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ENTERPRISE URANIUM LIMITED

ACN 159 819 173

NOTICE OF GENERAL MEETING EXPLANATORY STATEMENT AND PROXY FORM

TIME: 10.30 am (WST)

DATE: Friday, 20 May 2016

PLACE: The Celtic Club, 48 Ord Street, West Perth, Western Australia

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on (+61 8) 9381 2808.

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TIME AND PLACE OF MEETING AND HOW TO VOTE

VENUE

The General Meeting of Shareholders to which this Notice of Meeting relates will be held at 10.30am (WST) on Friday, 20 May 2016 at:

The Celtic Club, 48 Ord Street, West Perth, Western Australia.

YOUR VOTE IS IMPORTANT

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

VOTING IN PERSON

To vote in person, attend the General Meeting on the date and at the place set out above.

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by:

- a) delivery to Enterprise Uranium Limited, Suite 2, 91 Hay Street, Subiaco WA 6008; or
- b) post to PO Box 8216, Subiaco East WA 6008; or
- c) facsimile to the Company on facsimile number +61 8 9381 5545.

so that it is received not later than 10.30am (WST) on 18 May 2016.

Proxy Forms received later than this time will be invalid.

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 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.

For personal use only

NOTICE OF GENERAL MEETING

Notice is given that a General Meeting of Shareholders will be held at 10.30am (WST) on Friday, 20 May 2016 at The Celtic Club, 48 Ord Street, West Perth, Western Australia. The Explanatory Statement to this Notice of Meeting provides additional information on matters to be considered at the General Meeting. The Explanatory Statement and the Proxy Form are part of this Notice of Meeting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the General Meeting are those who are registered Shareholders of the Company at 5.00pm (WST) on 18 May 2016.

Terms and abbreviations used in this Notice of Meeting and Explanatory Statement are defined in the Glossary.

AGENDA – SPECIAL BUSINESS

1. RESOLUTION 1 – APPROVAL OF ISSUE OF SECURITIES

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That, for the purpose of ASX Listing Rule 7.1 and for all other purposes, the Shareholders approve the issue of 19,000,000 Shares and 25,000,000 Performance Shares on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion Statement: The Company will disregard any votes cast on Resolution 1 by any person who may participate in the proposed issue and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, and any associates of those persons, if the Resolution is passed. However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

2. RESOLUTION 2 – VARIATION OF CLASS RIGHTS

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

“That, subject to and conditional on the passing of Resolution 1, pursuant to and in accordance with clause 3.2 of the Constitution and sections 246B(1) and 246C(5) of the Corporations Act and for all other purposes, Shareholders approve any variation of the rights attached to each Share already on issue that arises from the issue (and subsequent conversion into Shares in accordance with their terms) of the Performance Shares to the Vendors pursuant to Resolution 1.”

3. RESOLUTION 3 – CHANGE OF COMPANY NAME

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

“That, subject to and conditional on the passing of Resolution 1, for all purposes, the name of the Company be changed to “Alto Metals Limited” and accordingly that the Constitution be modified by deleting references to “Enterprise Uranium Limited” wherever it appears and inserting “Alto Metals Limited” in its place.”

DATED: 18 APRIL 2016
BY ORDER OF THE BOARD



SUSAN HUNTER
COMPANY SECRETARY

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of the Shareholders in connection with the business to be conducted at a General Meeting to be held at 10.30am (WST) on Friday, 20 May 2016 at The Celtic Club, 48 Ord Street, West Perth, Western Australia.

The purpose of this Explanatory Statement is to provide information which the directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Meeting.

1. RESOLUTION 1 – APPROVAL OF ISSUE OF SECURITIES

1.1 Background

On 23 March 2016, the Company announced that it had entered into a conditional share sale and purchase agreement (**Agreement**) to acquire all of the issued capital in Sandstone Exploration Pty Ltd (**Sandstone**) from its two shareholders (**Vendors**). Sandstone's only asset, the Sandstone Gold Project, is located approximately 600km northeast of Perth in the East Murchison Mineral Field in Western Australia and is centred on the small township of Sandstone. The Sandstone Gold Project tenure covers approximately 75% of the Archaean Sandstone Greenstone Belt and comprises 5 Exploration Licence applications and 2 Prospecting Licence applications (**Tenements**) for a total landholding of approximately 723km².

The acquisition of Sandstone is consistent with the Company's move to assess non-uranium assets given the continuing low uranium price, as foreshadowed in the December 2015 Quarterly Activities Report. Following completion of the Agreement (**Completion**), the Company currently intends to maintain its uranium exploration portfolio of four granted tenements, which requires minimum annual expenditure of approximately \$326,000, and several tenement applications.

