



Aurora Group of Companies

(Administrators Appointed) (Mortgagee in Possession)

Report by Administrators

22 December 2023

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Glossary

Term	Definition
Act	Corporations Act 2001
Administrators	Richard Tucker, David Osborne and Tony Miskiewicz
ASIC	Australian Securities and Investments Commission
ATO	Australian Taxation Office
Aurora Group	The Aurora Group of Companies as specified in the Overview section this report
CRMA	China Railway Materials (Australia) Pty Limited
DEWR	Department of Employment and Workplace Relations
DOCA	Deed of Company Arrangement
FEG	Fair Entitlements Guarantee Scheme
FEG Act	Fair Entitlements Guarantee Act 2012
HeadCo	Aurora Metals Limited (Administrators Appointed) (Mortgagee in Possession)
MGMF	Mt Garnet Mineral Finance Pty Ltd
POD	Proof of debt form
Receivers and Managers	Chris Baskerville and Greg Proud from Jirsch Sutherland
Rules	Insolvency Practice Rules (Corporations) 2016 (Cth).
Subsidiaries	All entities within the Aurora Group of Companies (as specified in Section 2.1 of this report) and excluding Aurora Metals Limited (Administrators Appointed).

Overview

Richard Tucker, David Osborne and Tony Miskiewicz, were appointed as Voluntary Administrators of the below entities pursuant to Sections 436A and 436C of the Corporations Act 2001 ('the Act') on 30 June 2023.

Aurora Metals Limited ACN 126 634 606 ('HeadCo')
Auctus Chillagoe Holdings Pty Ltd ACN 605 053 610
Auctus Chillagoe Pty Ltd ACN 605 055 285
Auctus Minerals Pty Ltd ACN 602 411 852
Auctus Resources Pty Ltd ACN 136 606 338
Colinacobre Pty Ltd ACN 601 312 207
CTM Alluvial Pty Ltd ACN 137 305 947
Nyngan Gold Pty Ltd ACN 154 650 585
Vision Exploration Pty Ltd ACN 161 881 018
Surveyor Mining Pty Ltd ACN 601 108 776
Thesaurus Exploration Pty Ltd ACN 163 781 342
Twilight Exploration Pty Ltd ACN 161 880 995 ('Subsidiaries')
(Collectively 'Aurora Group')

The First Meetings of Creditors for the Aurora Group were held on Wednesday, 12 July 2023.

The Second Meetings of Creditors for the Aurora Group were held on Thursday, 30 November 2023. At the election of the Chairperson, and pursuant to Section 75-140 of the Rules, the meetings were adjourned for a period of up to 45 business days.

The Administrators intend to reconvene the Second Meetings of Creditors on Wednesday, 3 January 2024 – see below for the details. In preparation for the meetings, please review this report. This allows creditors to be in a position to vote at the reconvened Second Meetings of Creditors on the options available to them as to whether, with respect to each company of the Aurora Group, it would be in the creditors' interests for:

- the Company to execute a Deed of Company Arrangement ('DOCA'), or
- the Administration to end, or
- the Company to be wound up.

These alternatives are explained later in the report.

Steps required to participate in the meetings

To participate in the meetings, you will need to:

- Submit a proof of debt (Appendix A) and information to substantiate your claim for each company where you are a creditor – those creditors who have already lodged a Proof of Debt are not required to lodge a further proof (unless they wish to amend their claim)
- Appoint a person – a 'proxy' (Appendix B) – to vote on your behalf at a meeting for each company where you are a creditor. This will be necessary if you are unable to attend a meeting in person or virtually, or if the creditor is a company. Proxy forms already submitted and deemed valid at the Second Meetings of Creditors held on Thursday, 30 November 2023, will continue to be valid for these reconvened meetings.
- If you are an individual, such as an employee or a sole trader, and are attending virtually, provide the required information by completing a Notice of Virtual Attendance at Meeting Form (Appendix C). Notice of Virtual Attendance at Meeting Forms already submitted and deemed valid at the Second Meetings of Creditors held on Thursday, 30 November 2023, will continue to be valid for these reconvened meetings.

Meeting details

Location	Virtual meeting only – no in-person attendance will be allowed
Date	Wednesday, 3 January 2024
Time	10.00 am AEST
Due time and date for proof of debt and proxy form	10.00 am AEST on the last business day prior to the meetings, being Tuesday, 2 January 2024



1 Second Meetings of Creditors

1.1 Background

Events leading up to the adjournment of the Second Meetings of Creditors of the Aurora Group are outlined below:

