

20 October 2025

Dear Shareholder,

Annual General Meeting - Notice and Proxy Form

Notice is hereby given that the Annual General Meeting ("**Meeting**") of Shareholders of Connected Minerals Limited (ACN 009 076 233) ("**Company**") will be held at Level 24, 44 St Georges Terrace, Perth, WA 6000, commencing at 10:00AM (AWST) on Wednesday, 19 November 2025.

In accordance with *110D of the Corporations Act 2001* (Cth), the Company will not be sending hard copies of the Notice of Meeting unless a Shareholder has elected to receive documents in hard copy in accordance with the timeframe specified in section 110E(8) of the *Corporations Amendment (Meetings and Documents) Act 2022* (Cth). Instead, the Notice of Meeting can be viewed and downloaded from the Company's website at connectedminerals.com.au or on the Company's ASX announcements platform. If you have not elected to receive notices by email, a copy of your personalised proxy form is enclosed for your convenience.

Shareholders are encouraged to vote online at <https://investor.xcend.app/sha> or by returning the attached proxy form by:

post to: Xcend Pty Ltd
PO Box R1905
Royal Exchange NSW 1225
Australia

or

fax to: +61 2 82522053

Your proxy voting instruction must be received by 10:00AM (AWST) on Monday, 17 November 2025, being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting.

The Notice of Meeting 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. If you have any difficulties obtaining a copy of the Notice of Meeting please contact the Company's share registry, Xcend, on +61 (2) 8591 8509.

Kind regards,



Warrick Clent
Managing Director
+61 8 6211 5099

info@connectedminerals.com.au



Connected

Minerals Ltd

Connected Minerals Limited
(ACN 009 076 233)

**Notice of Annual General Meeting
and
Explanatory Statement**

**Annual General Meeting of Shareholders to be held at
Level 24, 44 St Georges Terrace, Perth, WA 6000
at 10:00AM (AWST) on Wednesday, 19 November 2025**

Important

This Notice of Annual General Meeting should be read in its entirety. If Shareholders are in doubt as to how to vote, they should seek advice from their professional adviser prior to voting.

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of Shareholders of Connected Minerals Limited (ACN 009 076 233) ("**Company**") will be held at Level 24, 44 St Georges Terrace, Perth, WA 6000, commencing at 10:00AM (AWST) on Wednesday, 19 November 2025.

BUSINESS

Annual Report

To receive and consider the Annual Report of the Company, containing the Financial Report, Directors' Report, Remuneration Report and Auditor's Report for the financial year ended 30 June 2025.

Resolution 1 – Adoption of Remuneration Report

To consider, and if thought fit, to pass, with or without amendment, the following Resolution as an **advisory resolution**:

"That, for the purpose of section 250R(2) of the Corporations Act and all other purposes, the Remuneration Report that forms part of the Directors' Report for the financial year ended 30 June 2025 be adopted."

Note: The vote on this Resolution is advisory only and not bind the Directors or the Company.

Voting Prohibition Statement

A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:

- a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; and
- a Closely Related Party of such a member.

However, a person (the voter) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or
- the voter is the Chair and the appointment of the Chair as proxy:
 - does not specify the way the proxy is to vote on this Resolution; and
 - expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Resolution 2 – Re-Election of Mr Barend Morkel

To consider, and if thought fit, to pass with or without amendment, the following Resolution as an **ordinary resolution**:

"That, for the purposes of clauses 8.2 of the Constitution, and for all other purposes, Mr Barend Morkel, retires by rotation and being eligible, is re-elected as a Director of the Company."

Resolution 3 – Issue of Performance Options to Mr Warrick Clent

To consider, and if thought fit, to pass with or without amendment, the following Resolution as an **ordinary resolution**:

“That, for the purposes of Listing Rule 10.14, and for all other purposes, approval be given for the Company to issue up to 9,500,000 Performance Options to Mr Warrick Clent (and/or his nominee(s)) pursuant to the Company’s Employee Incentive Plan and on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Listing Rule 10.14.1, 10.14.2 or 10.14.3 (including Mr Clent (and/or his nominee(s))) who is eligible to participate in the Plan or any of their respective Associates.

However, the above exclusion does not apply to a vote cast in favour of this Resolution by:

- a person as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with directions given to that proxy or attorney to vote on this Resolution in that way; or
- the Chair of the meeting as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair to vote on this Resolution as the Chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an Associate of a person excluded from voting, on this Resolution; and
 - the holder votes on this Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 4 – Issue of Corporate Adviser Options to 708 Capital Pty Ltd

To consider, and if thought fit, to pass with or without amendment, the following Resolution as an **ordinary resolution**:

“That, for the purposes of Listing Rule 7.1, and for all other purposes, approval be given for the Company to issue up to 5,000,000 Corporate Adviser Options to 708 Capital Pty Ltd (ACN 142 319 202) (and/or their nominee(s)) on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution by or on behalf of:

- 708 Capital Pty Ltd (ACN 142 319 202) (and/or their nominee(s)); and
- any other person who will obtain a material benefit as a result of the issue (except a benefit solely by reason of being a holder of ordinary securities in the entity),

or an Associate of any such person or persons mentioned above.

However, the above exclusion does not apply to a vote cast in favour of this Resolution by:

- a person as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with directions given to that proxy or attorney to vote on this Resolution in that way; or
- the Chair of the meeting as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair to vote on this Resolution as the Chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an Associate of a person excluded from voting, on this Resolution; and

- the holder votes on this Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 5 – Approval of additional 10% Placement Capacity

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as a **special resolution**:

“That, for the purpose of Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities up to 10% of the issued capital of the Company calculated in accordance with the formula prescribed in Listing Rule 7.1A.2, on the terms and conditions set out in the Explanatory Statement.”

Voting exclusion statement

The Company will disregard any votes cast in favour of this Resolution by or on behalf a person who is expected to participate in or will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the entity) of securities under Listing Rule 7.1A.2, and any associate of those persons.

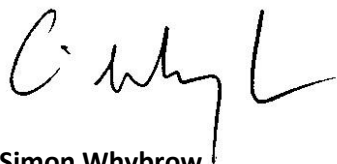
However, this does not apply to a vote cast in favour of the Resolution by:

- a person as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the Chair of the meeting as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair to vote on this Resolution as the Chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on this Resolution; and
 - the holder votes on this Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

OTHER BUSINESS

In accordance with section 250S(1) of the Corporations Act, Shareholders are invited to ask questions about or make comments on the management of the Company and to raise any other business which may lawfully be brought before the Meeting.

BY ORDER OF THE BOARD



Simon Whybrow
Company Secretary
Connected Minerals Limited

20 October 2025

EXPLANATORY STATEMENT

IMPORTANT INFORMATION

This Explanatory Statement has been prepared for the information of Shareholders of Connected Minerals Limited (ACN 009 076 233) ("**Company**") in relation to the Resolutions to be considered at the Annual General Meeting to be held at Level 24, 44 St Georges Terrace, Perth, WA 6000, commencing at 10:00AM (AWST) on Wednesday, 19 November 2025. The purpose of this Explanatory Statement is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on the Resolutions in the accompanying Notice of Meeting.

This Explanatory Statement should be read in conjunction with the Notice of Meeting. If Shareholders are in doubt as to how to vote, they should seek advice from their professional adviser prior to voting.

INTERPRETATION

Capitalised terms which are not otherwise defined in this Notice and Explanatory Statement have the meanings given to those terms under the Definitions section.

References to "\$" and "A\$" in this Notice and Explanatory Statement are references to Australian currency unless otherwise stated. References to time in this Notice and Explanatory Statement relate to the time in Perth, Western Australia.

NOTE

If you have recently changed your address or if there is any error in the name and address used for this Notice please notify the Company Secretary. In the case of a corporation, notification is to be signed by a Director or Company Secretary.

VOTING EXCLUSION STATEMENTS

Certain voting restrictions apply to the Resolutions as detailed beneath each of the applicable Resolutions.

PROXIES

Please note that:

- a Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy;
- a proxy need not be a member of the Company;
- a Shareholder may appoint a body corporate or an individual as its proxy;
- 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; and
- Shareholders entitled to cast two (2) or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed proxy form provides further details on appointing proxies and lodging proxy forms. If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, the body corporate should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative.

The authority may be sent to the Company or its share registry in advance of the Annual General Meeting or handed in at the Annual General Meeting when registering as a corporate representative.

