



22 October 2021

ANNUAL GENERAL MEETING NOTICE AND PROXY FORM

Dear Shareholder

Sihayo Gold Limited (ASX:SIH) (**Company**) is holding its Annual General Meeting of shareholders at 1.00pm (WST)/4.00pm (EDST) on Tuesday, 23 November 2021 virtually at https://us02web.zoom.us/webinar/register/WN_PpiCl_3iSN6NF_8dsO8JmQ (**Meeting**).

In accordance with section 253RA(2) of the Corporations Act 2001 (Cth) (**Corporations Act**) (as inserted by the *Treasury Laws Amendment (2021 Measures No. 1) Act 2021 (Cth)*), the Company will not be dispatching physical copies of the Notice of Annual General Meeting (**Notice**). Instead, a copy of the Notice is available at the following link and has also been lodged on the Australian Securities Exchange (ASX) – <https://www.sihayogold.com/site/investor-centre/asx-announcements>.

PARTICIPATING IN THE VIRTUAL MEETING

Shareholders can attend, vote, ask questions and make comments at the AGM from their computer or mobile device, by entering the following URL address in your web browser: https://us02web.zoom.us/webinar/register/WN_PpiCl_3iSN6NF_8dsO8JmQ.

The online AGM platform will allow shareholders to hear from the Chairman, vote and ask questions (in writing or verbally) in real-time.

Important information: To participate and vote online you will need to create an account with Automic, the Company's share registry. You will need your shareholder number (HIN or SRN, as applicable). To create an account with Automic, please go to the Automic website (<https://investor.automic.com.au/#/home>), click on 'register' and follow the steps. To participate online, shareholders should register at least 15 minutes before the meeting.

LODGING YOUR PROXY

For your convenience, a copy of your personalised proxy form is enclosed.

You can submit your proxy appointment online at <https://investor.automic.com.au/#/login> or by scanning the QR code on the proxy form or by returning your completed proxy form by:

- Post to: Automic, GPO Box 5193, Sydney NSW 2001
- Email to: meetings@automicgroup.com.au
- Fax to: +61 2 8583 3040
- In person: Automic, Level 5, 126 Phillip Street, Sydney NSW 2000

All proxy votes, whether submitted online or in hard copy must be lodged by 1.00pm (WST)/4.00pm (EDST) on Sunday, 21 November 2021.

The Notice is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Colin Moorhead'.

Colin Moorhead
Chairman

Proxy Voting Form

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

Holder Number:

Your proxy voting instruction must be received by 1.00pm (WST)/4.00pm (EDST) on Sunday 21 November 2021, being not later than 48 hours before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

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

YOUR NAME AND ADDRESS

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

STEP 1 – APPOINT A PROXY

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

DEFAULT TO THE CHAIR OF THE MEETING

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

STEP 2 – VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

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

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

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

CORPORATE REPRESENTATIVES

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

Lodging your Proxy Voting Form:

Online:

Use your computer or smartphone to appoint a proxy at

<https://investor.automic.com.au/#/login>

or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

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

