

The logo for AUKING, featuring the word "AUKING" in a bold, white, italicized sans-serif font on a blue background.The logo for AKN, featuring the letters "AKN" in a bold, white, italicized sans-serif font inside a white square border on a blue background.

Notice of Extraordinary General Meeting and Explanatory Memorandum

AuKing Mining Limited ACN 070 859 522

Date of Meeting: 8 January 2026

Time of Meeting: 9.30am, Brisbane time

Place of Meeting: Offices of Hopgood Ganim, Level 10, 360
Queen Street, Brisbane, Queensland

Important Information

Notice is given that the Company will hold an Extraordinary General Meeting (**EGM** or **Meeting**) at Level 10, 360 Queen Street, Brisbane, on Thursday, 8 January 2026 at 9.30am (Brisbane time).

In accordance with the *Corporations Act 2001* (Cth), the Company will not be sending hard copies of the Notice of Extraordinary General Meeting and Explanatory Memorandum to Shareholders (except for any Shareholder who has provided an election to the Company to receive a hard copy document only pursuant to the *Corporations Act 2001* (Cth)). Instead, Shareholders can view and download the Notice of General Meeting and accompanying Explanatory Memorandum at <https://investorcentre.linkgroup.com> using your secure access information or from the Australian Securities Exchange Limited (ASX) Market Announcement Platform under the Company's code: AKN.

Each Resolution will be decided by poll, based on proxy votes and by votes from Shareholders in attendance at the Meeting. The outcome of the resolutions, including details of votes received by poll, will be released to the Company's ASX announcements platform following conclusion of the meeting.

Proxy Forms

Based on Shareholders' registered election for communications (mail or electronically by email) each Shareholder will receive, a copy of their personalised proxy form. **Shareholders are encouraged to complete and lodge their proxies online or otherwise in accordance with the instructions set out in the proxy form and the Notice.** Your proxy voting instruction must be received by 9.30am (Brisbane time) on 6 January 2026, being not less than 48 hours before the commencement of the EGM. Any proxy voting instructions received after that time will not be valid for the EGM.

The Notice 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 or other professional adviser. If you have any difficulties obtaining a copy of the Notice of Meeting please contact the Company's share registry, MUFG Corporate Markets Limited on +61 1300 554 474.

Voting entitlement

For the purposes of determining voting entitlements at the Meeting, shares will be taken to be held by the persons who are registered as holding the shares at 7pm (Sydney time) on 6 January 2026. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

Notice of Extraordinary General Meeting

Notice is given that the Extraordinary General Meeting of Shareholders of AuKing Mining Limited ACN 070 859 522 (**Company**) will be held on Thursday, 8 January 2026 at 9.30am (Brisbane time) at Level 10, 360 Queen Street Brisbane Qld 4000.

The Explanatory Memorandum to this Notice of Meeting provides additional information on matters to be considered at the General Meeting. The Explanatory Statement and the Proxy Form forms part of this Notice of Meeting.

Terms used in this Notice of Meeting are defined in Section 9 of the accompanying Explanatory Memorandum.

Agenda

Ordinary business

1. Resolution 1 – Approval of Issue of Advisor Shares to CoPeak Pty Ltd

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

*“That, in accordance with Listing Rule 7.1, and for all other purposes, the Company be authorised to issue a maximum of 4,314,288 Shares at a minimum price of \$0.005 per Share (**CoPeak Shares**) and otherwise on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting, to CoPeak Pty Ltd ACN 607 161 900 (or their nominees).”*

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution 1 by or on behalf of:

- CoPeak Pty Ltd; or
- an Associate of that party.

However, this does not apply to a vote cast in favour of this Resolution 1 by:

- a person as a proxy or attorney for a person who is entitled to vote on the 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 the Resolution, in accordance with a direction given to the chair to vote on the 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 the Resolution; and
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

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2. Resolution 2 - Ratification of Prior Issue of Placement Shares under the Placement

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

*“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the Shareholders ratify the allotment and prior issue of 80,000,000 Shares issued on 28 November 2025 to the Placement Recipients at a price of \$0.005 per Share (**Placement Shares**) and otherwise on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting.”*

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution 2 by or on behalf of:

- the Placement Recipients; or
- an Associate of those persons.

However, this does not apply to a vote cast in favour of this Resolution 2 by:

- a person as a proxy or attorney for a person who is entitled to vote on the 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 the Resolution, in accordance with a direction given to the chair to vote on the 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 the Resolution; and
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

3. Resolution 3 – Authorise the Issue of Placement Options under the Placement

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

*“That, in accordance with Listing Rule 7.1, and for all other purposes, the Company be authorised to issue options that are free-attaching to the Placement Shares comprising 40,000,000 options in the Company exercisable at \$0.006 on or before 31 December 2026 (**Placement Options**) and otherwise on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting.”*

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution 3 by or on behalf of:

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- The Placement Recipients and any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue of the Placement Options (except a benefit solely by reason of being a holder of Shares in the Company); or
- an Associate of those persons.

However, this does not apply to a vote cast in favour of this Resolution 3 by:

- a person as a proxy or attorney for a person who is entitled to vote on the 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 the Resolution, in accordance with a direction given to the chair to vote on the 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 the Resolution; and
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

4. Resolution 4 - Issue of Lead Manager Options (Placement)

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

*“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, the Company be authorised to issue options to the Lead Managers under the Placement GBA Capital Pty Ltd ABN 51 643 039 123 (**Lead Manager**) options comprising a total of 10,000,000 options in the Company exercisable at \$0.006 on or before 31 December 2026 (**Lead Manager Options**) and otherwise on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting.”*

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution 4 by or on behalf of:

- The Lead Manager and any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue of the Lead manager Options (except a benefit solely by reason of being a holder of Shares in the Company); or
- an Associate of those persons.

However, this does not apply to a vote cast in favour of this Resolution 4 by:

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- a person as a proxy or attorney for a person who is entitled to vote on the 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 the Resolution, in accordance with a direction given to the chair to vote on the 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 the Resolution; and
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

5. Resolution 5 - Ratification of prior issue of RiverFort Notes under RiverFort Facility

To consider and, if thought fit, pass the following Resolution, as an Ordinary Resolution of the Company:

*“That, for the purposes of Listing Rule 7.4 and for all other purposes, the Shareholders ratify the allotment and prior issue 500,000 convertible notes issued on or about 10 September 2025 to RiverFort Global Opportunities PCC Ltd (**RiverFort Notes**), and the issue of 55,555,556 Shares upon conversion of those RiverFort Notes, on the terms and conditions as set out in the Explanatory Memorandum.”*

Voting exclusion statement

The Company will disregard any votes cast in favour of this Resolution 5 by or on behalf of a person who participated in the issue or is a counterparty to the agreement being approved (including (RiverFort)) and any associate of that person or persons.

However, this does not apply to a vote cast in favour of this Resolution 5 by:

- a person as proxy or attorney for a person who is entitled to vote on the 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 the Resolution, in accordance with a direction given to the Chair to vote on the 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 the Resolution; and
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

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6. Resolution 6 - Ratification of prior issue of RiverFort Shares under RiverFort Facility

To consider and, if thought fit, pass the following Resolution, as an Ordinary Resolution of the Company:

*“That, for the purposes of Listing Rule 7.4 and for all other purposes, the Shareholders ratify the allotment and prior issue 12,000,000 Shares issued on or about 10 September 2025 to RiverFort Global Opportunities PCC Ltd (**RiverFort**) at a price of \$0.009 (**RiverFort Shares**) on the terms and conditions as set out in the Explanatory Memorandum.”*

Voting exclusion statement

The Company will disregard any votes cast in favour of this Resolution 6 by or on behalf of a person who participated in the issue or is a counterparty to the agreement being approved (including RiverFort) and any associate of that person or persons.

However, this does not apply to a vote cast in favour of this Resolution 6 by:

- a person as proxy or attorney for a person who is entitled to vote on the 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 the Resolution, in accordance with a direction given to the Chair to vote on the 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 the Resolution; and
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

7. Resolution 7 – Issue of Acquisition Shares (Grand Codroy Acquisition)

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

*“That, in accordance with Listing Rule 7.1, and for all other purposes, the Company be authorised to issue to the Grand Codroy Vendors (as defined in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting) a maximum of 20,000,000 Shares (**Acquisition Shares**) in accordance with the obligations under a Share Sale*

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Agreement dated 10 September 2024 and otherwise on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution 7 by or on behalf of:

- the Grand Codroy Vendors;
- a person who 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); or
- an Associate of those persons.

