



Premier1 Lithium Limited
ACN 637 198 531

Notice of General Meeting
and Explanatory Memorandum

Time and date

11:00am (AWST) on Monday, 11 May 2026

Location

Level 2, 22 Mount Street
PERTH WA 6000

IMPORTANT INFORMATION

The Notice of General Meeting should be read in its entirety. If Shareholders are in doubt as to how to vote, they should seek advice from their accountant, solicitor or other suitably qualified advisor prior to voting.

Should you wish to discuss any matter, please do not hesitate to contact the Company Secretary by telephone on +61 (08) 6188 8181.

Shareholders are urged to attend or vote by lodging the proxy form made available with this Notice.

Premier1 Lithium Limited
ACN 637 198 531
(Company)

Notice of General Meeting

Notice is hereby given that a General Meeting of Shareholders of Premier1 Lithium Limited (**Company**) will be held at Level 2, 22 Mount Street, Perth WA 6000 on Monday, 11 May 2026 at 11:00am (AWST) (**Meeting**).

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

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on Saturday, 9 May 2026 at 11:00AM (AWST).

Terms and abbreviations used in the Notice are defined in Schedule 1.

Agenda

1 Resolutions

Resolution 1 – Ratification of issue of Placement Shares LR 7.1

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

‘That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 27,890,691 Placement Shares issued under Listing Rule 7.1, on the terms and conditions in the Explanatory Memorandum.’

Resolution 2 – Ratification of issue of Placement Shares LR 7.1A

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

‘That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 80,442,642 Placement Shares issued under Listing Rule 7.1A, on the terms and conditions in the Explanatory Memorandum.’

Resolution 3 – Ratification of issue of Consideration Shares LR 7.1

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

‘That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 32,394,366 Consideration Shares issued under Listing Rule 7.1, on the terms and conditions in the Explanatory Memorandum.’

Resolution 4 – Approval to issue Performance Rights to Dale Hanna

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution,

the following:

'That, for the purposes of Section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue up to 20,110,660 Performance Rights to Mr Dale Hanna (or his nominee(s)) under the Employee Incentive Securities Plan on the terms and conditions set out in the Explanatory Statement.'

Resolution 5 – Approval to issue Performance Rights to Simon Phillips

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

'That, for the purposes of Section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue up to 20,110,660 Performance Rights to Mr Simon Phillips (or his nominee(s)) under the Employee Incentive Securities Plan on the terms and conditions set out in the Explanatory Statement.'

Resolution 6 – Approval to issue Performance Rights to Jason Froud

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

'That, for the purposes of Section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue up to 2,500,000 Performance Rights to Mr Jason Froud (or his nominee(s)) under the Employee Incentive Securities Plan on the terms and conditions set out in the Explanatory Statement.'

Resolution 7 – Change of Company Name

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

'That, for the purposes of section 157(1)(a) of the Corporations Act and for all other purposes, approval is given for the name of the Company to be changed to PLC Resources Limited.'

Resolution 8 – Ratification of Corporate Advisor Options

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

'That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 15,000,000 Options to Capital 1 Advisors Ltd (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement.'

2 Voting exclusions

Pursuant to the Listing Rules, the Company will disregard any votes cast in favour of the relevant Resolution by or on behalf of the following persons:

Resolution	Disregard any votes cast in favour by or on behalf of:
Resolution 1 and 2	any person who participated in the issue of the Placement Shares, or any of their respective associates, or their nominees.
Resolution 3	Critica Limited and any other person who participated in the issue of the Consideration Shares, or any of their respective associates or their nominees.
Resolution 4	Mr Dale Hanna or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.
Resolution 5	Simon Phillips or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.
Resolution 6	Mr Jason Froud or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.
Resolution 8	Capital 1 Advisors Ltd (or its nominee(s)) and any other person who participated in the issue or an associate of that person or those persons.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

- (a) 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;
- (b) the Chair 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
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) 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
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

3 Voting exclusions

If you purport to cast a vote other than as permitted below, that vote will be disregarded by the Company (as indicated below), and you may be liable for breaching the voting restrictions that apply to you under the Corporations Act:

Resolution	Disregard any votes cast in favour by or on behalf of:
Resolution 4 to Resolution 6 (inclusive)	<p>In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote on the basis of that appointment on this Resolution if:</p> <ul style="list-style-type: none">(a) the proxy is either a member of the Key Management Personnel or a Closely Related Party of such member; and(b) the appointment does not specify the way the proxy is to vote on this Resolution. <p>However, the above prohibition does not apply if:</p> <ul style="list-style-type: none">(c) the proxy is the Chair; and(d) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel. <p>Further, in accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party. However, the above prohibition does not apply if:</p> <ul style="list-style-type: none">(e) it is cast by a person as a proxy appointed by writing that specifies how the proxy is to vote on the Resolution; and(f) it is not cast on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party. <p>Please note: If the Chair is a person referred to in the section 224 Corporations Act voting prohibition statement above, the Chair will only be able to cast a vote as proxy for a person who is entitled to vote if the Chair is appointed as proxy in writing and the Proxy Form specifies how the proxy is to vote on the relevant Resolution.</p>

BY ORDER OF THE BOARD

Melanie Ross
Joint Company Secretary
Premier1 Lithium Limited

Dated: 10 April 2026

Premier1 Lithium Limited
ACN 637 198 531
(Company)

Explanatory Memorandum

1. Introduction

The Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at Level 2, 22 Mount Street, Perth WA 6000 on Monday, 11 May 2026 at 11:00am (AWST).

The Explanatory Memorandum forms part of the Notice which should be read in its entirety. The Explanatory Memorandum contains the terms and conditions on which the Resolutions will be voted.

The Explanatory Memorandum includes the following information to assist Shareholders in deciding how to vote on the Resolutions:

Section 2	Action to be taken by Shareholders
Section 3	Resolution 1 – Ratification of issue of Placement Shares LR 7.1
Section 4	Resolution 2 – Ratification of issue of Placement Shares LR 7.1A
Section 5	Resolution 3 – Ratification of issue of Consideration Shares LR 7.1
Section 6	Resolutions 4 to 6 – Approval to issue Performance Rights to Directors
Section 7	Resolution 7 – Change of Company Name
Section 8	Resolution 8 – Ratification of Corporate Advisor Options
Schedule 1	Definitions
Schedule 2	Terms and conditions of the Performance Rights
Schedule 3	Terms and conditions of the Options
Schedule 4	Valuation of Performance Rights
Schedule 5	Summary of material terms of Long-Term Incentive Plan

A Proxy Form is made available with this Notice.

2. Action to be taken by Shareholders

Shareholders should read the Notice including the Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

2.1 Voting in person

To vote in person, attend the Meeting on the date and at the place set out above.

2.2 Voting by a corporation

A Shareholder that is a corporation may appoint an individual to act as its representative and vote in person at the Meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative should bring to the Meeting evidence of his or her appointment, including any authority under which it is signed.

2.3 Voting by proxy

A Proxy Form is made available with this Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Please note that:

- (a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company; and
- (c) a member of the Company entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

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

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

- (a) the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed);
- (b) if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands;
- (c) if the proxy is the Chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- (d) if the proxy is not the Chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

Section 250BC of the Corporations Act provides that, if:

- (a) an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members;
- (b) the appointed proxy is not the chair of the meeting;
- (c) at the meeting, a poll is duly demanded, or is otherwise required under section 250JA on the resolution; and
- (d) either the proxy is not recorded as attending the meeting or the proxy does not vote on the resolution,

the Chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

Your proxy voting instruction must be received by 11:00am (AWST) on Saturday, 9 May 2026, being not later than 48 hours before the commencement of the Meeting.

