
AURORA LABS LIMITED

ACN 601 164 505

ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

The annual general meeting of the Company will be held at HLB Mann Judd, Level 4, 130 Stirling Street Perth WA 6000 on Thursday, 14 November 2024 at 10:00am (AWST).

*This document is an addendum to the notice of general meeting (**Notice**) dated 24 September 2024 for the annual general meeting of Aurora Labs Limited (**Addendum**). This Addendum varies the Resolutions and Explanatory Memorandum accompanying the Notice and should be read together with the Notice and Explanatory Memorandum. There have been no changes to the Proxy Form despatched to Shareholders.*

ADDENDUM TO NOTICE AND EXPLANATORY MEMORANDUM

Aurora Labs Limited (ACN 601 164 505) (**Company**) gives notice to Shareholders of amendments to the notice of meeting dated 24 September 2024 (**Notice**) and accompanying explanatory memorandum (**Explanatory Memorandum**) for the annual general meeting of the Company to be held at HLB Mann Judd, Level 4, 130 Stirling Street Perth WA 6000 on Thursday, 14 November 2024 at 10:00am (AWST) (**Meeting**).

Shareholders should note that there is no change to the date, time and venue of the Meeting.

Definitions in the Notice have the same meaning in this Addendum unless otherwise updated in this Addendum.

This Addendum is supplemental to the original Notice and Explanatory Memorandum and should be read together with the Notice and Explanatory Memorandum. To the extent of any inconsistency, this Addendum will prevail over the original Notice and Explanatory Memorandum.

BACKGROUND

On 21 June 2024, the Company announced that, subject to Shareholder approval, existing Directors will be issued Options on the same terms and conditions as those issued to the Company's new non-executive director, Mr Andrew Garth. Subject to shareholder approval, Mr Grant Mooney will receive 3,000,000 Options, Mr Ashley Zimpel will receive 1,500,000 Options and Mr Terry Stinson will receive 1,500,000 Options.

On the same date, the Company lodged an Appendix 3B advising ASX of the proposed issue of 6,000,000 Options to Directors, subject shareholder approval at the upcoming annual general meeting.

The Company advises that it has identified two errors in the Notice:

- (a) the number of Options proposed to be issued to Mr Ashley Zimpel under Resolution 5. The number should be 1,500,000 Options (instead of the 1,000,000 Options disclosed in the Notice); and
- (b) the number of Options proposed to be issued to Mr Terry Stinson under Resolution 6. The number should be 1,500,000 Options (instead of the 1,000,000 Options disclosed in the Notice).

Accordingly, Resolutions 5 and 6 to be considered at the Meeting will be amended and replaced by this Addendum.

Given the number of Options proposed to be issued under Resolutions 5 and 6 has changed to align with the Company's existing disclosure, this will result in minor changes to the proposed capital structure of the Company, the value of the Options provided to the relevant directors and the dilution to shareholders (upon the issue of Shares on exercise of the Options).

This Addendum is provided to Shareholders to (amongst other matters) update the relevant sections in the Notice, having regard to the changes noted above.

IMPORTANT NOTICE

This Addendum 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.

VOTING BY PROXY

Proxy Forms accompanying the Notice remain valid. Any Proxy Forms submitted by Shareholders in accordance with the instructions in the Notice remain valid and will be accepted by the Company and

counted in relation to the Resolutions to be voted on by shareholders at the Meeting, including Resolutions 5 and 6 (as amended by this Addendum).

Shareholders who have already submitted a Proxy Form with a direction on how to vote on Resolutions 5 and 6 and do not wish to change their voting instruction do not need to take any action.

Shareholders who would like to alter their votes that have already been cast can do so by following the instructions in the Notice and original Proxy Form to submit a revised Proxy Form.

Shareholders who have not yet cast their vote may lodge their proxy form online or by using the Proxy Form that was enclosed with the Notice.

Proxy Forms must be received by the Company no later than 10.00am (AWST) on Tuesday, 12 November 2024, being at least 48 hours before the Meeting. Proxy Forms received later than this time will be invalid.

AMENDMENTS TO THE AGENDA

Resolutions 5 and 6 to be considered at the Meeting will be amended and replaced with the following:

5 Resolution 5 – Issue of Options to Mr Ashley Zimpel

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

"That, pursuant to and in accordance with Listing Rule 10.11, Chapter 2E of the Corporations Act (including section 208 of the Corporations Act) and for all other purposes, Shareholders approve the issue of up to 1,500,000 Options to Mr Ashley Zimpel (and/or his nominee(s)), on the terms and conditions in the Explanatory Memorandum."

6 Resolution 6 – Issue of Options to Mr Terry Stinson

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

"That, pursuant to and in accordance with Listing Rule 10.11, Chapter 2E of the Corporations Act (including section 208 of the Corporations Act) and for all other purposes, Shareholders approve the issue of up to 1,500,000 Options to Mr Terry Stinson (and/or his nominee(s)), on the terms and conditions in the Explanatory Memorandum."

The Voting Exclusions and Voting Prohibitions contained in the Notice for Resolutions 5 and 6 continue to apply.

AMENDMENTS TO THE EXPLANATORY MEMORANDUM

- 1. All references to "1,000,000 Options" in Section 7 of the Explanatory Memorandum be deleted and replaced with "1,500,000 Options".**
- 2. All references to "5,000,000" Options in Section 7 of the Explanatory Memorandum be deleted and replaced with "6,000,000 Options".**
- 3. Section 7.4(j) of the Explanatory Memorandum is deleted and replaced with the following:**

- (j) The estimated value of the financial benefit provided to the Directors (based on the underlying Share price of \$0.059, being the closing price of a Share on ASX on 24 September 2024) is as follows:

Director	Number of Director Options	Value at \$0.059 per Share
Mr Grant Mooney	3,000,000	\$82,020
Mr Ashley Zimpel	1,500,000	\$41,010
Mr Terry Stinson	1,500,000	\$41,010

4. Section 7.4(l) of the Explanatory Memorandum is deleted and replaced with the following:

- (l) If all of the Director Options are converted into Shares (subject to Resolutions 4, 5 and 6 being passed) a total of 6,000,000 Shares will be issued. This would increase the number of Shares on issue from 363,637,652 (being the number of Shares on issue as at the date of the Notice) to 369,637,652 (assuming no further issues of Shares and no convertible securities vest or are exercised), which would result in a dilution of all other Shareholder's holding in the Company of approximately 1.65%.

There are no other changes to the Notice.

Dated: 18 October 2024

BY ORDER OF THE BOARD



Grant Mooney
Non-Executive Chairman and Company Secretary