



Sarama Resources Ltd
ARBN 143 964 649

Need assistance?



Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:
www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your vote to be effective it must be received by **7:00am (AWST) on Friday, 2 June 2023**.

CDI Voting Instruction Form

How to Vote on Items of Business

Each CHESS Depository Interest (CDI) is equivalent to one share of Company Common Stock, so that every 1 (one) CDI registered in your name at Thursday, 20 April 2023 entitles you to one vote.

You can vote by completing, signing and returning your CDI Voting Instruction Form. This form gives your voting instructions to CHESS Depository Nominees Pty Ltd, which will vote the underlying shares on your behalf. You need to return the form no later than the time and date shown above to give CHESS Depository Nominees Pty Ltd enough time to tabulate all CHESS Depository Interest votes and to vote on the underlying shares.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

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

Power of Attorney: If you have not already lodged the Power of Attorney with the Australian registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Only duly authorised officer/s can sign on behalf of a company. Please sign in the boxes provided, which state the office held by the signatory, ie Sole Director, Sole Company Secretary or Director and Company Secretary. Delete titles as applicable.

Lodge your Form:

XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 182625

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

CDI Voting Instruction Form

Please mark to indicate your directions

Step 1

CHES Depositary Nominees Pty Ltd will vote as directed

XX

Voting Instructions to CHES Depositary Nominees Pty Ltd

At the Annual General and Special Meeting of Sarama Resources Ltd ("the Company") to be held at Suite 2200, HSBC Building, 885 West Georgia Street, Vancouver, British Columbia on Tuesday, 6 June 2023 at 4:00 p.m. (Vancouver Time) / Wednesday, 7 June 2023 at 7:00 a.m. (Perth Time) and at any adjournment of that meeting, I/We being a holder of CHES Depositary Interests of Sarama Resources Ltd ("the Company"), hereby:

Please mark box A **OR** B with an 'X'

- A** direct CHES Depositary Nominees Pty Ltd (CDN) to appoint the Chairman of the Meeting to vote on my/our behalf with respect to the Resolutions below in the manner instructed in Step 2 below to attend and vote the shares underlying my/our holding
- OR**
- B** direct CDN to appoint the following person to vote on my/our behalf with respect to the Resolutions below in the manner instructed in Step 2 below to attend and vote the shares underlying my/our holding.

If you instruct CDN to direct a Proxy to vote and do not mark either the "FOR", "AGAINST" or "WITHHOLD" box, your vote will not be counted as a vote cast.

Step 2

Items of Business

PLEASE NOTE: If you mark the **Withhold** box for an item, you are directing CHES Depositary Nominees Pty Ltd or their appointed proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

- | | | | | | | | | | | | |
|--|--------------------------|--------------------------|---------------------|--------------------------|--------------------------|-----------------|--------------------------|--------------------------|----------------------|--------------------------|--------------------------|
| 1. Election of Directors | For | Withhold | For | Withhold | For | Withhold | For | Withhold | | | |
| a) Andrew Dinning | <input type="checkbox"/> | <input type="checkbox"/> | b) L. Simon Jackson | <input type="checkbox"/> | <input type="checkbox"/> | c) Adrian Byass | <input type="checkbox"/> | <input type="checkbox"/> | d) Steven Zaninovich | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Appointment of Auditor | | | | | | | | | For | Withhold | |
| Appointment of HLB Mann Judd as Auditor of the Company for the ensuing year and authorizing the Directors to fix their remuneration. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Re-approval of the Option Plan and Equity Incentive Plan | | | | | | | | | For | Against | |
| RESOLVED THAT: Subject to the Company receiving the TSX Venture Exchange or any other regulatory approvals, if so required, the Option Plan and the Equity Incentive Plan as described in the management information circular is hereby approved and all unallocated entitlements issuable pursuant to the Option Plan and Equity Incentive Plan are hereby approved and authorized for issuance until the Company's next annual general meeting. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. Approval of Equity Incentive Plan issuance | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with exception 13(b) of the Australian Securities Exchange Listing Rule 7.2 and for all other purposes, shareholders approve the Equity Incentive Plan of the Company and the issue of up to a maximum number of 15,167,217 equity securities under the Equity Incentive Plan over a period of up to three years from the date of the meeting, on the terms and conditions in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. Ratifying the issue of Tranche 1 Placement Securities | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with the Australian Securities Exchange Listing Rule 7.4 and for all other purposes, shareholders ratify the issue of 20,625,000 Tranche 1 Placement Securities, on the terms and conditions in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. Approval of Tranche 2 Placement Securities | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with the Australian Securities Exchange Listing Rule 7.1 and for all other purposes, shareholders approve the issue of up to 9,075,000 Tranche 2 Placement Securities, on the terms and conditions in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. Approval of the Director Placement Securities | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with the Australian Securities Exchange Listing Rule 10.11 and for all other purposes, shareholders approve the issue of up to 300,000 Director Placement Securities to Andrew Dinning (or his nominees), on the terms and conditions in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. Approval of Options to Andrew Dinning | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with the Australian Securities Exchange Listing Rule 10.14 and for all other purposes, shareholders approve the issue of up to 1,916,666 Director Options to Andrew Dinning under the stock option plan, on the terms and conditions in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. Approval of Options to L. Simon Jackson | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with the Australian Securities Exchange Listing Rule 10.14 and for all other purposes, shareholders approve the issue of up to 500,000 Director Options to L. Simon Jackson under the stock option plan, on the terms and conditions in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. Approval of Options to Adrian Byass | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with the Australian Securities Exchange Listing Rule 10.14 and for all other purposes, shareholders approve the issue of up to 300,000 Director Options to Adrian Byass under the stock option plan, on the terms and conditions in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 11. Approval of Options to Steven Zaninovich | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with the Australian Securities Exchange Listing Rule 10.14 and for all other purposes, shareholders approve the issue of up to 300,000 Director Options to Steven Zaninovich under the stock option plan, on the terms and conditions in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |
| 12. Approval of a 10% Placement Facility | | | | | | | | | For | Against | |
| RESOLVED THAT: Pursuant to and in accordance with the Australian Securities Exchange Listing Rule 7.1A and for all other purposes, shareholders approve the issue of equity securities of up to 10% of the issued capital of the Company, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions described in the information circular. | | | | | | | | | | <input type="checkbox"/> | <input type="checkbox"/> |

Step 3

Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

SRR

2 9 9 3 7 9 A



Computershare

