTING RIGHTS AND PROXIES

A member who is entitled to attend and vote at the meeting has a right to appoint a proxy.

This appointment may specify the proportion or number of votes that the proxy may exercise.

The proxy need not be a member of the Company.

A member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes that each proxy is appointed to exercise. If the member appoints two proxies and the appointment does not specify the proportion or number of the member's votes that each proxy may exercise, each proxy may exercise half of the votes.

HOW THE CHAIR OF THE MEETING WILL VOTE UNDIRECTED PROXIES

The Chair of the Meeting intends to vote undirected proxies in favour of each of the items of business.

VENUE AND VOTING INFORMATION

The AGM of the Shareholders to which the Notice relates will be held virtually commencing 10.00 AM Sydney Time on Tuesday 23 November 2021.

Given the uncertainty surrounding the COVID-19 pandemic, by the time this Notice is received by Shareholders, circumstances may have changed, however, this Notice is given based on circumstances as at Tuesday 23 November 2021. Accordingly, should circumstances change, the Company will make an announcement on the ASX market announcements platform and on the Company's website at https://legacyminerals.com.au/ Shareholders are urged to monitor the ASX announcements platform and the Company's website.

Notice of Annual General Meeting Commencing 10.00 AM Sydney Time on Tuesday 23 November 2021

Given the significant health concerns attributed to the COVID-19 pandemic, in addition to guidelines and restrictions issued by Australian state and federal governments, the Company considers that it is appropriate to hold the 2021 AGM in a manner that is consistent with the Corporations Act.

Your vote is important.

The business of the Meeting affects your shareholding and your vote is important.

VOTING VIRTUALLY AT THE AGM

Shareholders who wish to vote virtually on the day of the AGM will need to login to the Automic website (*https://investor.automic.com.au/#/home*) with their *username* and *password*.

Shareholders who do not have an account with Automic are strongly encouraged to register for an account **as soon as possible and well in advance of the Meeting** to avoid any delays on the day of the Meeting.

To create an account with Automic, please go to the Automic website (*https://investor.automic.com.au/#/home*), click on 'register' and follow the instructions.

Shareholders will require their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) in order to create an account with Automic.

Shareholders who have an existing account with Automic (Note: with a *username* and *password*) are advised to take the following steps to attend and vote virtually on the day of the AGM:

1. Login to the Automic website (*https://investor.automic.com.au/#/home*) using your *username* and *password*.
2. (**Live voting on the day**) If live voting for the meeting is open, click on 'Meeting open for voting' and follow the steps.

VOTING BY PROXY

To vote by proxy, please use one of the following methods:

Online	Lodge the Proxy Form online at *https://investor.automic.com.au/#/loginsah* following the instructions: Login to the Automic website using the holding details as shown on the Proxy Form. Click on 'View Meetings' – 'Vote'. To use the online lodgement facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown on the front of the Proxy Form.
By post	Automic, GPO Box 5193, Sydney NSW 2001

Your Proxy instruction must be received not later than 48 hours before the commencement of the Meeting. To facilitate the conduct of the meeting during this pandemic, you are strongly encouraged to nominate the Chair of the meeting as your proxy. Proxy Forms received later than this time will be invalid.

POWER OF ATTORNEY

If the proxy form is signed under a power of attorney on behalf of a Shareholder, then the attorney must make sure that either the original power of attorney or a certified copy is sent with the proxy form, unless the power of attorney has already provided it to the Share Registry.

CORPORATE REPRESENTATIVES

If a representative of a corporate Shareholder or a corporate proxy will be attending the Meeting, the representative must previously provide evidence of their appointment to the Share Registry.

If the Share Registry receives an instrument or form appointing a proxy, attorney or representative from a Shareholder and the Directors consider that it is not properly executed or authenticated, or is incomplete or unclear:

1. The Board or the chair of a meeting of Shareholders may in any particular case allow an appointment of a proxy as valid, even if it contains only some of the information required by section 250A(1) of the Corporations Act:
    (a) the member's name and address;
    (b) the company's name;
    (c) the proxy's name or the name of the office held by the proxy;
    (d) the meetings at which the appointment may be used.
2. An appointment that does not contain the proxy's name or the name of the office held by the proxy is valid and deemed to be in favour of the chair of the meeting.