A Proxy Form is enclosed with this Notice. This is to be used by Shareholders if they wish to appoint a representative (a “**Proxy**”) to vote in their place. All Shareholders are invited to attend the Meeting or, if they are unable to attend the Meeting, sign and return the Proxy Form to the Company in accordance with the instructions on the Proxy Form. Lodgement of a Proxy Form will not preclude a Shareholder from attending or (subject to the voting exclusions set out in the Notice) voting at the Meeting via the online meeting platform.

Proxy Forms must be received by the Company no later than 10:00AM (AWST) on Monday, 17 November 2025, being at least 48 hours before the Meeting. Proxy Forms received later than this time will be invalid.

The Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

VOTING ENTITLEMENTS

In accordance with Regulations 7.11.37 and 7.11.38 of the *Corporations Regulations 2001* (Cth), the Board has determined that a person’s entitlement to vote at the Annual General Meeting will be the entitlement of that person set out in the register of Shareholders as at 4:00PM (AWST) on Monday, 17 November 2025. Accordingly, transactions registered after that time will be disregarded in determining Shareholders’ entitlements to attend and vote at the Annual General Meeting.

REGULATORY INFORMATION

Annual Report

The Annual Report of the Company for the financial year ended 30 June 2025, which includes the Financial Report, the Directors' Report, the Remuneration Report and the Auditor's Report, will be laid before the Annual General Meeting.

There is no requirement for Shareholders to approve the Annual Report. However, the Chair will allow a reasonable opportunity for Shareholders to ask questions or make comments about the Annual Report and the management of the Company.

A representative of the Company's auditor, HLB Mann Judd, will be in attendance to respond to any questions raised of the Company's auditor or on the Auditor's Report in accordance with section 250T of the Corporations Act.

1 Resolution 1 – Adoption of Remuneration Report

The Remuneration Report for the financial year ended 30 June 2025 is set out in the 2025 Annual Report. The Remuneration Report sets out the Company's remuneration arrangements for its Directors and senior management.

Section 249L(2) of the Corporations Act requires a company to inform shareholders that a resolution on the remuneration report will be put at the Annual General Meeting. Section 250R(2) of the Corporations Act requires a resolution that the remuneration report adopted be put to a vote. Resolution 1 seeks this approval.

In accordance with section 250R(3) of the Corporations Act, Shareholders should note that Resolution 1 is an "advisory only" Resolution which does not bind the Directors or the Company. However, the Directors take the discussion at the Annual General Meeting and the outcome of the vote into account when considering the Company's remuneration practices.

Following consideration of the Remuneration Report for the financial year ended 30 June 2025, the Chair, in accordance with section 250SA of the Corporations Act, will give Shareholders a reasonable opportunity to ask questions about, or make comments on, the Remuneration Report.

If at least 25% of the votes cast on a resolution for the adoption of a Remuneration Report are voted against at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting a resolution proposing that another general meeting be held within 90 days, at which all of the Company's Directors (other than the managing Director) would be up for re-election.

1.1 Directors' recommendations

The Directors encourage all Shareholders to vote on Resolution 1.

2 Resolution 2 – Re-Election of Mr Barend Morkel

Resolution 2 is an ordinary resolution which seeks to approve the re-election of Mr Barend Morkel as Non-Executive Director of the Company.

In accordance with clause 8.2(b) of the Constitution, at every annual general meeting, there must be an election of at least one (1) Director, which may be satisfied by one or more of the following:

- a person standing for election as a new Director having been nominated in accordance with clause 8.5 of the Constitution;
- any Director who was appointed as a casual vacancy or additional director under clause 8.6 of the Constitution standing for election as a Director;
- any Director who is retiring at the end of the annual general meeting due to holding office without re-election for either:
 - past the third (3rd) annual general meeting following the Director's appointment or last election; or
 - for more than three (3) years,
 whichever is the longer; or
- if no person or Director is standing for election or re-election in accordance with clauses 8.2(b)(i), 8.2(b)(ii) or 8.2(b)(iii), any Director who wishes to retire and stand for re-election. Otherwise, the person who has been a Director the longest without re-election must retire and stand for re-election (noting that, if there are two (2) or more Directors that have been a Director the longest and of an equal time without re-election, then in default of agreement, the Director to retire will be determined by ballot of the Directors).

These requirements for a Director to retire do not apply to a managing Director (but if there is more than one (1) managing Director, only one is exempt from retirement). In determining the number and identity of the Directors to retire by rotation, the managing Director and any Director seeking election after appointment by the Board to fill a casual vacancy are not considered.

Mr Morkel retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-election.

A brief biography of Mr Morkel is set out below.

2.1 Mr Barend Morkel biography

Mr Morkel is a Chartered Accountant having qualified with Ernst & Young (South Africa). Mr Morkel has over nineteen (19) years of mining sector experience, gained in various senior positions held with Endeavour Mining Group, Glencore, China General Nuclear Power Group, Vale, Norilsk Nickel and African Rainbow Minerals. Mr Morkel's mining experience has been in uranium, base, and precious metals commodities and in various stages of project life cycles. Mr Morkel holds an Honors degree in Accounting Science from the University of Pretoria.

Subject to election, Mr Morkel is currently a Non-Executive Director of the Company and subject to re-election, is proposed to remain as a Non-Executive Director.

The Board confirms that Mr Morkel is, and will continue to be, considered an independent Director.

2.2 Directors' recommendations

The Directors (other than Mr Morkel) unanimously recommend that Shareholders vote in favour of Resolution 2. The Chair intends to exercise all available proxies in favour of Resolution 2.

3 Resolution 3 – Issue of Performance Options to Mr Warrick Clent

3.1 Background

Resolution 3 is an ordinary resolutions which seeks Shareholder approval, for the purpose of Listing Rule 10.14 and for all other purposes, subject to obtaining Shareholder approval, the proposed issue of up to a total of 9,500,000 Performance Options to Mr Warrick Clent (and/or his nominee(s)) under the Employee Incentive Plan as follows (“**Performance Options**”):

Tranche	Number of Performance Options	Milestone	Expiry date
1	2,000,000	12 months of continuous service of the Group by the holder, and the completion of an aggregate 4,000m of exploration drilling (air core, RAB, reverse circulation or diamond core) at the Company’s projects, from the effective date of 25 October 2024 (being the date that the Company’s securities re-commenced trading on the Official List of the ASX).	5:00pm (AWST) on the date that is 5 years from the date of issue.
2	1,000,000	The Shares achieving a 10-day volume weighted average price of \$0.30 or higher on or before the expiry date.	5:00pm (AWST) on the date that is 5 years from the date of issue.
3	1,500,000	The Company announcing on the ASX platform a U ₃ O ₈ resource of greater than or equal to 50Mlb with a grade equal to or greater than 225ppm uranium in a JORC (2012) inferred and/or indicated resource category.	5:00pm (AWST) on the date that is 5 years from the date of issue.
4	5,000,000	The Company announcing on the ASX platform a U ₃ O ₈ resource of greater than or equal to 100Mlb with a grade equal to or greater than 225ppm uranium in a JORC (2012) inferred and/or indicated resource category.	5:00pm (AWST) on the date that is 5 years from the date of issue.

The terms of the Employee Incentive Plan were announced to the ASX on 27 June 2024 in connection with the Company's re-admission to ASX and are summarised in Schedule 3.

Subject to the terms and conditions in Schedule 1, the Performance Options will be issued for nil cash consideration and will vest upon satisfaction of the milestones described above.

3.2 Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act requires that for a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

- obtain the approval of the public company’s members in the manner set out in sections 217 to 227 of the Corporations Act; and
- give the benefit within fifteen (15) months following such approval, unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue of the Performance Options to Mr Warrick Clent (and/or his nominee(s)) constitutes giving a financial benefit and Mr Warrick Clent is a related party of the Company by virtue of being a Director.

The Directors (other than Mr Warrick Clent) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of Performance Options, because the agreement to issue the Performance Options to Mr Warrick Clent (and/or his nominee(s)) as part of his remuneration package is considered reasonable remuneration in the circumstances.

3.3 Listing Rule 10.14

Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

- a director of the company (Listing Rule 10.14.1);
- an Associate of a director the company (Listing Rule 10.14.2); or
- a person whose relation with the company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders (Listing Rule 10.14.3),

unless it obtains the approval of its shareholders.

