

ASX RELEASE | 5 May 2026

Chairperson's Address and Presentation

Winsome Resources Limited (ASX: WR1) (**Winsome** or the **Company**) provides the following update in relation to the proposed acquisition by Li-FT Power Ltd. (TSXV: LIFT) (**Li-FT**) of 100% of the fully paid ordinary shares in Winsome by way of a scheme of arrangement (**Share Scheme**) and 100% of the unlisted options in Winsome by way of an option scheme (**Option Scheme**).

The meetings in respect of the Share Scheme (**Share Scheme Meeting**) and the Option Scheme (**Option Scheme Meeting**) (together, the **Scheme Meetings**) are to be held today, being Tuesday, 5 May 2026, with the Share Scheme Meeting commencing at 3:00pm (AWST) and the Option Scheme Meeting to commence at the later of 3:30pm (AWST) and the conclusion or adjournment of the Share Scheme Meeting.

In accordance with ASX Listing Rule 3.13.3, the Chairperson's address and presentation slides to be presented at the relevant Scheme Meeting are attached to this announcement.

Winsome shareholders and Winsome optionholders may participate in the Scheme Meetings relevant to them by attending in person at Marshall Room, Claremont Football Club, 3 Davies Road, Claremont WA 6010.

The voting results of the Scheme Meetings will be communicated to the ASX shortly after the conclusion of the Scheme Meetings.

If you have any questions in relation to the Schemes or the Scheme Meetings, please contact the Winsome Information Line on 1300 441 601 (from within Australia) or +61 2 9698 7164 (from outside Australia) Monday to Friday (excluding public holidays) between 8:00am and 8:00pm (AEST) or consult your legal, investment, taxation, financial, taxation or other professional adviser.

This announcement has been authorised for release to ASX by the Board of Winsome.

For further information please contact:

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-ENDS-

Chairperson's Address – Share Scheme Meeting

Welcome, quorum and opening of meeting

Good afternoon.

Welcome to the Share Scheme Meeting in relation to the scheme of arrangement under which it is proposed Li-FT Power Ltd. (**Li-FT**) will acquire 100% of the shares in Winsome Resources Limited (**Winsome**). I am Stephen Biggins, Non-Executive Chairman of Winsome and the Chairperson of today's meeting.

As we have reached the appointed time of 3:00pm AWST for this Share Scheme Meeting and a quorum is present, I formally declare this Share Scheme Meeting open for business.

The purpose of today's Share Scheme Meeting is for Winsome Shareholders to consider and vote on the proposal from Li-FT to acquire all of the shares in Winsome by way of a scheme of arrangement.

I will be the Chairperson for this Share Scheme Meeting, in accordance with the orders of the Supreme Court of Western Australia.

I would like to start by introducing the board and management team of Winsome who are in attendance today:

- Chris Evans, Managing Director
- Simon Iacopetta, Executive Director – Development and Finance
- Justin Boylson, Non-Executive Director
- Dr Qingtao Zeng, Non-Executive Director
- Peter Youd, Chief Financial Officer and Company Secretary
- Kim-Quyen Nguyễn, Chief Operating Officer from Canada

Representatives of our share registry, Automic, are also present.

Notice of today's Share Scheme Meeting is included in the Scheme Booklet, which was released to ASX on 27 February 2026 and made available to all Winsome Shareholders. I will take the Notice of Share Scheme Meeting as read.

The Notice of Share Scheme Meeting has been given in accordance with orders made by the Supreme Court of Western Australia.

Q&A

Winsome Shareholders and authorised proxies, attorneys and corporate representatives can ask questions during this meeting regarding the Share Scheme and the Share Scheme Resolution. Questions can be asked if you hold a voting card or non-voting card.

If you wish to ask a question, I will ask you to raise your hand at the appropriate time and you will be asked to show your card to the attendant who will take your name and introduce you.

I ask you to be courteous and respectful to those attending the meeting and keep your questions to a reasonable length. Please ensure your questions and comments are relevant to the matter before the meeting today, and to Winsome Shareholders as a whole. Your

questions may be moderated or, if we receive multiple questions on one topic, they may be collated together.

I will call for verbal questions towards the end of the meeting, and address questions received prior to the meeting and via the online platform at that time also.

Voting procedure and proxies

The resolution to be voted on by Winsome Shareholders at today's Share Scheme Meeting will be decided by a poll.

For the purposes of the poll, I appoint Eric Merven of Automic, Winsome's share registry, to act as Returning Officer and to conduct the poll.