With the grant of the Tenements and Completion occurring, the Company will likely place less emphasis on improving its uranium exploration portfolio pending a recovery in the uranium price.

If Resolution 1 is not passed, the remaining Resolutions will not be put to the Meeting.

1.2 Key Terms of Agreement

1. Upon execution of the Agreement, the Company must pay the two Vendors a non-refundable amount of \$100,000, payable to them in equal shares (which has been paid).
2. Upon Completion, the Company must pay to the Vendors \$400,000 cash (payable to them in equal shares), issue 19 million fully paid ordinary shares in the Company and issue 25 million Performance Shares on terms detailed below.
3. Completion of the acquisition of Sandstone (**Completion**) is subject to:
 - (a) the Company completing due diligence enquiries to its satisfaction within 10 business days of execution of the Agreement (this condition has been satisfied);
 - (b) the Company obtaining by 31 May 2016 shareholder approval under Listing Rule 7 for the issue of 19 million fully paid ordinary shares in the Company, ASX approval of the terms of the Performance Shares under Listing Rules 6.1 and 6, and shareholder approval under Listing Rule 7 for the issue of 25 million Performance Shares to be issued to the Vendors by way of contingent deferred consideration (all parties may waive this condition); a break fee of \$100,000 is payable by the Company if this condition is not satisfied other than by reason of ASX imposing additional or substitute terms of the Performance Shares which are unacceptable to the Vendors or the Company (acting reasonably), and
 - (c) grant of all of the Tenement applications by 31 December 2016 (the Company may waive this condition).

4. Upon Completion, the Vendors have the right to nominate one non-executive Director to the Board of the Company.
5. Upon Completion Sandstone will grant the Vendors (and the Company guarantees the payment of) a 2% gross revenue royalty on all minerals produced from the Tenements and the right to fossick down to 2m below surface for all minerals and metals including gold nuggets.
6. The Company has agreed to incur a minimum \$300,000 per annum on exploration expenditure on the Tenements in the first two years following Completion.
7. Usual and appropriate warranties and covenants apply to the parties including pre-emptive rights upon surrender or sale of the Tenements by Sandstone.

1.3 Terms of Performance Shares

The terms of the Performance Shares to be issued to the Vendors at Completion have been approved by ASX pursuant to Listing Rules 6.1 and 6.2, as follows:

1. Each Performance Share shall be issued for nil cash consideration, as part of the consideration for the transfer of the fully paid ordinary shares issued in SSE by the Vendors to the Company.
2. Each Performance Share shall be convertible into a fully paid ordinary share in the Company.
3. The Performance Shares shall expire on the date that is five years from the date of completion of the share sale agreement for the acquisition of Sandstone by the Company from the Vendors (**Agreement**).
4. The Performance Shares do not confer any right to vote, except as otherwise required by law.
5. The conversion of each Performance Share is subject to the announcement of an Inferred Mineral Resource (as defined by a Competent Person in accordance with JORC Code 2012) or greater, and may be a combination of a Mineral Resource and an Ore Reserve, of:
 - (a) a tonnage and grade to establish contained metal of at least 500,000 oz Au, or
 - (b) a tonnage and grade to establish contained metal of at least 500,000 oz of Au equivalent calculated in accordance with clause 50 of the JORC Code 2012, being of either one, or a combination of nickel, copper, lead, zinc, silver or any of the platinum group metals, or
 - (c) a combination of (a) and (b) above.
6. If the conversion of each Performance Share would result in any person becoming in contravention of section 606(1) of the Corporations Act, then the conversion of the Performance Shares that would cause the contravention shall be deferred until such time or times that the conversion would not at a later date result in a contravention of section 606(1) of the Corporations Act. The Vendors shall give written notification to the Company if they consider that the conversion of all or any of the Performance Shares under the Agreement may result in contravention of section 606(1) of the Corporations Act, failing which the Company shall be entitled to assume that the conversion of the Performance Shares under the Agreement will not result in any person being in contravention of section 606(1) of the Corporations Act.
7. The Performance Shares are not transferable until they are converted.
8. In the event of any reconstruction (including consolidation, subdivision, reduction, cancellation or return) of the issued capital of the Company before expiry of the Performance Shares, all rights of the Performance Shares will be reconstructed (as appropriate) to comply with the ASX Listing Rules applicable to reorganisation of capital at the time of reorganisation.