The proposed issue of Performance Options falls within Listing Rule 10.14.1 (or Listing Rule 10.14.2 if Mr Clent elects for the Performance Options to be granted to his nominee(s)) and therefore requires the approval of Shareholders under Listing Rule 10.14.

As Shareholder approval is sought under Listing Rule 10.14, approval under Listing Rule 7.1 or 10.11 is not required.

If Resolution 3 is passed, the Company will be able to proceed with the issue of the Performance Options to Mr Clent (and/or his nominee(s)) and Mr Clent will be compensated accordingly based on the achievement of the milestones set out above.

If Resolution 3 is not passed, the Company will not be able to proceed with the issue of the Performance Options to Mr Clent (and/or his nominee(s)) and the Company may consider other forms of performance or cash-based remuneration to incentivise Mr Clent, subject to the requirements of the Constitution, Corporations Act and Listing Rules, or otherwise may not be able to retain the services of Mr Clent.

3.4 Specific information required by Listing Rule 10.15

Under and for the purposes of Listing Rule 10.15, the following information is provided in relation to the proposed issue of Performance Options to Mr Clent (and/or his nominee(s)):

(a) The name of the person

The Performance Options are proposed to be issued under the Employee Incentive Plan to Mr Clent (and/or his nominee(s)).

(b) The category in rules 10.14.1 – 10.14.3 the person falls within and why

Mr Clent is a related party of the Company by virtue of being a Director and falls into the category stipulated by Listing Rule 10.14.1. If the Performance Options are issued to a nominee of Mr Clent, that person will fall into the category stipulated by Listing Rule 10.14.2.

(c) The number and class of securities proposed to be issued to the person under the scheme for which approval is being sought

The maximum number of Performance Options to be issued to Mr Clent (and/or his nominee(s)) under the Employee Incentive Plan is 9,500,000. If, and once, the Performance Options have vested and are exercised, the Shares will rank equally with all other fully paid ordinary shares upon issue.

(d) Details (including the amount) of the persons current total remuneration package

The current total remuneration package for Mr Clent (inclusive of superannuation) as at the date of this Notice is set out below:

Remuneration	Amount (\$)
Salary and fees	190,726
Short-term employee benefits other than salary and fees (being accrued annual leave)	14,835
Superannuation	21,933
Options	3,532
Total	231,026

(e) The number of securities that have previously been issued to the person under the scheme and the average acquisition price (if any) paid by the person for those securities

Mr Clent has not previously been issued securities under the Employee Incentive Plan.

(f) A summary of the material terms of the securities

The Performance Options will be issued on the terms set out in Schedule 1.

(g) An explanation of why that type of security is being used

The Board (other than Mr Clent) considers that Performance Options are an appropriate form of incentive on the basis that:

- the Performance Options are designed to retain and reward Mr Clent for the achievement of key business objectives for the Company and will be measured over a five-year period;
- Shareholders can readily ascertain and understand the milestones which are required to be satisfied for the Performance Options to vest and the number of Shares to which they relate (i.e. each Performance Option is a right to be issued one Share upon the satisfaction of the relevant milestone); and

- Mr Clent will only obtain the value of the Performance Options and be able to exercise the Performance Options into Shares upon satisfaction of the relevant milestone.

(h) The value the entity attributes to the security and its basis

The Board has valued the Performance Options as set out (and on the basis of the explanation in) in Schedule 4.

(i) The date or dates on which the entity will issue the securities to the person under the scheme

The Performance Options will be issued no later than three (3) years after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules).

(j) The price at which the entity will issue the securities to the person under the scheme

The Performance Options will have an issue price of nil as they will be issued as part of Mr Clent's remuneration package.

(k) A summary of the material terms of the scheme

A summary of the material terms of the Employee Incentive Plan is set out in Schedule 3.

(l) A summary of the material terms of any loan that will be made to the person in relation to the acquisition

No loan will be provided to Mr Clent (and/or his nominee(s)) in relation to the issue of the Performance Options.

(m) Statement with respect to the details of securities under the scheme

The Company confirms that details of all securities issued under the Employee Incentive Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14. Any additional persons covered by Listing Rule 10.14 who become entitled to participate in the Employee Incentive Plan after Resolution 3 is approved and who were not named in the Notice will not participate until approval is obtained under that rule.

(n) Voting exclusion statement

A voting exclusion statement is included in the Notice.

3.5 Listing Rule 14.1A

If Resolution 3 is passed, the Company will be able to proceed with the issue of the Performance Options to Mr Warrick Clent (and/or his nominee(s)) and Mr Clent will be compensated accordingly based on the achievement of the milestones set out above. As approval pursuant to Listing Rule 7.1 is not required for the issue of the Performance Options (because approval is being obtained under Listing Rule 10.14), the issue of the Performance Options will not use up any of the Company's 15% annual placement capacity under Listing Rule 7.1.

If Resolution 3 is not passed, the Company will not be able to proceed with the issue of the Performance Options to Mr Clent (and/or his nominee(s)) and the Company may consider other forms of performance or cash-based remuneration to incentivise Mr Clent, subject to the requirements of the Constitution, Corporations Act and Listing Rules, or otherwise may not be able to retain the services of Mr Clent.

3.6 Board recommendation

The Directors (other than Mr Clent, who has a material personal interest in the outcome of the Resolution) recommends that Shareholders vote in favour of Resolution 3. The Chair intends to exercise all available proxies in favour of Resolution 3.

4 Resolution 4 – Issue of Corporate Adviser Options to 708 Capital Pty Ltd

Resolution 4 is an ordinary resolutions which seeks Shareholder approval, for the purpose of Listing Rule 7.1 and for all other purposes, of the issue of up to 5,000,000 Corporate Adviser Options to 708 Capital Pty Ltd (ACN 142 319 202) (“**Corporate Adviser**”) (and/or their nominee(s)), with an issue price of \$0.0001 per Option, exercisable at \$0.25 each and expiring on the date that is three (3) years from the date of issue (“**Corporate Adviser Options**”).

4.1 Background

As announced on 12 June 2025, the Company formally appointed the Corporate Adviser to provide strategic and capital markets corporate advisory services on an exclusive basis on or around 27 May 2025 under an engagement letter (“**Corporate Adviser Engagement Letter**”). The Corporate Adviser Engagement Letter was varied by agreement of the Company and the Corporate Adviser on or around 10 October 2025 pursuant to a letter agreement (“**Corporate Adviser Engagement Letter Variation Letter**”). The material variation agreed upon by the Company and the Corporate Adviser in the Corporate Adviser Engagement Letter Variation Letter was to remove a proposed retainer fee of \$5,000 per month commencing 1 June 2025 (payable in shares at the issue price of the Company’s next capital raising (subject to shareholder approval first being obtained) or, if approval is not obtained, in cash) from the agreed consideration payable to the Corporate Adviser.

As disclosed in the announcement dated 12 June 2025, the Corporate Adviser is entitled to the Corporate Adviser Options (subject to shareholder approval first being obtained) as consideration for providing the corporate advisory services under the Corporate Adviser Engagement Letter. Should shareholder approval not be obtained, equivalent cash consideration will be payable to the Corporate Adviser (as determined by the Corporate Adviser, acting reasonably and in good faith). A summary of the terms and conditions of the Corporate Adviser Options are set out in Schedule 2.

4.2 Listing Rule 7.1

Listing Rule 7.1 provides that, subject to certain exceptions, prior Shareholder approval is required for an issue of securities by a company if those securities, when aggregated with the securities issued by the company without approval and which were not subject to an exception during the previous twelve (12) months, exceed fifteen percent (15%) of the number of Shares on issue at the commencement of that twelve (12) month period.

The proposed issue of the Corporate Adviser Options to the Corporate Adviser (and/or their nominee(s)) does not fall within any of the exceptions to Listing Rule 7.1. The Company therefore requires the approval of Shareholders under Listing Rule 7.1 for the issue of the Corporate Adviser Options to the Corporate Adviser (and/or their nominee(s)).

The effect of Resolution 4 will be to allow the Company to issue the Corporate Adviser Options to the Corporate Adviser (and/or their nominee(s)) during the period of three (3) months after the Meeting or a longer period, if allowed by ASX, without using the Company's fifteen percent (15%) annual placement capacity under Listing Rule 7.1.

Resolution 4 seeks approval for the issue of the Corporate Adviser Options to the Corporate Adviser (and/or their nominee(s)) for the purpose of satisfying the requirements of Listing Rule 7.1. If Resolution 4 is approved, the Corporate Adviser Options to the Corporate Adviser (and/or their nominee(s)) will not affect the capacity of the Company to issue securities in the next twelve (12) months under Listing Rule 7.1 as those securities, once issued, will be excluded from the calculations under Listing Rule 7.1.