I now declare the poll open. You may vote at any time from now until I close the poll. I will provide a warning before closing the poll.

If you are eligible to vote at this meeting:

- You will have received a YELLOW voting card upon registration to this meeting.
- At the required time, Winsome Shareholders and proxyholders with a YELLOW voting card will need to mark a box beside the resolution to indicate how you wish to cast your vote.
- After you have voted, at the end of the meeting prior to the closing of the polls, a member of the Automic team will collect your YELLOW voting card.

You can change your vote up until the time I declare voting closed.

Please note that if you have already submitted your vote by proxy in advance of the meeting, then your vote has already been recorded.

I hold a number of open proxies as Chairperson of the meeting. As set out in the Notice of Share Scheme Meeting, I will vote all directed proxies in favour of the Share Scheme Resolution.

Overview of the Share Scheme

I will now briefly provide some details on the Share Scheme.

On 15 December 2025, Winsome announced it had entered into a Scheme Implementation Deed with Li-FT for the acquisition of 100% of the fully paid ordinary shares and options in Winsome by way of a share scheme of arrangement and option scheme of arrangement.

If the Share Scheme proceeds, Winsome Shareholders (excluding Ineligible Foreign Holders and Non-Electing Small Shareholders) will receive 0.107 of a New Li-FT CDI quoted on the ASX (or, if they have made a valid election, 0.107 of a New Li-FT Share listed on the TSXV) for each Winsome Share held on the Record Date, with each New Li-FT CDI representing a beneficial interest in a Li-FT Share.

Ineligible Foreign Holders and Non-Electing Small Shareholders will not receive the Share Scheme Consideration directly. Instead, their New Li-FT CDIs will be issued to a Sale Agent for sale through the Sale Facility, and they will receive their pro rata share of the net proceeds.

Following implementation of the Schemes, Winsome Securityholders will hold approximately 32% of the Merged Group.

Winsome Directors' Recommendation and Independent Expert's Conclusion

As you are aware, the Independent Expert, RSM Corporate Australia Pty Ltd, has concluded that, in the absence of a Superior Proposal, the Schemes are not fair but reasonable and therefore in the best interests of Winsome Securityholders (as applicable).

The reasons why the Independent Expert reached its conclusion are set out in the Independent Expert's Report, a copy of which is included in Appendix 1 of the Scheme Booklet. The Independent Expert has not changed or withdrawn its conclusion.

I can confirm that no Superior Proposal has been received by the Winsome Board.

Additional background on the Share Scheme, including reasons to vote in favour of or against the Schemes, has been included in the Scheme Booklet that was sent to Winsome Shareholders.

The Winsome Directors unanimously recommend that Winsome Securityholders vote in favour of the Scheme relevant to them, subject to there being no Superior Proposal and the Independent Expert continuing to conclude that the Schemes are in the best interests of Winsome Securityholders.

Subject to the same qualifications, each Winsome Director intends to vote in favour of the Schemes in respect of all Winsome Shares and Winsome Options controlled or held by them, or on their behalf.

In relation to the unanimous recommendation of the Winsome Directors, Winsome Securityholders should note that each Winsome Director will receive certain benefits in connection with the Schemes, which are described in Section 3.9 of the Scheme Booklet. In particular, in addition to holding Winsome Shares and Winsome Options, each Winsome Director holds Winsome Performance Rights, which will vest and convert into Winsome Shares in connection with the Share Scheme.

Majority Shareholder Support

Winsome's majority shareholder, Waratah Capital Advisors, has provided a signed voting intention statement indicating that it intends to vote, or cause to be voted, all of the Winsome Shares in which it has a relevant interest in favour of the Proposed Transaction, subject only to no superior proposal emerging and the Independent Expert continuing to conclude that the Proposed Transaction is in the best interests of Winsome Shareholders. As at 1 April 2026, Winsome understands that Waratah Capital Advisors had a relevant interest in approximately 20,655,909 Winsome Shares, representing approximately 8.4% of all Winsome Shares as at that date.

Status of Conditions Precedent

The Share Scheme remains subject to a limited number of conditions which are set out in the Scheme Booklet, and the Winsome Directors are not aware of any circumstances which would cause any of the outstanding conditions precedent not to be satisfied other than as set out in the Scheme Booklet. These outstanding conditions primarily include:

- Winsome Shareholders approving the Share Scheme Resolution at today's Share Scheme Meeting; and
- approval of the Share Scheme by the Supreme Court of Western Australia.