2.4 Chair's voting intentions

The Chair intends to exercise all available proxies in favour of all Resolutions, unless the Shareholder has expressly indicated a different voting intention.

If the Chair is your proxy, either by appointment or by default, and you have not indicated your voting intention, you expressly authorise the Chair to exercise the proxy in respect of Resolution 4 to

Resolution 6 (inclusive) even though these Resolutions are connected directly or indirectly with the remuneration of the Company's Key Management Personnel.

If the Chair is a person referred to in the voting prohibition statement applicable to a Resolution (under section 224 of the Corporations Act), the Chair will only be able to cast a vote as proxy for you on the relevant Resolution if you are entitled to vote and have specified your voting intention in the Proxy Form.

In exceptional circumstances, the Chair of the Meeting may change their voting intention on any Resolution, in which case an ASX announcement will be made.

2.5 Submitting questions

Shareholders may submit questions in advance of the Meeting to the Company. Questions must be submitted by emailing the Company at info@premier1lithium.com by 7 May 2026.

Shareholders will also have the opportunity to submit questions during the Meeting in respect to the formal items of business. In order to ask a question during the Meeting, please follow the instructions from the Chair.

The Chair will attempt to respond to the questions during the Meeting. The Chair will request prior to a Shareholder asking a question that they identify themselves (including the entity name of their shareholding and the number of Shares they hold).

3. Resolution 1 – Ratification of issue of Placement Shares LR 7.1

3.1 Background

On 29 January 2026, the Company announced that it had received binding commitments for a placement to raise approximately \$650,000 (before costs) through the issue of 108,333,333 Shares (**Placement Shares**) at an issue price of \$0.006 per Placement Share (**Placement**).

The Placement is comprised of the following:

- (a) 27,890,691 Placement Shares issued under Listing Rule 7.1 (the subject of Resolution 1); and
- (b) 80,442,642 Placement Shares issued under Listing Rule 7.1A (the subject of Resolution 2).

The Company issued the Placement Shares on 6 February 2026 without prior Shareholder approval using the Company's available placement capacity under Listing Rule 7.1 and Listing Rule 7.1A.

Resolution 1 and 2 seek the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of the Placement Shares.

3.2 Listing Rules 7.1 and 7.4

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 the period.

The issue of the Placement Shares does not fit within any of the exceptions to Listing Rule 7.1 and, as it had not yet been approved by Shareholders, effectively uses up part of the Company's 15% placement capacity under Listing Rule 7.1. This reduces the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12-month period following the issue of the Placement Shares.

Listing Rule 7.4 provides an exception to Listing Rule 7.1. It provides that where a company in a general meeting ratifies the previous issue of securities made pursuant to Listing Rule 7.1 (and provided that the previous issue did not breach Listing Rule 7.1), those securities will be deemed to have been made with shareholder approval for the purposes of Listing Rule 7.1.

The effect of Shareholders passing Resolution 1 will be to allow the Company to retain the flexibility to issue Equity Securities in the future up to the 15% placement capacity set out in Listing Rule 7.1, without the requirement to obtain prior Shareholder approval.

If Resolution 1 is passed, 27,890,691 Placement Shares will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolution 1 is not passed, 27,890,691 Placement Shares will continue to be included in the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval, to the extent of 27,890,691 Equity Securities for the 12-month period following the issue of those Placement Shares.

The Company confirms that Listing Rule 7.1 was not breached at the time the Placement Shares were agreed to be issued.

3.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the Placement Shares:

- (a) The Placement Shares were issued to sophisticated and professional investors. (**Placement Participants**). None of the Placement Participants were related parties of the Company or a Material Investor. The Placement Participants were identified through a bookbuild process, which involved the Company seeking expressions of interest to participate in the Placement from existing contacts of the Company.
- (b) A total of 27,890,691 Placement Shares were issued under Listing Rule 7.1.
- (c) The Placement Shares are fully paid and rank equally in all respects with the Company's existing Shares on issue.
- (d) The Placement Shares were issued on 6 February 2026 at \$0.006 each.
- (e) The proceeds from the Placement have been or are intended to be used for advancing exploration activities, including drilling, at the Company's Yalgoo and Abbots North projects, and other existing projects, and for general capital requirements.
- (f) There are no other material terms to the agreement for the issue of the Placement Shares.
- (g) A voting exclusion statement is included in this Notice.

3.4 Additional information

Resolution 1 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 1.

4. Resolution 2 – Ratification of issue of Placement Shares LR 7.1A

4.1 Background

Refer to Section 3.1

Resolution 2 seeks the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of the LR7.1A Placement Shares.

4.2 Listing Rules 7.1A and 7.4

A summary of Listing Rule 7.4 is set out in Section 3.2 above.

Under Listing Rule 7.1A however, an Eligible Entity can seek approval from its members, by way of a special Resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%. The Company obtained this approval at its annual general meeting held on 26 November 2025.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 10% limit in Listing Rule 7.1A, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1A for the 12 month period following the date of the issue.

The effect of Shareholders passing Resolution 2 will be to allow the Company to retain the flexibility to issue Equity Securities in the future up to the 10% placement capacity set out in Listing Rule 7.1A, without the requirement to obtain prior Shareholder approval.

If Resolution 2 is passed, 80,442,642 Placement Shares will be excluded in calculating the Company's 10% limit in Listing Rule 7.1A, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolution 2 is not passed, 80,442,642 Placement Shares will continue to be included in the Company's 10% limit under Listing Rule 7.1A, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval, to the extent of 80,442,642 Equity Securities for the 12-month period following the issue of those Placement Shares.

The Company confirms that Listing Rule 7.1A was not breached at the time the Placement Shares were agreed to be issued.

4.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the Placement Shares:

- (a) The Placement Shares were issued to sophisticated and professional investors (**Placement Participants**). None of the Placement Participants were related parties of the Company or a Material Investor. The Placement Participants were identified through a bookbuild process, which involved the Company seeking expressions of interest to participate in the Placement from existing contacts of the Company.
- (b) A total of 80,442,642 Placement Shares were issued under Listing Rule 7.1A.
- (c) The Placement Shares are fully paid and rank equally in all respects with the Company's existing Shares on issue.
- (d) The Placement Shares were issued on 6 February 2026 at \$0.006 each.
- (e) The proceeds from the Placement have been or are intended to be used for advancing exploration activities, including drilling, at the Company's Yalgoo and Abbots North projects, and other existing projects, and for general capital requirements.
- (f) There are no other material terms to the agreement for the issue of the Placement Shares.
- (g) A voting exclusion statement is included in this Notice.

4.4 Additional information

Resolution 2 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 2.

5. Resolution 3 – Ratification of issue of Consideration Shares LR 7.1

5.1 Background

On 29 January 2026, the Company announced it had completed agreements to acquire 100% ownership of the Yalgoo Gold Project (Yalgoo), Western Australia, following the acquisition of the remaining interests from Bright Point Gold Pty Ltd (**Bright Point Gold**) and Critica Limited (**Critica**).

The Company executed an agreement to acquire the remaining interest in the Yalgoo Project tenements from Critica Limited for consideration of \$230,000, payable in fully paid ordinary Premier1 shares, being 32,394,366 fully paid ordinary shares at a deemed issue price of \$0.0071 (equal to the 10-day volume weighted average price of PLC Shares for the period ending on the trading day immediately preceding the execution date of the agreement) (**Consideration Shares**). As part of the agreement, Critica retains rights to REE across the relevant tenements. The Company retains full rights to all other minerals.

The Company issued the Consideration Shares on 6 February 2026 without prior Shareholder approval using the Company's available placement capacity under Listing Rule 7.1.