4.3 Technical information required by Listing Rule 7.3

For the purposes of Listing Rule 7.3, the following information is provided to Shareholders in relation to Resolution 4:

(a) Names of the persons to whom the entity will issue the securities or basis upon which those persons will be identified or selected

The Corporate Adviser Options are proposed to be issued to 708 Capital Pty Ltd (ACN 142 319 202) (and/or their nominee(s)) as consideration for its role as Corporate Adviser under the Corporate Adviser Engagement Letter.

In accordance with paragraph 7.2 of ASX Guidance Note 21, the Company confirms that:

- the Corporate Adviser is considered an adviser to the Company, however, they are not, or will not be, considered related parties or substantial holders of the Company, members of the Company's Key Management Personnel or an Associate of any of those persons; and
- the Corporate Adviser Options represent more than 1% of the issued capital of the Company, being 7.1% of the fully diluted capital structure of the Company.

(b) Maximum number and class of securities the entity is to issue

The maximum number of securities proposed to be issued to the Corporate Adviser (and/or their nominee(s)) is 5,000,000 Corporate Adviser Options.

(c) Terms of the securities

The Corporate Adviser Options are Options, which are proposed to be issued in accordance with the terms and conditions set out in Schedule 2.

(d) Date by which the entity will issue the securities

The Corporate Adviser Options will be issued to the Corporate Adviser (and/or their nominee(s)) as soon as practicable after the Meeting and, in any event, by no later than one (1) month after the date of the Meeting.

(e) Issue price of the securities

The Corporate Adviser Options will be issued for nominal consideration of \$0.0001 per Option. If exercised in accordance with the terms and conditions (as set out in Schedule

2), the Corporate Adviser Options will have an exercise price of \$0.25 each and will expire on the date that is three (3) years from the date of issue.

(f) Purpose of the issue and intended use of the funds raised

The purpose of the issue of the Corporate Adviser Options is consideration for ongoing corporate advisory services being provided by the Corporate Adviser to the Company pursuant to the Corporate Adviser Engagement Letter.

Nominal funds will be raised from the issue of the Corporate Adviser Options as they are being issued in consideration of the provision of ongoing capital raising services and other corporate advisory services. Upon exercise of the Corporate Adviser Options (if applicable), the Company intends to use those funds raised for general working capital purposes.

(g) If the securities are to be issued under an agreement, a summary of the material terms of the agreement

The Corporate Adviser Options are proposed to be issued pursuant to the Corporate Adviser Engagement Letter (as varied by the Corporate Adviser Engagement Letter Variation Letter). The material terms of the Corporate Adviser Engagement Letter (as varied by the Corporate Adviser Engagement Letter Variation Letter) are summarised below:

- the Corporate Adviser was appointed on an exclusive basis to provide standard strategic and capital markets advisory services including, but not limited to, engagement with major shareholders, investor marketing, industry and macroeconomic guidance and support for potential future capital raisings;
- the Company agreed that the Corporate Adviser will receive the Corporate Adviser Options (subject to shareholder approval first being obtained) or, if approval is not obtained, equivalent cash consideration to be determined by the Corporate Adviser (acting reasonably and in good faith) as consideration for the Corporate Adviser's services under the Corporate Adviser Engagement Letter; and
- the Company agreed to reimburse the Corporate Adviser for reasonable out-of-pocket expenses incurred in connection with the provision of the corporate advisory services by the Corporate Adviser.

Otherwise, the Corporate Adviser Engagement Letter (as varied by the Corporate Adviser Engagement Letter Variation Letter) contains standard terms for an agreement of its nature.

(h) If the securities are to be issued under, or to fund, a reverse takeover, information about the reverse takeover

The Corporate Adviser Options are not being issued under, or to fund, a reverse takeover.

(i) Voting Exclusion Statement

Refer to the Voting Exclusion Statement beneath the applicable Resolution 4 in the Notice of Meeting.

4.4 Listing Rule 14.1A

Listing Rule 14.1A provides that a notice of meeting which contains a resolution seeking approval of security holders under the Listing Rules must summarise the relevant Listing Rule (see summary of Listing Rule 7.1 above) and what will happen if security holders give, or do not give, that approval.

If Resolution 4 is approved by Shareholders, then the Corporate Adviser Options proposed to be issued to the Corporate Adviser (and/or their nominee(s)) will be excluded in calculating the Company's fifteen percent (15%) limit in Listing Rule 7.1 and the Company will retain the flexibility to issue shares in the future up to the fifteen percent (15%) placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

If Resolution 4 is not approved by Shareholders, the Company will not be able to proceed with the issue of the Corporate Adviser Options proposed to be issued to the Corporate Adviser (and/or their nominee(s)) and, instead, will need to make an equivalent cash payment to the Corporate Adviser (the quantum of such payment is to be determined by the Corporate Adviser (acting reasonably and in good faith)). Additionally, the Company may not be able to retain the services of the Corporate Adviser.

4.5 Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 4. The Chair intends to exercise all available proxies in favour of Resolution 4.

5 Resolution 5 - Approval of Additional 10% Capacity

Resolution 5 is a special resolution which seeks Shareholder approval for the issue of Equity Securities totalling up to 10% of the issued capital of the Company under and in accordance with Listing Rule 7.1A ("**10% Placement Facility**").

5.1 Listing Rule 7.1A

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its Shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

Under Listing Rule 7.1A, however, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%.

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and which has a market capitalisation of \$300 million or less. The Company is an eligible entity for these purposes.

Resolution 5 seeks shareholder approval by way of special resolution for the Company to have the additional 10% capacity provided for in Listing Rule 7.1A to issue equity securities without shareholder approval.

If Resolution 5 is passed, the Company will be able to issue equity securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further shareholder approval.

If Resolution 5 is not passed, the Company will not be able to access the additional 10% capacity to issue equity securities to issue equity securities without shareholder provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing equity securities without shareholder approval set out in Listing Rule 7.1.

Approval of the 10% Placement Facility is valid from the date of the Annual General Meeting until the earlier of:

- 12 months after the Annual General Meeting;
- The time and date of the Company's next annual general meeting; and
- the date Shareholders approve a transaction under Listing Rule 11.1.2 (significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking),

(**"10% Placement Period"**).

The number of Equity Securities that the Company will have the capacity to issue under the 10% Placement Facility will be calculated in accordance with the following formula:

$$(A \times D) - E$$

A has the same meaning as in Listing Rule 7.1 when calculating an entity's 15% placement capacity – i.e. the number of shares on issue 12 months before the date of issue or agreement:

- plus the number of fully paid shares issued in the 12 months under an exception in Listing Rule 7.2 other than exceptions 9, 16 or 17;
- plus the number of fully paid Equity Securities issued in the relevant period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:
 - the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or
 - the issue of, or agreement to issue, the convertible securities was approved, or taken under the Listing Rules to have been approved, under rule 7.1 or rule 7.4,
- plus the number of fully paid Equity Securities issued in the relevant period under an agreement to issue securities within Listing Rule 7.2 exception 16 where:
 - the agreement was entered into before the commencement of the relevant period; or
 - the agreement or issue was approved, or taken under these rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4,
- plus the number of any other Equity Securities issued in the relevant period with approval under Listing Rule 7.1 or Listing Rule 7.4,
- plus the number of partly paid Equity Securities that became fully paid in the relevant period,

- less the number of fully paid Equity Securities cancelled in the relevant period;

D is 10%.

E is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue where the issue or agreement has not been subsequently approved by the holders of its ordinary securities under Listing Rule 7.4.

5.2 Listing Rule 7.3A

For the purposes of Listing Rule 7.3A, the following information is provided to Shareholders in relation to Resolution 5:

(a) Minimum price at which the securities may be issued

In accordance with Listing Rule 7.1A.3, any Equity Securities issued under the 10% Placement Facility will be issued for at least 75% of the VWAP of Equity Securities in the same class calculated over the 15 Trading Days on which trades in that class were recorded immediately before:

- the date on which the price of the Equity Securities is agreed; or
- if the Equity Securities are not issued within 10 Trading Days of the above date, the date on which the Equity Securities are issued.

