Extraordinary General Meeting – Notice and Proxy Form

Dear Shareholder,

Notice is hereby given that an Extraordinary General Meeting (**Meeting**) of Shareholders of Strickland Metals Limited (**Company** or **Strickland**) will be held at 3:00PM (WST) (5:00PM AEST) on Thursday, 16 July 2026 at Dexus Place Perth, Level 16, 240 St Georges Terrace, Perth WA 6000.

In accordance with section 110D(1) of the *Corporations Act 2001 (Cth)* (**Corporations Act**), the Company will not be sending hard copies of the Notice of Meeting and accompanying Explanatory Memorandum (**Notice of Meeting**) to shareholders unless a shareholder has requested a hard copy or made an election for the purposes of 110E of the Corporations Act to receive documents from the Company in physical form. The Notice of Meeting can be viewed and downloaded from the link set out below.

https://www.stricklandmetals.com.au/investors/asx-announcements

Alternatively, the Notice will also be available on the ASX website, ticker code: STK, at the following link:

https://www2.asx.com.au/markets/trade-our-cash-market/historical-announcements

Shareholders who receive their communications electronically will receive an email from the Company's share registry, Xcend Pty Ltd, with links directing them to this notice and the online voting portal https://investor.xcend.app or otherwise in accordance with instructions set out in the proxy form and the Notice of Meeting.

Alternatively, you can complete and lodge the personalised Proxy From for the Meeting enclosed with this letter.

In order for your proxy to count, you will need to either complete an online proxy, or lodge your completed hard copy Proxy Form as per the instructions on the enclosed Proxy Form, by no later than 3:00PM (WST) 5:00PM (AEST) on 14 July 2026.

The Company strongly encourages all shareholders to lodge their directed proxy votes prior to the Meeting and appoint the Chair as their proxy. All voting at the Meeting will be conducted by poll.

If it becomes necessary or appropriate to make alternative arrangements to those set out in the Notice of Meeting, the Company will notify shareholders accordingly via the Company's website and the ASX Market Announcements Platform.

The Notice of Meeting is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

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

This ASX announcement was approved and authorised for release by the Managing Director of the Company.

For further information, please contact:

Sleiman Majdoub
Company Secretary
Phone: +61 (8) 6256 8200
info@stricklandmetals.com.au
stricklandmetals.com.au

STRICKLAND METALS LIMITED

ACN 109 361 195

Notice of Extraordinary General Meeting

TIME:	**3:00PM (WST) (5:00PM AEST)**
DATE:	**Thursday, 16 July 2026**
PLACE:	**Dexus Place Perth, Level 16, 240 St Georges Terrace, Perth WA 6000**

This Notice of Meeting and the attached Explanatory Statement should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss the matters in this notice please do not hesitate to contact the Company Secretary on +61 8 6256 8200.

TIME AND PLACE OF MEETING AND HOW TO VOTE

VENUE

The Meeting of the Shareholders of Strickland Metals Limited ACN 109 361 195 (ASX:STK) (**Company**) to which this Notice relates, will be held at 3:00PM (WST) (5:00PM AEST) on Thursday, 16 July 2026 at Dexus Place Perth, Level 16, 240 St Georges Terrace, Perth WA 6000.

The Notice is also being made available to Shareholders electronically and can be viewed and downloaded online at the following link:

https://www.stricklandmetals.com.au/investors/asx-announcements

VOTING IN PERSON

To vote in person, you will be required to attend the Meeting on the date and at the place set out above.

You may still attend the Meeting and vote in person even if you have appointed a proxy. If you have previously submitted a Proxy Form, your attendance will not revoke your proxy appointment unless you actually vote at the Meeting for which the proxy is proposed to be used, in which case, the proxy's appointment is deemed to be revoked with respect to voting on that Resolution.

Please bring your personalised Proxy Form with you as it will help you to register your attendance at the Meeting. If you do not bring your Proxy Form with you, you can still attend the Meeting but representatives from the Share Registry will need to verify your identity. You can register from 2:30PM (WST) on the day of the Meeting.

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is 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. If the Shareholder appoints two proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

If a Shareholder wishes to appoint a proxy, they should complete the attached 'Appointment of Proxy' form and comply with details set out in that form for lodgement of the form with the Company.

The proxy form must be signed by the Shareholder or his or her attorney duly authorised in writing or, if the Shareholder is a corporation, either under the seal of the corporation (in accordance with its Constitution) or under the hand of an attorney duly authorised in writing or otherwise signed in accordance with the Corporations Act.

If any attorney or authorised officer signs the proxy form on behalf of a Shareholder, the relevant power of attorney or other authority under which it is signed or a certified copy of that power or authority must be deposited with the proxy form. To vote by proxy, please use one of the following methods

To vote by proxy, please use one of the following methods:

Online	You can lodge your proxy vote online by scanning the QR code with your tablet or mobile, or enter the URL below in your internet browser https://investor.xcend.app/sha You can also vote by the following: • **Registered User**: enter your existing username & password and click voting. • **New User**: firstly register at: http://investor.xcend.app/register then once logged in, you may proceed to vote.
By Post	Xcend Pty Ltd PO Box R1905 Royal Exchange NSW 1225
By Email	meetings@xcend.co

Proxy instructions must be received no later than 48 hours before the commencement of the Meeting.

Proxy forms received later than this time will be invalid.

Voting Intention of the Chair for all Resolutions

Shareholders should be aware that any undirected proxies given to the Chair will be cast by the Chair and counted in favour of the Resolutions the subject of this Meeting, subject to compliance with the Corporations Act. In exceptional circumstances, the Chair may change his voting intention on any resolution, in which case an ASX announcement will be made.

Technical Difficulties

Technical difficulties may arise during the course of the Meeting. The Chair has discretion as to whether and how the Meeting should proceed in the event that a technical difficulty arises. In exercising his discretion, the Chair will have regard to the number of Shareholders impacted and the extent to which participation in the business of the Meeting is affected. Where he considers it appropriate, the Chair may continue to hold the Meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, Shareholders are encouraged to lodge a proxy not later than 48 hours before the commencement of the Meeting.