Resolution 3 seeks the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of the Consideration Shares.

5.2 Listing Rules 7.1 and 7.4

Refer to section 3.1. Note the issue of the Consideration Shares does not fit within any of the exceptions to Listing Rule 7.1

If Resolution 3 is passed, 32,394,366 Consideration Shares will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolution 3 is not passed, 32,394,366 Consideration Shares will continue to be included in the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval, to the extent of 32,394,366 Equity Securities for the 12-month period following the issue of those Consideration Shares.

The Company confirms that Listing Rule 7.1 was not breached at the time the Consideration Shares were agreed to be issued.

5.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the Consideration Shares:

- (a) The Consideration Shares were issued under an agreement to acquire the remaining interest in the Yalgoo Project tenements from Critica for consideration of \$230,000, payable in fully paid ordinary Premier1 shares, being 32,394,366 fully paid ordinary shares at a deemed issue price of \$0.0071 (equal to the 10-day volume weighted average price of PLC Shares for the period ending on the trading day immediately preceding the execution date of the agreement). Critica is not a related party of the Company nor a Material Investor.
- (b) A total of 32,394,366 Consideration Shares were issued under Listing Rule 7.1.
- (c) The Consideration Shares are fully paid and rank equally in all respects with the Company's existing Shares on issue.
- (d) The Consideration Shares were issued on 6 February 2026 at a deemed issue price of \$0.0071 each.
- (e) The purpose of the issue was to complete the acquisition of the remaining interest in the Yalgoo Project tenements. Accordingly, no funds were raised by the issue of the Consideration Shares.

- (f) Other than as set out in Section 5.1, there are no other material terms to the agreement for the issue of the Consideration Shares.
- (g) A voting exclusion statement is included in this Notice.

5.4 Additional information

Resolution 3 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 3.

6. Resolutions 4 to 6 – Approval to issue Performance Rights to Directors

6.1 General

These Resolutions seek Shareholder approval for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.14 for the issue of an aggregate of 42,721,320 Performance Rights to Mr Dale Hanna, Mr Simon Phillips and Mr Jason Froud (or their nominee(s)) (the **Directors**) on the terms and conditions set out below.

Further details in respect of the Performance Rights proposed to be issued are set out in the table below.

RECIPIENT	RESOLUTION	QUANTUM	VESTING CONDITION	EXPIRY DATE
Mr Dale Hanna	4	10,055,330	Achieving a daily volume weighted average price (VWAP) of Shares of \$0.010 or greater for 20 consecutive trading days at any time after 29 January 2026.	The date that is 5 years from the date of issue of the Performance Rights
		10,055,330	Achieving a daily volume weighted average price (VWAP) of Shares of \$0.020 or greater for 20 consecutive trading days at any time after 29 January 2026.	The date that is 5 years from the date of issue of the Performance Rights
Mr Simon Phillips	5	10,055,330	Achieving a daily volume weighted average price (VWAP) of Shares of \$0.010 or greater for 20 consecutive trading days at any time after 29 January 2026.	The date that is 5 years from the date of issue of the Performance Rights
		10,055,330	Achieving a daily volume weighted average price (VWAP) of Shares of \$0.020 or greater for 20 consecutive trading days at any time after 29 January 2026.	The date that is 5 years from the date of issue of the Performance Rights
Mr Jason Froud	6	1,250,000	Achieving a daily volume weighted average price (VWAP) of Shares of \$0.010 or greater for 20 consecutive trading days at any time after 29 January 2026.	The date that is 5 years from the date of issue of the Performance Rights
		1,250,000	Achieving a daily volume weighted average price	The date that is 5 years from the

RECIPIENT	RESOLUTION	QUANTUM	VESTING CONDITION	EXPIRY DATE
			(VWAP) of Shares of \$0.020 or greater for 20 consecutive trading days at any time after 29 January 2026.	date of issue of the Performance Rights

The Company notes that, as at the date of this Notice, the milestone relating to a VWAP of \$0.010 or higher for 20 consecutive trading days has been satisfied, meaning that the relevant Performance Rights issued to the Directors following Shareholder approval will automatically vest and, subject to them being exercised in accordance with their terms, will be converted into Shares.

The purpose of the issue of Performance Rights is to provide a performance linked incentive component in the remuneration package for the Directors to motivate and reward their performance as Directors and to provide cost effective remuneration to enable the Company to spend greater proportion of its cash reserves on its operation that it would if alternative cash forms of remuneration were given to the Directors. The benefit to the holder of these Performance Rights is tied to the prevailing market price for the underlying Shares, which means that the grant of these Performance Rights will serve to further align the interests of the relevant Directors with the interests of all Shareholders in seeing the Share price increase as much as possible.

6.2 Directors Recommendation

Each Director has a material personal interest in the outcome of these Resolutions on the basis that all of the Directors (or their nominee(s)) are to be issued Securities should these Resolutions be passed. For this reason, the Directors do not believe that it is appropriate to make a recommendation on these Resolutions.

6.3 Chapter 2E of the Corporations Act

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

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 1 month following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue constitutes giving a financial benefit and each of the proposed recipients is a related party of the Company by virtue of being a Director.

As Securities are proposed to be issued to all of the Directors, the Directors are unable to form a quorum to consider whether one of the exceptions set out in sections 210 to 216 of the Corporations Act applies to the issue. Accordingly, Shareholder approval for the issue is sought in accordance with Chapter 2E of the Corporations Act.

6.4 Listing Rule 10.14

Listing Rule 10.14 provides that an entity must not permit any of the following persons to acquire equity securities under an employee incentive scheme without the approval of the holders of its ordinary securities:

- 10.14.1: a director of the entity;
- 10.14.2: an associate of a director of the entity; or

- 10.14.3: a person whose relationship with the entity or a person referred to in Listing Rules 10.14.1 to 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by security holders.

The issue falls within Listing Rule 10.14.1 and therefore requires the approval of Shareholders under Listing Rule 10.14.

6.5 Technical information required by Listing Rule 14.1A

If these Resolutions are passed, the Company will be able to proceed with the issue within 3 years after the date of the Meeting. As approval pursuant to Listing Rule 7.1 is not required for the issue (because approval is being obtained under Listing Rule 10.14), the issue will not use up any of the Company's 15% annual placement capacity.

If these Resolutions are not passed, the Company will not be able to proceed with the issue. Accordingly, the Company may have to identify other methods to effectively remunerate its Directors, which may include cash forms of remuneration.

Resolution 4 to Resolution 6 (inclusive) are not inter-conditional and Shareholders may approve one or more of these Resolutions (in which case, the Performance Rights the subject of the relevant Resolution(s) will be issued), even though Shareholders have not approved all of these Resolutions.