(b) Risk of economic and voting dilution

Any issue of Equity Securities under the 10% Placement Facility will dilute Shareholders who do not participate in the issue. The table below shows the potential economic and voting dilution of existing Shareholders as a result of the Company issuing Shares under the 10% Placement Facility, based on different issue prices and values for variable 'A' in the formula above.

Variable 'A' (Shares on issue)		Issue price		
		\$0.10 (50% decrease)	\$0.20 (Current) ²	\$0.30 (50% increase)
58,283,212 (Current) ¹	Shares issued	5,828,321	5,828,321	5,828,321
	Funds raised	\$582,832.12	\$1,165,664.24	\$1,748,496.36
87,424,818 (50% increase)	Shares issued	8,742,482	8,742,482	8,742,482
	Funds raised	\$874,248.18	\$1,748,496.36	\$2,622,744.54
116,566,424 (100% increase)	Shares issued	11,656,642	11,656,642	11,656,642
	Funds raised	\$1,165,664.24	\$2,331,328.48	\$3,496,992.72

Notes:

- 1 The current variable 'A' is assumed to be the number of Shares on issue as at the date of this Notice. The number of Shares on issue could increase as a result of, for example, an issue that does not require Shareholder approval (e.g., a pro rata offer to Shareholders) or an issue with Shareholder approval under Listing Rule 7.1.
- 2 The current price of Shares is the price of the ASX on 10 October 2025.

- 3 The table assumes that no Options or other convertible securities are exercised or converted into Shares prior to an issue under the 10% Placement Facility.
- 4 The table assumes that the Company issues the maximum number of Shares available under the 10% Placement Facility.
- 5 The table assumes that issues of Equity Securities under the 10% Placement Facility consist only of Shares.
- 6 The table does not show examples of dilution that may be caused to a particular Shareholder by reason of issues under the 10% Placement Facility. Shareholders should consider the potential dilution caused in the context of their own circumstances.
- 7 The table only shows the effect of issues under Listing Rule 7.1A, and not issues under the 15% placement capacity under Listing Rule 7.1.

Shareholders should further note that:

- the market price for the Equity Securities may be significantly lower on the date of issue than on the date of the Annual General Meeting; and
- the Equity Securities may be issued at a price that is at a discount to the market price for the Equity Securities on the date of issue.

(c) Date by which the securities may be issued

In accordance with Listing Rule 7.1A.1, any Equity Securities issued under the 10% Placement Facility will be issued during the 10% Placement Period. The 10% Placement Facility will cease to be valid in the event that Shareholders approve a transaction under Listing Rule 11.1.2 (significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking).

(d) Purposes for which the securities may be issued

Any Equity Securities issued under the 10% Placement Facility may only be issued for cash consideration to raise funds. In such circumstances, the Company may apply the funds raised towards the exploration activities at its existing projects and/or for acquisition of new assets or investments (including expenses associated with such acquisition) and general working capital.

(e) Allocation policy for issues of securities

The Company's allocation policy for any Equity Securities issued under the 10% Placement Facility will depend on the prevailing market conditions at the relevant time, however, recipients will not be related parties of the Company. The identity of recipients of Equity Securities will otherwise be determined on a case by case basis having regard to the following factors (without limitation):

- the purpose of the issue;
- alternative methods for raising funds that are available to the Company including rights issues or other issues in which existing Shareholders can participate;
- the effect of the issue on the control of the Company;
- the financial situation and solvency of the Company;
- prevailing market conditions; and
- advice from corporate, financial and broking advisers.

The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 and 3.10.5A upon issuing any Equity Securities.

(f) **Previous issues of securities**

During the twelve (12) months preceding the date of the Meeting and as at the date of this Notice, the Company has not issued any Equity Securities using capacity under Listing Rule 7.1A.

5.3 Directors' recommendations

The Directors unanimously recommend that Shareholders vote in favour of Resolution 5. The Chair intends to exercise all available proxies in favour of Resolution 5.

DEFINITIONS

In this Explanatory Statement, the following terms have the following meaning unless the context otherwise requires:

- (a) **“10% Placement Facility”** has the meaning given in Section 5;
- (b) **“10% Placement Period”** has the meaning given in Section 5.1;
- (c) **“Annual General Meeting”** or **“Meeting”** means the Annual General Meeting of Shareholders to be held at Level 24, 44 St Georges Terrace, Perth, WA 6000, commencing at 10:00AM (AWST) on Wednesday, 19 November 2025;
- (d) **“Annual Report”** means the annual report of the Company for the financial year ended 30 June 2025;
- (e) **“ASIC”** means the Australian Securities and Investments Commission;
- (f) **“ASX Listing Rules”** means the official listing rules of the ASX;
- (g) **“ASX”** means ASX Limited (ACN 008 624 691) trading as the Australian Securities Exchange;
- (h) **“Auditor’s Report”** means the auditor’s report contained in the Annual Report;
- (i) **“AWST”** means Australian Western Standard Time;
- (j) **“Board”** means the board of Directors;
- (k) **“Business Day”** has the meaning given to it in Chapter 19 of the Listing Rules;
- (l) **“Chair”** means the chair of the Meeting;
- (m) **“Closely Related Party”** means a closely related party of a member of Key Management Personnel as defined in the Corporations Act, being:
 - a. a spouse or child of the member;
 - b. a child of that member’s spouse;
 - c. a dependent of that member or of that member’s spouse;
 - d. anyone else who is one of that member’s family and may be expected to influence that member, or be influenced by that member, in that member’s dealings with the Company;
 - e. a company that is controlled by that member; or
 - f. any other person prescribed by the regulations;
- (n) **“Company”** means Connected Minerals Limited (ACN 009 076 233).
- (o) **“Company Secretary”** means the secretary of the Company;
- (p) **“Constitution”** means the constitution of the Company.
- (q) **“Convertible Securities”** has the meaning given in Chapter 19 of the Listing Rules;

- (r) **"Corporate Adviser"** means 708 Capital Pty Ltd (ACN 142 319 202);
- (s) **"Corporate Adviser Engagement Letter"** means the engagement letter executed by the Company and the Corporate Adviser on or around 27 May 2025;
- (t) **"Corporate Adviser Engagement Letter Variation Letter"** means the letter agreement to vary the terms of the Corporate Adviser Engagement Letter executed by the Company and the Corporate Adviser on or around 10 October 2025;
- (u) **"Corporate Adviser Options"** means up to 5,000,000 Options, with an issue price of \$0.0001 per Option, exercisable at \$0.25 each and expiring on the date that is three (3) years from the date of issue proposed to be issued to the Corporate Adviser (and/or their nominee(s));
- (v) **"Corporations Act"** means the *Corporations Act 2001* (Cth);
- (w) **"Director"** means a director of the Company;
- (x) **"Directors' Report"** means the directors' report contained in the Annual Report;
- (y) **"Employee Incentive Plan"** means the Company's employee incentive plan;
- (z) **"Equity Securities"** has the same meaning as in the Listing Rules;
- (aa) **"Explanatory Statement"** means this Explanatory Statement accompanying the Notice of Meeting;
- (bb) **"Financial Report"** means the financial report contained in the Annual Report;
- (cc) **"Group"** means the Company and its Related Bodies Corporate;
- (dd) **"Key Management Personnel"** means the key management personnel of the Company as defined in the Corporations Act and Australian Accounting Standards Board accounting standard 124, broadly including those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise);
- (ee) **"Listing Rules"** means the official Listing Rules of the ASX;
- (ff) **"Managing Director"** means the managing Director of the Company;
- (gg) **"Non-Executive Director"** means a non-executive Director of the Company.
- (hh) **"Non-Executive Chairman"** means a non-executive chairperson of the Company;
- (ii) **"Notice"** or **"Notice of Meeting"** means the notice convening the Annual General Meeting accompanying this Explanatory Statement;
- (jj) **"Official List"** means the official list of ASX;
- (kk) **"Option"** means an option to acquire a Share;
- (ll) **"Performance Options"** means up to 9,500,000 Options, each with a nil exercise price and expiring on the date that is five (5) years from the date of issue proposed to be issued to Mr Warrick Clent (and/or his nominee(s)) pursuant to the Company's Employee Incentive Plan;

- (mm) **“Performance Right”** means a right to acquire one (1) Share which arises upon satisfaction of a relevant vesting condition;
- (nn) **“Proxy Form”** means the proxy form attached to this Notice;
- (oo) **“Related Body Corporate”** has the meaning given in section 50 of the Corporations Act;
- (pp) **“Related Party”** has the meaning given in Chapter 19 of the Listing Rules;
- (qq) **“Relevant Interest”** has the meaning given in the Corporations Act;
- (rr) **“Remuneration Report”** means the remuneration report relating to the financial period ended 30 June 2025 and provided to Shareholders.
- (ss) **“Resolution”** means a resolution contained this Notice;
- (tt) **“Schedule”** means a schedule to this Notice;
- (uu) **“Section”** means a section of this Explanatory Statement;
- (vv) **“Share”** means a fully paid ordinary share in the capital of the Company;
- (ww) **“Shareholder”** means a holder of a Share;
- (xx) **“Trading Day”** has the meaning given in Chapter 19 of the Listing Rules;
- (yy) **“VWAP”** means the volume weighted average price of the Shares over the previous 14 days; and
- (zz) **“Voting Power”** has the meaning given to it in the Corporations Act.