- On Thursday, 23 November 2023, the Administrators issued a report to creditors in accordance with section 439A of the Act which expressed the Administrators' opinion that it was in the interest of creditors of the Aurora Group to place each of the respective companies of the Aurora Group into liquidation.
- On Friday, 24 November 2023, Chris Baskerville and Greg Proud from Jirsch Sutherland replaced Philip Campbell-Wilson and Said Jahani of Grant Thornton as Receivers and Managers of the Aurora Group.
- On Tuesday, 28 November 2023, the Administrators were advised by the new Receivers and Managers that they were pursuing an asset sale and they enquired whether liquidation would impact the sale. The Administrators responded advising that as they were not privy to the terms of the asset sale, they did not know.
- On Wednesday, 29 November 2023, the Administrators were approached by two parties, who had conducted Due Diligence on the Aurora Group, with respect to adjourning the Second Meetings of Creditors to allow them time to propose a DOCA. The Administrators suggested the adjournment of the Subsidiaries only to allow HeadCo to go into liquidation and allow employees to access the FEG scheme. However, at least one of the proponents said that they saw material value in the carried forward tax losses in the HeadCo and so the decision was made to adjourn all meetings.
- On Wednesday, 29 November 2023 and Thursday, 30 November 2023, the Administrators held discussions with the two major secured creditors (MGMF and CRMA) and obtained confirmation of their support of an adjournment to the Second Meetings of Creditors for the Aurora Group.
- On the morning of Thursday, 30 November 2023, the DEWR advised that the Minister for Employment and Workplace Relations had exercised his powers under section 49 of the FEG Act to provide former HeadCo employees with early access to FEG (prior to liquidation). This meant the adjournment of the Second Meetings of Creditors would not delay access to FEG by former employees of the HeadCo.
- At the Second Meetings of Creditors held on Thursday, 30 November 2023, the Administrators adjourned the meetings for up to 45 business days pursuant to section 75-140 of the Rules.

Following the adjournment of the Second Meetings of Creditors, the Administrators have sought information of the Receivers and Managers sale process including the provision of a copy of a purported executed Heads of Agreement for an asset sale. Not all information requested had been received at the time of the issue of this report.

The Receivers and Managers advised late Wednesday, 20 December 2023, they had provided notice to their appointor of their retirement as Receivers and Managers. They provided their appointor with five business days' notice as required pursuant to their Deed of Appointment. However, structured the Deed of Retirement where their appointor may accelerate their retirement. At approximately 6.20 pm AEST on Thursday, 21 December 2023, the Receivers and Managers advised their retirement as Receivers and Managers had been accepted by their appointors and their appointment had come to an end, effective from 6.01 pm AEST.

At approximately 7.07 pm AEST on Thursday, 21 December 2023, the Administrators received correspondence from MGMTF advising they had exercised their enforcement rights, in accordance with their securities, and had taken possession of the assets subject to their security as mortgagee in possession.

In circumstances where the Administrators remain without funds, and the lack of clarity on the status of the sale of the Aurora Group's assets, the Administrators have determined to reconvene the Second Meetings of Creditors of the Aurora Group on Wednesday, 3 January 2024. The information contained in the Administrators' Report to Creditors dated 23 November 2023 remain unchanged, and the Administrators remain of the view all companies of the Aurora Group should be placed into liquidation at the upcoming reconvened Second Meetings of Creditors.

The Administrators reiterate to all creditors that they are not currently in control or possession of the assets and do not accept any liability incurred during the receiverships conducted by Philip Campbell-Wilson and Said Jahani of Grant Thornton and Chris Baskerville and Greg Proud from Jirsch Sutherland. Nor do they accept any liability incurred or to be incurred by MGMTF during its appointment as Mortgagee in Possession.



1.2 Resumed Second Meetings of Creditors

We are required to resume the Second Meetings of Creditors of the Aurora Group pursuant to Section 439A of the Act ('the Resumed Second Meetings of Creditors') to consider the future of each Company.

Our Administrators' Report previously issued on, and dated, 23 November 2023 remains unchanged and contains information on the Aurora Group's business, property, affairs and financial circumstances and provides opinions on certain matters, and contains information which allows creditors to be in a position to vote at the Resumed Second Meeting of Creditors on the options available to them, as to whether it would be in the creditors' interests (for each of the respective companies of the Aurora Group) for:

- the Company to execute a DOCA, or
- the Administration to end, or
- the Company to be wound up.

Whilst several parties have expressed interest to the Administrators in proposing a DOCA, we are unable to advance those discussions in circumstances where the secured creditor, their formerly appointed Receiver and Manager and the purported acquirer have not provided us any information on the current status of their sale process. We have therefore been unable to determine if a DOCA is an available option.

1.2.1 Notice of Resumed Second Meetings of Creditors

The Resumed Second Meetings of Creditors will be a virtual meeting only – no in-person attendance will be allowed. In the minutes, the notional physical location of the virtual meetings will be recorded as KordaMentha, Level 6, 75 Denham Street, Townsville Qld 4810. Online registration for all creditors and employees will open five minutes prior to the commencement of the meetings at 10.00 am AEST on Wednesday, 3 January 2024. A Notice of Resumed Second Meetings of Creditors is attached with this report at Appendix D.

Virtual meeting facilities have been organised for these meetings. You can either listen to the meetings or view and listen to the meetings. Either way, you will be able to ask questions and vote on resolutions. To view and/or listen to the meetings, the details and a link will be emailed to you once you indicate to us that you are attending virtually. To attend virtually, we require some information from you. If you are appointing a proxy, the information required is requested in the Proxy Form. If you are an individual, such as an employee or a sole trader, provide the required information by completing a Notice of Virtual Attendance at Meeting Form. These completed forms must be received no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. You will then be sent the conference call number and code or link to the meetings. Send the forms by email to aurora@kordamentha.com, fax to (03) 8648 0672 or send by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Due to possible delays in the delivery of mail, we recommend email or fax. Note your name is likely to be visible to other attendees. This information is also required to be included on the attendance register and attached to the minutes, which are lodged with ASIC and are publicly available for a small fee.