9. A Performance Share holder is not entitled to participate in new issues of securities offered to the Company's shareholders (whether bonus issue or rights issue). A Performance Share holder can participate in new issues of securities offered to the Company's shareholders if the Performance Shares are converted before the relevant record date for that new issue.
10. A fully paid ordinary share in the Company issued upon conversion of a Performance Share will rank equally with the then issued fully paid ordinary shares on issue in the Company.
11. The Performance Shares will not be quoted and the Company will not make an application for quotation. However upon conversion of Performance Shares, the Company must within 9 business days after the conversion apply for official quotation of the fully paid ordinary shares in the Company on ASX subject always to the requirements of the ASX Listing Rules including those regarding restricted securities.
12. The Performance Rights shall confer on the holder the right to receive notices of general meeting and financial reports and accounts of the Company which are circulated to the Company's shareholders. Holders of Performance Shares are entitled to attend general meetings of the Company.
13. The Performance Shares do not entitle the holder to any dividends.
14. The Performance Shares do not confer any right upon the holder to participate in the surplus profits or assets of the Company upon any winding up of the Company.
15. The Performance Shares give the holder no rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.
16. If the Performance Shares are not converted into fully paid ordinary shares in the Company within 5 years from Completion, all of the Performance Shares will as soon as reasonably practicable be converted into one Company Share.

1.4 Listing Rule 7.1

Resolution 1 seeks approval for the issue of 19,000,000 Shares and 25,000,000 Performance Shares in aggregate to the two Vendors under the Agreement, for the purposes of Listing Rule 7.1.

Listing Rule 7.1 provides generally that a company may not issue shares or options to subscribe for shares equal to more than 15% of the company's issued share capital in any 12 months without obtaining shareholder approval. Resolution 1 seeks this approval because the issue of 19,000,000 Shares and 25,000,000 Performance Shares exceeds the Company's current capacity to issue securities without shareholder approval.

By approving this issue of 19,000,000 Shares and 25,000,000 Performance Shares under Resolution 1, the Company will have the flexibility to issue 19,000,000 Shares and 25,000,000 Performance Shares after the Meeting but no later than 9 January 2017 (which is the latest possible date on which Completion may occur under the Agreement following the latest date for satisfaction or waiver of the condition in paragraph 1.2.2(c) above), in accordance with a waiver which has been granted by ASX to permit the Company to issue these securities later than the 3 month timeframe required by Listing Rule 7.1.

In addition, the Company will retain the full flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 (as refreshed by Resolution 1, if Resolution 1 is passed) and up to the 10% special placement capacity set out in Listing Rule 7.1A as approved by the Company's shareholders at the 2015 Annual General Meeting, without the requirement to obtain prior Shareholder approval.

1.5 Technical information required by ASX Listing Rule 7.1

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided to Shareholders.

- (a) The maximum number of Shares to be issued under this Resolution is 19,000,000 Shares and 25,000,000 Performance Shares.
- (b) The Shares and the Performance Shares will be issued no later 9 January 2017 (or such later date to the extent permitted by any further ASX waiver or modification of the ASX Listing Rules) and it is intended that the issue will occur on the one date.
- (c) The deemed issue price per Share is not known at this time.
- (d) The Shares and the Performance Shares will be issued to the two Vendors under the Agreement, as follows:

Stephen Stone 9,500,000 Shares and 12,500,000 Performance Shares

Bruce Legendre 9,500,000 Shares and 12,500,000 Performance Shares

Stephen Stone is proposed to be elected as a Director if and when Completion occurs. He is therefore a Related Party of the Company under section 228(6) of the Corporations Act. By virtue of ASX Listing Rule 10.12 exception 6, it is not necessary to seek shareholder approval for the issue of the securities to Mr Stone under ASX Listing Rule 10.11 because he is a Related Party only by reason of the transaction which is the reason for the issue of the securities (namely, the Agreement).

Bruce Legendre is not a Related Party of the Company.

Stephen Stone and Bruce Legendre are not Associates of one another and following the issue of the Shares at Completion, neither will have a Relevant Interest in the Shares issued to the other.

Neither Stephen Stone nor Bruce Legendre are required by ASX Listing Rules Appendix 9B to execute a restriction agreement in relation to the Shares issued at Completion, because the quantum of their shareholdings in the Company upon issue of the Shares at Completion alone, and in aggregate, will be less than 20% of the Shares on issue in the Company immediately following Completion.

- (e) A voting exclusion statement is set out in the Notice of Meeting in relation to Resolution 1.
- (f) The Shares issued at Completion will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as, and ranking equally (from the date of their issue) with, the Company's existing Shares; the Performance Shares will be issued at Completion on the terms detailed in paragraph 1.3 above.
- (g) No funds will be raised by the issue of the Shares or the Performance Shares because they are to be issued as consideration for the Company's acquisition of Sandstone and control of the Tenements.