Timetable

I now turn to the proposed timetable for implementation of the Share Scheme.

If the Share Scheme is approved by the requisite majorities of Winsome Shareholders at this Share Scheme Meeting, Winsome expects to take the Share Scheme to the Supreme Court of Western Australia for approval on 11 May 2026.

If the Court approves the Share Scheme, a copy of the Court orders approving the Share Scheme is expected to be lodged with the Australian Securities and Investments Commission on 12 May 2026 (which would be when the Share Scheme becomes Effective) and Winsome expects to be suspended from trading on the ASX at the close of trading on that date.

Winsome Shareholders on the register at 5:00pm AWST on 14 May 2026 will be entitled to receive the Share Scheme Consideration for each Winsome Share they hold on that date.

Payment of the Share Scheme Consideration will be made on the Implementation Date, which is expected to be 21 May 2026.

Trading on the ASX of New Li-FT CDIs is expected to commence on a normal settlement basis on 22 May 2026.

Formal business begins

We will now move to the formal business of the Share Scheme Meeting.

The Notice of Share Scheme Meeting was included in Appendix 5 to the Scheme Booklet, which was despatched to Winsome Shareholders on 2 April 2026.

In order for the Share Scheme Resolution to be passed, it must be approved by the requisite majorities, being:

- unless the Court orders otherwise, a majority in number (more than 50%) of Winsome Shareholders present and voting at this Share Scheme Meeting (either in person or by proxy, attorney or, in the case of corporate Winsome Shareholders, by corporate representative); and
- at least 75% of the total number of votes cast on the Share Scheme Resolution.

Questions

I would now like to open the meeting to questions in relation to the Share Scheme. Are there any questions from the floor?

Thank you for your questions. We will now proceed to the reading of the Share Scheme Resolution as set out in the Notice of Share Scheme Meeting.

Share Scheme Resolution

The Share Scheme Resolution is set out on the screen now and is as follows:

To consider and if, thought fit, to pass (with or without amendment or conditions) the following resolution (**Share Scheme Resolution**):

"That, pursuant to and in accordance with section 411 of the Corporations Act 2001 (Cth):

- (a) the scheme of arrangement proposed between Winsome Resources Limited and the holders of its fully paid ordinary shares as contained in and more precisely described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to (with or without modification as approved by the Supreme Court of Western Australia to which Winsome Resources Limited and Li-FT Power Ltd. agree); and*
- (b) the directors of Winsome Resources Limited are authorised to agree to such alterations or conditions as are thought fit by the Supreme Court of Western Australia, and subject to approval of the Share Scheme by the Supreme Court of Western Australia, the board of directors of Winsome Resources Limited is authorised to implement the Share Scheme with any such modifications or conditions."*

Details of the proxy votes received from Winsome Shareholders prior to the Share Scheme Meeting are now on the screen.

Conducting of the poll

If you have not already done so, please mark your vote on the Share Scheme Resolution on your yellow voting card.

I now invite Automatic to collect the voting cards.

Have all persons that intend to vote submitted their cards? Or are there any comments or questions to be submitted?

There being no further questions, I declare the poll closed.

Automatic will now process the poll results with an announcement expected to be lodged with ASX, once the results are available.

Closure of Share Scheme Meeting

There being no other business, I'd like to thank all Winsome Shareholders for their attendance and will now end the formal part of today's Share Scheme Meeting. I declare the formal part of the Share Scheme Meeting closed.

Chairperson's Address – Option Scheme Meeting

Welcome, quorum and opening of meeting

Good afternoon.

Welcome to the Option Scheme Meeting in relation to the scheme of arrangement under which it is proposed that Li-FT Power Ltd. (**Li-FT**) will acquire 100% of the options in Winsome Resources Limited (**Winsome**). This I known as the Option Scheme. I am Stephen Biggins, Non-Executive Chairman of Winsome and the Chairperson of today's meeting.

As the time is now 3:30pm AWST and a quorum is present, I formally declare the Option Scheme Meeting open for business.

The purpose of today's Option Scheme Meeting is for the Winsome Optionholders to consider and vote on the Option Scheme proposed by Li-FT.

I will be the Chairperson for this Option Scheme Meeting, in accordance with the orders of the Supreme Court of Western Australia.