Forms already lodged and accepted by the Administrators for attendance at the Second Meetings of Creditors held on Thursday, 30 November 2023, remain valid for the Reconvened Second Meetings of Creditors to be held on Wednesday, 3 January 2024.

1.2.2 Proxies and Proofs of Debt

To participate in the meeting for each Company, you will need to:

- Submit a proof of debt (Appendix A) and information to substantiate your claim for each company where you are a creditor – those creditors who have already lodged a Proof of Debt are not required to lodge a further proof (unless they wish to amend their claim).
- Appoint a person – a 'proxy' (Appendix B) – to vote on your behalf at a meeting for each company where you are a creditor. This will be necessary if you are unable to attend a meeting in person or virtually, or if the creditor is a company. Proxy forms already submitted and deemed valid at the Second Meetings of Creditors held on Thursday, 30 November 2023, will continue to be valid for these reconvened meetings.

If you are representing a company, please ensure that your Proxy Form is executed pursuant to Section 127 of the Corporations Act or your representative is appointed pursuant to Section 250D of the Corporations Act, otherwise you will not be entitled to vote at the meeting.

You can appoint the chairperson of the meeting or another person as your proxy and direct the chairperson or that person as to how you wish your vote to be cast. If you choose to do this, the chairperson or that person must cast your vote as directed.

Creditors should note that Proof of Debt Forms lodged for this meeting are for voting purposes only but may be used for voting on resolution proposals without a meeting and distribution purposes. If you have previously lodged a Proof of Debt Form, you do not need to provide an additional Proof of Debt Form unless you wish to alter the Proof of Debt Form previously lodged.

Proxy Forms and Proof of Debt Forms must be received no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024, failing which creditors or their proxies may be excluded from voting at the meeting. They may be mailed to PO Box 1486, Townsville Qld 4810, faxed to (03) 8648 0672 or scanned and emailed to aurora@kordamentha.com.

Information relating to this meeting, can be found on our website www.kordamentha.com in the [Creditors section](#), as can general information regarding the conduct of meetings of creditors and the completion of Proxy Forms and Proof of Debt Forms. Also available there is a form to update your contact details or bank account details.

Section 110D of the Act permits electronic notification to creditors of notices and documents. If you do not have access to the internet, you can request that a copy of the report be mailed to you.

1.3 Receipts and Payments of Administration

Enclosed as Appendix E is a summary of the receipts and payments for the period from Friday, 30 June 2023 to Wednesday, 20 December 2023. Further details in relation to the receipts and payments are available on request, provided sufficient notice is given to comply with the request.

2 Alternatives available to creditors

2.1 Recommendation

We refer creditors to our Administrators' Report dated 23 November 2023. Our opinion on the future of the Aurora Group remains unchanged. That being:

- It is our opinion that it would be in creditors interests for each Company of the Aurora Group to be placed into liquidation. No DOCA has been proposed and it is not in creditors interests to bring the Administrations to an end. The only opportunity for creditors, including those holding circulating security interest (where a shortfall is expected), to receive a return is through the pursuit and recovery of voidable transactions that only a Liquidator has the power to commence.

2.2 Reasons for recommendation

The reasons for our recommendation are as follows:

1. Notwithstanding several parties have indicated their interest in exploring a potential DOCA, we have not been provided any substantive details of the current status by the secured creditor, their formerly appointed Receiver and Manager or the purported acquirer on the sale process, nor a binding DOCA proposal, and are therefore unable to determine if a DOCA is possible.
2. Our preliminary investigations have uncovered numerous voidable transactions that may be recoverable if the Aurora Group companies are placed into liquidation.
3. Bringing the administrations to an end will return the Company to the control of the directors in circumstances which will not have materially changed from the point of the appointment of voluntary administrators.
4. Based on the financial analysis undertaken by the Administrators, placing the Aurora Group companies into liquidation will result in a better return for creditors than bringing the administration to an end.

3 Further matters for consideration at the meeting

3.1 Committee of Inspection

At these meetings if any of the Aurora Group companies are placed into liquidation, creditors may consider whether a Committee of Inspection should be appointed.



The role of a Committee of Inspection is to consult with the liquidators and receive reports on the conduct of the administration. A Committee of Inspection can also approve the liquidators' fees.

It is our opinion that a Committee of Inspection would be useful to assist with the conduct of the liquidation of HeadCo. An information sheet on the role of a Committee of Inspection is enclosed at Appendix F. You should consider whether you would like to act as a member of the Committee of Inspection.

It is our opinion that a Committee of Inspection is not required for the Subsidiaries for the following reasons:

- The main business of the Companies was conducted through the HeadCo.
- Based on our current understanding of the Aurora Group's finances, there appears to be limited creditors in the Subsidiaries to warrant setting up Committees of Inspection.

4 Further information

4.1 The privacy of your information

We may collect personal information either from you, the Company or otherwise in connection with the amount owed to you by the Company. KordaMentha takes all reasonable steps to protect the personal information we hold about you from misuse and loss and from unauthorised access, modification or disclosure. From time to time, we may need to disclose personal information regarding you to a third party, such as a regulatory body. Except for certain disclosures required by the Act, such disclosures will be made on a confidential basis and, where possible, will require the third party to comply with appropriate privacy obligations.

