



Pilbara on an incredible ride with Lithium market

Company/ASX Code	Pilbara Minerals Limited/PLS
AGM date	Tuesday 16 November 2021
Time and location	2.00pm The University Club of WA
Registry	Computershare Investor Services Pty Ltd
Webcast	Hybrid Meeting, physical and on line via Lumi
Poll or show of hands	e.g. Poll on all items
Monitor	Kevin Bowman and Dr Lynda Newland
Pre AGM Meeting?	Yes with Managing Director Ken Brinsden and NED Director Nick Cernotta

The individuals (or their associates) involved in the preparation of this voting intention do not have any shareholding in this company.

Summary of issues for meeting

The Company has already held a special General Meeting on 29th September 2021.

Item 1	Consideration of The Annual Report
ASA Vote	No vote required

Summary of ASA Position

As indicated by the substantial increase in the share price over the financial year, the Company has had a very successful year.

On 20 January 2021, the Company acquired the Altura Pilgangoora Lithium Project by completing the acquisition of 100% of the issued capital of Altura Lithium Operations Pty Ltd (ALO) from Altura Mining Limited (Receivers and Managers Appointed) (Administrators Appointed).

In September 2019, the Company had raised \$91.5 million from a Placement and \$20 Million from Retail Investors at 36 cents.

Pilbara shares were 55 cents as at 1 July 2019, 25 cents at 1 July 2020 and \$1.45 as at 30 June 2021, so the return over 2 years to 30 June 2021 has been in excess of 60%. No dividends have been paid. In August 2021, Pilbara shares were trading at \$2.45.

The Acquisition of the Altura Project from the Administrators has been a very successful purchase for shareholders. The short term goal is to restart the Ngungaju plant at Altura.

Pilbara is also working with Calix Limited to develop a more environmentally friendly lithium salt product and the production of lithium hydroxide in South Korea with its joint venture with POSCO. The JV with POSCO was announced late October 21.

The Company has benefited from the incredible rebound in the lithium market underpinned by the demand for electric vehicles and energy storage technologies.

Summary

(As at FYE)	2021	2020	2019	2018	2017
NPAT (\$m)	(51,448)	(99,262)	(28,932)	(19,415)	(25,954)
UPAT (\$m)	n/a	n/a	n/a	n/a	n/a
Share price (\$)	\$1.45	\$0.25	\$0.55	\$0.87	\$0.38
Dividend (cents)	0	0	0	0	0
Simple TSR (%)	480%	(54.1%)	(37.4%)	128.9%	(38.7%)
EPS (cents)	(2.00)	(4.67)	(1.63)	(1.19)	(2.11)
CEO total remuneration, actual (\$m)	2.209	1.168	1.368	1.730	n/a

For the 2021 FY, the CEO's total actual remuneration was 23.64 times the Australian Full time Adult Average Weekly Total Earnings (based on May 2021 data from the Australian Bureau of Statistics). Actual earnings are ASA defined as the cash payments made during the year (FR, STI, deferred STI, plus any vesting of equity incentives at share price on date of vesting).

Note - For May 2021, the Full-time adult average weekly total earnings (annualised, original) was \$93,444 (<http://www.abs.gov.au/ausstats/abs@.nsf/mf/6302.0>, "Full-time adult average weekly total earnings").

Simple TSR is calculated by dividing (change in share price plus dividend paid during the year, excluding franking by the share price at the start of the year).

Item 2	Adoption of Remuneration Report
ASA Vote	For

The 2021 FY was characterised by the successful execution of three key strategies:

1. The continuation of a moderated production strategy to preserve wealth in response to continued challenging market conditions in the first quarter,
2. The successful completion of debt refinancing in September 2020 and
3. The acquisition of Altura Lithium Operations Pty Ltd that was finalised in January 2021.

And the Company had to manage the continuing challenges posed by Covid-19.

In the light of the market conditions experienced in FY2021, the Directors took a considered and balanced approach to remuneration matters which included

- No fixed remuneration increase for KMP until the market was stabilised in July 2021.
- For the STI's, rewarding the strong performance and returns to shareholders over FY 2021 by awarding 100% vesting for sustainability, financial strength and KMP individual/role specific targets, a combined 92.5% vesting was achieved for safety targets and 75% was achieved for unit cost target.
- For the LTI's which were to be assessed over a three year period from 1 July 2018 to 30 June 2021, relative TSR achieved 100% based on the relative ranking, sustainable production achieved 65.4% and the second strategic objective which was participation in a downstream processing opportunity was deferred until November 2021.

Summary of ASA Position

Given the outstanding returns achieved for shareholders over the past two/three years and the continuing success since 1 July, the ASA will support the Remuneration Report.

Item 3	Election of Ms Miriam Stanborough as a Director
ASA Vote	For

Ms Stanborough is a chemical engineer with more than 20 years' experience in the mineral processing industry across various commodities, including copper, uranium, gold, silver, alumina and mineral sands.

She has held senior roles at Monadelphous, Iluka Resources, Alcoa Australia and Western Mining Resources. She holds degrees in Chemical Engineering, Mineral Economics and Arts.

Her other current Board roles include Chair of the Minerals Institute of Western Australia, Deputy Chair of the Northern Agricultural Catchments Council and Deputy Chair of Scouts WA.

She also sits on the Independent Assessment Committee for the Federal Government's Boosting Females Founders Initiative.

Summary of ASA Position

We support the appointment of Ms Stanborough to the Board. Her appointment will increase the number of Directors to 6, including Mr Brinsden and include 2 female Directors.

Item 4	Issue of Employee Options and Employee Performance Rights to Mr Ken Brinsden
ASA Vote	For

The Resolution calls for the issue of up to 493, 326 Employee options and 302,684 Employee Performance Rights to Mr Ken Brinsden.

Summary of ASA Position

A recent survey published in the *West Australian* showed that Mr Brinsden's overall salary package, was around the average for mining companies of similar size.

The ASA will support the Resolution.

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