I would like to start by introducing the board and management team of Winsome who are in attendance today:

- Chris Evans, Managing Director
- Simon Iacopetta, Executive Director – Development and Finance
- Justin Boylson, Non-Executive Director
- Dr Qingtao Zeng, Non-Executive Director
- Peter Youd, Chief Financial Officer and Company Secretary
- Kim-Quyen Nguyễn, Chief Operating Officer from Canada

Representatives of our share registry, Automic, are also present.

Notice of today's Option Scheme Meeting is included in the Scheme Booklet, which was released to ASX on 27 February 2026 and made available to all Winsome Optionholders. I will take the Notice of Option Scheme Meeting as read.

The Notice of Option Scheme Meeting has been given in accordance with orders made by the Supreme Court of Western Australia.

Q&A

Winsome Optionholders and authorised proxies, attorneys and corporate representatives can ask questions during this meeting regarding the Option Scheme and the Option Scheme Resolution. Questions can be asked if you hold a voting card or non-voting card.

If you wish to ask a question, I will ask you to raise your hand at the appropriate time and you will be asked to show your card to the attendant who will take your name and introduce you.

I ask that you be courteous and respectful to those attending the meeting and keep your questions to a reasonable length. Please ensure your questions and comments are relevant to the matter before the meeting today, and to Winsome Optionholders as a whole. Your questions may be moderated or, if we receive multiple questions on one topic, they may be collated together.

I will call for verbal questions towards the end of the meeting, and address questions received prior to the meeting and via the online platform at that time also.

Voting procedure and proxies

The resolution to be voted on by Winsome Optionholders at today's Option Scheme Meeting will be decided by a poll.

For the purposes of the poll, I appoint Eric Merven of Automic, Winsome's share registry, to act as Returning Officer and to conduct the poll.

I now declare the poll open. You may vote at any time from now until I close the poll. I will provide a warning before closing the poll.

If you are eligible to vote at this meeting:

- You will have received a YELLOW voting card upon registration to this meeting.
- At the required time, Winsome Optionholders and proxyholders with a YELLOW voting card will need to mark a box beside the resolution to indicate how you wish to cast your vote.
- After you have voted, at the end of the meeting prior to the closing of the polls, a member of the Automic team will collect your YELLOW voting card.

You can change your vote up until the time I declare voting closed.

Please note that if you have already submitted your vote by proxy in advance of the meeting, then your vote has already been recorded.

I hold a number of open proxies as Chairperson of the meeting. As set out in the Notice of Option Scheme Meeting, I will vote all directed proxies in favour of the Option Scheme Resolution.

Overview of the Option Scheme

I will now briefly provide some details on the Option Scheme.

On 15 December 2025, Winsome announced it had entered into a Scheme Implementation Deed with Li-FT for the acquisition of 100% of the fully paid ordinary shares and options in Winsome by way of a share scheme of arrangement and option scheme of arrangement.

If the Option Scheme proceeds, Winsome Optionholders (excluding Ineligible Foreign Holders) will receive a specified fraction of a New Li-FT CDI quoted on the ASX (or, if they have made a valid election, a specified fraction of a New Li-FT Share listed on the TSXV) for each Winsome Option held on the Record Date. The Option Scheme Consideration has been calculated in accordance with the Black-Scholes option valuation methodology described in Section 3.7 of the Scheme Booklet.

Ineligible Foreign Holders will not receive the Option Scheme Consideration directly. Instead, their New Li-FT CDIs will be issued to a Sale Agent for sale through the Sale Facility, and they will receive their pro rata share of the net proceeds.

Winsome Directors' Recommendation and Independent Expert's Conclusion

As you are aware, the Independent Expert, RSM Corporate Australia Pty Ltd, has concluded that, in the absence of a Superior Proposal, the Schemes are not fair but reasonable and therefore in the best interests of Winsome Securityholders (as applicable).

The reasons why the Independent Expert reached its conclusion are set out in the Independent Expert's Report, a copy of which is included in Appendix 1 of the Scheme Booklet. The Independent Expert has not changed or withdrawn its conclusion.

I can confirm that no Superior Proposal has been received by the Winsome Board.

Additional background on the Option Scheme, including reasons to vote in favour of or against the Schemes, has been included in the Scheme Booklet that was sent to Winsome Optionholders.

The Winsome Directors unanimously recommend that Winsome Securityholders vote in favour of the Scheme relevant to them, subject to there being no Superior Proposal and the Independent Expert continuing to conclude that the Schemes are in the best interests of Winsome Securityholders.