SCHEDULE 1 – TERMS OF PERFORMANCE OPTIONS

Each Performance Option entitles its holder to subscribe for Shares on the terms and conditions set out below.

(a) Entitlement

Each Performance Option entitles its holder (“**Holder**”) to be issued a Share upon exercise, for no cash consideration, on these terms and conditions of issue (including satisfaction of the applicable Milestone (defined below)).

(b) Consideration

The Performance Options will be issued for no cash consideration.

(c) Vesting

Unless otherwise determined by the Board in accordance with the Employee Incentive Plan, each tranche of Performance Options will vest upon satisfaction of the corresponding performance milestone set out in the table below (“**Milestone**”).

Tranche	Number of Performance Options	Milestone	Expiry date
1	2,000,000	12 months of continuous service of the Group by the Holder, and the completion of an aggregate 4,000m of exploration drilling (air core, RAB, reverse circulation or diamond core) at the Company’s projects, from the effective date of 25 October 2024 (being the date that the Company’s securities re-commenced trading on the Official List of the ASX).	5:00pm (AWST) on the date that is 5 years from the date of issue.
2	1,000,000	The Shares achieving a 10-day volume weighted average price of \$0.30 or higher on or before the expiry date.	5:00pm (AWST) on the date that is 5 years from the date of issue.
3	1,500,000	The Company announcing on the ASX platform a U ₃ O ₈ resource of greater than or equal to 50Mlb with a grade equal to or greater than 225ppm uranium in a JORC (2012) inferred and/or indicated resource category.	5:00pm (AWST) on the date that is 5 years from the date of issue.
4	5,000,000	The Company announcing on the ASX platform a U ₃ O ₈ resource of greater than or equal to 100Mlb with a grade equal to or greater than 225ppm uranium in a JORC (2012) inferred and/or indicated resource category.	5:00pm (AWST) on the date that is 5 years from the date of issue.

(d) Lapse

If the Milestone which applies to a tranche of Performance Options is not satisfied by the earlier of the following dates, unless otherwise determined by the Board in accordance with the Employee Incentive Plan, that tranche of Performance Options will automatically lapse on that date:

- i. the date on which the Holder ceases to be an officeholder of, or employed or engaged by, the Group; and
- ii. the applicable date specified in the ‘Expiry date’ column of the table at paragraph (c) above.

(e) Exercise period

Each tranche of Performance Options is exercisable at any time from the date on which the Board notifies Holder that the relevant Milestone has been satisfied until the earlier of the dates referred to in paragraphs (d)(i) and (d)(ii) ("**Exercise Period**").

(f) Exercise

Subject to paragraph (j), the Holder may exercise Performance Options at any time during the Exercise Period by notice in writing to the Company ("**Exercise Notice**"). No exercise price, issue price or other consideration is payable by the Holder upon exercise of a Performance Option.

(g) Exercise Date

Any Exercise Notice which is received by the Company will be effective on, and from, the date of receipt by the Company ("**Exercise Date**").

(h) Timing of issue of Shares

Within 15 Business Days after the later of the following:

- i. the Exercise Date; and
- ii. the date on which excluded information in respect of the Company (as defined in section 708A(7) of the Corporations Act) (if any) ceases to be excluded information,

but, in any case, no later than 20 Business Days after the Exercise Date, the Company will:

- iii. allot and issue the number of Shares required under these terms and conditions in respect of the number of Performance Options validly specified in the Exercise Notice; and
- iv. if admitted to the official list of ASX at the time, apply for official quotation on ASX of the Shares issued pursuant to the exercise of the Performance Options.

(i) Shares issued on exercise

Shares issued on exercise of Performance Options will rank equally, in all respects, with the other Shares.

(j) Shareholder and regulatory approvals

Notwithstanding any other provision of these terms and conditions, exercise of Performance Options will be subject to the Company obtaining all required (if any) shareholder and regulatory approvals for the purpose of issuing the relevant Shares to the Holder. If exercise of the Performance Options would result in any person being in contravention of section 606(1) of the Corporations Act, then the exercise of each Performance Option that would cause the contravention will be deferred until such time or times that such exercise would not result in a contravention of section 606(1) of the Corporations Act.

The Holder must give notification to the Company in writing if they consider that the exercise of Performance Options may result in the contravention of section 606(1) of the Corporations Act, failing which the Company will be entitled to assume that the exercise of the Performance Options will not result in any person being in contravention of section 606(1) of the Corporations Act.

(k) Adjustment for reconstructions

If at any time the Company's issued capital is reconstructed, all rights of the Holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of the reconstruction.

(l) Participation in new issues

There are no participation rights or entitlements inherent in Performance Options and the Holder will not be entitled to participate in new issues of capital offered to shareholders during the currency of the Performance Options as a result of holding Performance Options.

(m) Adjustment for rights issues

If the Company makes a rights issue of Shares pro rata (other than a bonus issue) to existing Shareholders, there will be no adjustment to these terms and conditions.

(n) Adjustment for bonus issues

If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu, or in satisfaction, of dividends or by way of dividend reinvestment) the number of Shares which must be issued on the exercise of a Performance Option will be increased by the number of Shares which the holder would have received if the holder had exercised the Performance Option before the record date for the bonus issue.

(o) Quotation

The Company will not apply for quotation of the Performance Options on the ASX.

(p) Transferability

Performance Options are not transferable, except for in Special Circumstances with the consent of the Board (which may be withheld in its absolute discretion).

(q) Compliance with laws

If the Corporations Act, the Listing Rules or the Constitution conflicts with these terms and conditions, or these terms and conditions do not comply with the Corporations Act, the Listing Rules or the Constitution, the Holder authorises the Company to do anything necessary to rectify such conflict or non-compliance, including unilaterally amending these terms and conditions.

SCHEDULE 2 – TERMS OF CORPORATE ADVISER OPTIONS

Each Corporate Adviser Option entitles its holder to subscribe for Shares on the terms and conditions set out below.

(a) Entitlement

Subject to paragraph 13 below, each Corporate Adviser Option entitles the holder ("**Holder**") to subscribe for one (1) fully paid ordinary Share in the Company upon exercise of the Corporate Adviser Option, for the Exercise Price (defined below) as cash consideration, on these terms of issue.

(b) Issue and Exercise Price

The amount payable upon issue of each Corporate Adviser Option is \$0.00001 per Corporate Adviser Option ("**Issue Price**"). Subject to paragraphs (j) and (l) below, the amount payable upon exercise of each Corporate Adviser Option is twenty-five cents (\$0.25) per Corporate Adviser Option ("**Exercise Price**").

(c) Expiry Date

Each Corporate Adviser Option will expire at 5.00pm (AWST) on the date that is three (3) years after the date on which the Corporate Adviser Option is issued ("**Expiry Date**"). A Corporate Adviser Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) Exercise Period

The Corporate Adviser Options are exercisable at any time on, or prior to, 5.00pm (AWST) on the Expiry Date ("**Exercise Period**").

(e) Notice of Exercise

The Corporate Adviser Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Corporate Adviser Option certificate ("**Notice of Exercise**") and payment of the Exercise Price for each Corporate Adviser Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) Exercise Date

A Notice of Exercise is only effective on, and from, the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Corporate Adviser Option being exercised in cleared funds ("**Exercise Date**").