However, this does not apply to a vote cast in favour of this Resolution 7 by:

- a person as a proxy or attorney for a person who is entitled to vote on the 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 the Resolution, in accordance with a direction given to the chair to vote on the 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 the Resolution; and
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

8. Resolution 8 – Approval of Issue of Advisor Shares and Advisor Options to Spark Plus Pte Ltd

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

*“That, in accordance with Listing Rule 7.1, and for all other purposes, the Company be authorised to issue a maximum of 12,000,000 Shares at an issue price of \$0.005 per Share (**Spark Plus Shares**) together with options that are free-attaching to the Spark Plus Shares comprising 6,000,000 options in the Company exercisable at \$0.006 on or before 31 December 2026 (**Spark Plus Options**) and otherwise on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting, to Spark Plus Pte Ltd (or their nominees).”*

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution 8 by or on behalf of:

- Spark Plus Pte Ltd; or

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- an Associate of that party.

However, this does not apply to a vote cast in favour of this Resolution 8 by:

- a person as a proxy or attorney for a person who is entitled to vote on the 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 the Resolution, in accordance with a direction given to the chair to vote on the 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 the Resolution; and
 - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

9. Other Business

To consider any other business as may be lawfully put forward in accordance with the Constitution of the Company.

BY ORDER OF THE BOARD



Paul Marshall

Company Secretary

4 December 2025

Explanatory Memorandum

1. Introduction

The following information is provided to Shareholders of the Company in connection with the business to be considered at the Extraordinary General Meeting of Shareholders to be held at Level 10, 360 Queen Street, Brisbane on Thursday, 8 January 2026 commencing at 9.30am (Brisbane time).

The Directors recommend Shareholders read the accompanying Notice of Meeting and this Explanatory Memorandum in full before making any decision in relation to the Resolutions.

Unless otherwise defined, terms used in this Explanatory Memorandum are defined in Section 9.

2. Resolution 1 – Issue of Shares to CoPeak Pty Ltd

2.1 Background

On 22 March 2025, the Company entered into a general corporate advisory agreement (**CoPeak Agreement**) with CoPeak Pty Ltd ACN 607 161 900 (trading as Peak Asset Management) (**CoPeak**). In consideration for the provision by CoPeak of various corporate advisory services including provision of corporate and financial advice, facilitating introductions to potential investors and (where possible) assisting the Company with capital raisings, the Company agreed to pay CoPeak a service fee of \$6,000 per month (commencing from 1 February 2025 and expiring on 31 December 2025) excluding GST.

Under the terms of the CoPeak Agreement, CoPeak has the right to request the Company to issue ordinary fully paid shares to CoPeak (and/or its nominees) in lieu of the payment of the service fee in cash, subject to the Company obtaining approval from its shareholders to issue these shares. If that election occurred, the shares would be issued by the Company at a price that represented a 10% discount to the 15 day VWAP in respect of the Company's shares trading on the ASX prior to the date of issue. Up to 31 December 2025, a total of \$21,571.44 (incl GST) will have become payable to CoPeak by the Company. Prior to the issue of this Notice of Meeting, CoPeak has advised the Company of its election to have the CoPeak Shares issued to CoPeak (and/or its nominees) in full and final satisfaction of the service fees payable under the CoPeak Agreement.

For the purposes of this Resolution 1, the Company has agreed with CoPeak a minimum issue price for the CoPeak Shares of \$0.005, thereby creating a maximum number of shares to be issued by the Company (if this Resolution 1 is approved by shareholders) of 4,314,288 shares (**CoPeak Shares**).

Resolution 1 is an Ordinary Resolution and seeks Shareholder approval to the issue of the CoPeak Shares to CoPeak Pty Ltd and for the purposes of Listing Rule 7.1.

2.2 Introduction

Resolution 1 seeks Shareholder authorisation to issue 4,314,288 fully paid ordinary Shares (**CoPeak Shares**) to CoPeak Pty Ltd.

2.3 Listing Rule 7.1 - Issues exceeding 15% of capital

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 shares it had on issue at the start of that period. Equity Securities issued with shareholder approval under Listing Rule 7.1 do not count towards the 15% Capacity. The Company currently does not have the capacity to issue further Equity Securities unless shareholder approval is obtained.

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Equity Securities issued with shareholder approval under Listing Rule 7.1 do not count towards the 15% Capacity.

The CoPeak Shares are Equity Securities under the Listing Rules.

Therefore, the Company is seeking Shareholder approval in accordance with Listing Rule 7.1 to issue the CoPeak Shares so that the CoPeak Shares do not count towards the Company's 15% Capacity.

2.4 Information for Listing Rule 7.3

For the purposes of Listing Rule 7.3, the Company provides the following information:

Listing Rule		Information
7.3.1:	Allottees of Equity Securities	The CoPeak Shares are to be issued and allotted to CoPeak Pty Ltd.
7.3.2:	Number and class of Securities that will be issued	The Company will issue a maximum of 4,314,288 Shares to CoPeak Pty Ltd. A summary of the Company's current issued capital and expected issued capital if all of the Resolutions in the Notice of Meeting are approved is set out in Schedule 1 to this Explanatory Memorandum.
7.3.3:	Summary of material terms of Securities	The CoPeak Shares will be fully paid on issue and rank equally in all aspects with all existing Shares previously issued by the Company.
7.3.4:	Date or dates on or by which the Company will issue the Securities	The CoPeak Shares will be issued shortly after the Meeting, on or about 10 January 2025 and, in any event, within three months of the date of the Meeting or such later date as is permitted by an ASX waiver or modification of the Listing Rules.
7.3.5:	Price of Equity Securities	The CoPeak Shares are being issued in consideration for CoPeak agreeing to provide corporate advisory services to the Company pursuant to the CoPeak Agreement and CoPeak electing to have the service fees payable under that agreement in shares in the Company, in lieu of cash comprising an amount of \$21,571.44.
7.3.6:	Purpose of issuing the Securities	The CoPeak Shares are being issued in under the CoPeak Agreement in lieu of the Company being obliged to pay the services under that agreement in cash. Accordingly, the Company will receive no funds from their issue.
7.3.7:	Summary of agreement	The CoPeak Shares are being issued pursuant to a variation of the corporate advisory agreement dated 22 March 2025 between the Company and CoPeak. The material terms of this agreement are summarised in Section 2.1 above
7.3.8:	Information on reverse takeover	The CoPeak Shares are not being issued under, or to fund, a reverse takeover.
7.3.9	Voting exclusion statement	A voting exclusion statement is included in the Notice of Meeting.

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2.5 Outcome of Voting for or against the Resolution

If Resolution 1 is passed, the issue of the CoPeak Shares will be able to take place and will also be excluded from the calculation of the Company's 15% limit in ASX Listing Rule 7.1, maintaining the number of equity securities it can issue without Shareholder approval over the 12 month period following the issue of the CoPeak Shares.

If the Resolution is not passed, the Company will not be able to issue the CoPeak Shares in lieu of payment of the service fees payable under the CoPeak Agreement and would trigger the obligation for the Company to pay these moneys to CoPeak in the form of cash.

2.6 Directors' recommendation

The Directors unanimously recommend that you vote in favour of this Ordinary Resolution.

3. Resolution 2 - Ratification of previous issue of Placement Shares under the Placement

3.1 Introduction

As announced on 24 November 2025, the Company confirmed details of a placement to sophisticated investors and clients of GBA Capital Pty Ltd (**Placement Recipients**) of 80,000,000 new fully paid ordinary shares in the Company at an issue price of \$0.005 per share ("**Placement Shares**") together with free-attaching options to raise A\$400,000 (before issue costs).

The Placement Shares were issued on 28 November 2025.

The Placement also includes the offer, subject to obtaining shareholder approval, of free attaching options ("**Placement Options**") comprising one option for every two Placement Share issued (being a total of 40,000,000 options) with an exercise price of \$0.006 and expiring on 31 December 2026.

Funds raised from the Placement Shares will be used towards:

- Working capital; and
- Costs of the Placement.

The Placement was undertaken within the Company's capacity under Listing Rule 7.1A.

In accordance with Listing Rule 7.4, Shareholder approval is sought to ratify the issue and allotment of the Placement Shares, being issues of securities made by the Company on 28 November 2025 for which shareholder approval has not already been obtained.

