

# Notice of Annual General Meeting - 2022

BELL RESOURCES LIMITED

("Company") ABN 44 620 586 334

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**NOTICE IS HEREBY GIVEN**, that the Annual General Meeting of Bell Resources Limited (ABN 44 620 586 334) will be held at the Boardroom of Bell Resources Limited, Level 17, 123 Pitt Street, Sydney NSW 2000, on 1 May 2026 at 4.15PM (Sydney time) (Meeting).

## Business of the Meeting

### Item 1. Financial Reports

To receive and consider the financial report, the reports of the Directors and the auditors of the Company and its controlled entities for the year ended 30 June 2022.

**Note:** *There is no requirement for Members / Shareholders to approve these reports.*

### Item 2. Ratification of Appointment of Auditor

To consider and, if thought fit, to pass the following resolution as an ordinary resolution: *"That for the purposes of section 327B(1)(b) of the Corporations Act 2001 (Cth) and for all other purposes, the appointment of DKF Laurence Varnay as auditor of the Company, having consented in writing to act, be ratified and approved."*

### Item 3. Re-election of Mark Langer Avery

To consider and, if thought fit, to pass the following resolution as an ordinary resolution: *"That Mark Langer Avery be re-elected as a Director of the Company."*

Dated: 27 March 2026.

**By Order of the Board**

**Claudia Rososinski**  
Company Secretary  
Bell Resources Limited

# INSTRUCTIONS

If you are unable to attend the Meeting you are encouraged to complete and return the proxy form attached to this Notice of Meeting. The completed proxy form must be received at the office of the Company, by no later than 5.00 pm (Sydney time) on Thursday, 30 April 2026.

## Defined Terms

Capitalise terms in this Notice of AGM (including those used in the resolution set out in the Notice) have, unless otherwise defined, the same meaning set out in the Explanatory Memorandum attached to this Notice.

## Material accompanying this notice

The following materials accompany this Notice:

- The Financial Report, Directors' Report and Auditor's Report;
- The Explanatory Memorandum setting out details relevant to the ordinary business set out in this Notice; and
- The Proxy Form.

## Voting and required majority

(a) In accordance with the Corporation Act for resolution 2 & 3 to be effective:

- (i) Each resolution must be passed at a meeting of which not less than 21 days written notice had been given (unless consent to short notice has been received); and
- (ii) Each resolution must be passed by more than 50% of all the votes cast by Shareholders entitles to vote on such resolution (whether in person or by proxy, attorney or representatives).

(b) On a show of hands, subject to the "Date for determining voting entitlement" set out below, every Shareholder has one vote and, on a poll, every Shareholder has one vote for each Share held.

## Date for determining voting entitlement

Pursuant to regulation 7.11.37 of the Corporation Regulations 2001 the company has determined that, for the purposes of the Annual General Meeting, all shares in the Company will be taken to be held by the person who held them as registered shareholders at **1.00 PM (Sydney time) on Friday, 27 March 2026** (“Effective Time”). Accordingly, share transfers registered after this time will be disregarded in determining entitlements to attend and vote at the Meeting.

## Appointment of Proxies

- All holders of Shares at the Effective Time are entitled to attend and vote may attend and vote in person or by proxy, or attorney or (where the member is a body corporate) by representative.
- The proxy of a Shareholder does not need to be a member of the Company.
- A body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy.
- A Shareholders who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of the member's votes each proxy is entitled to exercise. If the appointment does not specify the proportion or number of the member's votes, each proxy may exercise one half of those votes.
- A proxy form accompanies this Notice of Meeting and to be effective must be received by the Company by no later than **5.00 PM on Thursday, 30 April 2026**:

### By Post

Bell Resources Limited  
Level 17, 123 Pitt Street  
SYDNEY NSW 2000

### By Email

[info@bellresources.com](mailto:info@bellresources.com)

## Corporate Representatives

Any corporate Shareholder wishing to appoint a person to act as its representative at the Meeting may do so by providing that person with:

- a letter or certificate executed in accordance with the Corporations Act authorising that person to act as the corporate Shareholder's representative at the Meeting; or
- a copy of the resolution appointing that person as the corporate Shareholder's representative at the Meeting, certified by a secretary or director of the corporate Shareholder.

Alternatively, Shareholders can fill out the 'Appointment of Corporate Representation' form attached.

## Key Dates

### **Deadline for lodgement of proxy forms**

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5.00 pm (Sydney time)  
Thursday, 30 April 2026

### **Determination of voting eligibility**

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1.00 pm (Sydney time)  
Friday, 27 March 2026

### **Annual General Meeting**

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4.15 pm (Sydney time)  
Friday, 1 May 2026