DATE FOR DETERMINING HOLDERS OF SHARES

For the purposes of regulation 7.11.37 of the Corporations Act and ASX Settlement Operating Rule 5.6.1, the Directors have set 7.00 PM Sydney Time, Sunday 21 November 2021 as the time and date to determine holders of the Company's ordinary fully paid shares for the purposes of determining entitlements to attend and vote at the Annual General Meeting.

Share transfers registered after that deadline will be disregarded in determining entitlements to attend and vote at the Annual General Meeting.

EXPLANATORY NOTES

These Explanatory Notes are provided to the Shareholders of the Company to explain the Resolutions to be put to Shareholders at the Annual General Meeting to be virtually, commencing 10.00 AM Sydney Time on Tuesday 23 November 2021.

The Board recommends that Shareholders read the accompanying Notice and these Explanatory Notes in full before making any decision in relation to the Resolutions.

Financial Reports

The Corporations Act requires the Financial Report (which includes the Financial Statements, Directors' Report and Auditor's Report) to be presented to the Meeting. There is no requirement for Shareholders to approve the report. However, the Chair of the Meeting will allow a reasonable opportunity for Shareholders to ask questions about, or make comments on, the management of the Company.

Shareholders will be given a reasonable opportunity to ask the auditor questions about the conduct of the audit and the and the content of the Auditor's Report.

Resolution 1: Re-Election of Director – Mr Douglas Menzies

Background

Clause 41.1 of the Company's Constitution provides that a Director must retire from office at the end of the third annual general meeting following the Director's last appointment or three years, whichever is longer.

There must be an election of Directors at each annual general meeting of the Company (ASX Listing Rule 14.5).

This can be satisfied by the person who has been a Director the longest without re-election retiring and standing for re-election. If two or more Directors have been in office for the same period, those Directors may agree which of them will retire.

Accordingly, Mr Douglas Menzies holds office only until the end of the meeting and offers himself for re-election to the Board.

Douglas Menzies (Non-Executive Director)

DipBA, GradCertIT, BsC (Hons)

Appointed 21 May 2021

Douglas has over 28 years of experience in the mineral exploration and GIS industries including staff positions and as a consultant. Douglas has experience exploring for porphyry gold-copper and epithermal gold mineralisation in Australia, PNG, Indonesia, Fiji, Laos, Chile, Argentina and Mexico. Douglas is a Member of the Australian Institute of Geoscientists (AIG) and a non-executive Director of ASX company Godolphin Resources Ltd.

Recommendation

Non-candidate Directors recommend that Shareholders **vote in favour** of Resolution 2.

Resolution 2: Confirmation of Appointment of Auditor at the First AGM

Background

In accordance with section 327A of the Corporations Act, the directors of a public company must appoint an auditor within one month after the day on which the company is registered, unless the company, at a general meeting, has appointed an auditor. The Directors appointed BDO Audit Pty Ltd to be the Company's auditor.

Under section 327B of the Corporations Act, the auditor holds office until the company's first annual general meeting, where the appointment is confirmed by the members, or another auditor is appointed.

In accordance with section 328B of the Corporations Act, the Company has sought and obtained a nomination from a Shareholder for BDO Audit Pty Ltd to be appointed as the Company's auditor. A copy of the nomination is attached to this Explanatory Statement as Schedule 1.

BDO Audit Pty Ltd has given its written consent to act as the Company's auditor, subject to Shareholder approval.

If Resolution 2 is passed, the appointment of BDO Audit Pty Ltd as the Company's auditors will take effect from the close of the Annual General Meeting.

Recommendation

The Directors unanimously recommend that Shareholders **vote in favour** of Resolution 2.