Under Listing Rule 7.1A, shareholders can give prior approval (by special resolution at an annual general meeting) to the issue of securities equivalent to an additional 10% of its fully paid ordinary issued capital over a 12 month period. Shareholders gave their approval for the issue of additional shares under Listing Rule 7.1A at the last annual general meeting of the Company before the Placement held on 29 May 2025.

Equity securities issued with shareholder approval under Listing Rule 7.4 do not count towards the 10% limit under Listing Rule 7.1A.

Listing Rule 7.4 provides that an issue of securities made without prior approval under Listing Rule 7.1A can be treated as having been made with that approval if shareholders subsequently approve it.

If Resolution 2 is approved it will have the effect of refreshing the Company's ability, to the extent of the Placement Shares, to issue further capital during the next 12 months pursuant to

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the approval given pursuant to Listing Rule 7.1A (and if the issue did not breach LR 7.1A at the time of issue) without the need to obtain further Shareholder approval (subject to the Listing Rules and the Corporations Act). If Resolution 2 is not passed, the Placement Shares will be counted, as applicable, toward the 10% limit pursuant to Listing Rule 7.1A for a period not later than the Company's next annual general meeting (due in May 2026).

3.2 Information for Listing Rule 7.5

For the purposes of Listing Rule 7.5, the Company provides the following information:

Listing Rule		Information
7.5.1	The names of the persons to whom the Securities are issued or agreed to be issued or the basis on which those persons were identified or selected	<p>The Placement Shares were issued to the Placement Recipients, none of whom is a related party of the Company. The participants of the Placement were sophisticated investors and clients of GBA Capital Pty Ltd and introduced to the Company by that firm.</p> <p>GBA Capital Pty Ltd was appointed as Lead Manager to the Placement and will be paid a maximum cash fee of 6% of the funds raised from the Placement.</p> <p>In addition, a total of 10,000,000 options exercisable at \$0.006 on or before 31 December 2026 will be issued to GBA Capital Pty Ltd subject to obtaining Shareholder approval pursuant to Resolution 4.</p> <p>No Placement Recipient is a related party of the Company.</p> <p>No Placement Recipient is:</p> <ul style="list-style-type: none"> • a member of the Company's Key Management Personnel; • a substantial holder of the Company; • an adviser to the Company; or • an associate of any of the above. <p>None of the Placement Recipients are considered to be "material investors" for the purposes of ASX Guidance Note 21, paragraph 7.4.</p>
7.5.2	The number and class of Securities issued or agreed to be issued	Listing Rule 7.1A – 80,000,000 Placement Shares (each being the subject of Resolution 2).
7.5.3	Summary of the material terms of the Securities	The Placement Shares are fully paid on issue and ranked equally in

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Listing Rule		Information
		all aspects with all existing Shares previously issued by the Company.
7.5.4	Date or dates on which the Securities were or will be issued	The Placement Shares were issued on 28 November 2025.
7.5.5	The price or other consideration the entity has received or will receive for the issue	The issue price of the Placement Shares was \$0.005 per Share.
7.5.6	The purpose of the issue, including the use or intended use of any funds raised by the issue	Proceeds from the issue of the Placement Shares were used for: <ul style="list-style-type: none"> • Working capital; and • Costs of the Placement.
7.5.7	Summary of the material terms of the agreement	The Placement Shares were issued under a placement acceptance letter that contained standard terms for the issue of shares.
7.5.8	A voting exclusion statement.	A voting exclusion statement is included in the Notice of Meeting for Resolution 2.

3.3 Director's recommendation

The Directors unanimously recommend that you vote in favour of Resolution 2.

4. Resolution 3 – Issue of Placement Options under the Placement

4.1 Introduction

As part of the placement detailed in section 3.1, the Company offered free-attaching Options in the Company comprising the options exercisable at \$0.006 on or before 31 December 2026 (**Placement Options**). A total of 40,000,000 Placement Options are proposed to be issued to the Placement Recipients. Subject to the approval of this Resolution 3, the Placement Options will be issued on the basis of one (1) Placement Option for each two(2) shares issued under the Placement.

Resolution 3 is an Ordinary Resolution and seeks Shareholder approval for the issue of the Placement Options, in connection with the Placement Shares and for the purposes of Listing Rule 7.1.

4.2 Placement Options terms

A summary of the terms of the Placement Options is set out in Schedule 2 to this Explanatory Memorandum.

4.3 Listing Rule 7.1 - Issues exceeding 15% of capital

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 shares it had on issue at the start of that period.

The issue does not fall within any of these exceptions and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of the Company's Shareholders under Listing Rule 7.1.

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Equity Securities issued with shareholder approval under Listing Rule 7.1 do not count towards the 15% Capacity.

The Placement Options are Equity Securities under the Listing Rules.

Further under Exception 9 in Listing Rule 7.2, an issue of Equity Securities on the conversion of Convertible Securities (including Options) does not count towards the 15% Capacity provided that the Company issued the Convertible Securities:

- (a) before it was listed and disclosed the existence and material terms of the Convertible Securities in the prospectus, PDS or information memorandum lodged with ASX under the Listing Rule 1.1 condition 3; or
- (b) after it was listed and complied with the Listing Rules when it did so.

Therefore, the Company is seeking Shareholder approval in accordance with Listing Rule 7.1 to issue the Placement Options so that the Placement Options and Equity Securities issued upon the exercise of the Placement Options do not count towards the Company's 15% Capacity.

4.4 Information for Listing Rule 7.3

For the purposes of Listing Rule 7.3, the Company provides the following information:

Listing Rule		Information
7.3.1	Allottees of Equity Securities	<p>The Placement Options are to be issued to the Placement Recipients, none of whom are a related party of the Company. The participants of the Placement were sophisticated investors and clients of GBA Capital Pty Ltd introduced to the Company by that firm.</p> <p>GBA Capital Pty Ltd was appointed as Lead Manager to the Placement and will be paid a maximum cash fee of 6% of the funds raised from the Placement.</p> <p>In addition, a total of 10,000,000 options exercisable at \$0.006 on or before 31 December 2026 will be issued to GBA Capital Pty Ltd subject to obtaining Shareholder approval pursuant to Resolution 4.</p> <p>No Placement Recipient is a related party of the Company.</p> <p>No Placement Recipient is:</p> <ul style="list-style-type: none">• a member of the Company's Key Management Personnel;• a substantial holder of the Company;• an adviser to the Company; or

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Listing Rule		Information
		<ul style="list-style-type: none"> an associate of any of the above. <p>None of the Placement Recipients are considered to be "material investors" for the purposes of ASX Guidance Note 21, paragraph 7.4.</p>
7.3.2	Number and class of Securities that will be issued	<p>The Company will issue 40,000,000 Placement Options to the Placement Recipients comprising options with an exercise price of \$0.006 and on exercise the Option holder will be issued one Share for each Option exercised.</p> <p>As such, the maximum number of Shares that may be issued on the exercise of the Placement Options is 40,000,000.</p> <p>The Company currently has on issue 900,030,903 Shares (including the Placement Shares). Upon the exercise of the Placement Options the Company will have 940,030,903 Shares on issue meaning that the Placement Options would represent 4.25% of the diluted issued capital (based on the number of Shares presently on issue and without regard to the issue of any future Shares other than the Placement Options).</p>
7.3.3	Terms of the Equity Securities	<p>A summary of the terms of the Placement Options is set out in Schedule 2 to this Explanatory Memorandum.</p> <p>Any Shares issued upon the exercise of the Placement Options shall rank pari passu with all other existing Shares on issue in the Company.</p>
7.3.4	Date or dates on or by which the Company will issue the Securities	<p>The Placement Options will be issued shortly after the Meeting, and, in any event, within three months of the date of the Meeting or such later date as is permitted by an ASX waiver or modification of the Listing Rules.</p>
7.3.5	Price of Equity Securities	<p>The Placement Options are being issued as free-attaching options to the Placement Shares under the Placement. The exercise price of the Placement Options is \$0.006.</p>
7.3.6	Purpose of issuing the Securities	<p>The Placement Options will be issued as free-attaching options to the Placement Shares under the</p>

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Listing Rule		Information
		Placement and accordingly, the Company will receive no funds from their issue.
7.3.7	Summary of the material terms of the agreement	The Placement Options will be issued under a placement acceptance letter that contains standard terms for a placement attaching options.
7.3.8	Information on reverse takeover	The Placement Options are not being issued under, or to fund, a reverse takeover.
7.3.9	A voting exclusion statement	A voting exclusion statement is included in the Notice of Meeting for Resolution 3.