Questions

Shareholders are also encouraged to submit questions in advance of the Extraordinary General Meeting to the Company. Questions must be submitted in writing to the Company Secretary, at info@stricklandmetals.com.au at least 48 hours before the Meeting. However, Shareholders will be given an opportunity to ask questions on the day of the meeting.

NOTICE OF MEETING

Notice is given that an Extraordinary General Meeting of Shareholders will be held at 3:00PM (WST) (5:00PM AEST) on Thursday, 16 July 2026 at Dexus Place Perth, Level 16, 240 St Georges Terrace, Perth WA 6000.

The Explanatory Statement to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Statement and the proxy form are part of this 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 shareholders of the Company at 7:00PM (AEST) on Tuesday, 14 July 2026.

The Company encourages all Shareholders to vote by proxy in advance of the Meeting.

Terms and abbreviations used in this Notice and Explanatory Statement are defined in the Glossary.

AGENDA

ORDINARY BUSINESS

1. RESOLUTION 1 – APPROVAL TO ISSUE DIRECTOR PERFORMANCE RIGHTS

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

"'That pursuant to and in accordance with Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue up to 12,000,000 Director Performance Rights to Directors Sandra Bates and Jo-Anne Dudley (or their respective nominees), as follows:

(a) up to 6,000,000 Director Performance Rights to Sandra Bates; and

(b) up to 6,000,000 Director Performance Rights to Jo-Anne Dudley;

under the Plan, on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion Statement:

Resolution 1(a) and Resolution 1(b) (inclusive): The Company will disregard any votes cast in favour of the relevant Resolution by or on behalf of a person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Plan, or any person who is an Associate of those persons.

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

(a) a person as a proxy for a person who is entitled to vote on the relevant Resolution, in accordance with the directions to the proxy or attorney to vote on the relevant Resolution in that way; or

(b) the Chair as proxy or attorney for a person who is entitled to vote on the relevant Resolution, in accordance with a direction given to the Chair to vote on the relevant 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 relevant Resolution; and

  (ii) the holder votes on the relevant Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition Statement:

Resolution 1(a) and Resolution 1(b) (inclusive): 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 the relevant Resolution if:

(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 the relevant Resolution.

However, the above prohibition does not apply if:

(a) the proxy is the Chair; and

(b) the appointment expressly authorises the Chair to exercise the proxy even though the relevant Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

2. RESOLUTION 2 – INCREASE OF NON-EXECUTIVE DIRECTOR REMUNERATION CAP

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

"That for the purposes of Listing Rule 10.17, clause 14.7 of the Constitution and for all other purposes, the aggregate maximum amount of remuneration of the Non-Executive Directors be increased by $200,000 per annum to $800,000 per annum, on the terms and conditions contemplated in the Explanatory Statement."

Voting Prohibition Statement: 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 the relevant Resolution if:

(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 the Resolution.

However, the above prohibition does not apply if:

(a) the proxy is the Chair; and

(b) the appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Voting Exclusion Statement: The Company will disregard any votes cast in favour of this Resolution by or on behalf of any Director or any of their Associates.

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

(a) a person as a proxy for a person who is entitled to vote on this Resolution, in accordance with the directions to the proxy or attorney to vote on this Resolution in that way; or

(b) the Chair as proxy for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair to vote on this Resolution as the Chair decides; or

(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 this Resolution; and

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

3. OTHER BUSINESS

To consider any other business that may be validly brought before the Meeting.

DATED: 16 June 2026

BY ORDER OF THE BOARD

SLEIMAN MAJDOUB
COMPANY SECRETARY
STRICKLAND METALS LIMITED

ENTITLEMENT TO VOTE

Who may vote?

Pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Company has determined that for the purpose of the Meeting, all shares in the Company shall be taken to be held by the persons who held them as registered Shareholders at 7:00PM (AEST) on 14 July 2026 (**Entitlement Time**).

All holders of ordinary shares in the Company as at the Entitlement Time are entitled to attend and vote at the Meeting.

Transactions registered after that time will be disregarded in determining a Shareholder's entitlement to attend and vote at the Meeting.

PROXIES

Please note that:

(a) a Shareholder of the Company who is entitled to attend and cast a vote at the Meeting has a right to appoint a proxy;

(b) the appointment may specify the proportion or number of votes that the proxy may exercise;

(c) a Shareholder who is entitled to cast two or more votes at the Meeting may appoint two proxies and must specify the proportional number of votes each proxy is appointed to exercise;

(d) if the Shareholder appoints two proxies and the appointment does not specify the proportion or number of the Shareholder's votes, each proxy may exercise half the votes;

(e) a proxy need not be a Shareholder of the Company;

(f) if a Shareholder wishes to appoint two proxies, they should contact the Company for another proxy form; and

(g) unless the Shareholder specifically directs the proxy how to vote, the proxy may vote as he or she thinks fit or abstain from voting.

If a Shareholder wishes to appoint a proxy, they should complete the attached 'Appointment of Proxy' form and comply with details set out in that form for lodgement of the form with the Company.

The proxy form must be signed by the Shareholder or his or her attorney duly authorised in writing or, if the Shareholder is a corporation, either under the seal of the corporation (in accordance with its Constitution) or under the hand of an attorney duly authorised in writing or otherwise signed in accordance with the Corporations Act.

If any attorney or authorised officer signs the proxy form on behalf of a Shareholder, the relevant power of attorney or other authority under which it is signed or a certified copy of that power or authority must be deposited with the proxy form.

The proxy form must be received **not less than 48 hours** before the time for holding the Meeting (i.e. by no later than 3:00PM (WST) (5:00PM AEST) on 14 July 2026) in the following manner:

Online	You can lodge your proxy vote online by scanning the QR code with your tablet or mobile, or enter the URL below in your internet browser https://investor.xcend.app/sha You can also vote by the following: • **Registered User**: enter your existing username & password and click voting. • **New User**: firstly register at: http://investor.xcend.app/register then once logged in, you may proceed to vote.
By Post	Xcend Pty Ltd PO Box R1905 Royal Exchange NSW 1225
By Email	meetings@xcend.co

If a representative of a corporate shareholder or a corporate proxy will be attending the Meeting, the representative should provide to the Share Registry prior to the Meeting adequate evidence of their appointment, unless this has previously been provided to the Share Registry.