(g) Timing of Issue of Shares on Exercise

Within fifteen (15) Business Days after the later of the following:

- i. the Exercise Date; and
- ii. when excluded information in respect to the Company (as defined in section 708A(7) of the Corporations Act) (if any) ceases to be excluded information,

but in any case, no later than twenty (20) Business Days after the Exercise Date, the Company will:

- iii. allot and issue the number of Shares required under these terms and conditions in respect of the number of Corporate Adviser Options specified in the Notice of Exercise and for which cleared funds have been received by the Company; and
- iv. if admitted to the Official List at the time, apply for Official Quotation on ASX of Shares issued pursuant to the exercise of the Corporate Adviser Options.

(h) SHARES ISSUED ON EXERCISE

Shares issued on exercise of the Corporate Adviser Options rank equally with the then issued shares of the Company.

(i) QUOTATION OF SHARES ISSUED ON EXERCISE

If admitted to the Official List of ASX at the time, the Company will apply for quotation of the Shares issued upon the exercise of the Corporate Adviser Options.

(j) RECONSTRUCTION OF CAPITAL

If at any time the Company's issued capital is reconstructed, all rights of the Holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of the reconstruction.

(k) PARTICIPATION IN NEW ISSUES

There are no participation rights or entitlements inherent in the Corporate Adviser Options and the Holder will not be entitled to participate in new issued of capital offered to Shareholders during the currency of the Corporate Adviser Options without exercising the Corporate Adviser Options.

(l) ADJUSTMENT FOR RIGHTS ISSUE

If the Company proceeds with a pro rata issue (except a bonus issue) of securities to Shareholders, the Exercise Price will be reduced in accordance with the formula set out in Listing Rule 6.22.2.

(m) ADJUSTMENT FOR BONUS ISSUES OF SHARES

If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

- i. the number of Shares which must be issued on the exercise of a Corporate Adviser Option will be increased by the number of Shares which the Holder would have received if the Holder had exercised the Corporate Adviser Option before the record date for the bonus issue; and
- ii. no change will be made to the Exercise Price.

(n) QUOTATION

Provided that the Company is quoted on ASX at the time, an application will be made by the Company to ASX for quotation of the Shares issued upon the exercise of the Corporate Adviser Options.

(o) TRANSFERABILITY

The Corporate Adviser Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

SCHEDULE 3 – TERMS OF EMPLOYEE INCENTIVE PLAN

A summary of the key terms of the Employee Incentive Plan is set out below.

(a) Purpose

The purpose of the Employee Incentive Plan is to:

- (i) assist in the reward, retention and motivation of Eligible Participants;
- (ii) link the reward of Eligible Participants to Shareholder value creation; and
- (iii) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Related Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of Awards (being securities exercisable for Shares, including options and performance rights).

(b) Eligibility to participate

An Eligible Participant means a person that:

- (i) is a "primary participant" (as defined in section 1100L(1)(a) Corporations Act or any amendment or replacement thereof) in relation to the Company or a Related Body Corporate; and
- (ii) has been determined by the Board to be eligible to participate in the Employee Incentive Plan from time to time.

(c) Permitted Nominees

If an Eligible Participant is permitted in the Offer, they may, by written notice to the Board, nominate a Permitted Nominee in whose favour the Eligible Participant wishes to renounce the Offer.

A "Permitted Nominee" is defined as a "related person" of an Eligible Participant (section 1100L(b) of the Corporations Act) or a trustee(s) of a trust set up solely for the benefit of the Eligible Participant and/or a "related person".

(d) Administration of Employee Incentive Plan

The Employee Incentive Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Employee Incentive Plan rules in its absolute discretion. The Board may delegate its powers and discretion.

(e) Offers of Awards

The Board may from time to time determine that an Eligible Participant may participate in the Employee Incentive Plan and make an offer to that Eligible Participant to apply for options or performance rights ("**Awards**").

(f) Applications for Awards

An Eligible Participant who wishes to apply to participate in the Employee Incentive Plan in response to an Offer must provide a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part. If an Eligible Participant is permitted in the Offer, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation in order for that nominee to be granted the Awards the subject of the Offer.

(g) Grant of Awards

The Company will, to the extent that it has accepted a duly completed application, grant the Participant the relevant number of Awards, subject to the terms and conditions set out in the Offer, the Employee Incentive Plan rules and any ancillary documentation required.

(h) Terms of Awards

Each 'Award' represents a right to acquire one or more Shares (for example, under an option or performance right), subject to the terms and conditions of the Employee Incentive Plan. Prior to an Award being exercised, a Participant does not have any interest (legal, equitable or otherwise) in any Share the subject of the Award by virtue of holding the Award.

(i) Vesting of Awards

Any vesting conditions applicable to the grant of Awards will be described in the Offer. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Awards have vested. Unless and until the vesting notice is issued by the Company, the Awards will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to an Award are not satisfied and/or otherwise waived by the Board, that Award will lapse.

(j) Delivery of Shares on exercise of Awards

As soon as practicable after the valid exercise of an Award by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Employee Incentive Plan rules and issue a substitute certificate for any remaining unexercised Awards held by that Participant.

(k) Exercise of Awards and cashless exercise

In the case of an Award which is an Option, to exercise an Award, the Participant must deliver a signed notice of exercise and, subject to a cashless exercise of Awards (see below), pay the exercise price (if any) to or as directed by the Company, at any time prior to the earlier of any date specified in the vesting notice and the expiry date as set out in the invitation. In the case of an Award which is a performance right, following the issue of a vesting notice, a vested performance right will automatically be exercised within the period specified by the Board in the relevant Offer.

The Participant may elect not to be required to provide payment of the exercise price for the number of Awards specified in a notice of exercise, but that on exercise of those Awards the Company will transfer or issue to the Participant that number of Shares as are equal in value to the difference between the total Exercise Price otherwise payable for the Awards on the Awards being exercised and the then market value of Shares at the time of exercise (determined as the volume weighted average of the prices at which Shares were traded on the ASX during the 5 trading-day period immediately preceding the exercise date) calculated in accordance with the following formula:

$$S = A \times (MSP - EP) / MSP$$

where:

- (i) S = number of Shares to be issued on exercise of the Awards;
- (ii) A = number of Awards;
- (iii) MSP = market value of Shares (calculated using the volume weighted average price (as that term is defined in the Listing Rules) at which Shares were traded on the ASX during the 5 trading day-period immediately preceding the exercise date); and
- (iv) EP = Exercise Price.

If the difference between the total Exercise Price otherwise payable for the Awards on the Awards being exercised and the then market value of Shares at the time of exercise (calculated in accordance with the formula above) is zero or negative, then a holder will not be entitled to use the Cashless Exercise Facility.

(l) Restrictions on dealing

A Participant may not sell, transfer, assign, grant a security interest over, option, swap, alienate or otherwise deal with an Award that has been granted to them.

The Board may impose a restriction on dealing with Shares allocated on exercise or vesting of an Award. The Board may implement any procedure it considers appropriate to ensure the compliance by the Participant with this restriction, including the imposition of a holding lock or requiring that Shares be held in trust on behalf of the Participant.

(m) Forfeiture of Awards

Where a Participant who holds Awards ceases to be an Eligible Participant or becomes insolvent, all unvested Awards will automatically be forfeited by the Participant, unless the Board otherwise determines in its discretion to permit some or all of the Awards to vest. Where the Board determines that a Participant has acted fraudulently or dishonestly or wilfully breached his or her duties to the Group, the Board may in its discretion deem all unvested Awards held by that Participant to have been forfeited.

Unless the Board otherwise determines, or as otherwise set out in the Employee Incentive Plan rules:

- (i) any Awards which have not yet vested will be forfeited immediately on the date that the Board determines (acting reasonably and in good faith) that any applicable vesting conditions have not been met or cannot be met by the relevant date; and
- (ii) any Awards which have not yet vested will be automatically forfeited on the expiry date specified in the invitation.

(n) Change of control

If a change of control event occurs in relation to the Company, or the Board determines that such an event is likely to occur, the Board may in its absolute discretion determine that:

- (i) all or a specified number of a Participant's unvested Awards are deemed to have vested;
- (ii) all or specified number of a Participant's Options may be exercised for a period specified by the Board, and if not exercised within that period, will lapse;
- (iii) the dealing restrictions or any other terms which apply to the Award cease to apply; and/or (d) the dealing restrictions which apply to Shares allocated on the vesting of or exercise of an Award (as applicable) cease to apply.

(o) Rights

All Shares issued under the Employee Incentive Plan or issued or transferred to a Participant upon the valid exercise of an Award, will rank equally in all respects with the Shares of the same class. A Participant will be entitled to any dividends declared and distributed by the Company on the Shares and may participate in any dividend reinvestment plan operated by the Company in respect of Shares. A Participant may exercise any voting rights attaching to Shares.