4.5 Outcome of voting for and against the Resolution

If Resolution 3 is passed, the Company will be able to issue the Placement Options to the Placement Recipients. In addition, the Placement Options will be excluded from the calculation of the Company's 15% limit in ASX Listing Rule 7.1, maintaining the number of equity securities it can issue without Shareholder approval over the 12 month period following the issue of the Placement Options.

If Resolution 3 is not passed, the Company will not be able to issue the Placement Options in relation to the Placement.

4.6 Director's recommendation

The Directors unanimously recommend that you vote in favour of Resolution 3.

5. Resolution 4 - Issue of Lead Manager Options

5.1 Background

On 24 November 2025, the Company announced details of the Placement, with the assistance of its Lead Manager to the Placement, GBA Capital Pty Ltd ABN 51 643 039 123 (**GBA**) (called the **Lead Manager**).

Under the terms of engagement of GBA as Lead Manager, the Company has agreed, subject to obtaining Shareholder approval, to allot and issue to the Lead Manager (or its nominees), a total of 10,000,000 options exercisable at \$0.006 on or before 31 December 2026 (**Lead Manager Options**).

The Company proposes to issue the Lead Manager Options to GBA as partial consideration for the joint lead manager services provided in connection with the Placement, more details of which are set out in this Section 5.

5.2 Introduction

Resolution 4 seeks Shareholder authorisation to issue a total of 10,000,000 Options to subscribe for fully paid ordinary Shares in the Company, exercisable at \$0.006 expiring on 31 December 2026 (**Lead Manager Options**) to the Lead Manager.

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5.3 Lead Manager Options terms

A summary of the terms of the Lead Manager Options is set out in Schedule 2 to this Explanatory Memorandum.

5.4 Listing Rule 7.1 - Issues exceeding 15% of capital

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 shares it had on issue at the start of that period.

The issue does not fall within any of these exceptions and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of the Company's Shareholders under Listing Rule 7.1.

Equity Securities issued with shareholder approval under Listing Rule 7.1 do not count towards the 15% Capacity.

The Lead Manager Options are Equity Securities under the Listing Rules.

Further under Exception 9 in Listing Rule 7.2, an issue of Equity Securities on the conversion of Convertible Securities (including Options) does not count towards the 15% Capacity provided that the Company issued the Convertible Securities:

- (a) before it was listed and disclosed the existence and material terms of the Convertible Securities in the prospectus, PDS or information memorandum lodged with ASX under the Listing Rule 1.1 condition 3; or
- (b) after it was listed and complied with the Listing Rules when it did so.

Therefore, the Company is seeking Shareholder approval in accordance with Listing Rule 7.1 to issue the Lead Manager Options so that the Lead Manager Options and Equity Securities issued upon the exercise of the JLM Options do not count towards the Company's 15% Capacity.

5.5 Information for Listing Rule 7.3

For the purposes of Listing Rule 7.3, the Company provides the following information:

Listing Rule		Information
7.3.1	Allottees of Equity Securities	The Lead Manager Options will be issued and allotted to GBA and/or its nominees.
7.3.2	Number and class of Securities that will be issued	<p>The Company will issue a total of 10,000,000 Lead Manager Options to GBA and/or its nominees comprising options exercisable at \$0.006 on or before 31 December 2026.</p> <p>Each Lead Manager Option will be issued one Share for each Option exercised. As such, the maximum number of Shares that may be issued on the exercise of the Lead Manager Options is 10,000,000.</p>

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Listing Rule		Information
		The Company currently has on issue 900,030,903 Shares (including the Placement Shares). Upon the exercise of the Lead Manager Options the Company will have 910,030,903 Shares on issue meaning that the Lead Manager Options would represent 1.1% of the diluted issued capital (based on the number of Shares presently on issue and without regard to the issue of any future Shares other than the Lead Manager Options).
7.3.3	Terms of the Equity Securities	A summary of the terms of the Lead Manager Options is set out in Schedule 2 to this Explanatory Memorandum. Any Shares issued upon the exercise of the Lead Manager Options shall rank pari passu with all other existing Shares on issue in the Company.
7.3.4	Date or dates on or by which the Company will issue the Securities	The Lead Manager Options will be issued shortly after the Meeting, and, in any event, within three months of the date of the Meeting or such later date as is permitted by an ASX waiver or modification of the Listing Rules.
7.3.5	Price of Equity Securities	The Lead Manager Options are being issued for nil consideration as part of the services provided by GBA in relation to the Placement.
7.3.6	Purpose of issuing the Securities	The Lead Manager Options are being issued as partial consideration for the services provided by GBA in relation to the Placement. Accordingly, the Company will receive no funds from their issue. If all the Lead Manager Options are exercised, the Company will receive \$60,000, being the respective Lead Manager Option numbers multiplied by the exercise price of the Lead Manager Options.
7.3.7	Summary of the material terms of the agreement	The Lead Manager Options are being issued in accordance with the Lead Manager Mandate. The material terms of the Lead Manager Mandate are summarised at section 5.6.

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Listing Rule		Information
7.3.8	Information on reverse takeover	The Lead Manager Options are not being issued under, or to fund, a reverse takeover.
7.3.9	A voting exclusion statement	A voting exclusion statement is included in the Notice of Meeting for Resolution 4.

5.6 Summary of Lead Manager Mandate

The Company entered into a mandate with GBA Capital Pty Ltd ABN 51 643 039 123 (called **Lead Manager**) pursuant to which that firm was appointed as lead manager to the Company's Placement announced on 24 November 2025 (**Lead Manager Mandate**). For the purposes of this section 5.6 the term "**Capital Raising**" refers to the Company's Placement announced 24 November 2025.

Under the Lead Manager Mandate, the Company agreed to pay the Lead Manager in relation to the Placement:

- (a) a management fee of 6% on all funds raised under the Placement by the Lead Manager; and
- (b) a total of 10,000,000 options exercisable at \$0.006 on or before 31 December 2026, to be issued subject to AuKing shareholder approval.

The Lead Manager Options will be issued at nil consideration and on the terms are set out in Schedule 2 of this Explanatory Memorandum.

The Lead Manager Mandate obliges the Lead Manager to provide the Company with all necessary assistance in managing and arranging the Capital Raising as is customary and appropriate in issues of the nature of the proposed Capital Raising. The responsibilities of the Lead Manager pursuant to the lead Manager Mandate include (in a non-exhaustive manner):

- (a) developing and managing the Capital Raising timetable in conjunction with the Company;
- (b) assisting the Company in determining the information that potential investors and their advisers would reasonably require in respect of the Capital Raising;
- (c) providing strategic market advice as required during the term of the Lead Manager Mandate;
- (d) participating in any related meetings, co-ordinating and managing the Capital Raising generally; and
- (e) assisting with the management and promotion of the Capital Raising.

The Lead Manager Mandate is intended to operate for a 30 day period. The Lead Manager Mandate otherwise contains terms and conditions which are considered standard for an agreement of this nature, including those relating to indemnities, confidentiality, representations and warranties.

5.7 Outcome of voting for and against the Resolution

If Resolution 4 is passed, the issue of the Lead Manager Options will be able to take place and will also be excluded from the calculation of the Company's 15% limit in ASX Listing Rule 7.1,

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maintaining the number of equity securities it can issue without Shareholder approval over the 12 month period following the issue of the Lead Manager Options.

If Resolution 4 is not passed, the Company will not be able to issue the Lead Manager Options in consideration for the services provided by the Lead Manager in respect of the Placement and the Company will need to find another way to compensate the Lead Manager accordingly.

5.8 Director's recommendation

The Directors unanimously recommend that you vote in favour of Resolution 4.

6. Resolutions 5 and 6 – Ratification of prior issue of RiverFort Notes and RiverFort Shares under RiverFort Facility

6.1 Background

As announced to the ASX on 2 July 2025 and 9 September 2025, the Company executed final security documents, materially comprising a funding agreement, with London-based RiverFort Global Capital Limited (**RiverFort**) for a A\$5 million credit facility (**RiverFort Facility**). The RiverFort Facility provides AuKing with the flexibility to fast track large scale exploration and project development at the Cloncurry Project, reinforcing the Company's pathway to gold production.

On or about 10 September 2025 the Company issued a total of \$500,000 in convertible notes (comprising 500,000 convertible notes in total) due to mature on 10 September 2026, exercisable into 55,555,556 Shares at a price of \$0.009 per Share (**RiverFort Notes**). A summary of the other material terms and conditions of the RiverFort Notes is set out in Schedule 3.