6.6 Technical information required by Listing Rule 10.15 and Section 219 of the Corporations Act

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	The proposed recipients of the Securities are set out in Section 6.1.
Categorisation under Listing Rule 10.14	Each of the proposed recipients falls within the category set out in Listing Rule 10.14.1 as they are a related party of the Company by virtue of being a Director. Any nominee(s) of the proposed recipients who receive Securities may constitute 'associates' for the purposes of Listing Rule 10.14.2.
Number of Securities and class to be issued	The maximum number of Performance Rights to be issued (being the nature of the financial benefit proposed to be given) is 42,721,320 which will be allocated as set out in the table included at Section 6.1 above. The Shares to be issued upon conversion of the Performance Rights will be fully paid and otherwise rank equally in all respects with the Company's existing Shares. The Company will apply for official quotation of the Shares on ASX.
Terms of Securities	The Performance Rights will be issued on the terms and conditions set out in Schedule 2. A summary of the material terms of the Company's long-term incentive plan is in Schedule 5.
Material terms of any loan	No loan is being made in connection with the acquisition of the Securities.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than 3 years after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	The Securities will be issued at a nil issue price and are being issued as an incentive component to the Directors' remuneration packages.
Previous issues under employee incentive plan to the Directors	Dale Hanna – Nil; Simon Phillips – Nil;

REQUIRED INFORMATION	DETAILS												
	<p>Jason Froud – 3,500,000 Unlisted Options, 5,500,000 Performance Rights, issued 23/12/2024;</p> <p>Hugh Thomas – 500,000 Unlisted Options, issued 23/12/2024;</p> <p>Anja Ehser – 1,500,000 Unlisted Options, issued 23/12/2024.</p> <p>Acquisition price for each issue was nil.</p>												
<p>Purpose of the issue, including the intended use of any funds raised by the issue</p>	<p>The purpose of the issue is to provide a performance linked incentive component in the remuneration package of the Directors to motivate and reward their performance as Directors and to provide cost effective remuneration to the Directors, enabling the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to the Directors.</p>												
<p>Consideration of type of Security to be issued</p>	<p>The Company has agreed to issue the Performance Rights for the following reasons:</p> <ol style="list-style-type: none"> the issue of Performance Rights has no immediate dilutionary impact on Shareholders; the milestones attaching to the Performance Rights issued to each Director will align the interests of the recipient with those of Shareholders; the issue is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to the Directors; and it is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Performance Rights on the terms proposed. 												
<p>Consideration of quantum of Securities to be issued</p>	<p>The number of Securities to be issued has been determined based upon a consideration of:</p> <ol style="list-style-type: none"> current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company; the remuneration of the proposed recipients; and incentives to attract and retain the service of the proposed recipients who have appropriate knowledge and expertise, while maintaining the Company's cash reserves. <p>The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Securities upon the terms proposed.</p>												
<p>Remuneration package</p>	<p>The total remuneration package for each of the recipients for the previous financial year and the proposed total remuneration package for the current financial year are set out below:</p> <table border="1" data-bbox="560 1541 1342 1823"> <thead> <tr> <th data-bbox="560 1541 820 1653">RELATED PARTY</th> <th data-bbox="820 1541 1080 1653">CURRENT FINANCIAL YEAR ENDING 30 JUNE 2026</th> <th data-bbox="1080 1541 1342 1653">PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2025</th> </tr> </thead> <tbody> <tr> <td data-bbox="560 1653 820 1709">Mr Dale Hanna</td> <td data-bbox="820 1653 1080 1709">\$228,146¹</td> <td data-bbox="1080 1653 1342 1709">\$Nil</td> </tr> <tr> <td data-bbox="560 1709 820 1765">Mr Simon Phillips</td> <td data-bbox="820 1709 1080 1765">\$258,146²</td> <td data-bbox="1080 1709 1342 1765">\$Nil</td> </tr> <tr> <td data-bbox="560 1765 820 1823">Mr Jason Froud</td> <td data-bbox="820 1765 1080 1823">\$293,143³</td> <td data-bbox="1080 1765 1342 1823">\$367,590</td> </tr> </tbody> </table> <p>Notes:</p> <p>¹Comprising salary of \$31,067, a superannuation payment of \$Nil and share-based payments of \$197,080 (including an increase of \$197,080, being the value of the Securities).</p>	RELATED PARTY	CURRENT FINANCIAL YEAR ENDING 30 JUNE 2026	PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2025	Mr Dale Hanna	\$228,146 ¹	\$Nil	Mr Simon Phillips	\$258,146 ²	\$Nil	Mr Jason Froud	\$293,143 ³	\$367,590
RELATED PARTY	CURRENT FINANCIAL YEAR ENDING 30 JUNE 2026	PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2025											
Mr Dale Hanna	\$228,146 ¹	\$Nil											
Mr Simon Phillips	\$258,146 ²	\$Nil											
Mr Jason Froud	\$293,143 ³	\$367,590											

REQUIRED INFORMATION	DETAILS																																								
	<p>²Comprising salary of \$61,067, a superannuation payment of \$Nil and share-based payments of \$197,080 (including an increase of \$197,080, being the value of the Securities).</p> <p>³Comprising salary of \$246,549, a superannuation payment of \$22,094 and share-based payments of \$24,499 (including an increase of \$24,499, being the value of the Securities).</p>																																								
Valuation	<p>The Company values the Tranche 1 Performance Rights at \$211,669 (being \$0.0099 per Performance Right) and the Tranche 2 Performance Rights at \$206,992 (being \$0.0097 per Performance Right) based on the Barrier up-and-in trinomial pricing model that incorporates a Parisian barrier adjustment.</p> <p>Further information in respect of the valuation of the Securities and the pricing methodology is set out in Schedule 4.</p>																																								
Interest in Securities	<p>The relevant interests of the recipients in Securities as at the date of this Notice and following completion of the issue are set out below:</p> <p>As at the date of this Notice</p> <table border="1" data-bbox="560 792 1342 1137"> <thead> <tr> <th>RELATED PARTY</th> <th>SHARES¹</th> <th>OPTIONS</th> <th>PERFORMANCE RIGHTS</th> <th>UNDILUTED</th> <th>FULLY DILUTED</th> </tr> </thead> <tbody> <tr> <td>Mr Dale Hanna</td> <td>26,681,950</td> <td>9,590,975</td> <td>Nil</td> <td>2.82%</td> <td>2.64%</td> </tr> <tr> <td>Mr Simon Phillips</td> <td>30,436,264</td> <td>10,568,132</td> <td>Nil</td> <td>3.22%</td> <td>2.99%</td> </tr> <tr> <td>Mr Jason Froud</td> <td>6,500,100</td> <td>5,833,369</td> <td>Nil</td> <td>0.69%</td> <td>0.90%</td> </tr> </tbody> </table> <p>Post issue</p> <table border="1" data-bbox="560 1200 1342 1447"> <thead> <tr> <th>RELATED PARTY</th> <th>SHARES¹</th> <th>OPTIONS</th> <th>PERFORMANCE RIGHTS</th> </tr> </thead> <tbody> <tr> <td>Mr Dale Hanna</td> <td>26,681,950</td> <td>9,590,975</td> <td>20,110,660</td> </tr> <tr> <td>Mr Simon Phillips</td> <td>30,436,264</td> <td>10,568,132</td> <td>20,110,660</td> </tr> <tr> <td>Mr Jason Froud</td> <td>6,500,100</td> <td>5,833,369</td> <td>2,500,000</td> </tr> </tbody> </table> <p>Notes:</p> <p>Fully paid ordinary shares in the capital of the Company (ASX: PLC).</p>	RELATED PARTY	SHARES ¹	OPTIONS	PERFORMANCE RIGHTS	UNDILUTED	FULLY DILUTED	Mr Dale Hanna	26,681,950	9,590,975	Nil	2.82%	2.64%	Mr Simon Phillips	30,436,264	10,568,132	Nil	3.22%	2.99%	Mr Jason Froud	6,500,100	5,833,369	Nil	0.69%	0.90%	RELATED PARTY	SHARES ¹	OPTIONS	PERFORMANCE RIGHTS	Mr Dale Hanna	26,681,950	9,590,975	20,110,660	Mr Simon Phillips	30,436,264	10,568,132	20,110,660	Mr Jason Froud	6,500,100	5,833,369	2,500,000
RELATED PARTY	SHARES ¹	OPTIONS	PERFORMANCE RIGHTS	UNDILUTED	FULLY DILUTED																																				
Mr Dale Hanna	26,681,950	9,590,975	Nil	2.82%	2.64%																																				
Mr Simon Phillips	30,436,264	10,568,132	Nil	3.22%	2.99%																																				
Mr Jason Froud	6,500,100	5,833,369	Nil	0.69%	0.90%																																				
RELATED PARTY	SHARES ¹	OPTIONS	PERFORMANCE RIGHTS																																						
Mr Dale Hanna	26,681,950	9,590,975	20,110,660																																						
Mr Simon Phillips	30,436,264	10,568,132	20,110,660																																						
Mr Jason Froud	6,500,100	5,833,369	2,500,000																																						
Dilution	<p>If the milestones attaching to the Performance Rights issued under these Resolutions are met and the Performance Rights are converted, a total of 42,721,320 Shares would be issued. This will increase the number of Shares on issue from 945,154,114 (being the total number of Shares on issue as at the date of this Notice) to 987,875,434 (assuming that no Shares are issued and no other convertible securities vest or are exercised) with the effect that the shareholding of existing Shareholders would be diluted by an aggregate of 4.52%, comprising 2.13% by Mr Dale Hanna, 2.13% by Mr Simon Phillips and 0.26% by Mr Jason Froud.</p> <p>The exercise of all of the Performance Rights will result in a total dilution of all other Shareholders' holdings of 3.11% on a fully diluted basis (assuming that all other Options and Performance Rights are exercised). The actual dilution will depend on the extent that additional Shares are issued by the Company.</p> <p>Assuming that Resolution 4 to Resolution 6 (inclusive) are approved by Shareholders, all of the Performance Rights are issued, vested and exercised into Shares, and no other equity securities are issued or exercised (including any existing Options held by the Directors as at the date of this Notice), the interests of</p>																																								