(p) Adjustment for capital reconstructions

If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Awards will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.

If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Awards is entitled, upon exercise of the Awards, to receive an allotment of as many additional Shares as would have been issued to the

holder if the holder held Shares equal in number to the Shares in respect of which the Awards are exercised.

Unless otherwise determined by the Board, a holder of Awards does not have the right to participate in a pro rata issue of Shares made by the Company or sell renounceable rights.

(q) Participation in new issues

There are no participation rights or entitlements inherent in the Awards and holders are not entitled to participate in any new issue of Shares of the Company during the currency of the Awards without exercising the Awards.

(r) Amendment of Employee Incentive Plan

Subject to the following paragraph, the Board may at any time amend any provisions of the Employee Incentive Plan rules, including the terms upon which any Awards have been granted under the Employee Incentive Plan and determine that any amendments to the Employee Incentive Plan rules be given retrospective effect, immediate effect or future effect.

No amendment to any provision of the Employee Incentive Plan rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.

(s) Term of Employee Incentive Plan

The Employee Incentive Plan continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the Employee Incentive Plan for a fixed period or indefinitely and may end any suspension. If the Employee Incentive Plan is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants.

SCHEDULE 4 – VALUATION OF PERFORMANCE OPTIONS

The fair value of the Performance Options proposed to be issued to Mr Clent (and/or his nominee(s)) was estimated at the valuation date, being 30 June 2025, taking into account the terms and conditions upon which the Performance Options are proposed to be granted.

For Tranche 1, Tranche 3 and Tranche 4, the fair value was arrived at by utilising the Share price at the valuation date multiplied by the number of Performance Options proposed to be issued.

For Tranche 2, the fair value is estimated at the valuation date using a combination of Hoadley's Barrier 1 Model and Hoadley's Parisian Model.

The total fair value of the Performance Options proposed to be issued to Mr Clent (and/or his nominee(s)) is \$1,171,000. Based on the vesting conditions associated with the Performance Options, \$3,532 was expensed as a Share-based payment as at 30 June 2025, with the balance of \$1,167,468 to be recognised in future years.

	Tranche 1	Tranche 2	Tranche 3	Tranche 4	Total
Number to be issued	2,000,000	1,000,000	1,500,000	5,000,000	9,500,000
Commencement date	12 June 2025	12 June 2025	12 June 2025	12 June 2025	-
Valuation date	30 June 2025	30 June 2025	30 June 2025	30 June 2025	-
Expiry date	5 years from date of issue	5 years from date of issue	5 years from date of issue	5 years from date of issue	-
Vesting period (days)	1,845	1,845	1,845	1,845	-
Value per Performance Option	\$0.1250	\$0.1085	\$0.1250	\$0.1250	-
Total value of Performance Options	\$250,000	\$108,500	\$187,500	\$625,000	\$1,171,000
Amount expensed as at 30 June 2025	\$2,463	\$1,069	\$0	\$0	\$3,532
Amount to be expensed in future years	\$247,537	\$107,431	\$187,500	\$625,000	\$1,167,468

PROXY FORM



Connected

Minerals Ltd

Connected Minerals Limited

(ACN 009 076 233)



www.xcend.co
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support@xcend.co

XCEND
INVESTOR SUPPORT

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«EntityRegistrationDetailsLine5Envelope»
«EntityRegistrationDetailsLine6Envelope»

Your Annual General Meeting Proxy

Voting Instructions

Appointment of a Proxy

A shareholder entitled to cast two or more votes may appoint up to two proxies (whether shareholders or not) to attend the meeting and vote. A separate Proxy form should be used for each Proxy appointment.

Directing your Proxy How to Vote: If you wish to direct your Proxy how to vote (or to abstain from voting) on any resolution, place a mark ("X") in the "For", "Against" or "Abstain" box for each resolution. If you mark more than one box on a resolution, your vote on that resolution will be invalid. If you mark the "Abstain" box for a particular resolution, you are directing your Proxy not to vote on your behalf and your votes will not be counted in computing the required majority.

Voting Exclusions and Prohibitions

Refer to the Notice of Meeting for detailed information of the voting exclusions and prohibitions, relating to Resolutions 1, 3, 4 & 5.

Signing Instructions

You must sign this Proxy form as follows in the spaces provided:

- **Individual:** Where the holding is in one name, the Proxy form must be signed by the shareholder or the shareholder's attorney.
- **Joint holding:** Where the holding is in more than one name, all of the shareholders should sign.
- **Power of Attorney:** To sign under Power of Attorney, you must have already lodged the Power of Attorney with the Share Registrar for notation. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this Proxy form when you return it.
- **Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this Proxy form must be signed by that person. If the company (in accordance with section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise, this Proxy form must be signed by a Director jointly with either another Director or a Company Secretary. The director or authorised signatory should also print their name and state their position under their signature.

ALL your Shares will be voted in accordance with your directions or if no directions have been given and to the extent permitted by law, as the Proxy sees fit. The Chair of the Meeting intends to vote undirected proxies in favour of ALL Resolutions.

Attending the Meeting

Attending in person: please bring this form with you as this will assist in registering your attendance.

If a representative of a corporate securityholder or Proxy is to participate in the meeting, you will need to provide the appropriate "Appointment of Corporate Representative" Form.

HOW TO

Lodge Your Proxy

Online Voting

Lodge your Proxy vote online by scanning the QR Code with your tablet or mobile, or enter the URL below into your internet browser:

<https://investor.xcend.app/sha>



You can also vote by the following:

- **Registered User:** enter your existing username & password and click voting.
- **New User,** firstly register at: <https://investor.xcend.app/register>
Then once logged in, you may proceed to vote.

Post to Vote

Xcend Pty Ltd
PO Box R1905
Royal Exchange NSW 1225

@ Scan & Email to Vote

meetings@xcend.co

SRN/HIN: «AccountNumber»

Registered Name & Address

«EntityRegistrationDetailsLine1Envelope»
«EntityRegistrationDetailsLine2Envelope»
«EntityRegistrationDetailsLine3Envelope»
«EntityRegistrationDetailsLine4Envelope»
«EntityRegistrationDetailsLine5Envelope»
«EntityRegistrationDetailsLine6Envelope»

Change of Address

If incorrect, provide the correct address in the space below. Securityholders sponsored by a broker (reference number commences with 'X') should advise their broker of any changes.

Your Proxy Form

Appoint a Proxy

I/we being members of **Connected Minerals Limited (“Company”)** and entitled to attend and vote hereby appoint:

The Chair of the Meeting
(Mark box)

OR

If you are **NOT** appointing the Chair of the Meeting as your Proxy, please write the name of the person or body corporate you are appointing as your Proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or if no directions have been given and to the extent permitted by law, as the Proxy sees fit) at the Annual General Meeting of the Company to be held at Level 24, 44 St Georges Terrace, Perth, WA 6000 at 10:00am (AWST) on Wednesday, 19 November 2025 and at any postponement or adjournment of the Meeting.
The Chair of the Meeting intends to vote undirected proxies in favour of ALL Resolutions.
By appointing the Chair as a proxy (or where the Chair becomes proxy by default) the relevant Shareholder gives the Chair express authority to exercise the proxy on Resolution 1 (except where the Shareholder has indicated a different voting intention on this Proxy Form) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

Provide Your Voting Directions

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting, being **10:00am (AWST) on Monday, 17 November 2025. Please read the Notice of Meeting and voting instructions before marking any boxes with an X.** If you mark the Abstain box for a Resolution, you are directing your 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.

Resolutions	For	Against	Abstain
1 Adoption of Remuneration Report			
2 Re-Election of Mr Barend Morkel			
3 Issue of Performance Options to Mr Warrick Clent			
4 Issue of Corporate Adviser Options to 708 Capital Pty Ltd			
5 Approval of additional 10% Placement Capacity (special resolution)			

Please Sign and Return
* This section must be completed.

Securityholder 1

Joint Securityholder 2

Joint Securityholder 3

Sole Director/Sole Company Secretary

Director/Company Secretary

Director/Company Secretary

Print Name of Securityholder

Print Name of Securityholder

Print Name of Securityholder

Update your communication details:

Email Address

Phone Number (Contactable during business hours)

By providing your email address, you consent to receive all future Securityholder communications electronically.