Additionally, in consideration for RiverFort entering into the RiverFort Facility, the Company issued 12,000,000 Shares to RiverFort to be used for future conversions of the RiverFort Notes, pursuant to the terms of the RiverFort Facility (**RiverFort Shares**). RiverFort may elect from time to time and in varying amounts convert outstanding principal and interest during the term of the RiverFort Facility. At any time when the Company is required to issue shares to RiverFort by way of conversion of convertible securities (including the RiverFort Notes), RiverFort may use the RiverFort Shares to wholly or partially offset the Company's obligation to issue the additional Shares. For further information in this regard see the summary of the material terms and conditions of the RiverFort Facility set out in 4.

6.2 Listing Rules 7.1 and 7.4

On or about 5 September 2025, the Company entered into the RiverFort Facility under which it was required to issue the RiverFort Notes and RiverFort Shares. The RiverFort Notes and RiverFort Shares were both issued on or about 10 September 2025 (**Issue Date**).

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 months period to 15% of the fully paid ordinary shares it had on issue at the start of that period (**15% Capacity**).

At its Annual General Meeting held on 29 May 2025, the Company received Shareholder approval to issue an additional 10% of its issued capital over a 12 month period pursuant to Listing Rule 7.1A (**Additional Capacity**). Securities can only be issued under Listing Rule 7.1A for a cash consideration and thus the Additional Capacity is not available for the issue of the RiverFort Notes and RiverFort Shares.

The issue of the RiverFort Notes and RiverFort Shares does not fit within any of these exceptions and, as it has not yet been approved by the Company's Shareholders, it effectively uses up part of the Company's 15% Capacity, reducing the Company's capacity to issue further equity

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securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the Issue Date.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1.

To this end, Resolutions 5 and 6 seek Shareholder approval to the issue of the RiverFort Notes and RiverFort Shares respectively under and for the purposes of Listing Rule 7.4.

If Shareholders approve Resolutions 5 and 6, the RiverFort Notes and RiverFort Shares respectively will be excluded in calculating the Company's 15% Capacity, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the Issue Date.

If Shareholders do not approve Resolutions 5 and 6, the RiverFort Notes and RiverFort Shares respectively will be included in calculating the Company's 15% Capacity, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the issue of the RiverFort Notes and RiverFort Shares.

6.3 Technical information required under Listing Rule 7.5

The following information is provided in accordance with the notice requirements of Listing Rule 7.5:

Listing Rule	Information
7.5.1 – the names of the persons to whom the entity issued or agreed to issue the securities or the basis on which those persons were identified or selected.	The RiverFort Notes and RiverFort Shares were issued to RiverFort Global Opportunities PCC Ltd.
7.5.2 – the number and class of securities the entity issued or agreed to issue	The Company issued 500,000 RiverFort Notes and 12,000,000 RiverFort Shares.
7.5.3 – if the securities are not fully paid ordinary securities, a summary of the material terms of the securities	A summary of the material terms of the RiverFort Notes is set out at Schedule 3. The RiverFort Shares rank pari passu with all other fully paid ordinary Shares on issue in the Company.
7.5.4 – the date or dates on which the securities were or will be issued. If the securities have not yet been issued, the date of issue must be no later than 3 months after the date of the meeting	The RiverFort Notes and RiverFort Shares were issued on 11 September 2025.

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Listing Rule	Information
7.5.5 – the price or other consideration the entity has received or will receive for the issue	<p>The RiverFort Notes were issued in consideration for the provision of the initial drawdown of A\$500,000 under the terms of the RiverFort Facility.</p> <p>The RiverFort Shares were issued for nil cash consideration but were otherwise issued in consideration for RiverFort entering into the RiverFort Facility (and to otherwise wholly or partially offset the Company's obligation to issue Shares under the RiverFort Facility as detailed further in section 5.1 above and in Schedule 4).</p>
7.5.6 – the purpose of the issue, including the use or intended use of any funds raised by the issue	The RiverFort Notes and RiverFort Shares were issued pursuant to the terms of the RiverFort Facility. The funds to be provided under the RiverFort Facility pursuant to which the RiverFort Notes and RiverFort Shares were issued will be used to assist with exploration and project development of project interests situated at Cloncurry and for working capital. In addition to these uses, the initial drawdown of A\$500,000 was utilized towards retiring the short-term loan with GAM Company Pty Ltd (which was repaid in full on 10 September 2025).
7.5.7 – if the securities were or will be issued under an agreement, a summary of any other material terms of the agreement	A summary of the material terms of the RiverFort Facility is set out in Schedule 4.
7.5.8 – a voting exclusion statement	A voting exclusion statement in respect of Resolutions 5 and 6 is included in the Notice of Meeting.

6.4 Directors' recommendation

The Directors recommend that Shareholders vote in favour of Resolutions 5 and 6.

The Chair of the Meeting intends to vote all available undirected proxies in favour of Resolutions 5 and 6.

7. Resolution 7 - Issue of Acquisition Shares (Grand Codroy Acquisition)

7.1 Introduction

7.2 Background

As announced on 11 September 2024, the Company proposed to acquire all of the issued shares in Australian-incorporated Lithium Rabbit Pty Ltd ACN 666 030 708 (**LR**). LR is the 100% legal and beneficial owner of one (1) mineral claim in southwestern Newfoundland, Canada, that is prospective for uranium and copper. The purchase price payable by the Company comprised the following:

- A non-refundable deposit of \$50,000, payable on signing the sale agreement;

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- The issue by the Company to the holders of the shares in LR (**Grand Codroy Vendors**) of 21,428,571 shares (**Acquisition Shares**); and
- The issue by the Company of a further deferred number of shares in the Company, based on an amount of \$100,000 and calculated with reference to the 20 trading day VWAP for the shares trading on ASX prior to issue. These deferred shares are to be issued by the Company subject to shareholder approval. A minimum issue price of \$0.005 shall apply (or a maximum of 20,000,000 Company shares to be issued) (**Deferred Shares**).

On 24 October 2024 the Company announced that completion of the acquisition of all the shares in LR had taken place (**LR Acquisition**). As part of the completion process, the Company issued 21,428,571 shares to the Grand Codroy Vendors (or as otherwise directed by them) (**Initial Acquisition Shares**). The issue of the Deferred Shares is the subject of approval under Resolution 7.

Resolution 7 is an Ordinary Resolution and seeks Shareholder approval to approve the issue of the Deferred Shares to the Grand Codroy Vendors for the purposes of Listing Rule 7.1.

7.3 Listing Rule 7.1 - Issues exceeding 15% of capital

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 shares it had on issue at the start of that period.

The issue does not fall within any of these exceptions and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of the Company's Shareholders under Listing Rule 7.1.

Equity Securities issued with shareholder approval under Listing Rule 7.1 do not count towards the 15% Capacity.

The Deferred Shares are Equity Securities under the Listing Rules.

Therefore, the Company is seeking Shareholder approval in accordance with Listing Rule 7.1 to issue the Deferred Shares to the Grand Codroy Vendors so that the deferred Shares do not count towards the Company's 15% Capacity.

7.4 Information for Listing Rule 7.3

For the purposes of Listing Rule 7.3, the Company provides the following information:

Listing Rule		Information
7.3.1	Allottees of Equity Securities	<p>The Deferred Shares are to be issued to the Grand Codroy Vendors, none of whom are a related party of the Company.</p> <p>No Grand Codroy Vendor is a related party of the Company.</p> <p>No Grand Codroy Vendor is:</p> <ul style="list-style-type: none">• a member of the Company's Key Management Personnel;

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Listing Rule		Information
		<ul style="list-style-type: none"> a substantial holder of the Company; an adviser to the Company; or an associate of any of the above. <p>None of the Grand Codroy Vendors are considered to be "material investors" for the purposes of ASX Guidance Note 21, paragraph 7.4.</p>
7.3.2	Number and class of Securities that will be issued	<p>The Company will issue a maximum of 20,000,000 Deferred Shares to the Grand Codroy Vendors.</p> <p>The Company currently has on issue 900,030,903 Shares. Upon the issue of the Deferred Shares and the Company will have 920,030,903 Shares on issue meaning that the Deferred Shares and would represent 2.17% of the diluted issued capital (based on the number of Shares presently on issue and without regard to the issue of any future Shares).</p>
7.3.3	Terms of the Equity Securities	The Deferred Shares shall rank pari passu with all other existing Shares on issue in the Company.
7.3.4	Date or dates on or by which the Company will issue the Securities	The Deferred Shares will be issued shortly after the Meeting, and, in any event, within three months of the date of the Meeting or such later date as is permitted by an ASX waiver or modification of the Listing Rules.
7.3.5	Price of Equity Securities	The Deferred Shares are being issued in part consideration for the acquisition of all the issued shares in LR.
7.3.6	Purpose of issuing the Securities	The Deferred Shares will be issued in final discharge of the Company's obligations as part of completion of the acquisition by the Company of all the issued shares in LR, pursuant to the agreement noted in section 7.2. Accordingly, the Company will receive no funds from their issue.
7.3.7	Summary of the material terms of the agreement	The Deferred Shares and will be issued under the acquisition agreement pursuant to which the Company acquired all of the issued shares in LR. This agreement was completed on 24 October 2024.

