GREENTECH METALS LIMITED

ACN 648 958 561

SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

This document is supplemental to, and should be read with, the Notice of Meeting and Explanatory Statement dated 25 October 2024 (**Notice of Meeting**) relating to the Company's Annual General Meeting (**Meeting**) to be held on Monday, 25 November 2024 at 11.00am (AWST) at Level 4, 130 Stirling Street, Perth WA 6000.

This document sets out an additional Resolution 7, which will be proposed at the Meeting in addition to Resolutions 1 through 6 (inclusive) as set out in the Notice of Meeting. Resolutions 1 to 6 have not changed and will be considered at the Meeting.

Defined terms used in this Supplementary Notice have the same meaning given to them in the Notice of Meeting unless otherwise specified in this Supplementary Notice.

Important: The resolution set out in this Supplementary Notice should be read together with the accompanying Explanatory Statement.

RESOLUTION 7 – RATIFICATION OF APPOINTMENT OF AUDITOR

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

"That, having received ASIC consent for BDO Audit Pty Ltd, to resign as the auditor of the Company, for the purposes of sections 327B and 327C of the Corporations Act 2001 (Cth), and for all other purposes, Shareholders approve and ratify the appointment of HLB Mann Judd as auditor of the Company."

The attached Explanatory Statement is incorporated into and forms part of this Supplementary Notice. Detailed explanations of the background and reasons for the proposed resolution are set out in the Explanatory Statement.

Accompanying this Supplementary Notice and Explanatory Statement is a replacement Proxy Form. Using the accompanying Proxy Form will replace and supersede any earlier Proxy Form that may have been returned to the Company. Instructions on how to complete a Proxy Form are set out in the Explanatory Statement. If you have already delivered a valid Proxy Form to the Company, and do not complete and deliver the attached Proxy Form, your earlier Proxy Form will remain valid, however you will be taken to have not voted on Resolution 7.

Dated: 28 October 2024

By order of the Board

Guy Robertson
Company Secretary

SUPPLEMENTARY EXPLANATORY STATEMENT

The Company wishes to add the following to the Explanatory Statement to its Notice of Meeting and Explanatory Statement dated 25 October 2024, pertaining to including the additional Resolution 7 the subject of this Supplementary Notice:

RESOLUTION 7 - RATIFICATION OF APPOINTMENT OF AUDITOR

Background

The Board decided to change auditor after a consultation process and selected HLB Mann Judd based upon their reputation and experience, particularly within the resources sector.

In accordance with subsection 329 (5) of the Corporations Act 2001 the Australian Securities and Investments Commission (ASIC) granted consent to the resignation of BDO Audit Pty Ltd as Auditor of the Company with effect from the date the Company gave notice, being 16 July 2024.

The Company received a consent to act as auditor from HLB Mann Judd to act as auditor in accordance with Section 328A of the Corporations Act 2001, on 18 June 2024.

The Company now seeks approval of Shareholders in accordance of the requirements of sections 327B and 327C of the Corporations Act 2001 (Cth), to ratify the appointment of HLB Mann Judd as auditor of the Company.

Board recommendation

The Board recommends that Shareholders vote in favour of this Resolution. The Chair of the Meeting intends to vote undirected proxies in favour of this Resolution.

GREENTECH METALS

GreenTech Metals Limited
ABN 14 648 958 561

Need assistance?

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

Online:
www.investorcentre.com/contact

GRERM

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SURBURB
SAMPLETOWN VIC 3030

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **11:00am (AWST) on Saturday, 23 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 and select "Printable Forms".

Lodge your Proxy Form:

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Online:

Lodge your vote online at 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

PIN: 99999

For Intermediary Online subscribers (custodians) go to 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 RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SURBURB
SAMPLETOWN 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 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 GreenTech Metals 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 GreenTech Metals Limited to be held at Level 4, 130 Stirling Street, Perth, WA 6000 on Monday, 25 November 2024 at 11:00am (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, 3, 4 and 5 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 1, 3, 4 and 5 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, 3, 4 and 5 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	☐	☐	☐
Resolution 2	Re-election of Director - Rodney Webster	☐	☐	☐
Resolution 3	Grant of options to a related party – Mr Thomas Reddicliffe	☐	☐	☐
Resolution 4	Grant of options to a related party – Mr Guy Robertson	☐	☐	☐
Resolution 5	Grant of options to a related party – Mr Rodney Webster	☐	☐	☐
Resolution 6	Approval of 10% Placement Facility	☐	☐	☐
Resolution 7	Ratification of Appointment of Auditor	☐	☐	☐

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, 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)*

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

Mobile Number	Email Address

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Computershare