If you would like to access or change the personal information KordaMentha holds about you, you can contact the contact person detailed in this letter at KordaMentha and request the relevant change or access. To action any change or access request, we will need to verify your identity and comply with our other procedures which are in place to prevent unauthorised access to personal information. If you have a complaint in relation to the privacy of your information, please contact privacy@kordamentha.com. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

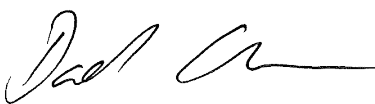
4.2 Information sources

ARITA provides information to assist creditors with understanding insolvency. This information is available from ARITA's website at www.arita.com.au.

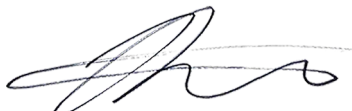
ASIC provides information sheets on a range of insolvency topics. These information sheets can be accessed on ASIC's website at www.asic.gov.au/insolvencyinfosheets.

Creditors requiring further information regarding the administration can contact us by email at aurora@kordamentha.com.

Dated: 22 December 2023



David Osborne
Administrator



Richard Tucker
Administrator



Tony Miskiewicz
Administrator

Chifley Tower
Level 5, 2 Chifley Square
Sydney NSW 2000

Enc.



Appendix A Proof of Debt Forms



Form 535 – Formal proof of debt or claim (General form)**Aurora Metals Limited (Administrators Appointed) (Mortgagee in Possession) ACN 126 634 606 ('the Company')**

To: The Administrators of Aurora Metals Limited (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To

(name of creditor)

Of

(address of creditor)

ABN

For

\$

(amount owed to creditor, include cents, GST inclusive)

GST Amount:\$

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
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3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature

Name

Date

Address

Email

Phone

Fax

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Auctus Chillagoe Holdings Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ACN 605 053 610 ('the Company')**

To: The Administrators of Auctus Chillagoe Holdings Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
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3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Auctus Chillagoe Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ACN 605 055 285 ('the Company')**

To: The Administrators of Auctus Chillagoe Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
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3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Auctus Minerals Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ACN 602 411 852 ('the Company')**

To: The Administrators of Auctus Minerals Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
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3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Auctus Resources Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ACN 136 606 338 ('the Company')**

To: The Administrators of Auctus Resources Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
------	--------	----------	-------------	----------

3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Colinacobre Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 601 312 207 ('the Company')**

To: The Administrators of Colinacobre Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
------	--------	----------	-------------	----------

3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**CTM Alluvial Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 137 305 947 ('the Company')**

To: The Administrators of CTM Alluvial Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
------	--------	----------	-------------	----------

3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Nyngan Gold Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 154 650 585 ('the Company')**

To: The Administrators of Nyngan Gold Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
------	--------	----------	-------------	----------

3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Surveyor Mining Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ACN 601 108 776 ('the Company')**

To: The Administrators of Surveyor Mining Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
------	--------	----------	-------------	----------

3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Thesaurus Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ACN 163 781 342 ('the Company')**

To: The Administrators of Thesaurus Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
------	--------	----------	-------------	----------

3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Twilight Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ACN 161 880 995 ('the Company')**

To: The Administrators of Twilight Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
------	--------	----------	-------------	----------

3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Form 535 – Formal proof of debt or claim (General form)**Vision Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ACN 161 881 018 ('the Company')**

To: The Administrators of Vision Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession) ('the Company')

1. This is to state that the Company was on Friday, 30 June 2023, and still is, justly and truly indebted:

To _____
(name of creditor)

Of _____
(address of creditor)

ABN _____

For \$ _____ GST Amount: \$ _____
(amount owed to creditor, include cents, GST inclusive)

Particulars of the debt are:

Date	Consideration	Amount (\$)	Remarks
(insert date when debt arose)	(state how the debt arose and attach supporting invoices and statements of account)	(GST inclusive amount)	(include details of voucher substantiating payment)

(If debt is held due to an assignment of debt, provide evidence of the transfer and the consideration paid for assignment of the debt.)

2. To my knowledge or belief, the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:
(Insert particulars of all securities held. If the securities are on the property of the Company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form.)

Date	Drawer	Acceptor	Amount (\$)	Due date
------	--------	----------	-------------	----------

3. This proof of debt may be used for the purposes of voting at any meeting, a proposal without a meeting or for distribution to creditors unless a further proof of debt is submitted by me.

Execution:

- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied. (select if applicable)
- ☐ I am a related creditor of the Company. (select if applicable)

Signature _____

Name _____ Date _____

Address _____

Email _____

Phone _____ Fax _____

Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appendix B Appointment of Proxy Forms



Appointment of proxy

Aurora Metals Limited (Administrators Appointed) (Mortgagee in Possession)
ACN 126 634 606 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Auctus Chillagoe Holdings Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 605 053 610 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Auctus Chillagoe Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 605 055 285 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Auctus Minerals Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 602 411 852 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Auctus Resources Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 136 606 338 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Colinacobre Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 601 312 207 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

CTM Alluvial Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 137 305 947 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Nyngan Gold Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 154 650 585 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Surveyor Mining Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 601 108 776 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Thesaurus Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 163 781 342 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Twilight Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 161 880 995 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appointment of proxy

Vision Exploration Pty Ltd (Administrators Appointed) (Mortgagee in Possession)
ACN 161 881 018 ('the Company')

1. Insert full name and contact details (please print)

Creditor's name (individual or company)

Name of company contact or director(s)/company secretary

Email address

Telephone number

Address

2. Appointment of a proxy (please complete)

I/We, a creditor of the Company, appoint ☐ {name of proxy} or

☐ the Chairperson, or in his/her absence, ☐ {name of alternative} or

☐ the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on Wednesday, 3 January 2024 or at any adjournment of that meeting.