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Listing Rule		Information
7.3.8	Information on reverse takeover	The Deferred Shares are not being issued under, or to fund, a reverse takeover.
7.3.9	A voting exclusion statement	A voting exclusion statement is included in the Notice of Meeting for Resolution 7.

7.5 Outcome of voting for and against the Resolution

If Resolution 7 is passed, the Company will be able to issue the Deferred Shares to the Grand Codroy Vendors. In addition, the Deferred Shares will be excluded from the calculation of the Company's 15% limit in ASX Listing Rule 7.1, maintaining the number of equity securities it can issue without Shareholder approval over the 12 month period following the issue of the Deferred Shares.

If Resolution 7 is not passed, the Company will not be able to issue the Deferred Shares to the Grand Codroy Vendors.

7.6 Director's recommendation

The Directors unanimously recommend that you vote in favour of Resolution 7.

8. Resolution 8 – Issue of Shares and Options to Spark Plus Pte Ltd

8.1 Background

On 11 June 2025, the Company entered into a general corporate promotions agreement with Singapore-based Spark Plus Pte Ltd (**Spark**). In consideration for the provision by Spark of the provision of investor promotion activities to the Company by accessing its investor client base throughout southern Asia for a 6 month period, the Company agreed to pay Spark a once-off a service fee of \$60,000 (**Original Spark PR Agreement**). The Company has since reached an agreement with Spark to extend the Original Park PR Agreement until 30 September 2026 on the terms set out below (**Extended Spark PR Agreement**).

Under the terms of the Extended Spark PR Agreement, Spark has requested the Company to issue securities to Spark (and/or its nominees) in lieu of the payment of the service fee in cash, at an issue price and terms that are the same as the Company's recently-completed Placement and subject to the Company obtaining approval from its shareholders to issue these shares and options. Accordingly, it is proposed to issue to Spark (and/or its nominees) 12,000,000 Shares at an issue price of \$0.005 per Share (**Spark Plus Shares**) together with options that are free-attaching to the Spark Plus Shares comprising 6,000,000 options in the Company exercisable at \$0.006 on or before 31 December 2026 (**Spark Plus Options**).

Resolution 8 is an Ordinary Resolution and seeks Shareholder approval to the issue of the Spark Plus Shares and Spark Plus Options to Spark (and/or its nominees) and for the purposes of Listing Rule 7.1.

8.2 Listing Rule 7.1 - Issues exceeding 15% of capital

An explanation of the operation of Listing Rule 7.1 is set out under section 2.3 of this Explanatory Memorandum.

Equity Securities issued with shareholder approval under Listing Rule 7.1 do not count towards the 15% Capacity.

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The Spark Plus Shares and Spark Plus Options are Equity Securities under the Listing Rules. The Spark Plus Options are also Convertible Securities under the Listing Rules.

Further under Exception 9 in Listing Rule 7.2, an issue of Equity Securities on the conversion of Convertible Securities (including the Spark Plus Options) does not count towards the 15% Capacity provided that the Company issued the Convertible Securities:

- (a) before it was listed and disclosed the existence and material terms of the Convertible Securities in the prospectus, PDS or information memorandum lodged with ASX under the Listing Rule 1.1 condition 3; or
- (b) after it was listed and complied with the Listing Rules when it did so.

Therefore, the Company is seeking Shareholder approval in accordance with Listing Rule 7.1 to issue the Spark Plus Shares and Spark Plus Options so that those shares and options do not count towards the Company's 15% Capacity.

8.3 Information for Listing Rule 7.3

For the purposes of Listing Rule 7.3, the Company provides the following information:

Listing Rule		Information
7.3.1:	Allottees of Equity Securities	The Spark Plus Shares and Spark Plus Options are to be issued and allotted to Spark Plus Pte Ltd or its nominees.
7.3.2:	Number and class of Securities that will be issued	<p>The Company will issue a maximum of 12,000,000 Shares at a minimum price of \$0.005 per Share (Spark Plus Shares) together with options that are free-attaching to the Spark Plus Shares comprising 6,000,000 options in the Company exercisable at \$0.006 on or before 31 December 2026 (Spark Plus Options).</p> <p>A summary of the Company's current issued capital and expected issued capital if all of the Resolutions in the Notice of Meeting are approved is set out in Schedule 1 to this Explanatory Memorandum.</p>
7.3.3:	Summary of material terms of Securities	The Spark Plus Shares will be fully paid on issue and rank equally in all aspects with all existing Shares previously issued by the Company. The terms of the Spark Plus Options are set out in Schedule 2 and will rank equally in all respects with the existing issued options of the same class.
7.3.4:	Date or dates on or by which the Company will issue the Securities	The Spark Plus Shares and Spark Plus Options will be issued shortly after the Meeting, in January 2026 and, in any event, within three months of the date of the Meeting or such later date as is permitted by an ASX waiver or modification of the Listing Rules.
7.3.5:	Price of Equity Securities	The Spark Plus Shares are being issued in consideration for Spark agreeing to provide corporate promotional services to the Company pursuant to the Spark Agreement at a price that equates to the issue price of the Company's next capital raising. The Spark Plus Options are free-attaching to the Spark Plus Shares.

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Listing Rule		Information
7.3.6:	Purpose of issuing the Securities	The Spark Plus Shares and Spark Plus Options are being issued in under the Spark Agreement in lieu of the Company being obliged to pay the services under that agreement in cash. Accordingly, the Company will receive no funds from their issue.
7.3.7:	Summary of agreement	The Spark Plus Shares and Spark Plus Options are being issued pursuant to the Extended Spark PR Agreement.
7.3.8:	Information on reverse takeover	The Spark Plus Shares and Spark Plus Options are not being issued under, or to fund, a reverse takeover.
7.3.9	Voting exclusion statement	A voting exclusion statement is included in the Notice of Meeting.

8.4 Outcome of Voting for or against the Resolution

If Resolution 8 is passed, the issue of the Spark Plus Shares and Spark Plus Options will be able to take place and will also be excluded from the calculation of the Company's 15% limit in ASX Listing Rule 7.1, maintaining the number of equity securities it can issue without Shareholder approval over the 12 month period following the issue of the Spark Plus Shares and Spark Plus Options.

If the Resolution is not passed, the Company will not be able to issue the Spark Plus Shares and Spark Plus Options in lieu of payment of the service fees payable under the Spark Agreement and would trigger the obligation for the Company to pay these moneys to Spark in the form of cash.

8.5 Directors' recommendation

The Directors unanimously recommend that you vote in favour of this Ordinary Resolution.

9. Interpretation

The following terms used in the Notice of Meeting and the Explanatory Memorandum are defined as follows:

15% Capacity has the meaning given to that term in section 3.3.

AKN or the **Company** means AuKing Mining Limited ACN 070 859 522.

Associate has the meaning given to that term in the Corporations Act.

ASX means the ASX Limited.

Board means the board of Directors of the Company from time to time.

Company means AuKing Mining Limited ACN 070 859 522.

Corporations Act means the *Corporations Act 2001* (Cth) as amended from time to time.

Directors means the directors of the Company from time to time.

Explanatory Memorandum means the explanatory memorandum accompanying this Notice.

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Listing Rules means the official listing rules of the ASX as amended from time to time.

Market Price means the closing market price as that term is defined in the Listing Rules.

Meeting means the Extraordinary General Meeting of Shareholders to be held on Thursday, 8 January 2026 at 9.30am (Brisbane time) as convened by the accompanying Notice of Meeting.

Notice of Meeting or **Notice** means the notice of meeting giving notice to shareholders of the Meeting, accompanying this Explanatory Memorandum.

Placement means the placement of the Placement Shares and Placement Options to raise up to a maximum of \$400,000 details of which were announced by the Company to ASX on 24 November 2025.

Placement Options means a maximum of 40,000,000 options exercisable at \$0.006 on or before 31 December 2026 free attaching to the Placement Shares.