EXPLANATORY STATEMENT

This Explanatory Statement is included in and forms part of the Notice of Meeting. It contains background information pertaining to the Resolutions to be considered at the Meeting as well as information required to be given to Shareholders under the Listing Rules in relation to the Resolutions.

It is given to Shareholders to help them determine how to vote on the Resolutions set out in the Notice of Meeting.

Shareholders should read this Explanatory Statement in full and in conjunction with the other sections of this Notice, in order to gain a comprehensive understanding of the Resolutions proposed in the Notice.

If you are in doubt about what to do in relation to a Resolution, you should consult your financial or other professional adviser.

1. RESOLUTIONS 1(a)-1(b) – APPROVAL TO ISSUE DIRECTOR PERFORMANCE RIGHTS

1.1 Background

On 25 May 2026, the Company announced the appointments of highly experienced mining executives Ms Jo-Anne Dudley and Ms Sandra Bates to the Board as independent Non-Executive Directors. Both Ms Dudley and Ms Bates joined the board on 1 June 2026.

Jo-Anne Dudley

Ms Dudley is an accomplished and safety-focused mining engineer with over 30 years of experience in the global mining industry. Her expertise includes merger and acquisition analysis, technical studies, major project experience and assurance, and managing annual reporting of Mineral Resources and Ore Reserves. Ms Dudley has a Bachelor of Engineering Mining (Hons) (University of NSW), a Graduate Certificate in Technology Management (Deakin University), is a member of the Australian Institute of Company Directors and is a Fellow of the Australasian Institute of Mining and Metallurgy (AusIMM).

Ms Dudley's prior experience as the Chief Operating Officer of TSX and NYSE listed Turquoise Hill Resources Limited (Oyu Tolgoi, Mongolia) adds a valuable dimension to her already impressive portfolio which also includes the role of Rio Tinto’s Senior Manager Strategic Mine and Resources Planning at Oyu Tolgoi and Senior Mining Engineer at North Limited’s Northparkes Mine in New South Wales. Ms Dudley is currently a non-executive director of ASX listed Ora Banda Mining Limited.

Ms Dudley’s achievements have been recognised globally, notably being named an Exceptional Woman in Queensland Resources in 2018 and a member of the 2018 Global 100 Inspirational Women in Mining. Additionally, she was awarded the 2019 Chief Executive Women Scholarship to the Wharton Executive Development Program.

Sandra Bates

Ms Bates is a United Kingdom based international lawyer and public company director with over 25 years of top-tier private practice and in-house experience advising management teams and boards of both listed and private companies in Europe, North America and Africa. She is a risk assessment and ESG specialist and brings extensive experience of guiding companies in the natural resources sector through complex negotiations often with a cross-cultural element. Ms Bates was previously Executive Director of ASX Listed Predictive Discovery Limited until its recent merger with Robex Resources and Non-Executive Director of ASX/LSE listed Adriatic Metals Plc until its acquisition by Dundee Precious Metals Inc. Ms Bates’ prior executive experience includes General Counsel roles at TSX-V listed Elemental Royalty Corp. and Avesoro Resources and she was previously a partner at leading Canadian firm Stikeman Elliott LLP.

Through her involvement with Adriatic Metals, Ms Bates developed valuable experience operating in the Balkans region, including exposure to the regulatory, stakeholder and operating environments relevant to mining projects in South-Eastern Europe. This experience is expected to be highly beneficial as Strickland advances the next phase of exploration and development activities at its flagship Rogozna Project in Serbia.

Ms Bates holds a Bachelor of Commerce and a Bachelor of Laws (with Hons) from the University of Adelaide, Corporate Boards Program accreditation from Harvard Business School and is admitted as a Solicitor of England and Wales, (2001) and South Australia (1998).

The Company is proposing, subject to obtaining Shareholder approval, to issue up to 12,000,000 performance rights (**Director Performance Rights**) to Directors Sandra Bates and Jo-Anne Dudley (or their respective nominees) under the Plan, in the following proportions:

Tranche	Name	Performance Rights	Vesting Condition	Expiry Date
1	Sandra Bates	2,000,000	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.20 for 10 consecutive ASX trading days at any time prior to the Expiry Date	Third anniversary of the issue date.
	Jo-Anne Dudley	2,000,000		
2	Sandra Bates	2,000,000	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.30 for 10 consecutive ASX trading days at any time prior to the Expiry Date	Fourth anniversary of the issue date.
	Jo-Anne Dudley	2,000,000		
3	Sandra Bates	2,000,000	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.50 for 10 consecutive ASX trading days at any time prior to the Expiry Date	Fifth anniversary of the issue date.
	Jo-Anne Dudley	2,000,000		

Refer to Schedule 1 for a summary of the terms and conditions of the Director Performance Rights.

The Director Performance Rights form an important incentive component to the remuneration packages of the Directors and help to further align their interests with those of Shareholders. The Company considers that the amount of Director Performance Rights to be issued to the Directors is commensurate with their value to the Company and is an appropriate method to provide cost-effective remuneration. The Board believes it is important to offer the Director Performance Rights to continue to attract and maintain highly experienced and qualified Board members in a competitive market. The Director Performance Rights are structured to incentivise Share price performance, with each tranche vesting only upon the achievement of progressively higher volume weighted average price milestones within defined timeframes following issue of the Director Performance Rights.

Resolution 1(a) to 1(b) (inclusive) seek Shareholder approval pursuant to Listing Rule 10.14 for the issue of the Director Performance Rights under the Plan to Sandra Bates and Jo-Anne Dudley or their respective nominees.

1.2 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 its Shareholders:

(a) a director of the entity (Listing Rule 10.14.1);

(a) an associate of a person referred to in Listing Rule 10.14.1 (Listing Rule 10.14.2); and

(b) a person whose relationship with the entity or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by Shareholders.

Approval pursuant to Listing Rule 7.1 and 10.11 is not required for the issue of the Director Performance Rights as approval is being obtained under Listing Rule 10.14. Accordingly, the issue of the Director Performance Rights will not be included in the Company's 15% annual placement capacity in Listing Rule 7.1 or the maximum permitted number of Equity Securities issued under Listing Rule 7.2, exception 13(b).