Subject to the same qualifications, each Winsome Director intends to vote in favour of the Schemes in respect of all Winsome Shares and Winsome Options controlled or held by them, or on their behalf.

In relation to the unanimous recommendation of the Winsome Directors, Winsome Securityholders should note that each Winsome Director will receive certain benefits in connection with the Schemes, which are described in Section 3.9 of the Scheme Booklet. In particular, in addition to holding Winsome Shares and Winsome Options, each Winsome Director holds Winsome Performance Rights, which will vest and convert into Winsome Shares in connection with the Share Scheme.

Status of Conditions Precedent

The Option Scheme remains subject to a limited number of conditions which are set out in the Scheme Booklet, and the Winsome Directors are not aware of any circumstances which would cause any of the outstanding conditions precedent not to be satisfied other than as set out in the Scheme Booklet. These outstanding conditions primarily include:

- Winsome Optionholders approving the Option Scheme Resolution at today's Option Scheme Meeting;
- approval of the Option Scheme by the Supreme Court of Western Australia; and
- the Share Scheme becoming Effective.

Timetable

I now turn to the proposed timetable for implementation of the Option Scheme.

If the Option Scheme is approved by the requisite majorities of Winsome Optionholders at this Option Scheme Meeting and the Share Scheme is approved by the requisite majorities of Winsome Shareholders at the Share Scheme Meeting, Winsome expects to take the Option Scheme to the Supreme Court of Western Australia for approval on 11 May 2026.

If the Court approves the Option Scheme, a copy of the Court orders approving the Option Scheme is expected to be lodged with the Australian Securities and Investments Commission on 12 May 2026 (which would be when the Option Scheme becomes Effective).

Winsome Optionholders on the register at 5:00pm AWST on 14 May 2026 will be entitled to receive the Option Scheme Consideration for each Winsome Option they hold on that date.

Payment of the Option Scheme Consideration will be made on the Implementation Date, which is expected to be 21 May 2026.

Trading on the ASX of New Li-FT CDIs is expected to commence on a normal settlement basis on 22 May 2026.

Formal business begins

We will now move to the formal business of this Option Scheme Meeting.

The Notice of Option Scheme Meeting was included in Appendix 7 to the Scheme Booklet, which was despatched to Winsome Optionholders on 2 April 2026.

In order for the Option Scheme Resolution to be passed, it must be approved by the requisite majorities, being:

- a majority in number (more than 50%) of Winsome Optionholders present and voting at the Option Scheme Meeting (either in person or by proxy, attorney or, in the case of corporate optionholders, by corporate representative); and
- at least 75% of the total amount of debts and claims of all Winsome Optionholders present and voting at the Option Scheme Meeting (where the amount of each Winsome Optionholder's debt and claim will be the same as the Option Scheme Consideration payable in respect of their Winsome Options under the Option Scheme).

Questions

I would now like to open the meeting to questions in relation to the Option Scheme. Are there any questions from the floor?

Thank you for your questions. We will now proceed to the reading of the Option Scheme Resolution as set out in the Notice of Option Scheme Meeting.

Option Scheme Resolution

The Option Scheme Resolution is set out on the screen now and is as follows:

To consider and if, thought fit, to pass (with or without amendment or conditions) the following resolution (**Option Scheme Resolution**):

"That, pursuant to and in accordance with section 411 of the Corporations Act 2001 (Cth):

- (a) the scheme of arrangement proposed between Winsome Resources Limited and the holders of its unlisted options as contained in and more precisely described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to (with or without modification as approved by the Supreme Court of Western Australia to which Winsome Resources Limited and Li-FT Power Ltd. agree); and*

- (b) *the directors of Winsome Resources Limited are authorised to agree to such alterations or conditions as are thought fit by the Supreme Court of Western Australia, and subject to approval of the Option Scheme by the Supreme Court of Western Australia, the board of directors of Winsome Resources Limited is authorised to implement the Option Scheme with any such modifications or conditions."*

Details of the proxy votes received from Winsome Optionholders prior to the Option Scheme Meeting are now on the screen.

Conducting of the poll

If you have not already done so, please mark your vote on the Option Scheme Resolution on your yellow voting card.

I now invite Automic to collect the voting cards.

Have all persons that intend to vote submitted their cards? Or are there any comments or questions to be submitted?

There being no further questions, I declare the poll closed.

Automic will now process the poll results with an announcement expected to be lodged with ASX, once the results are available.