Placement Recipients means the recipients of the Placement Shares, being sophisticated and professional investors.

Placement Shares means the 80,000,000 Shares issued to sophisticated and professional investors at an issue price of \$0.005 each.

Official List means the official list of ASX.

Ordinary Resolution means a resolution passed by more than 50% of the votes at a general meeting of Shareholders.

Related Party has the meaning given to that term in section 228 of the Corporations Act.

Resolutions means the resolutions set out in the Notice of Meeting.

Securities has the meaning in section 92(1) of the Corporations Act.

Shares means fully paid ordinary shares in the Company from time to time.

Shareholder means a shareholder of the Company.

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Schedule 1 – Share Capital Structure Post Extraordinary General Meeting

Existing issued shares and options

900,030,903 shares (includes the Placement Shares referred to in Resolution 2)

15,625,000 options (exercisable at 10c by 31 December 2025)

304,734,034 options (exercisable at 3c by 30 April 2027)

265,086,209 options (exercisable at 0.6c by 31 December 2026)

33,333,333 options (exercisable at 0.9c by 30 June 2028)

Proposed new issued shares and options (to be approved under this Notice of Meeting)

Res 1: 4,314,288 shares to CoPeak Pty Ltd

Res 2: 80,000,000 Placement Shares (already issued and included in the 900,303,903 total)

Res 3: 40,000,000 Placement Options (exercisable at \$0.006 by 31 December 2026)

Res 4: 10,000,000 Lead Manager Options (exercisable at \$0.006 by 31 December 2026)

Res 5: 55,555,556 shares to RiverFort, in the event the RiverFort Notes are converted

Res 6: 12,000,000 shares to RiverFort (already issued and included in the 900,303,903 total)

Res 7: 20,000,000 shares to the Grand Codroy Vendors

Res 8: 12,000,000 shares and 6,000,000 free-attaching options (exercisable at \$0.006 by 31 December 2026)

Total issued shares and options if all resolutions under this Notice of Meeting are approved

991,900,747 shares

15,625,000 options (exercisable at 10c by 31 December 2025)

304,734,034 options (exercisable at \$0.03 by 30 April 2027)

321,086,209 options (exercisable at \$0.006 by 31 December 2026)

33,333,333 options (exercisable at \$0.009 by 30 June 2028)

Explanatory Memorandum

Schedule 2 – Terms of the Placement Options, Lead Manager Options and Spark Plus Options

1. The Options shall be issued for nil subscription.
2. The exercise price of each Option (**Exercise Price**) is \$0.006.
3. The Options will expire (**Expiry Date**) unless earlier exercised, on 31 December 2026.
4. The Options are transferrable.
5. The Options may be exercised at any time wholly or in part by delivering a duly completed form of notice of exercise (**Exercise Notice**) together with payment for the Exercise Price per Option to the Company at any time on or after the date of issue of the Options and on or before the Expiry Date. Payment may be made as directed by the Company from time to time, which may include by cheque, electronic funds transfer or other methods.
6. The number of Options that may be exercised at one time must be not less than 25,000, unless the holder of the Option (**Option Holder**) holds less than 25,000 Options in which case all Options must be exercised at one time.
7. The Company will, within timeframes that comply with the Listing Rules (and in any event within 20 Business Days after the valid exercise of the Options):
 - (a) allot and issue the number of fully paid ordinary Shares ranking pari passu with the then issued Shares as required under these terms and conditions in respect of the number of Options specified in the Exercise Notice and for which cleared funds have been received by the Company; and
 - (b) if admitted to the official list of ASX at the time, apply for Official Quotation on ASX of Shares issued pursuant to the exercise of the Options.
8. Option Holders do not have any right to participate in new issues of securities in the Company made to Shareholders generally. The Company will, where and only to the extent required pursuant to the Listing Rules, provide Option Holders with notice prior to the books record date (to determine entitlements to any new issue of securities made to Shareholders generally) to exercise the Options, in accordance with the requirements of the Listing Rules.
9. Option Holders do not participate in any dividends unless the Options are exercised and the resultant Shares of the Company are issued prior to the record date to determine entitlements to the dividend.
10. In the event of any reorganisation (including consolidation, subdivision, reduction or return) of the issued capital of the Company:
 - (a) the number of Options, the Exercise Price of the Options, or both will be reorganised (as appropriate) in a manner consistent with the Listing Rules as applicable at the time of reorganisation, but with the intention that such reorganisation will not result in any benefits being conferred on the Option Holders are not conferred on Shareholders; and
 - (b) subject to the provisions with respect to rounding of entitlements as sanctioned by a meeting of shareholders approving a reorganisation of capital, in all other respects the terms for the exercise of the Options will remain unchanged.
11. If there is a pro rata issue (except a bonus issue), the Exercise Price of Options may be reduced according to the following formula:

Explanatory Memorandum

$$O^n = O - \frac{E [P - (S + D)]}{N + 1}$$

Where:

O^n = the new exercise price of the Option;

O = the old exercise price of the Option;

E = the number of underlying securities into which one Option is exercisable;

P = the volume weighted average market price per security of the underlying securities during the 5 trading days ending on the day before the ex-right date or the ex-entitlements date;

S = the subscription price for a security under the pro rata issue;

D = dividend due but not yet paid on the existing underlying securities (except those to be issued under the pro rata issue);

N = the number of securities with rights or entitlements that must be held to receive a right to one new security.

12. If there is a bonus issue to the Shareholders of the Company, the number of Shares over which the Option is exercisable may be increased by the number of Shares which the Option Holder would have received if the Option had been exercised before the record date for the bonus issue.
13. The terms of the Options shall only be changed if Shareholders (whose votes are not to be disregarded) of in the Company approve of such a change. However, unless all necessary waivers of the Listing Rules are obtained, the terms of the new Options shall not be changed to reduce the Exercise Price, increase the number of Options or change any period for exercise of the Options.
14. The Company intends to apply for listing of the Options on the ASX, subject to meeting the quotation requirements of ASX in respect of that class of option.

Explanatory Memorandum

Schedule 3 – Summary of RiverFort Notes Terms and Conditions

A summary of the material terms and conditions attaching to the RiverFort Notes is set out below.

Topic	Summary
RiverFort Facility	The RiverFort Notes have been issued in accordance with, and pursuant to the terms of, the RiverFort Facility.
Subscription price	A\$500,000, being the initial drawdown under the RiverFort Facility.
Face Value	A\$1.00 per RiverFort Note.
Maturity Date	The day which is 12 months after the date the RiverFort Notes were issued, unless earlier redeemed or converted.
Interest Rate	10% fixed coupon paid in cash on the Maturity Date.
Conversion of RiverFort Notes	<p>Subject to the takeover limitations and the other provisions of the RiverFort Facility, following the execution date, while there is an amount outstanding by the Company to RiverFort under the RiverFort Facility, RiverFort may in its discretion elect to convert one or more RiverFort Notes (each, a Conversion), by providing the Company notice substantially in the prescribed form (Conversion Notice) specifying:</p> <ul style="list-style-type: none"> (a) the number of RiverFort Notes to be converted; (b) the aggregate Face Value of the RiverFort Notes to be converted, together with any accrued but unpaid interest that RiverFort wishes to convert (the Conversion Amount); (c) the Conversion Price (being \$0.009 in respect of the RiverFort Notes); (d) the number equal to the Conversion Amount divided by the Conversion Price (Conversion Shares); (e) the number of Conversion Shares that the Company must issue to RiverFort in respect of the Conversion. That number must be determined by dividing the Conversion Amount (before giving effect to any set-offs set out in the RiverFort Facility) by the Conversion Price (utilising the exchange rate where required), provided that if the resultant number contains a fraction, the number must be rounded up to the next highest whole number. <p>Following the receipt of a Conversion Notice and in the absence of any manifest error, the Company must effect the conversion of the Conversion Amount specified in that Conversion Notice by issuing to RiverFort in accordance with the RiverFort Facility the number of Conversion Shares specified in that Conversion Notice within 2 trading days of the date of the Conversion Notice. Upon the Company doing so, the amount outstanding by the Company to RiverFort under the RiverFort Facility (as applicable)</p>