If your proxy is attending virtually, provide contact details for the meeting invite to be provided to the proxy and a method to contact the proxy in case of technology difficulties.

Email address

Telephone number

3. Voting by your proxy

Option 1: If appointed as a **general proxy**, as he/she determines on my/our behalf. ☐

and/or

Option 2: If appointed as a **special proxy** for some or all resolutions, specify your instructions below (please tick).

Resolution (please specify the particular resolution)	For	Against	Abstain	General proxy to vote
<u>Future of company</u>				
Only mark your intention for one of the three resolution options below:				
Option 1: That pursuant to Section 439C of the Corporations Act, the Company execute a deed of company arrangement	☐	☐	☐	☐
Option 2: That the administration should end	☐	☐	☐	☐
Option 3: That pursuant to Section 439C of the Corporations Act, the Company be wound up	☐	☐	☐	☐
<u>Other resolutions</u>				
That a committee of inspection be appointed in the liquidation of the Company	☐	☐	☐	☐
That in accordance with Section 80-55(3) of Schedule 2 of the Corporations Act, the members of the committee of inspection (or a related entity of those members) are permitted to continue dealing with the Company and its creditors on a business as usual basis during the period of the external administration	☐	☐	☐	☐
Resolutions proposed at the meeting				☐

4. Signature section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation

Print name:

The common seal was affixed hereto in the presence of:

Director

Director/Company Secretary

Dated:

5. Certificate of witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

I _____ of _____
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: _____

6. Return of completed proxy forms

Completed proxy forms are to be received by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. They can be sent by email to aurora@kordamentha.com, faxed to (03) 8648 0672 or sent by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Our privacy policy can be found on the KordaMentha website at www.kordamentha.com/governance/privacy-policy.

Appendix C Notice of Virtual Attendance at Meetings Form



Notice of virtual attendance at meeting

Aurora Metals Limited ACN 126 634 606 ('the HeadCo')

Auctus Chillagoe Holdings Pty Ltd ACN 605 053 610

Auctus Chillagoe Pty Ltd ACN 605 055 285

Auctus Resources Pty Ltd ACN 136 606 338

Auctus Minerals Pty Ltd ACN 602 411 852

CTM Alluvial Mining Pty Ltd ACN 137 305 947

Colinacobre Pty Ltd ACN 601 312 207

Surveyor Mining Pty Ltd ACN 601 108 776

Nyngan Gold Pty Ltd ACN 154 650 585

Vision Exploration Pty Ltd ACN 161 881 018

Twilight Exploration Pty Ltd ACN 161 880 995

Thesaurus Exploration Pty Ltd ACN 163 781 342 ('the Subsidiaries')

(All Administrators Appointed) (All Mortgagee in Possession)

(together 'the Companies')

Notice is given that virtual meeting facilities will be used for the Resumed Second Meetings of Creditors of the Companies to be held on **Wednesday, 3 January 2024 at 10.00 am AEST**.

Virtual meeting facilities have been organised for these meetings. You can either listen to the meetings or view and listen to the meetings. Either way, you will be able to ask questions and vote on resolutions. To view and/or listen to the meetings, the details and a link will be emailed to you once you indicate to us that you are attending virtually. To attend virtually, we require some information from you.

If you are appointing a proxy, the information required is requested in the **Proxy Form**.

If you are an individual, such as an employee or a sole trader, provide the required information by completing a **Notice of Virtual Attendance at Meeting Form**.

These completed forms must be received no later than 10.00 am AEST on the last business day prior to the meetings, being Tuesday, 2 January 2024.

You will then be sent the conference call number and code or link to the meetings. Send the forms by email to aurora@kordamentha.com, fax to (03) 8648 0672 or send by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Due to possible delays in the delivery of mail, we recommend email or fax. Note your name is likely to be visible to other attendees. This information is also required to be included on the attendance register and attached to the minutes, which are lodged with ASIC and are publicly available for a small fee.

The following details must be provided:

Name of Creditor:

Telephone contact and email address
details for the purpose of the meetings:

Tel:

Email:

Dated: Friday, 22 December 2023



David Osborne
Administrator

KordaMentha
GPO Box 2523
Sydney NSW 2001

Appendix D Notice of Resumed Second Meetings of Creditors



Corporations Act 2001

Notice of resumed second meetings of creditors of companies under administration

Aurora Metals Limited ACN 126 634 606 ('the HeadCo')
Auctus Chillagoe Holdings Pty Ltd ACN 605 053 610
Auctus Chillagoe Pty Ltd ACN 605 055 285
Auctus Minerals Pty Ltd ACN 602 411 852
Auctus Resources Pty Ltd ACN 136 606 338
Colinacobre Pty Ltd ACN 601 312 207
CTM Alluvial Mining Pty Ltd ACN 137 305 947
Nyngan Gold Pty Ltd ACN 154 650 585
Surveyor Mining Pty Ltd ACN 601 108 776
Thesaurus Exploration Pty Ltd ACN 163 781 342
Twilight Exploration Pty Ltd ACN 161 880 995
Vision Exploration Pty Ltd ACN 161 881 018 ('the Subsidiaries')
(All Administrators Appointed) (All Mortgagee in Possession)
(together 'the Companies')

Notice is hereby given that the resumed second meetings of creditors of the Companies will be held pursuant to Section 439A of the Corporations Act 2001 ('the Act') on **Wednesday, 3 January 2024 at 10.00 am AEST**. These will be virtual meetings only – no in-person attendance will be allowed. In the minutes, the notional physical location of the virtual meetings will be recorded as Level 6, 75 Denham Street, Townsville Qld 4810. Online registration for all creditors and employees will open five minutes prior to the commencement of the meetings at 9.55 am AEST.