REQUIRED INFORMATION	DETAILS												
	<p>the Directors in the Company would (based on the share capital as at the date of this Notice) represent approximately:</p> <ul style="list-style-type: none"> • Mr Dale Hanna – 4.74%; • Mr Simon Phillips – 5.12%; and • Mr Jason Froud – 0.91%. 												
Trading history	<p>The trading history of the Shares on ASX in the 12 months before the date of this Notice is set out below:</p> <table border="1"> <thead> <tr> <th></th> <th>PRICE</th> <th>DATE</th> </tr> </thead> <tbody> <tr> <td>Highest</td> <td>\$0.013</td> <td>6 May 2025</td> </tr> <tr> <td>Lowest</td> <td>\$0.005</td> <td>27 November 2025</td> </tr> <tr> <td>Last</td> <td>\$0.009</td> <td>30 March 2026</td> </tr> </tbody> </table>		PRICE	DATE	Highest	\$0.013	6 May 2025	Lowest	\$0.005	27 November 2025	Last	\$0.009	30 March 2026
	PRICE	DATE											
Highest	\$0.013	6 May 2025											
Lowest	\$0.005	27 November 2025											
Last	\$0.009	30 March 2026											
Corporate governance	<p>Mr Simon Phillips is an Executive Director of the Company. Therefore the Board (other than Mr Simon Phillips) believe that the grant of those Performance Rights to Mr Simon Phillips with performance-based milestones is in line with Recommendation 8.2 of the 4th Edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (Recommendations).</p> <p>The Board acknowledges that the proposed grant of the Performance Rights to Mr Dale Hanna and Mr Jason Froud is contrary to the guidelines in Box 8.2 of the Recommendations, which provides that non-executive directors should not receive performance-based remuneration as it may lead to bias in their decision-making and compromise their objectivity. However, it is considered reasonable in the circumstances to offer these Performance Rights to Mr Dale Hanna and Mr Jason Froud for the reasons provided above. The Board considers that the grant of these Performance Rights does not affect the independence of Mr Dale Hanna and Mr Jason Froud as there are no individual performance-based milestones attaching to the Performance Rights other than share price performance.</p>												
Tax consequences	<p>There are no taxation consequences for the Company arising from the issue of the Performance Rights (including fringe benefits tax).</p>												
Additional Information	<p>Details of any Securities issued under the Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14.</p> <p>Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of Securities under the Plan after this Resolution is approved and who were not named in this Notice will not participate until approval is obtained under Listing Rule 10.14.</p>												
Other information	<p>The Board is not aware of any other information that is reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass these Resolutions.</p>												
Voting exclusion statements	<p>Voting exclusion statements apply to these Resolutions.</p>												
Voting prohibition statements	<p>Voting prohibition statements apply to these Resolutions.</p>												

7. Resolution 7 – Change of Company Name

Section 157(1)(a) of the Corporations Act provides that a company may change its name if the company passes a special resolution adopting a new name.

Resolution 7 seeks the approval of Shareholders for the Company to change its name to “PLC Resources Limited”.

The Board proposes this change of name on the basis that it believes the proposed name more accurately reflects the future operations of the Company.

The proposed name has been reserved by the Company with ASIC and if Resolution 7 is passed, the Company will lodge a copy of the special resolution with ASIC following the Meeting in order to effect the change.

If Resolution 7 is passed the change of name will take effect when ASIC alters the details of the Company's registration.

The Board recommends that Shareholders vote in favour of Resolution 7.

8. Resolution 8 – Ratification of Corporate Advisor Options

8.1 General

On 16 March 2026 the Company issued 15,000,000 options to Capital 1 Advisors Ltd (**Capital 1**). This Resolution seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Corporate Advisor Options in consideration for ongoing corporate services. The Options being issued to Capital 1 are as follows:

- a) 7,500,000 have an exercise price of \$0.015 and expire on 20 February 2029;
- b) 7,500,000 have an exercise price of \$0.020 and expire on 20 February 2029;

and are otherwise subject to the terms and conditions in Schedule 3.

A summary of Listing Rule 7.4 is set out in Section 3.2 above.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Corporate Advisor Options.

8.2 Summary of material terms of Capital 1 engagement

The Company executed an agreement with Capital 1 pursuant to which the Company engaged Capital 1 to provide advisory services including production of research reports and marketing services (**Services**). The term of the engagement is for a period of at least 3 years.

As consideration for the Services, the Company agreed to issue the Corporate Advisor Options.

There are no other material terms to the engagement of Capital 1 other than as set out above.

8.3 Technical information required by Listing Rule 14.1A

If Resolution 8 is passed, the Corporate Advisor Options will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Corporate Advisor Options.

If Resolution 8 is not passed, the Corporate Advisor Options will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Corporate Advisor Options.

8.4 Technical information required by Listing Rule 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	The Corporate Advisor Options were issued to Capital 1 Advisors Ltd, who is not a related party of the Company. In accordance with paragraph 7.4 of ASX Guidance Note 21, the Company advises that Capital 1 Advisors Ltd is considered to be a Material Investor on the basis it is an advisor to the Company and was issued 15,000,000 Options, which comprises more than 1% of the Company's current issued capital.
Number of Securities and class issued	15,000,000 Options were issued.
Terms of Securities	The Options were issued on the terms and conditions set out in Schedule 3.
Date(s) on or by which the Securities will be issued	16 March 2026
Price or other consideration the Company received for the Securities	The Corporate Advisor Options were issued at a nil issue price, in consideration for the marketing and corporate advisory services provided by Capital 1.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to remunerate Capital 1 in connection with corporate advisory services provided to the Company. Accordingly, no funds were raised by the issue of the Corporate Advisor Options.
Summary of material terms of agreement to issue	A summary of the mandate with Capital 1 is in section 8.2 above.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

8.5 Additional information

Resolution 8 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 8.

Schedule 1 Definitions

In the Notice, words importing the singular include the plural and vice versa.