Interpretation

For the purposes of interpreting the Explanatory Notes and the Notice:

(a) the singular includes the plural and vice versa;

(b) reference to any statute, ordinance, regulation, rule or other law includes all regulations and other instruments and all consolidations, amendments, re-enactments or replacements for the time being in force;

(c) all headings, bold typing and italics (if any) have been inserted for convenience of reference only and do not define, limit or affect the meaning or interpretation of the Explanatory Notes and the Notice;

(d) reference to persons includes bodies corporate and government authorities and in each and every case, includes a reference to the person's executors, administrators, successors, substitutes (including without limitation persons taking by novation and assignment); and

(e) reference to cents, $, A$, Australian Dollars or dollars is a reference to the lawful tender for the time being and from time to time of the Commonwealth of Australia.

Notice of Annual General Meeting Commencing 10.00 AM Sydney Time on Tuesday 23 November 2021

Registered Office

Legacy Minerals Holdings Limited
401/54 Miller St
North Sydney NSW 2060

Email: info@legacyminerals.com.au

Web: https://legacyminerals.com.au/

Glossary

AEDT means Australian Eastern Daylight Time.

AEST means Australian Eastern Standard Time.

AGM or **Annual General Meeting** means the annual general meeting to commence 10.00 AM Sydney Time on Tuesday 23 November 2021 and notified to the Company's shareholders by this Notice.

ASX means ASX Limited ABN 98 008 624 691.

ASX Listing Rules means the official listing rules issued and enforced by the ASX, as amended from time to time.

Automic means the Share Registry.

Board or **Board of Directors** means the board of Directors.

Company means Legacy Minerals Holdings Limited ABN 43 650 398 897.

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

Corporations Act means the *Corporations Act 2001* (Cth) as amended from time to time.

Director means a director of the Company.

Explanatory Notes means the notes included in the Notice which convened this meeting.

Legacy means the Company.

Meeting means the AGM.

Notice means this notice of Annual General Meeting.

Shares means the Company's ordinary fully paid shares.

Shareholder means shareholder of the Company and **Shareholders** has a corresponding meaning.

Share Registry means Automic Pty Ltd ACN 152 260 814, Level 5, 126 Phillip Street Sydney NSW 2000.

Sydney Time means the time at Sydney, NSW, Australia.

Trading Day means a day determined by the ASX to be a Trading Day, notified to market participants, and otherwise as defined by the ASX Listing Rules**.**

Notice of Annual General Meeting Commencing 10.00 AM Sydney Time on Tuesday 23 November 2021

Schedule 1

Tuesday 23 November 2021

Directors
Legacy Minerals Holdings Limited
401/54 Miller St
North Sydney NSW 2060

Dear Sirs,

We, C & A Byrne Pty Limited ACN 622 108 105 ATF Byrne Family Trust, 401/54 Miller St, North Sydney NSW 2060, being a shareholder of Legacy Minerals Holdings Limited ABN 43 650 398 897 (**the Company**), hereby nominate, pursuant to section 328B of the *Corporations Act 2001* (Cth), BDO Audit Pty Ltd for appointment as auditor of the Company at the upcoming annual general meeting of the Company or any adjournment thereof.

I request that the Company send a copy of this nomination to:

(a) BDO Audit Pty Ltd; and

(b) All persons entitled to receive a notice of general meetings of the Company

Yours sincerely,

Executed by C & A Byrne Pty Limited ACN 622 108 105 accordance with section 127 of the Corporations Act 2001.



Chris Byrne

Name of Director



Amelia Byrne

Name of Director

LEGACY MINERALS

21 OCT 2021

Dear Shareholder,

Notice is given that the Annual General Meeting of Shareholders of Legacy Minerals Holdings Limited (ASX: LGM) (**Company**) will be held at **10.00 am (Sydney time) on Tuesday 23 November 2021 virtually via ZOOM webinar**.

The Notice of Meeting is being made available to Shareholders electronically and can be viewed and downloaded online at the following link: https://legacyminerals.com.au/investors/asx-announcements.