Agenda

The purpose of the meetings is to:

1. Review the report of the Administrators in connection with the business, property, affairs and financial circumstances of the Company
2. For the creditors of each respective Company to resolve:
 - i. that the Company execute a deed of company arrangement, or
 - ii. that the administration should end, or
 - iii. that the Company be wound up.

If any of the Companies are wound up:

1. Consider the appointment of a committee of inspection and if appointed, who are to be the committee members
2. Consider permitting any committee members to continue dealing with the Company and their creditors on a business as usual basis during the external administration
3. Consider any other business properly brought before the meetings.

Creditors who are a company and wish to vote at a meeting must complete and return a Proxy Form, whether they are voting by proxy or their representative is attending virtually or in person. Creditors who are individuals, such as employees or sole traders, and wish to vote at a meeting only need to complete and return a Proxy Form if they are voting by proxy or having a person represent them at the meeting, whether virtually or in person.

Proxy Forms must be completed and returned by no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. Send the forms by email to aurora@kordamentha.com, fax to (03) 8648 0672 or send by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Due to possible delays in the delivery of mail, we recommend email or fax. A Proxy Form is enclosed.

Virtual meeting facilities have been organised for the meetings. You can either listen to the meetings or view and listen to the meetings. Either way, you will be able to ask questions and vote on resolutions. To view and/or listen to the meetings, the details and a link will be emailed to you once you indicate to us that you are attending virtually. To attend virtually, we require some information from you. If you are appointing a proxy, the information required is requested in the **Proxy Form**. If you are an individual, such as an employee or a sole trader, provide the required information by completing a **Notice of Virtual Attendance at Meeting Form**. These completed forms must be received no later than 10:00 am AEST on the last business day prior to the meeting, being Tuesday, 2 January 2024. You will then be sent the conference call number and code or link to the meeting. Send the forms by email to aurora@kordamentha.com, fax to (03) 8648 0672 or send by mail to KordaMentha at PO Box 1486, Townsville Qld 4810. Due to possible delays in the delivery of mail, we recommend email or fax. Note your name is likely to be visible to other attendees. This information is also required to be included on the attendance register and attached to the minutes, which are lodged with ASIC and are publicly available for a small fee.

Section 75-85 of the Insolvency Practice Rules (Corporations) 2016 ('the Rules') sets out the entitlement to vote at meetings of creditors – see Annexure 1 for Section 75-85 of the Rules. To comply with this, a Proof of Debt Form must be lodged. Accordingly, one is enclosed.

Dated: Friday, 22 December 2023



David Osborne
Administrator

KordaMentha
GPO Box 2523
Sydney NSW 2001

Enc.

Annexure 1

Section 75-85 of the Insolvency Practice Rules (Corporations) 2016

- (1) A person other than a creditor (or the creditor's proxy or attorney) is not entitled to vote at a meeting of creditors.
- (2) Subject to subsections (3), (4) and (5), each creditor is entitled to vote and has one vote.
- (3) A person is not entitled to vote as a creditor at a meeting of creditors unless:
 - (a) his or her debt or claim has been admitted wholly or in part by the external administrator; or
 - (b) he or she has lodged, with the person presiding at the meeting, or with the person named in the notice convening the meeting as the person who may receive particulars of the debt or claim:
 - (i) those particulars; or
 - (ii) if required—a formal proof of the debt or claim.
- (4) A creditor must not vote in respect of:
 - (a) an unliquidated debt; or
 - (b) a contingent debt; or
 - (c) an unliquidated or a contingent claim; or
 - (d) a debt the value of which is not established;unless a just estimate of its value has been made.
- (5) A creditor must not vote in respect of a debt or a claim on or secured by a bill of exchange, a promissory note or any other negotiable instrument or security held by the creditor unless he or she is willing to do the following:
 - (a) treat the liability to him or her on the instrument or security of a person covered by subsection (6) as a security in his or her hands;
 - (b) estimate its value;
 - (c) for the purposes of voting (but not for the purposes of dividend), to deduct it from his or her debt or claim.
- (6) A person is covered by this subsection if:
 - (a) the person's liability is a debt or a claim on, or secured by, a bill of exchange, a promissory note or any other negotiable instrument or security held by the creditor; and
 - (b) the person is either liable to the company directly, or may be liable to the company on the default of another person with respect to the liability; and
 - (c) the person is not an insolvent under administration or a person against whom a winding up order is in force.

Appendix E Summary of Receipts and Payments

A summary of the receipts and payments for the period from 30 June 2023 to 20 December 2023 for AML is as follows:

Particulars	\$'000
Receipts	
Advances from third party	750
Payments	
Amount repaid to third party	750
Closing balance of Bank Account	0

There have been no receipts and payments for any Subsidiary entities.