The Directors recommend that Shareholders vote in favour of Resolution 1.

2. RESOLUTION 2 – VARIATION OF CLASS RIGHTS

2.1 Background

Resolution 2 seeks approval for the issue of the Performance Shares, because section 246C(5) of the Corporations Act provides that if a company with a single class of shares on issue issues new shares, the issue is taken to vary the rights attaching to the shares on issue, if the rights attaching to the new shares are not the same as the rights attaching to the shares on issue, and those rights are not provided for in the Constitution or resolution that is lodged with ASIC. The Company currently has only one class of security on issue, namely fully paid ordinary shares. The terms of the Performance Shares are not the same as the fully paid ordinary shares on issue. The Constitution does not provide for any Performance Shares and no resolution has been lodged with ASIC providing for rights of Performance Shares. Accordingly, by operation of section 246C(5) of the Corporations Act, the Shares are taken to have their rights varied as a result of the issue of the Performance Shares.

Section 246B of the Corporations Act provides that if a company has a constitution that sets out the procedure for varying the rights attaching to shares in a class of shares, those rights may only be varied in accordance with that constitutional procedure. Clause 3.2 of the Constitution requires the holders of the fully paid ordinary shares in the Company to pass a special resolution to vary the rights of the Shares. Accordingly, Resolution 2 is a special resolution to approve the variation of the fully paid ordinary shares on issue which occurs by operation of section 246C(5) of the Corporations Act when the Performance Shares are issued.

As outlined in paragraph 1.1 above, the Company proposes to issue 25,000,000 Performance Shares at Completion to the Vendors of Sandstone. Each Performance Share is convertible to one Share upon satisfaction of the milestone specified in paragraph 1.3.5 above. The purpose of the issue of the Performance Shares is to link the payment of deferred consideration for Sandstone with the milestone described. If the milestone is not achieved within 5 years of Completion, the Performance Shares will all convert to a total of one Share and the only consideration the Vendors would have received under the Agreement is a total \$500,000 cash payment and the issue of 19,000,000 Shares, paid and issued at Completion, and one Share issued following the fifth anniversary of Completion, and any payments under the royalty detailed in paragraph 1.2.5 above.

ASX has confirmed that the terms of the Performance Shares are fair and equitable in accordance with ASX Listing Rule 6.1 and ASX has approved the issue of the Performance Shares in accordance with ASX Listing Rule 6.2.

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

3. RESOLUTION 3 – CHANGE OF COMPANY NAME

Resolution 3 proposes that the Company change its name from “Enterprise Uranium Limited” to “Alto Metals Limited”. This change will not affect the legal status of the Company or any of its assets or liabilities. Section 157 of the Corporations Act requires shareholder approval of a change of company name by special resolution.

The Directors consider that the new Company name better reflects the Company’s business objectives following the Board’s decision to place less emphasis on improving its uranium exploration portfolio pending a recovery in the uranium price.

The Directors recommend that Shareholders vote in favour of Resolution 3.

GLOSSARY

\$ means Australian dollars.

Associate has the meaning given in the Corporations Act.

ASX means ASX Limited.

ASX Listing Rules means the Listing Rules of ASX.

Board means the current board of Directors of the Company.

Company means Enterprise Uranium Limited (ACN 159 819 173).

Corporations Act means the Corporations Act 2001 (Cth).

Directors means the current Directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice of Meeting.

General Meeting means the meeting convened by the Notice of Meeting.

Minerals has the meaning given in section 8 of the Mining Act 1978 (WA).

Notice of Meeting or **Notice of General Meeting** means this notice of general meeting including the explanatory statement.

Proxy Form means the form of proxy accompanying this Notice of General Meeting.

Related Party has the meaning given in section 228 of the Corporations Act.

Resolutions means the resolutions set out in the Notice of Meeting, or any one of them, as the context requires.

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

Shareholder means a person entered in the Company's register as a holder of a Share.

WST means Western Standard Time as observed in Perth, Western Australia.

ENTERPRISE URANIUM LIMITED
ACN 159 819 173

Instructions for Completing Proxy Form

1. Please complete your name, address and SRN or HIN as it appears on the share register of Enterprise Uranium Limited.
2. A member entitled to attend and vote at a General Meeting is entitled to appoint not more than two proxies to attend and vote on a poll on their behalf. The appointment of a second proxy must be done on a separate copy of the Proxy Form. Where more than one proxy is appointed, such proxy must be allocated a proportion of the member's voting rights. If a member appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half the votes. A duly appointed proxy need not be a shareholder of the Company.
3. If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting, please write the full name of that individual or body corporate in the space provided. If you leave both the box and this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a security holder of the Company. A proxy may be an individual or a body corporate.