If Resolution 1(a) to 1(b) (inclusive) are passed, the Company will be able to proceed with the issue of the Director Performance Rights.

If Resolution 1(a) to 1(b) (inclusive) are not passed, the Director Performance Rights will not be issued and the Company will need to consider other options to incentivise its Directors.

1.3 Listing Rule 10.14 Specific information required by Listing Rule 10.15

Pursuant to and in accordance with Listing Rule 10.15, the following information is provided in relation to the proposed issue of the Director Performance Rights:

(a) The Director Performance Rights will be issued under the Plan to:

(i) Sandra Bates pursuant to Resolution 1(a); and

(ii) Jo-Anne Dudley pursuant to Resolution 1(b),

or their respective nominees.

(b) Each of the Directors is a related party of the Company by virtue of being a Director of the Company and falls into the category stipulated by Listing Rule 10.14.1. In the event the Director Performance Rights are issued to a nominee of a Director, that nominee will fall into the category stipulated by Listing Rule 10.14.2.

(c) The maximum number of Director Performance Rights to be issued is 12,000,000, in the proportions set out in Section 1.1 above.

(d) The current annual remuneration for each of the recipients of Director Performance Rights is as follows (inclusive of superannuation):

Director	Salary and fees (exclusive of superannuation, where applicable)[1]
Sandra Bates	$80,000
Jo-Anne Dudley	$80,000

Notes:

1. Ms Bates and Ms Dudley will also be paid fees of $10,000.00 for each board committee of which they are a member and $15,000 for each board committee of which they chair. Additional committee fees are capped at $25,000.

(e) No Equity Securities have previously been issued to Ms Bates or Ms Dudley (or their nominees) under the Plan.

(f) The Director Performance Rights will be issued on the terms and conditions set out in Schedule 1.

(g) The Board considers that Performance Rights, rather than Shares or Options, are an appropriate form of incentive because they reward the Directors for their continued service to the Company and align their interests with those of Shareholders. Additionally, the issue of Performance Rights instead of cash is a prudent means of rewarding the Directors whilst conserving the Company's available cash reserves. The Director Performance Rights are structured to incentivise Share price performance, with vesting conditions linked to progressively higher volume weighted average price milestones, thereby aligning the interests of the Directors with those of Shareholders and new investors in the Company.

(h) A valuation of the Director Performance Rights is set out in Schedule 2.

(i) The Director Performance Rights will be issued to the Directors (or their respective nominees) as soon as practicable following the Meeting and in any event no later than three years after the Meeting.

(j) The Director Performance Rights will be issued for nil cash consideration and will be provided as an incentive component to the Directors' remuneration packages.

(k) A summary of the material terms of the Plan is in Schedule 3.

(l) No loan will be provided to the Directors in relation to the issue of the Director Performance Rights.

(m) 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.

(n) Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after the resolution is approved and who were not named in the Notice will not participate until approval is obtained under Listing Rule 10.14.

(o) A voting exclusion statement is included in the Notice.

1.4 Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

(a) obtain Shareholder approval in the manner set out in sections 217 to 227 of the Corporations Act; and

(b) give the benefit within 15 months following such approval,

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

The proposed issue of the Director Performance Rights constitutes giving a financial benefit to related parties of the Company.

The Board (with Sandra Bates and Jo-Anne Dudley abstaining) considers that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required because the issue of the Director Performance Rights is considered to be reasonable remuneration and therefore falls within the exception stipulated by section 211 of the Corporations Act.

1.5 Voting Exclusion Statement

Particulars as to the persons not permitted to vote on these Resolutions, and whose votes will be disregarded if cast on these Resolutions, are set out in the Notice.

1.6 Recommendation of Directors

Each Director (with the exception of Sandra Bates and Jo-Anne Dudley who abstain) recommends that Shareholders vote **in favour** of these Resolutions.

Each Director (with the exception of Sandra Bates and Jo-Anne Dudley) confirms that they have no personal interest in the outcome of these Resolutions.

2. RESOLUTION 2 – INCREASE OF NON-EXECUTIVE DIRECTOR REMUNERATION CAP

2.1 Requirement for Shareholder Approval

Shareholder approval is sought to increase the limit on aggregate non-executive Director's remuneration in any financial year (**Fee Pool**) by $200,000, from $600,000 to $800,000.

Under clause 14.7 of the Constitution and Listing Rule 10.17, the Fee Pool may only be increased with Shareholder approval.

If Shareholder approval is not obtained, the current Fee Pool will remain at $600,000.

The Directors are seeking Shareholder approval to increase the Fee Pool for the following reasons:

- the number of non-executive-directors has increased and is expected to increase in the coming years, as part of the Board's ongoing planning strategy and to ensure that the Board continues to have a balance of skills, knowledge and experience. The size, complexity and risks associated with the Company have all significantly increased requiring fees to be set at commensurate levels;
- to ensure that the Company continues to maintain a high standard of corporate governance oversight;
- to ensure the Company has the ability to remunerate competitively and attract and retain high calibre non-executive directors; and
- although it is not envisaged to immediately increase non-executive director remuneration, some growth in non-executive director remuneration in the future may be required to reflect market competitiveness for non-executive directors with the skills and experience appropriate for the Company's business.

If this Resolution is approved by Shareholders, the Fee Pool will increase to $800,000. If this Resolution is not approved, the Fee Pool will remain at $600,000. This will mean that the Board will not have the flexibility described above, and any future non-executive director appointments and fees need to be assessed within the current Fee Pool.

While the Fee Pool is a maximum annual limit available to be paid or provided to all Non-Executive Directors, the proposed increase to the Fee Pool does not imply that the fees payable to Non-Executive Directors will be increased according to that limit, or that the full amount of the Fee Pool will be used.

The remuneration provided to the Non-Executive Directors is reviewed annually. Details of non-Executive director remuneration for the financial year ended 30 June 2025 are contained within the Remuneration Report in the Company's 2025 Annual Report.

2.2 Information required by Listing Rule 10.17

For the purpose of Listing Rule 10.17, the following information in relation to the increase of the Fee Pool, the subject of this Resolution is provided.