\$ or A\$	means Australian Dollars.
ASX	means the ASX Limited (ABN 98 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.
AWST	means Western Standard Time, being the time in Perth, Western Australia.
Board	means the board of Directors.
Bright Point Gold	Bright Point Gold Pty Ltd (ACN 636 182 726)
Capital 1	Capital 1 Advisors Ltd (a company incorporated in Thailand)
Chair	means the person appointed to chair the Meeting of the Company convened by the Notice.
Company	means Premier1 Lithium Limited (ACN 637 198 531).
Corporations Act	means the <i>Corporations Act 2001</i> (Cth).
Critica	Critica Limited (ACN 119 678 385)
Director	means a director of the Company.
Equity Security	has the same meaning as in the Listing Rules.
Explanatory Memorandum	means the explanatory memorandum which forms part of the Notice.
Key Management Personnel	has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any Director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.
Listing Rules	means the listing rules of ASX.
Material Investor	means, in relation to the Company: (a) a related party; (b) Key Management Personnel; (c) a substantial Shareholder; (d) an advisor; or (e) an associate of the above, who received or will receive Securities in the Company which constitute more than 1% of the Company's capital structure.
Meeting	has the meaning given in the introductory paragraph of the Notice.
Notice	means this notice of general meeting.
Option	means an option to acquire a Share.
Placement	has the meaning given in Section 3.1.

Placement Shares	has the meaning given in Section 3.1.
Proxy Form	means the proxy form made available with the Notice.
Resolution	means a resolution referred to in the Notice.
Schedule	means a schedule to the Notice.
Section	means a section of the Explanatory Memorandum.
Securities	means any Equity Securities of the Company (including Shares, Options and/or Performance Rights).
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means the holder of a Share.

Schedule 2 Terms and conditions of the Performance Rights

The terms and conditions of the Performance Rights are as follows:

- (a) **(Entitlement):** Each Performance Right entitles the holder to subscribe for one Share upon conversion of the Performance Right.
- (b) **(Consideration):** The Performance Rights will be granted for nil additional cash consideration.
- (c) **(Expiry Date):** The Performance Rights will expire at 5.00pm (AWST) 5 years from the date of issue **(Expiry Date)**. A Performance Right not exercised before the Expiry Date will automatically lapse on the Expiry Date.
- (d) **(Vesting Conditions):** The Performance Rights shall vest as follows:
 - i) Tranche 1: Achieving a daily volume weighted average price (**VWAP**) of Shares of \$0.010 or greater for 20 consecutive trading days at any time after 29 January 2026.
 - ii) Tranche 2: Achieving a daily volume weighted average price (**VWAP**) of Shares of \$0.020 or greater for 20 consecutive trading days at any time after 29 January 2026.

each, a **Vesting Condition**.

- (e) **(Exercise Price):** The amount payable upon exercise of each Performance Right is Nil (**Exercise Price**).
- (f) **(Rights attaching to Performance Rights):** Prior to a Performance Right being converted, the holder:
 - i) does not have any interest (legal, equitable or otherwise) in any Share which may be issued on conversion of the Performance Right other than as expressly set out in the Plan;
 - ii) is not entitled to receive notice of, vote at or attend a meeting of the shareholders of the Company;
 - iii) is not entitled to receive any dividends declared by the Company; and
 - iv) is not entitled to participate in any new issue of Shares.
- (g) **(Restrictions on dealing with Performance Rights):** The Performance Rights cannot be sold, assigned, transferred, have a security interest granted over or otherwise dealt with unless in Special Circumstances under the Plan (including in the case of death or total or permanent disability of the holder) with the consent of the Board.

A holder must not enter into any arrangement for the purpose of hedging their economic exposure to a Performance Right that has been granted to them.

- (h) **(Cessation of Employment):** Other than where the Participant's employment is ceased for fraudulent or dishonest actions or breach of duties to the Company, on the termination or cessation of the Participant's employment, any unvested Performance Rights will remain on foot and vest in the ordinary course, subject to the Board's overriding discretion to determine an alternate treatment.
- (i) **(Forfeiture Conditions):** Performance Rights will be forfeited in the following circumstances:
 - i) in the case of unvested Performance Rights only, where a Participant acts fraudulently, dishonestly, negligently, in contravention of any Group policy or wilfully breaches their duties to the Group;
 - ii) where there is a failure to satisfy the Vesting Conditions in accordance with the Plan;

iii) on the date the Participant becomes insolvent or their Nominated Party (if applicable) becomes insolvent; or

iv) on the Expiry Date,

subject to the discretion of the Board.

- (j) **(Conversion):** The Performance Rights can be converted at any time on and from the delivery of a vesting notice until the Expiry Date (**Conversion Period**).
- (k) **(Conversion Notice):** The Performance Rights may be converted during the Conversion Period by delivery of a written notice specifying the number of Performance Rights being converted (**Conversion Notice**).
- (l) **(Timing of issue of Shares and quotation of Shares on conversion):** Within five Business Days after the issue of a Conversion Notice by the holder, the Company will:
- i) issue, allocate or cause to be transferred to the holder the number of Shares to which the holder is entitled; and
 - ii) if required, issue a substitute certificate for any remaining unconverted Performance Rights held by the holder.

Additionally, the Company will do all such acts, matters and things to obtain the grant of quotation of the Shares by ASX in accordance with the ASX Listing Rules and subject to the expiry of any restriction period that applies to the Shares under the Corporations Act or the ASX Listing Rules, as soon as reasonably practicable.

- (m) **(Restrictions on transfer of Shares on conversion):** Shares issued on conversion of the Performance Rights are subject to the following restrictions:
- i) if the Company is required but is unable to give ASX a notice that complies with Section 708A(5)(e) of the Corporations Act, Shares issued on conversion of the Performance Rights may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to Section 708A(11) of the Corporations Act. The Company is authorised by the holder to apply a holding lock on the relevant Shares during the period of such restriction from trading;
 - ii) all Shares issued on conversion of the Performance Rights are subject to restrictions imposed by Applicable Law on dealing in Shares by persons who possess material information likely to affect the value of the Shares and which is not generally available; and
 - iii) all Shares issued on conversion of the Performance Rights are subject to the terms of the Company's Securities Trading Policy as set out on the Company's website.
- (n) **(Ranking of Shares):** All Shares allotted upon the exercise of Performance Rights will upon allotment be fully paid and rank *pari passu* in all respects with other Shares.
- (o) **(Change of Control):** Unvested Performance Rights automatically vest upon the occurrence of a "Change of Control" occurring before the Expiry Date. A "Change of Control" will occur if:
- i) a person who does not control the Company at the time the Performance Rights are issued achieves control of more than 50% of the ordinary voting securities in the Company;
 - ii) a takeover bid under Chapter 6 of the Corporations Act having been made in respect of the Company and:

- (1) having received acceptances for not less than 50.1% of the Company's shares on issue; and
 - (2) having been declared unconditional by the bidder; or
 - iii) a Court granting orders approving a compromise or arrangement for the purposes of or in connection with a scheme of arrangement for the reconstruction of the Company or its amalgamation with any other company or companies.
- (p) **(Dividend rights):** A Performance Right does not entitle the holder to any dividends.
 - (q) **(Voting rights):** A Performance Right does not entitle the holder to vote on any resolutions proposed at a general meeting of the Company, subject to any voting rights provided under the Corporations Act or the ASX Listing Rules where such rights cannot be excluded by these terms.
 - (r) **(Reorganisation):** If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each holder holding Performance Rights will be changed to the extent necessary to comply with the ASX Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
 - (s) **(Adjustment for bonus issues of Shares):** If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Performance Rights is entitled, upon conversion of the Performance Rights, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Performance Rights are converted.
 - (t) **(Tax Deferral):** Subdivision 83A-C of the *Income Tax Assessment Act 1997* (Cth) applies (subject to the conditions in that Act) to the Performance Rights.
 - (u) **(Withholding):** Notwithstanding any other provision, and without limiting the amounts which may be deducted or withheld under Applicable Laws, if a member of the group, or trustee is obliged, or reasonably believes that it may have an obligation to account for any Tax, or any superannuation amounts (or equivalent social security contributions, if applicable) in respect of a Participant **(Withholding Amount)**, then that group company or trustee (as applicable) is entitled to withhold or be reimbursed by the Participant for the Withholding Amount payable or paid.
 - (v) **(Takeovers prohibition):**
 - i) the issue of Shares on exercise of the Performance Rights is subject to and conditional upon the issue of the relevant Shares not resulting in any person being in breach of section 606(1) of the Corporations Act; and
 - ii) the Company will not be required to seek the approval of its members for the purposes of item 7 of section 611 of the Corporations Act to permit the issue of any Shares on exercise of any of the Performance Rights.
 - (w) **(No other rights)** A Performance Right does not give a holder any rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.
 - (x) **(Constitution)** Upon the issue of the Shares on exercise of any Performance Rights, the holder will be bound by the Company's Constitution.
 - (y) **(Plan):** The Performance Rights are issued pursuant to and are subject to the Company's Long-Term Incentive Plan. In the event of conflict between a provision of these terms and conditions and the Long-Term Incentive Plan, these terms and conditions prevail to the extent of that conflict.

Schedule 3 Terms and conditions of the Options

The terms and conditions of the Options are as follows:

- (a) **(Entitlement):** Each Option gives the holder the right to subscribe for one Share.
- (b) **(Consideration):** The Options will be granted for nil additional cash consideration.
- (c) **(Expiry Date):** The Options will expire at 5.00pm (AWST) 20 February 2029 (**Expiry Date**). A Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.
- (d) **(Exercise Price):** The amount payable upon exercise of each Option is:
 - (i) 7,500,000 Options at \$0.015, and
 - (ii) 7,500,000 Options at \$0.020;together the (**Exercise Price**).
- (e) **(Exercise):** A holder may exercise their Options by lodging with the Company, before the Expiry Date:
 - (i) a written notice of exercise of Options specifying the number of Options being exercised; and
 - (ii) an electronic funds transfer for the Exercise Price for the number of Options being exercised.
- (f) **(Exercise Notice):** An Exercise Notice is only effective when the Company has received the full amount of the Exercise Price in cleared funds. The Options held by each holder may be exercised in whole or in part, and if exercised in part, at least 10,000 must be exercised on each occasion.
- (g) **(Issue of Shares):** Within five Business Days after the valid exercise of an Option, the Company will:
 - (i) issue, allocate or cause to be transferred to the holder the number of Shares to which the holder is entitled;
 - (ii) issue a substitute Certificate for any remaining unexercised Options held by the holder;
 - (iii) if required, and subject to paragraph (h), give ASX a notice that complies with section 708A(5)(e) of the Corporations Act; and
 - (iv) do all such acts, matters and things to obtain the grant of quotation of the Shares by ASX in accordance with the Listing Rules.
- (h) **(Restrictions on transfer of Shares):** If the Company is required but unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or such a notice for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, Shares issued on exercise of the Options may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act. The Company is authorised by the holder to apply a holding lock on the relevant Shares during the period of such restriction from trading.
- (i) **(Transferability):** The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.
- (j) **(Ranking of Shares):** All Shares allotted upon the exercise of Options will upon allotment be fully paid and rank *pari passu* in all respects with other Shares.

- (k) **(Dividend rights):** A Option does not entitle the holder to any dividends.
- (l) **(Voting rights):** A Option does not entitle the holder to vote on any resolutions proposed at a general meeting of the Company, subject to any voting rights provided under the Corporations Act or the ASX Listing Rules where such rights cannot be excluded by these terms.
- (m) **(Adjustments for reorganisation):** If there is any reorganisation of the issued share capital of the Company, the rights of the Option holder will be varied in accordance with the Listing Rules.
- (n) **(Entitlements and bonus issues):** Subject to the rights under paragraph (o), holders will not be entitled to participate in new issues of capital offered to shareholders such as bonus issues and entitlement issues.
- (o) **(Adjustment for bonus issues of Shares):** If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):
 - (i) the number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the holder would have received if the holder had exercised the Option before the record date for the bonus issue; and
 - (ii) no change will be made to the Exercise Price.
- (p) **(Return of capital rights):** The Options do not confer any right to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.
- (q) **(Rights on winding up):** The Options have no right to participate in the surplus profits or assets of the Company upon a winding up of the Company.
- (r) **(Takeovers prohibition):**
 - (i) the issue of Shares on exercise of the Options is subject to and conditional upon the issue of the relevant Shares not resulting in any person being in breach of section 606(1) of the Corporations Act; and
 - (ii) the Company will not be required to seek the approval of its members for the purposes of item 7 of section 611 of the Corporations Act to permit the issue of any Shares on exercise of any of the Options.
- (s) **(No other rights)** A Option does not give a holder any rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.
- (t) **(Constitution)** Upon the issue of the Shares on exercise of any Options, the holder will be bound by the Company's Constitution.

Schedule 4 Valuation of Performance Rights

The Performance Rights to be issued pursuant to Resolution 4 to Resolution 6 (inclusive) have been independently valued by Consilium Corporate.

Using a Barrier up-and-in trinomial pricing model that incorporates a Parisian barrier and based on the assumptions set out below, the Performance Rights were ascribed the following value:

ASSUMPTIONS:	Tranche 1	Tranche 2
Valuation date	10 March 2026	10 March 2026
Market price of Shares	1.0 cents	1.0 cents
Exercise price	Nil	Nil
vesting period	29 January 2026 to the date that is 5 years from the date of issue of the Performance Rights	29 January 2026 to the date that is 5 years from the date of issue of the Performance Rights
Vesting condition	Achieving a daily volume weighted average price (VWAP) of Shares of \$0.010 or greater for 20 consecutive trading days at any time after 29 January 2026.	Achieving a daily volume weighted average price (VWAP) of Shares of \$0.020 or greater for 20 consecutive trading days at any time after 29 January 2026.
Expiry date (length of time from issue)	The date that is 5 years from the date of issue of the Performance Rights	The date that is 5 years from the date of issue of the Performance Rights
Risk free interest rate	4.38%	4.38%
Volatility (discount)	136.23%	136.23%
Indicative value per Performance Right	0.99 cents	0.97 cents
Total Value of Performance Rights	\$211,669	\$206,992
- Mr Dale Hanna (Resolution 4)	\$99,641	\$97,439
- Mr Simon Phillips (Resolution 5)	\$99,641	\$97,439
- Mr Jason Froud (Resolution 6)	\$12,387	\$12,113

Note: The valuation noted above is not necessarily the market price that the Performance Rights could be traded at and is not automatically the market price for taxation purposes.