Under recent changes to the Corporations Act, if your appointment of a proxy specifies the way the proxy is to vote on a particular resolution and your appointed proxy is not the Chairman of the meeting and at the meeting a poll is duly demanded on the question that the resolution be passed, then if either your proxy is not recorded as attending the meeting (if a record of attendance is made) or your proxy does not vote on the resolution, the Chairman is taken, before voting on the resolution closes, to have been appointed as your proxy for the purposes of voting on the resolution at that meeting.

4. You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your securities 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 securities you wish to vote in the appropriate place. If you do not mark any of the boxes on a given item, 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.

Under recent changes to the Corporations Act, if you direct your proxy how to vote on a particular resolution, the proxy need not vote on a show of hands but if the proxy does so, the proxy must vote as directed. If the proxy has 2 or more appointments that specify different ways to vote on the resolution, the proxy must not vote on a show of hands. If the proxy is the Chairman, the proxy must vote on a poll, and must vote as directed and if the proxy is not the Chairman, the proxy need not vote on the poll, but if the proxy does so, the proxy must vote as directed.

5. Where a member's holding is in one name the holder must sign. Where the holding is in more than one name, all members should sign.
6. Where a Proxy Form of a corporate representative is lodged and is executed under a power of attorney, the power of attorney must be lodged in like manner as this Proxy Form.
7. Corporate members should comply with the execution requirements set out on the Proxy Form or otherwise with the provisions of section 127 of the Corporations Act. Section 127 of the Corporations Act provides that a company may execute a document without using its common seal if the document is signed by:

- 2 directors of the company;
- a director and a company secretary of the company; or

- for a proprietary company that has a sole director who is also the sole company secretary – that director.

For the Company to rely on the assumptions set out in section 129(5) and (6) of the Corporations Act, a document must appear to have been executed in accordance with section 127(1) or (2). This effectively means that the status of the persons signing the document or witnessing the affixing of the seal must be set out and conform to the requirements of section 127(1) or (2) as applicable. In particular, a person who witnesses the affixing of a common seal and who is the sole director and sole company secretary of the company must state that next to his or her signature.

8. Completion of a Proxy Form will not prevent individual members from attending the General Meeting in person if they wish. Where a member completes and lodges a valid Proxy Form and attends the General Meeting in person, then the proxy's authority to speak and vote for that member is suspended while the member is present at the General Meeting.
9. To vote by proxy, please complete and sign the enclosed Proxy Form and return by:
 - (a) delivery to Enterprise Uranium Limited, Suite 2, 91 Hay Street, Subiaco, WA 6008; or
 - (b) post to PO Box 8216, Subiaco East WA 6008; or
 - (c) facsimile to the Company on facsimile number +61 8 9381 5545

so that it is received not later than 10.30 am (WST) on 18 May 2016.

Proxy forms received later than this time will be invalid.

ENTERPRISE URANIUM LIMITED

ACN 159 819 173

GENERAL MEETING

PROXY FORM

NAME:

ADDRESS:

SRN / HIN:

APPOINTMENT OF A PROXY

I/We being a member(s) of Enterprise Uranium Limited and entitled to attend and vote at the General Meeting, hereby appoint:-

the Chairman of
the Meeting
(mark with an 'X')

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 person/body corporate so named or, if no person/body corporate is named, the Chair of the General Meeting, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, as the proxy sees fit, at the General Meeting of the Company to be held at 10.30am (WST), on Friday, 20 May 2016 at The Celtic Club, 48 Ord Street, West Perth, Western Australia, and at any adjournment thereof.

If you appoint a proxy, the Company encourages you to direct your proxy how to vote on each item of business.

The Chair of the Meeting intends to vote all undirected proxies, which the Chairman is entitled to vote, in favour of each item of business.

Voting on Business of the General Meeting

	FOR	AGAINST	ABSTAIN
Resolution 1 – Approval of issue of Shares and Performance Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 – Approval of variation of Class Rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 – Approval of change of Company name to Alto Metals Limited	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 to be counted in computing the required majority on a poll.

If two proxies are being appointed, the proportion of voting rights this proxy represents is _____%

Signed this _____ day of _____ 2016

By: Individuals and joint holders Companies (affix common seal if appropriate)

Signature _____

Director _____

Signature _____

Director/Company Secretary _____

Signature _____

Sole Director and Sole Company Secretary _____

Contact Details

Contact Email address

Contact Telephone Number

() _____

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