(a) *The Amount of the Increase*

$200,000.

(b) *Maximum aggregate amount of directors' fees that may be paid to all of the entity's non-executive directors*

$800,000. This includes superannuation contributions made by the Company for the benefit of non-executive Directors and any fees which a non-executive Director agrees to sacrifice for other benefits. It does not include reimbursement of genuine out of pocket expenses, genuine 'special exertion' fees paid in accordance with the Constitution, or Equity Securities issued to a non-executive Director under Listing Rules 10.11 or 10.14 with Shareholder approval.

(c) *Securities issued to non-executive directors under LR 10.11 and 10.14 in preceding 3 years*

The following Equity Securities were issued to Non-Executive Directors under Listing Rule 10.11 and 10.14 in the last three years:

Date of Issue	Securities	Listing Rule	Name of non-executive director
26 August 2024	• 3,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.20 expiring 26 August 2027 (vested, exercised to Shares on 28 November 2025); • 3,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.30 expiring 26 August 2028 (unvested); and • 3,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.50 expiring 26 August 2029 (unvested).	10.14	Anthony McClure
26 August 2024	• 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.20 expiring 26 August 2027 (vested in 2025, not yet exercised); • 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.30 expiring 26 August 2028 (unvested); and • 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.50 expiring 26 August 2029 (unvested).	10.14	Jonathan Hronsky
26 August 2024	• 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.20 expiring 26 August 2027	10.14	Richard Pugh

Date of Issue	Securities	Listing Rule	Name of non-executive director
	(vested in 2025, not yet exercised); • 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.30 expiring 26 August 2028 (unvested); and • 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.50 expiring 26 August 2029 (unvested).		
26 August 2024	• 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.20 expiring 26 August 2027 (vested, exercised to Shares on 28 November 2025); • 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.30 expiring 26 August 2028 (unvested); and • 2,000,000 Performance Rights vest upon the Company's shares achieving 10 day VWAP of $0.50 expiring 26 August 2029 (unvested).	10.14	Trent Franklin
6 May 2026	625,000 Shares issued at an issue price of $0.16 per Share pursuant to participation in a placement in February 2026, announced 3 February 2026 (shareholder approval being obtained on 22 April 2026).	10.11	Trent Franklin
6 May 2026	625,000 Shares issued at an issue price of $0.16 per Share pursuant to participation in a placement in February 2026, announced 3 February 2026 (shareholder approval being obtained on 22 April 2026).	10.11	Anthony McClure

2.3 Voting Exclusion Statement

A description of the persons not permitted to vote on this Resolution, and whose votes will be disregarded if cast on this Resolution, is set out in the Notice.

2.4 Board recommendation

Each Director abstains from making a recommendation in relation to Resolution 2 given their personal interest in the Resolution.

GLOSSARY

For the purposes of this Notice, the following terms have the meanings prescribed below:

$	means Australian dollars.
AEST	means Australian Eastern Standard Time.
Associate	has the meaning given in Listing Rule 19.12.
ASX	means ASX Limited (ACN 008 624 691) or the securities exchange market operated by it, as the context requires.
Board	means the board of directors of the Company as constituted from time to time.
Chair	means the person chairing the Meeting.
Closely Related Party	of a member of the Key Management Personnel means: • a spouse or child of the member; • a child of the member's spouse; • a dependent of the member or the member's spouse; • anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity; • a company the member controls; or • a person prescribed by the Corporations Regulations 2001 (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.
Company or **Strickland**	means Strickland Metals Limited (ACN 109 361 195).
Constitution	means the constitution of the Company (as amended from time to time).
Convertible Security	means a Security exercisable for Share(s) in accordance with these Plan, including an Option or Performance Right.
Corporations Act	means the *Corporations Act 2001* (Cth).
Director	means a director of the Company as at the date of this Notice.
Director Performance Rights	has the meaning given in Section 1.1 of the Explanatory Statement.
Division 1A	Division 1A or Part 7.12 of the Corporations Act.

Equity Security	has the meaning given in Listing Rule 19.12.
ESS	means employee share scheme.
Explanatory Statement	means the section entitled "Explanatory Statement" of this Notice, forming 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 the ASX as amended from time to time.
Meeting	means the general meeting of Shareholders convened pursuant to this Notice.
Notice or **Notice of Meeting**	means the notice convening this Meeting as set out in this document.
Option	means an option to acquire one or more Shares.
Ordinary Resolution	means a resolution of Shareholders that is approved by a simple majority of the votes cast by Shareholders present at the Meeting (whether in person or by proxy) and entitled to vote on that resolution.
Performance Right	means a right, subject to certain terms and conditions, to acquire a Share on the satisfaction (or waiver) of certain performance conditions.
Plan	means the Company's Employee Incentive Plan.
Proxy Form	means the proxy form attached to this Notice and any personalised proxy form sent to Shareholders alongside this Notice.
Related Party	has the meaning given to that term in Listing Rule 19.12.
Resolution	means a resolution set out in the Notice.
Schedule	means a schedule to this Notice.
Securities	means any Equity Securities of the Company (including Shares, Options and/or Performance Rights).
Share	means a fully paid ordinary share in the issued share capital of the Company.

Share Registry	means Xcend Pty Ltd (ACN 662 440 959).
Shareholder	means a person recorded on the register of members maintained by the Company pursuant to sections 168 and 169 of the Corporations Act as a holder of one or more Shares.
VWAP	means volume weighted average price.
WST	means Western Standard Time.

CORPORATE DIRECTORY

Board of Directors

Anthony McClure, Chairman

Paul L'Herpiniere, Managing Director

Sandra Bates, Non-Executive Director

Jo-Anne Dudley, Non-Executive Director

Trent Franklin, Non-Executive Director

Jonathan Hronsky, Non-Executive Director

Company Secretary

Sleiman Majdoub

Registered Office

Suite 3.03, Level 3, 220 St Georges Terrace

Perth WA 6000

Phone: +61 8 6256 8200

Company Website

www.stricklandmetals.com.au

Share Registry

Xcend Pty Ltd

Level 2, 477 Pitt Street

HAYMARKET NSW 2000

Phone: +61 (2) 8591 8509

Email: support@xcend.co

Website: www.xcend.co

Schedule 1 Terms and Conditions of Director Performance Rights

The terms and conditions of the Director Performance Rights (in this Schedule referred to as **Performance Rights** unless otherwise specified) are as follows:

1. (**Entitlement**): Subject to the terms and conditions set out below, each Performance Right, once vested, entitles the holder to the issue of one fully paid ordinary share in the capital of the Company (**Share**).