Alternatively, the Notice of Meeting will also be available on the Company's ASX announcements page at the following link: https://www.asx.com.au/asx/v2/statistics/announcements.do

You can lodge your proxy online via our Share Registry by taking the following steps:

1. Access via https://investor.automic.com.au/#/home
2. Enter your username and password. If you have not registered previously, please click on "register" and follow the prompts.
3. Click on the "meetings" then the "vote" button

Your proxy voting instruction must be received by **10.00 am (Sydney time) on Sunday, 21 November 2021**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

ATTENDING THE MEETING VIRTUALLY

If you are attending the Annual General Meeting, we would like to take this opportunity to invite you to pre-register your attendance via: https://us02web.zoom.us/webinar/register/WN_ryKxfSKTQE6DOiaYPK8jDQ

Please register to attend the meeting via zoom at least 1 day in advance of the meeting to allow sufficient time for the Company to respond to your registration request.

Shareholders who are unable to attend the meeting, or who prefer to register questions in advance, are invited to submit any questions to the Company in writing to Ian Morgan, Company Secretary via email info@legacyminerals.com.au at least 48 hours before the AGM, or to the Company's external auditor in advance of the AGM, about the business of the Company, the Resolutions put forward at the upcoming AGM, or the Annual Report.

Yours sincerely,

Ian Morgan

Ian Morgan | Company Secretary

Legacy Minerals Holdings Limited | ABN 43 650 398 897

LEGACY MINERALS

Legacy Minerals Holdings Limited | ABN 43 650 398 897

Proxy Voting Form

If you are attending the virtual Meeting please retain this Proxy Voting Form for online Securityholder registration.

Holder Number:

Your proxy voting instruction must be received by **10.00am (Sydney time) on Sunday, 21st November 2021,** being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS
The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: **https://investor.automic.com.au/#/home** Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 – APPOINT A PROXY
If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise, if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING
Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP (key management person).

STEP 2 - VOTES ON ITEMS OF BUSINESS
You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY
You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS
Individual: Where the holding is in one name, the Shareholder must sign.
Joint holding: Where the holding is in more than one name, all Shareholders 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 Proxy Voting Form when you return it.
Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.
Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES
If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automic.com.au.

Lodging your Proxy Voting Form:

Online:
Use your computer or smartphone to appoint a proxy at https://investor.automic.com.au/#/loginsah
or scan the QR code below using your smartphone
Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.

BY MAIL:
Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:
Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:
meetings@automicgroup.com.au

BY FACSIMILE:
+61 2 8583 3040

All enquiries to Automic:

PHONE:
1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

VIRTUAL AGM

VIRTUAL PARTICIPATION AT THE AGM:
The company is pleased to provide shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform powered by Automic, where shareholders will be able to watch, listen, and vote online.

To access the virtual meeting:

1. Open your internet browser and go to **investor.automic.com.au**

2. Login with your username and password or click "**register**" if you haven't already created an account. **Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in attending the virtual meeting**

Further information on how to do this is set out in the Notice of Meeting. The Explanatory Notes that accompany and form part of the Notice of Meeting describe the various matters to be considered.

STEP 1: Appoint Your Proxy

COMPLETE AND RETURN THIS FORM AS INSTRUCTED ONLY IF YOU DO NOT VOTE ONLINE

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Legacy Minerals Holdings Limited, to be held at **10.00am (Sydney time) Tuesday, 23rd November 2021** hereby:

Appoint the Chairman of the Meeting (Chair) OR if you are not appointing the Chairman of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by ticking the "for"," against", or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

STEP 2: Your Voting Direction

Resolutions		For	Against	Abstain
1.	Re-Election of Director – Mr Douglas Menzies	☐	☐	☐
2.	Confirmation of Appointment of Auditor at the First AGM	☐	☐	☐

Please note: *If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.*

STEP 3: Sign Here + Contact Details

SIGNATURE OF SECURITYHOLDERS – THIS MUST BE COMPLETED

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY) ☐☐ / ☐☐ / ☐☐

By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).

AUTOMIC

LGM