Appendix F Committee of Inspection Information Sheet



Information Sheet: Committees of Inspection

You have been elected to be, or are considering standing for the role of, a member of a Committee of Inspection (COI) in either a liquidation, voluntary administration or deed of company arrangement of a company (collectively referred to as an external administration).

This information sheet is to assist you with understanding your rights and responsibilities as a member of a COI.

What is a COI?

A COI is a small group of creditors elected to represent the interests of creditors in the external administration. The COI advises and assists the external administrator and also has the power to approve and request certain things – this is discussed in more detail below.

Membership of the COI is a voluntary, unpaid position.

Who can be elected to a COI?

To be eligible to be appointed as a member of a COI, a person must be:

- A creditor
- A person holding the power of attorney of a creditor
- A person authorised in writing by a creditor; or
- A representative of the Commonwealth where a claim for financial assistance has, or is likely to be, made in relation to unpaid employee entitlements.

If a member of the COI is a company, it can be represented by an individual authorised in writing to act on that creditor's behalf. It also allows the creditor to maintain its representation if a change in the individual is required

A COI usually has between 5 and 7 members, though it can have more, or less, depending on the size of the external administration.

A member of a COI can be appointed by:

- resolution at a meeting of creditors
- an employee or a group of employees owed at least 50% of the entitlements owed to employees of the company
- a large creditor or group of creditors that are owed at least 10% of the value of the creditors' claims,

If an employee or group of employees, or a large creditor or group of creditors, appoints a member to the COI, they cannot vote on the general resolution of creditors to appoint members to the COI. Each of these groups also have the power to remove their appointed member of the COI and appoint someone else.

If you are absent from 5 consecutive meetings of the COI without leave of the COI or you become an insolvent under administration, you are removed from the COI.

What are the roles and powers of a COI?

A COI has the following roles:

- to advise and assist the liquidator, voluntary administrator or deed administrator (collectively referred to as the external administrator)
- to give directions to the external administrator
- to monitor the conduct of the external administration.

In respect of directions, the external administrator is only required to have regard to those directions. If there is a conflict between the directions of the COI and the creditors, the directions of the creditors prevail. If the external administrator chooses not to comply with the directions of the COI, the external administrator must document why.

A COI also has the power to:

- approve remuneration of the external administrator after the external administrator has provided the COI with a Remuneration Approval Report (a detailed report setting out the remuneration for undertaking the external administration)
- approve the use of some of the external administrator's powers in a liquidation (compromise of debts over \$100,000 and entering into contracts over 3 months)
- require the external administrator to convene a meeting of the company's creditors
- request information from the external administrator
- approve the destruction of the books and records of the external administration on the conclusion of the external administration
- with the approval of the external administrator, obtain specialist advice or assistance in relation to the conduct of the external administration
- apply to the Court for the Court to enquire into the external administration.

An external administrator is not required to convene a meeting of creditors if the request by the COI is unreasonable, or provide requested information if the request is unreasonable, not relevant to the administration or would cause the external administrator to breach their duties.

A request to convene a meeting of creditors is unreasonable if:

- it would substantially prejudice the interests of a creditor or third party
- there are insufficient funds in the external administration to cover the cost of the request
- a meeting of creditors dealing with the same matters has already been held or will be held within 15 business days, or
- the request is vexatious.

If a request for a meeting is reasonable, the external administrator must hold a meeting of creditors as soon as reasonably practicable.

A request for information is unreasonable if:

- it would substantially prejudice the interests of a creditor or third party
- the information would be subject to legal professional privilege
- disclosure of the information would be a breach of confidence
- there are insufficient funds in the external administration to cover the cost of the request
- the information has been provided or is required to be provided within 20 business days, or
- the request is vexatious.

If the request for information is not unreasonable, the external administrator must provide the requested information within 5 business days, but the law provides for further time in certain circumstances.

An external administrator must inform the COI if their meeting or information request is not reasonable and the reason why.

How does the COI exercise its powers?

A COI exercises its powers by passing resolutions at meetings of the COI. To pass a resolution, a meeting must be convened and a majority of the members of the COI must be in attendance.

A meeting is convened by the external administrator by giving notice of the meeting to the members of the COI. Meetings of the COI can be convened at short notice. The external administrator must keep minutes of the meeting and lodge them with ASIC within one month of the end of the meeting.

ASIC is entitled to attend any meeting of a COI.

What restrictions are there on COI members?

A member of a COI must not directly or indirectly derive any profit or advantage from the external administration. This includes by purchasing assets of the company or by entering into a transaction with the company or a creditor of the company. This prohibition extends to related entities of the member of the COI and a large creditor(s) that appoints a member to the COI.

Creditors, by resolution at a meeting of creditors, can resolve to allow the transaction. The member of the COI or the large creditor(s) that appoints a member to the COI is not allowed to vote on the resolution.

Where can you get more information?

The Australian Restructuring Insolvency and Turnaround Association (ARITA) provides information to assist creditors with understanding external administrations and insolvency. This information is available from ARITA's website at www.arita.com.au/creditors.

ASIC provides information sheets on a range of insolvency topics. These information sheets can be accessed on ASIC's website at www.asic.gov.au (search "insolvency information sheets").