2. (**Issue Price**): The Performance Rights are issued for nil cash consideration.

3. (**Vesting Conditions**): Subject to the terms and conditions set out below, each tranche (**Tranche**) of Performance Rights is subject to the following vesting conditions (together, the **Vesting Conditions**):

Tranche	Performance Rights	Number	Vesting Condition	Expiry Date
1	Sandra Bates	2,000,000	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.20 for 10 consecutive ASX trading days at any time prior to the Expiry Date	Third anniversary of the issue date.
	Jo-Anne Dudley	2,000,000		
2	Sandra Bates	2,000,000	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.30 for 10 consecutive ASX trading days at any time prior to the Expiry Date	Fourth anniversary of the issue date.
	Jo-Anne Dudley	2,000,000		
3	Sandra Bates	2,000,000	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.50 for 10 consecutive ASX trading days at any time prior to the Expiry Date.	Fifth anniversary of the issue date.
	Jo-Anne Dudley	2,000,000		

4. (**Vesting**): Subject to the satisfaction of the Vesting Conditions, the Company will notify the Holder in writing (**Vesting Notice**) within 3 business days of becoming aware that the relevant Vesting Condition has been satisfied.

5. (**Expiry Date**): Each Tranche of Performance Rights will expire and lapse on the first to occur of the following:

   (i) the Vesting Condition becoming incapable of satisfaction due to the cessation of employment of the holder with the Company (or any of its subsidiary entities) (subject to the exercise of the Board's discretion under the Plan); and

   (i) for each Tranche of Performance Rights, 5.00pm (AEST) on the respective expiry date set out in paragraph 3,

   (**Expiry Date**).

6. (**Exercise**): At any time between receipt of a Vesting Notice and the Expiry Date (as defined in paragraph 5 above), the holder may apply to exercise Performance Rights by delivering a signed notice of exercise to the Company Secretary. The holder is not required to pay a fee to exercise the Performance Rights.

7. (**Issue of Shares**): As soon as practicable after the valid exercise of a vested Performance Right, 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 Performance Rights held by the holder;

   (iii) if required, and subject to paragraph 8, 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.

8. (**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 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.

9. (**Ranking**): All Shares issued upon the conversion of Performance Rights will upon issue rank equally in all respects with other Shares.

10. (**Transferability of the Performance Rights**): The Performance Rights are not transferable, except with the prior written approval of the Company at its sole discretion and subject to compliance with the Corporations Act and Listing Rules.

11. (**Dividend rights**): A Performance Right does not entitle the holder to any dividends.

12. (**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.

13. (**Quotation of the Performance Rights**): The Company will not apply for quotation of the Performance Rights on any securities exchange.

14. (**Adjustments for reorganisation**): If there is any reorganisation of the issued share capital of the Company, the rights of the Performance Rights holder will be varied in accordance with the Listing Rules.

15. (**Entitlements and bonus issues**): Subject to the rights under paragraph 16, holders will not be entitled to participate in new issues of capital offered to shareholders such as bonus issues and entitlement issues. There will be no change to the number of Shares over which the Performance Rights are exercisable in the event of the Company making a pro-rata issue of Shares or other securities to the holders of Shares in the Company (other than a bonus issue).

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

17. (**Return of capital rights**): The Performance Rights do not confer any right to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.

18. (**Rights on winding up**): The Performance Rights have no right to participate in the surplus profits or assets of the Company upon a winding up of the Company.

19. (**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 the Performance Rights.

20. (**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.

21. (**Amendments required by ASX**): The terms of the Performance Rights may be amended as considered necessary by the Board in order to comply with the ASX Listing Rules, or any directions of ASX regarding the terms provided that, subject to compliance with the Listing Rules, following such amendment, the economic and other rights of the holder are not diminished or terminated.

22. (**Plan**): The Performance Rights are issued pursuant to and are subject to the Company's Employee Securities Incentive Plan. In the event of conflict between a provision of these terms and conditions and the Plan, these terms and conditions prevail to the extent of that conflict.

23. (**Constitution**): Upon the issue of the Shares on exercise of the Performance Rights, the holder will be bound by the Company's Constitution.

Schedule 2 Valuation of Director Performance Rights

The Director Performance Rights to be issued to Sandra Bates and Jo-Anne Dudley pursuant to Resolution 1(a) to 1(b) (inclusive) have been valued internally by the Company using the Hoadley Barrier 5 Trinomial Option model together with the Hoadley Parisian Barrier model.

Item	Tranche 1	Tranche 2	Tranche 3
Vesting conditions	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.20 for 10 consecutive ASX trading days at any time prior to the Expiry Date	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.30 for 10 consecutive ASX trading days at any time prior to the Expiry Date	The VWAP per Company share (as quoted on the ASX) equals or exceeds $0.50 for 10 consecutive ASX trading days at any time prior to the Expiry Date
Assumed Grant Date	31 July 2026	31 July 2026	31 July 2026
Expiry Periods (Yrs)	3.0	4.0	5.0
Stock Price (Grant Date)	$0.10	$0.10	$0.10
Exercise price	Nil	Nil	Nil
Performance Condition	$0.20	$0.30	$0.50
Uplift Required	200%	300%	500%
Number of Days	10	10	10
Adjusted Share Price Condition (Extrapolated - Hoadley Parisian Barrier)	$0.236	$0.354	$0.590
Volatility	79.7%	79.7%	79.7%
Risk Free Rate	4.55%	4.55%	4.55%
Value per PR	$0.0778	$0.0736	$0.0678

Related Party	Tranche 1	Tranche 2	Tranche 3
Sandra Bates	$155,585	$147,131	$135,517
Jo-Anne Dudley	$155,585	$147,131	$135,517

Schedule 3 Summary of material terms of the Employee Securities Incentive Plan

The following is a summary of the material terms and conditions of the Plan:

(a) (**Eligible Participant**): "Eligible Participant" means a person that has been determined by the Board to be eligible to participate in the Plan from time to time and is an "ESS participant" (as that term is defined in Division 1A) in relation to the Company or an associated entity of the Company. This relevantly includes, amongst others:

(i) an employee or director of the Company or an individual who provides services to the Company;

(ii) an employee or director of an associated entity of the Company or an individual who provides services to such an associated entity;

(iii) a prospective person to whom paragraphs (i) or (ii) apply;

(iv) a person prescribed by the relevant regulations for such purposes; or

(v) certain related persons on behalf of the participants described in paragraphs (i) to (iv) (inclusive).