Schedule 5 Summary of material terms of Long-Term Incentive Plan

The key features of the Long-Term Incentive Plan (LTIP) are outlined below:

Administration	The LTIP will be administered by the Board. The Company must bear all costs incurred in the administration of the LTIP.
Eligibility	Eligibility to participate in the LTIP and the number of Performance Rights offered to each eligible participant will be determined by the Board. Unless otherwise permitted by the Board and notified to a participant at the time of grant, a participant will not be able to nominate a party to be issued the Performance Rights on their behalf.
Types of securities	Performance Rights, which are an entitlement to receive a Share upon satisfaction of applicable conditions and payment of an applicable exercise price (if any).
Grants	Under the rules of the LTIP, Performance Rights may be offered and granted to eligible participants of the Company from time to time, subject to the absolute discretion of the Board.
Issue price	The Board determines the issue price of Performance Rights. The issue price can be nil.
Terms and conditions	The Board has the absolute discretion to set the terms and conditions (including conditions in relation to vesting, disposal restrictions or forfeiture and any applicable exercise price) on which it will offer and grant Performance Rights under the LTIP and may set different terms and conditions which apply to different participants in the LTIP. The Board determines the procedure for offering and granting Performance Rights (including the form, terms and content of any offer or invitation or acceptance procedure) in accordance with the rules of the LTIP.
Vesting conditions	Performance Rights will vest and become exercisable if and to the extent that any applicable performance, service, share price and other vesting conditions specified at the time of the grant are satisfied (collectively, the Performance Criteria), the Company has notified the participant that the vesting conditions have been satisfied and the Performance Rights have not been forfeited. Performance Criteria may include conditions relating to employment or service, the individual performance of the participant and/or the Group's performance. Typically, the Performance Criteria must be satisfied by reference to a predetermined performance period. Both the Performance Criteria and the performance period are set by the Board in its absolute discretion.
Ranking of Shares	Shares issued or transferred upon exercise of Performance Rights granted under the LTIP will rank equally in all respects with the other issued Shares.
Voting and dividend rights of Performance Rights	Performance Rights will not carry any voting or dividend rights. Shares issued or transferred to participants on exercise of a Performance Right will carry the same rights and entitlements as other issued Shares, including voting and dividend rights.

Issue or acquisition of Shares	Generally, Shares to be allocated to participants upon the exercise of Performance Rights may be issued by the Company or acquired on or off market by the Company or its nominee. The Company may appoint a trustee to acquire and hold those Shares on behalf of participants or otherwise for the purposes of the LTIP.
Exercise of Performance Rights	A participant may exercise Performance Rights in respect of which the Board has given a vesting notice and which have not expired or been forfeited. To exercise a Performance Right, the participant must lodge with the Company a notice of exercise and comply with any requirements under the rules of the LTIP or as specified by the Board. The Plan may specify that vested Performance Rights will be automatically converted to Shares. This will be specified in the terms of the Participation Letter.
Expiry of Performance Rights	Performance Rights which have not been exercised or converted, respectively, will expire if the applicable vesting conditions and any other conditions are not met during the prescribed performance period or other relevant time or if they are not exercised before the applicable last exercise date. In addition, the Board may determine that Performance Rights will lapse if the participant deals with the Performance Rights in breach of the rules of the LTIP or, in the opinion of the Directors, the participant has acted fraudulently or dishonestly or materially breached his or her obligations to the Company.
Quotation	Performance Rights will not be quoted on the ASX. The Company will apply for official quotation of any Shares issued upon exercise or conversion of Rights, in accordance with the Listing Rules.
Exercise price	The Board may, in its absolute discretion, determine that a participant is required to pay an exercise price to exercise the Performance Rights offered and granted to that participant. Where applicable, participants may apply to use a cashless exercise facility to offset the exercise price of their Performance Rights against the number of Shares which they are entitled to receive upon exercise.
Approval	Grants of Performance Rights under the LTIP to a Director (other than those proposed to be granted to the Non-Executive Directors as set out in this Prospectus) will be subject to the approval of Shareholders, to the extent required under the Listing Rules.
Restrictions on transfer	The Board has the discretion to impose transfer restrictions on Shares received following the vesting and exercise of Performance Rights. The application of any transfer restrictions will be specified in the terms of the invitation to participate in the LTIP.
No hedging and no transfer	Without the prior approval of the Board, unvested or unexercised Performance Rights which have not been exercised may not be sold, transferred, encumbered or otherwise dealt with. Further, participants may not enter into any transaction, scheme or arrangement which hedges or otherwise affects the participant's economic exposure to the Performance Rights before they vest.
Capital limit	Subject to the rules of the LTIP, the Board must not offer Performance Rights if their grant would breach the capital limit set out in ASIC Class Order 14/1000 in relation to employee share schemes (Class Order) or contravene the Corporations Act, Listing Rules or instruments of relief issued by ASIC from time to time. To the extent the Class Order is replaced by a new Class Order at a future date, the Company will ensure that any future offers of Performance Rights are in compliance with any capital limit prescribed under the new Class Order.

Lapse/forfeiture of vested or unvested Performance Rights	<p>The LTIP contains provisions concerning the treatment of unvested and vested Performance Rights in the event that:</p> <ul style="list-style-type: none"> • a participant ceases employment or engagement with the Company; • a participant acts fraudulently, dishonestly or wilfully breaches the duties that they owe to the Group; or • the Performance Criteria or other conditions attaching to the Performance Rights are not satisfied.
Cancellation of unvested Performance Rights	<p>Subject to applicable law, a participant and the Board may agree in writing that some or all of the unvested Performance Rights held by a participant be cancelled on a specified date or on the occurrence of a particular event. The Board may cancel those Performance Rights for no consideration.</p>
Takeovers	<p>In relation to takeover bids made for Shares, schemes of arrangement proposed in relation to the Company or other change in control transactions in relation to the Company that occur or are proposed, the Board may in its absolute discretion determine, prior to grant or at the time of the relevant transaction, that all or a part of the participants' unvested Performance Rights will become vested. In such circumstances, the Company must promptly notify each participant in writing that he or she may, within the period specified in the notice, exercise vested Performance Rights.</p>
Capital reconstruction	<p>If there are certain variations of the share capital of the Company including a capitalisation or rights issue, subdivision, consolidation or reduction in share capital, the Board may make such adjustments (including to matters such as exercise price, number of Performance Rights held or number of Shares received on exercise) as it considers appropriate to ensure participants are not materially advantaged or disadvantaged, in accordance with the provisions of the Listing Rules.</p>
Other terms	<p>The LTIP also contains customary and usual terms having regard to Australian law for dealing with administration, variation and termination of the LTIP.</p>



Premier1 Lithium Limited
ABN 16 637 198 531

Need assistance?



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



Online:
www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **11:00am (AWST) on Saturday, 9 May 2026.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

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

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

Online:

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

Your secure access information is

Control Number: 188710

SRN/HIN:

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

By Mail:

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

By Fax:

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



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

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

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

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Premier1 Lithium Limited hereby appoint

the Chair of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chair of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the General Meeting of Premier1 Lithium Limited to be held at Level 2, 22 Mount Street, Perth WA 6000 on Monday, 11 May 2026 at 11:00am (AWST) and at any adjournment or postponement of that meeting.

Chair authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chair of the Meeting as my/our proxy (or the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 4, 5 and 6 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 4, 5 and 6 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chair.

Important Note: If the Chair of the Meeting is (or becomes) your proxy you can direct the Chair to vote for or against or abstain from voting on Resolutions 4, 5 and 6 by marking the appropriate box in step 2.

Step 2 Items of Business

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

		For	Against	Abstain
Resolution 1	Ratification of issue of Placement Shares LR 7.1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Ratification of issue of Placement Shares LR 7.1A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Ratification of issue of Consideration Shares LR 7.1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Approval to issue Performance Rights to Dale Hanna	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval to issue Performance Rights to Simon Phillips	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval to issue Performance Rights to Jason Froud	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Change of Company Name	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Ratification of Corporate Advisor Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chair of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chair of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1 Securityholder 2 Securityholder 3 / /
 Sole Director & Sole Company Secretary Director Director/Company Secretary Date

Update your communication details (Optional)

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