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	will be reduced by the Conversion Amount and the relevant number of RiverFort Notes will be redeemed.
Redemption	On the Maturity Date, the Company must repay the first drawdown amount (being A\$500,000) plus the interest (and any other accrued balance) by paying RiverFort the applicable portion of the amount outstanding by the Company to RiverFort under the RiverFort Facility.
Early redemption by the Company	<p>The Company may, by giving ten (10) days' written notice to RiverFort, elect to redeem all of the amount outstanding by the Company to RiverFort under the RiverFort Facility (Redemption Value) by issuing RiverFort with an early redemption notice substantially in the prescribed form (Early Redemption Notice), provided that on the date of the Early Redemption Notice and the date the amount outstanding is actually redeemed, the average of the preceding 10 daily VWAPs of the Company's Shares is less than the relevant Conversion Price. Upon receiving the Early Redemption Notice, RiverFort shall have twenty (20) days to convert all the amount outstanding at the relevant Conversion Price and the remainder (Remaining Amount), if applicable, shall be redeemed by the Company by paying to the Investor the Remaining Amount and a 10% fee on the Remaining Amount.</p> <p>Except as otherwise expressly stated in the RiverFort Facility, the Company may not redeem any RiverFort Notes prior to the relevant Maturity Date. The Company may not redeem any RiverFort Notes the subject of an outstanding conversion, other than by completing the relevant Conversion, without the prior written consent of RiverFort.</p>
Conversion Price	A\$0.009 per RiverFort Note.
Security interest	The RiverFort Facility is secured by a general security over the Company's assets, but will be subordinated in the event of Nebari proceeding with its financing (see AuKing ASX announcement dated 3 September 2025).
Ranking on conversion	<p>The Company must ensure that RiverFort's Shares, upon issue:</p> <ul style="list-style-type: none"> (f) rank equally in all respects with the existing Shares on the date of issue of RiverFort's Shares; (g) are issued fully paid, free and clear of any security interests; and (h) are issued in full compliance with applicable law and all rights of third parties.
Reconstruction of capital	<p>Each time when a Security Structure Event (defined below) occurs, the first drawdown price will be reduced or, as the case may be, increased, in the same proportion as the issued capital of the Company is, as the case may be, consolidated, subdivided or cancelled.</p> <p>For the above purposes, Security Structure Event means any consolidation (including Share consolidation), subdivision or pro-rata</p>

Explanatory Memorandum

	cancellation of the Company's issued capital, or any payment of a dividend in Shares or distribution of Shares to holders of its outstanding ordinary shares; which for the avoidance of doubt, does not include a rights offering or a bonus issue.
Transfer	RiverFort may only assign a RiverFort Note if the assignee executes a deed of covenant in favour of the Company agreeing to be bound by the terms of the RiverFort Facility to the extent of the assignment.

Schedule 4 – Summary of RiverFort Facility Terms

A summary of the material terms and conditions of the RiverFort Facility is set out below.

Topic	Summary
Facility	Loan funding agreement.
Headline Amount	A\$5 million.
Drawdown	A\$500,000 to be immediately advanced by RiverFort, with subsequent drawdowns in the aggregate up to the Headline Amount shall be by mutual agreement between RiverFort and the Company. The Company will issue an initial 500,000 convertible securities (being the RiverFort Notes) as part of the initial drawdown.
Facility term	Three years, with each drawdown repayable within 12 months from the date of drawdown (Term).
Interest	10% fixed coupon paid in cash on maturity.
Security	The RiverFort Facility is secured by a general security over the Company's assets, but will be subordinated in the event of Nebari proceeding with its financing (see AuKing ASX announcement dated 3 September 2025).
Drawdown fee and options	4.5% of the drawdown amount either paid in cash and deducted from the loan proceeds or 5.5% if settled in Shares, calculated by reference to the Reference Price (see below).
Reference Price	The average of the 5 daily VWAP amounts preceding each relevant drawdown. For the initial drawdown, the Reference Price is deemed to be the amount of \$0.006.

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Conversion prices	<p>RiverFort can convert one or more convertible securities (including the RiverFort Notes) on issue at any time to Term:</p> <ul style="list-style-type: none"> (1) RiverFort Notes issued as part of the initial drawdown - \$0.009; (2) convertible securities issued at subsequent drawdowns – 150% of the 5-day VWAP for the actual trading days immediately prior to the relevant date (Fixed Conversion Price); and <p>(i) In respect of an unremedied event of default and RiverFort issuing the Company a Conversion Notice (as defined in Schedule 3), the lesser of either:</p> <ul style="list-style-type: none"> (1) 80% of the lowest daily VWAP during the previous 10 trading days; and (2) the Fixed Conversion Price.
Placement	<p>In consideration of RiverFort entering into the RiverFort Facility, the Company has agreed to issue RiverFort a total of 12,000,000 ordinary Shares in the Company (being the RiverFort Shares). During the term of the RiverFort Facility RiverFort may elect from time to time and in varying amounts convert outstanding principal and interest. At any time when the Company is required to issue Shares to RiverFort by way of conversion of convertible securities, RiverFort may use the RiverFort Shares to wholly or partially offset the Company's obligation to issue the additional Shares.</p> <p>If any RiverFort Shares remain outstanding following the full repayment of any moneys payable under the RiverFort Facility and termination of the RiverFort Facility, RiverFort may either (at its election) (i) sell the RiverFort Shares on-market and pay the Company 95% of the net sale proceeds to the Company or (ii) transfer the RiverFort Shares to the Company's nominee for no consideration.</p>
Conversion	<p>RiverFort may elect (subject to AuKing Shareholder approval when required) from time to time and in varying amounts convert outstanding principal and interest at a 50% premium to the Reference Price of each drawdown at any time during the Term.</p>
Drawdown options	<p>RiverFort shall receive options in the Company equal to 40% (or a 2:5 ratio) of each drawdown divided by the Reference Price, exercisable at a 50% premium to the relevant Reference Price, subject to AuKing Shareholder approval, where necessary. Each issuance of options will have a 36-month term from the date of issuance. For the initial drawdown 33,333,333 options were issued to RiverFort (or its nominee) exercisable at \$0.009 on or before 30 June 2028. Approval for these options was obtained at the general meeting held on 15 August 2025 and were issued on or about 10 September 2025 (see the Company's Appendix 2A dated 11 September 2025).</p>

Explanatory Memorandum

Maximum dilution	Notwithstanding any other provision of the RiverFort Facility (but subject to the Company's ability to issue shares upon conversion of the RiverFort Notes), the aggregate maximum number of new Shares that can be issued in relation to the initial drawdown is 99,027,777 Shares in the Company relating to any note and interest conversion, any fees offset by share issues and the drawdown options.
Other	The funding documentation between the Company and RiverFort contains representations, warranties, undertakings and events of default considered by the Company to be customary for agreements of this nature.

LODGE YOUR VOTE

ONLINE
<https://au.investorcentre.mpms.mufg.com>

BY MAIL

AuKing Mining Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235 Australia


BY FAX

+61 2 9287 0309


BY HAND

MUFG Corporate Markets (AU) Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150


ALL ENQUIRIES TO

Telephone: 1300 554 474

Overseas: +61 1300 554 474


X99999999999
PROXY FORM

I/We being a member(s) of AuKing Mining Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman 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 Chairman 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 the law, as the proxy sees fit) at the Extraordinary General Meeting of the Company to be held at **9:30am (Brisbane time) on Thursday, 08 January 2026 at the offices of Hopgood Ganim, Level 10, 360 Queen Street, Brisbane, Queensland** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

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.

Please read the voting instructions overleaf before marking any boxes with an ☒
Resolutions

- 1 Approval of Issue of Advisor Shares to CoPeak Pty Ltd
- 2 Ratification of Prior Issue of Placement Shares under the Placement
- 3 Authorise the Issue of Placement Options under the Placement
- 4 Issue of Lead Manager Options (Placement)

For Against Abstain*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- 5 Ratification of prior issue of RiverFort Notes under RiverFort Facility
- 6 Ratification of prior issue of RiverFort Shares under RiverFort Facility
- 7 Issue of Acquisition Shares (Grand Codroy Acquisition)
- 8 Approval of Issue of Advisor Shares and Advisor Options to Spark Plus Pte Ltd

For Against Abstain*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

AKN PRX2601A

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- return both forms together.

SIGNING INSTRUCTIONS

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

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufig.com prior to admission in accordance with the Notice of Extraordinary General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.mpms.mufig.com/en/mufig-corporate-markets.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **9:30am (Brisbane time) on Tuesday, 06 January 2026**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

<https://au.investorcentre.mpms.mufig.com>

Login to the Investor Centre using the holding details as shown on the Voting/Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link

<https://au.investorcentre.mpms.mufig.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

AuKing Mining Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to MUFG Corporate Markets (AU) Limited*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

*During business hours Monday to Friday (9:00am - 5:00pm)

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**