(b) (**Maximum allocation**)

(i) The Company must not make an offer of Securities under the Plan in respect of which monetary consideration is payable (either upfront, or on exercise of convertible securities) where the total number of Plan Shares (as defined in paragraph (m) below) that may be issued, or acquired upon exercise of Plan Convertible Securities offered, when aggregated with the number of Shares issued or that may be issued as a result of offers made under the Plan at any time during the previous 3 year period would exceed 10% of the total number of Shares on issue at the date of the offer (as specified in the Company's Constitution) or such other limit as may be specified by the relevant regulations or the Company's Constitution from time to time.

(ii) The maximum number of equity securities proposed to be issued under the Plan for the purposes of Listing Rule 7.2, Exception 13 is 160,000,000 (**ASX Limit**). This means that, subject to the following paragraph, the Company may issue up to the ASX Limit under the Plan, without seeking Shareholder approval and without reducing its placement capacity under Listing Rule 7.1.

The Company will require prior Shareholder approval for the issue of Securities under the Plan to Directors, their associates, and any other person whose relationship with the Company or a Director or a Director's associate is such that, in ASX's opinion, the acquisition should be approved by Shareholders. The issue of Securities with Shareholder approval will not count towards the ASX Limit.

(c) (**Purpose**): The purpose of the Plan is to:

(i) assist in the reward, retention and motivation of Eligible Participants;

(ii) link the reward of Eligible Participants to Shareholder value creation; and

(iii) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of Securities.

(d) (**Plan administration**): The Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Plan rules in its sole and absolute discretion, subject to compliance with applicable laws and the Listing Rules. The Board may delegate its powers and discretion.

(e) (**Eligibility, invitation and application**): The Board may from time to time determine that an Eligible Participant may participate in the Plan and make an invitation to that Eligible Participant to apply for Securities on such terms and conditions as the Board decides. An invitation issued under the Plan will comply with the disclosure obligations pursuant to Division 1A.

On receipt of an invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part. If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation.

A waiting period of at least 14 days will apply to acquisitions of Securities for monetary consideration as required by the provisions of Division 1A.

(f) (**Grant of Securities**): The Company will, to the extent that it has accepted a duly completed application, grant the successful applicant (**Participant**) the relevant number of Securities, subject to the terms and conditions set out in the invitation, the Plan rules and any ancillary documentation required.

(g) (**Terms of Convertible Securities**): Each 'Convertible Security' represents a right to acquire one or more Shares (for example, under an Option or Performance Right), subject to the terms and conditions of the Plan.

Prior to a Convertible Security being exercised a Participant does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security by virtue of holding the Convertible Security. A Participant may not sell, assign, transfer, grant a security interest over or otherwise deal with a Convertible Security that has been granted to them. A Participant must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.

(h) (**Vesting of Convertible Securities**): Any vesting conditions applicable to the grant of Convertible Securities will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that Convertible Security will lapse.

(i) (**Exercise of Convertible Securities and cashless exercise**): To exercise a Convertible Security, the Participant must deliver a signed notice of exercise and, subject to a cashless exercise of Convertible Securities (see below), pay the exercise price (if any) to or as directed by the Company, at any time prior to the earlier of any date specified in the vesting notice and the expiry date as set out in the invitation.

At the time of exercise of the Convertible Securities, and subject to Board approval, the Participant may elect not to be required to provide payment of the exercise price for the number of Convertible Securities specified in a notice of exercise, but that on exercise of those Convertible Securities the Company will transfer or issue to the Participant that number of Shares equal in value to the positive difference between the Market Value of the Shares at the time of exercise and the exercise price that would otherwise be payable to exercise those Convertible Securities.

Market Value means, at any given date, the volume weighted average price per Share traded on the ASX over the 5 trading days immediately preceding that given date, unless otherwise specified in an invitation.

A Convertible Security may not be exercised unless and until that Convertible Security has vested in accordance with the Plan rules, or such earlier date as set out in the Plan rules.

(j) (**Delivery of Shares on exercise of Convertible Securities**): As soon as practicable after the valid exercise of a Convertible Security by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Plan rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.

(k) (**Forfeiture of Convertible Securities**): Where a Participant who holds Convertible Securities ceases to be an Eligible Participant or becomes insolvent, all unvested Convertible Securities will automatically be forfeited by the Participant, unless the Board otherwise determines in its discretion to permit some or all of the Convertible Securities to vest.

Where the Board determines that a Participant has acted fraudulently or dishonestly, or wilfully breached his or her duties to the Group, the Board may in its discretion deem all unvested Convertible Securities held by that Participant to have been forfeited.

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

(i) any Convertible Securities which have not yet vested will be forfeited immediately on the date that the Board determines (acting reasonably and in good faith) that any applicable vesting conditions have not been met or cannot be met by the relevant date; and

(ii) any Convertible Securities which have not yet vested will be automatically forfeited on the expiry date specified in the invitation.

(l) (**Change of control**): If a change of control event occurs in relation to the Company, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the Participant's Convertible Securities will be dealt with, including, without limitation, in a manner that allows the Participant to participate in and/or benefit from any transaction arising from or in connection with the change of control event.