**For more information, go to www.arita.com.au/creditors.
Specific queries about the liquidation should be directed to the liquidator's office.**

Appendix G ARITA Creditor Information Sheet



Voluntary Administration

Creditor Information Sheet

Offences, Recoverable Transactions and Insolvent Trading



Offences

A summary of offences under the Corporations Act that may be identified by the administrator:

180	Failure by company officers to exercise a reasonable degree of care and diligence in the exercise of their powers and the discharge of their duties.
181	Failure to act in good faith.
182	Making improper use of their position as an officer or employee, to gain, directly or indirectly, an advantage.
183	Making improper use of information acquired by virtue of the officer's position.
184	Reckless or intentional dishonesty in failing to exercise duties in good faith for a proper purpose. Use of position or information dishonestly to gain advantage or cause detriment. This can be a criminal offence.
198G	Performing or exercising a function or power as an officer while a company is under administration.
206A	Contravening a court order against taking part in the management of a corporation.
206A, B	Taking part in the management of corporation while being an insolvent, for example, while bankrupt.
206A, B	Acting as a director or promoter or taking part in the management of a company within five years after conviction or imprisonment for various offences.
209(3)	Dishonest failure to observe requirements on making loans to directors or related companies.
254T	Paying dividends except out of profits.
286	Failure to keep proper accounting records.
312	Obstruction of an auditor.
314-7	Failure to comply with requirements for the preparation of financial statements.
437D(5)	Unauthorised dealing with company's property during administration.
438B(4)	Failure by directors to assist administrator, deliver records and provide information.
438C(5)	Failure to deliver up books and records to the administrator.
588G	Incurring liabilities while insolvent
588GAB	Officer's duty to prevent creditor-defeating disposition
588GAC	A person must not procure a company to make a creditor-defeating disposition
590	Failure to disclose property, concealed or removed property, concealed a debt due to the company, altered books of the company, fraudulently obtained credit on behalf of the company, material omission from Report as to Affairs or false representation to creditors.
596AB	Entering into an agreement or transaction to avoid employee entitlements.

Recoverable Transactions

Preferences

A preference is a transaction, such as a payment by the company to a creditor, in which the creditor receiving the payment is preferred over the general body of creditors. The relevant period for the payment commences six months before the commencement of the liquidation. The company must have been insolvent at the time of the transaction, or become insolvent because of the transaction.

Where a creditor receives a preference, the payment is voidable as against a liquidator and is liable to be paid back to the liquidator subject to the creditor being able to successfully maintain any of the defences available to the creditor under the Corporations Act.

Creditor-defeating disposition

Creditor-defeating dispositions are the transfer of company assets for less than market value (or the best price reasonably obtainable) that prevents, hinders or significantly delay creditors' access to the company's assets in liquidation. Creditor-defeating dispositions are voidable by a liquidator.

Uncommercial Transaction

An uncommercial transaction is one that it may be expected that a reasonable person in the company's circumstances would not have entered into, having regard to the benefit or detriment to the company; the respective benefits to other parties; and any other relevant matter.

To be voidable, an uncommercial transaction must have occurred during the two years before the liquidation. However, if a related entity is a party to the transaction, the period is four years and if the intention of the transaction is to defeat creditors, the period is ten years. The company must have been insolvent at the time of the transaction, or become insolvent because of the transaction.

Unfair Loan

A loan is unfair if and only if the interest was extortionate when the loan was made or has since become extortionate. There is no time limit on unfair loans – they only must be entered into before the winding up began.

Arrangements to avoid employee entitlements

If an employee suffers loss because a person (including a director) enters into an arrangement or transaction to avoid the payment of employee entitlements, the liquidator or the employee may seek to recover compensation from that person or from members of a corporate group (Contribution Order).

Unreasonable payments to directors

Liquidators have the power to reclaim '*unreasonable payments*' made to directors by companies prior to liquidation. The provision relates to payments made to or on behalf of a director or close associate of a director. The transaction must have been unreasonable, and have been entered into during the 4 years leading up to a company's liquidation, regardless of its solvency at the time the transaction occurred.

Voidable charges

Certain charges over company property are voidable by a liquidator:

- circulating security interest created within six months of the liquidation, unless it secures a subsequent advance;
- unregistered security interests;
- security interests in favour of related parties who attempt to enforce the security within six months of its creation.

Insolvent trading

In the following circumstances, directors may be personally liable for insolvent trading by the company:

- a person is a director at the time a company incurs a debt;
- the company is insolvent at the time of incurring the debt or becomes insolvent because of incurring the debt;
- at the time the debt was incurred, there were reasonable grounds to suspect that the company was insolvent;
- the director was aware such grounds for suspicion existed; and
- a reasonable person in a like position would have been so aware.

The law provides that the liquidator, and in certain circumstances the creditor who suffered the loss, may recover from the director, an amount equal to the loss or damage suffered. Similar provisions exist to pursue holding companies for debts incurred by their subsidiaries.

A defence is available under the law where the director can establish:

- there were reasonable grounds to expect that the company was solvent and they did so expect;
- they did not take part in management for illness or some other good reason; or
- they took all reasonable steps to prevent the company incurring the debt.

The proceeds of any recovery for insolvent trading by a liquidator are available for distribution to the unsecured creditors before the secured creditors.

Important note: This information sheet contains a summary of basic information on the topic. It is not a substitute for legal advice. Some provisions of the law referred to may have important exceptions or qualifications. This document may not contain all of the information about the law or the exceptions and qualifications that are relevant to your circumstances.

Queries about the voluntary administration should be directed to the administrator's office.