Closure of Option Scheme Meeting

There being no other business, I'd like to thank all Winsome Optionholders for their attendance and will now end the formal part of today's Option Scheme Meeting. I declare the formal part of the Option Scheme Meeting closed.

SHARE SCHEME MEETING

5 May 2026

ASX:

WR1

OTCQB:

WRS LF

FSE:

4XJ



Share Scheme Resolution

To consider and if, thought fit, to pass (with or without amendment or conditions) the following resolution (**Share Scheme Resolution**):

“That, pursuant to and in accordance with section 411 of the Corporations Act 2001 (Cth):

- (a) the scheme of arrangement proposed between Winsome Resources Limited and the holders of its fully paid ordinary shares as contained in and more precisely described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to (with or without modification as approved by the Supreme Court of Western Australia to which Winsome Resources Limited and Li-FT Power Ltd. agree); and*
- (a) the directors of Winsome Resources Limited are authorised to agree to such alterations or conditions as are thought fit by the Supreme Court of Western Australia, and subject to approval of the Share Scheme by the Supreme Court of Western Australia, the board of directors of Winsome Resources Limited is authorised to implement the Share Scheme with any such modifications or conditions.”*



Valid proxy instructions received by Winsome as at proxy close

	Number of votes cast	% of votes cast	Number of Winsome Shareholders	% of Winsome Shareholders
FOR	115,753,171	96.76	162	91.53
AGAINST	3,751,307	3.14	9	5.08
OPEN*	119,991	0.10	6	3.39
TOTAL**	119,624,469	100.00	177	100.00
Abstain***	43,529		2	
Requisite Majorities	At least 75%		More than 50%	

*To be voted at the proxy's discretion.

**Valid votes at close of proxies.

***Votes relating to a Winsome Shareholder abstaining from voting are not counted in determining the requisite majorities.

****Certain of these Winsome Shareholders have split their votes across more than one voting category noted above.

Please note that the above table only shows the numbers and percentages of Winsome Shareholders who appointed a proxy and votes covered by proxies lodged prior to this Share Scheme Meeting. Not all Winsome Shareholders have lodged a proxy and Winsome Shareholders retain the discretion to vote in person rather than by an appointed proxy. Certain validation procedures will also be run following the close of the poll. Accordingly, the results of this Share Scheme Meeting will not be known until after the meeting.



ASX:

WR1

FSE:

4XJ

OTCQB:

WRSLF

PERTH OFFICE

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OPTION SCHEME MEETING

5 May 2026

ASX:

WR1

OTCQB:

WRSLF

FSE:

4XJ



Option Scheme Resolution

To consider and if, thought fit, to pass (with or without amendment or conditions) the following resolution (**Option Scheme Resolution**):

“That, pursuant to and in accordance with section 411 of the Corporations Act 2001 (Cth):

- (a) the scheme of arrangement proposed between Winsome Resources Limited and the holders of its unlisted options as contained in and more precisely described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to (with or without modification as approved by the Supreme Court of Western Australia to which Winsome Resources Limited and Li-FT Power Ltd. agree); and*
- (a) the directors of Winsome Resources Limited are authorised to agree to such alterations or conditions as are thought fit by the Supreme Court of Western Australia, and subject to approval of the Option Scheme by the Supreme Court of Western Australia, the board of directors of Winsome Resources Limited is authorised to implement the Option Scheme with any such modifications or conditions.”*



Valid proxy instructions received by Winsome as at proxy close

	Number of votes cast	% of votes cast	Number of Winsome Optionholders	% of Winsome Optionholders
FOR	6,406,650	100	10	100
AGAINST	-	-	-	-
OPEN*	-	-	-	-
TOTAL**	6,406,650	100	10	100
Abstain***	-	-	-	-
Requisite Majorities	At least 75%		More than 50%	

*To be voted at the proxy's discretion.

**Valid votes at close of proxies.

***Votes relating to a Winsome Optionholder abstaining from voting are not counted in determining the requisite majorities.

****Certain of these Winsome Optionholders have split their votes across more than one voting category noted above.

Please note that the above table only shows the numbers and percentages of Winsome Optionholders who appointed a proxy and votes covered by proxies lodged prior to this Option Scheme Meeting. Not all Winsome Optionholders have lodged a proxy and Winsome Optionholders retain the discretion to vote in person rather than by an appointed proxy. Certain validation procedures will also be run following the close of the poll. Accordingly, the results of this Option Scheme Meeting will not be known until after the meeting.



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