(m) (**Rights attaching to Plan Shares**): All Shares issued under the Plan or issued or transferred to a Participant upon the valid exercise of a Convertible Security, (**Plan Shares**) will rank pari passu in all respects with the Shares of the same class. A Participant will be entitled to any dividends declared and distributed by the Company on the Plan Shares and may participate in any dividend reinvestment plan operated by the Company in respect of Plan Shares. A Participant may exercise any voting rights attaching to Plan Shares.

(n) (**Disposal restrictions on Securities**): If the invitation provides that any Plan Shares or Convertible Securities are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction.

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

If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Convertible Securities is entitled, upon exercise of the Convertible Securities, to receive an allotment of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.

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

(p) (**Participation in new issues**): There are no participation rights or entitlements inherent in the Convertible Securities and holders are not entitled to participate in any new issue of Shares of the Company during the currency of the Convertible Securities without exercising the Convertible Securities.

(q) (**Amendment of Plan**): Subject to the following paragraph, the Board may at any time amend any provisions of the Plan rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the Plan and determine that any amendments to the Plan rules be given retrospective effect, immediate effect or future effect.

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

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

If a Participant and the Company (acting by the Board) agree in writing that some or all of the Securities granted to that Participant are to be cancelled on a specified date or on the occurrence of a particular event, then those Securities may be cancelled in the manner agreed between the Company and the Participant.

STRICKLAND
METALS LIMITED

STRICKLAND METALS LIMITED
ACN 109 361 195

XCEND
INVESTOR SUPPORT

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support@xcend.co

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

Your Extraordinary General Meeting Proxy Form

Proxy Voting Instructions

Appointment of a Proxy

A proxy is someone you appoint to attend the meeting and vote on your behalf. You don't need to attend the meeting yourself.

Step 1: Decide Who Will Be Your Proxy

You have two options:

OPTION A: Appoint the Chair of the Meeting

- Simply cross the box marked "The Chair of the Meeting"
- The Chair of the Meeting will vote according to your directions
- If you don't give directions, the Chair of the Meeting will vote undirected proxies in favour of all Resolutions.

OPTION B: Appoint Someone Else

- Write the full name of the person you want to appoint
- They must attend the meeting to vote on your behalf
- They can be another shareholder or anyone you choose

Important: If you hold 2 or more votes, you can appoint up to TWO proxies by using separate proxy forms.

Step 2: Direct How Your Proxy Should Vote

For each resolution, mark ONE box only with an "X"

FOR	AGAINST	ABSTAIN
You support the resolution	You oppose the resolution	You don't want to vote

Voting Exclusions and Prohibitions

Refer to the Notice of Meeting for detailed information of the voting exclusions.

Step 3: Sign the Proxy Form

You must sign the form correctly or it will be invalid:

If you are	You must
Individual shareholder	Sign your name.
Joint shareholders	All must sign.
Corporate shareholder	Sign by authorised officer(s). Sole Director/Secretary; or Sole Director (where no Secretary exists); or two Directors; or Director + Secretary. Print name and position below signature.
Power of Attorney	Sign by authorised attorney. Power of Attorney must be lodged with the Share Registrar for notation. If not already lodged, attach a certified copy to this form.
Nominee/Custodian	Sign by authorised signatory(s). Attach a custodial certificate to this form.

Attending the Meeting

Date and time	3:00PM (WST) (5:00PM AEST) on Thursday, 16 July 2026
Location	Dexus Place Perth, Level 16, 240 St Georges Terrace, Perth WA 6000
Arriving at the Meeting & What to Bring	• Arrive early (15-30mins before the meeting time) to allow for registration • Go to the registration desk • Present your proxy form - helps with registration • Photo ID - may be required • Corporate Representative Form - if attending on behalf of a company

How to Lodge a Proxy

Online (Recommended Fastest)

Method 1: Scan QR Code

Use your phone or tablet to scan the QR code on your proxy form.

Method 2: Go to Website

Visit: https://investor.xcend.app/sha

Select: Strickland Metals Limited
Enter HIN/SRN: «AccountNumber»
Enter Postcode: if within Australia or
Select Country: if outside Australia

Method 3: Registered Users

Visit https://investor.xcend.app
Enter your username and password, then click voting

Email

- Scan your completed and signed proxy Form
- Email to: meetings@xcend.co

Post

Mail your completed and signed proxy form to:
Xcend Pty Ltd
PO Box R1905
Royal Exchange NSW 1225
Allow extra time for postal delivery

DEADLINE: 3:00PM (WST) (5:00PM AEST) on Tuesday, 14 July 2026
(48 hours before the meeting)

SRN/HIN: «AccountNumber»

Registered Name & Address
«EntityRegistrationDetailsLine1Envelope»
«EntityRegistrationDetailsLine2Envelope»
«EntityRegistrationDetailsLine3Envelope»
«EntityRegistrationDetailsLine4Envelope»
«EntityRegistrationDetailsLine5Envelope»
«EntityRegistrationDetailsLine6Envelope»

If Your Address is Incorrect
- Update it in the space provided on the proxy form, OR
- If your shares are broker-sponsored (HIN starts with 'X'), contact your broker

Your Proxy Form - Strickland Metals Limited
Extraordinary General Meeting July 2026

Appointment of Proxy

I/We, being member(s) of Strickland Metals Limited ("Company") and entitled to attend and vote, hereby appoint:

The Chair of the Meeting (Mark box with an X) **OR** **Name of Proxy** (If you are **NOT** appointing the Chair of the Meeting, write the name of the person or body corporate)

or failing the person or body corporate named, or if no person or body corporate is named above, the Chair of the Meeting, as my/our proxy to vote on my/our behalf at the Extraordinary General Meeting on Thursday, 16 July 2026 at 3:00PM (WST) (5:00PM AEST) at Dexus Place Perth, Level 16, 240 St Georges Terrace, Perth WA 6000 (including any postponement or adjournment).

The proxy must vote as directed below or, if no directions are given, may vote as they see fit to the extent permitted by law.

The Chair of the Meeting intends to vote undirected proxies in FAVOUR of all Resolutions. By appointing the Chair of the Meeting as proxy, I/we give the Chair of the Meeting express authority to vote on Resolutions 1(a), 1(b) and 2, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Key Management Personnel (including the Chair of the Meeting), unless I/we have indicated a different voting intention below.

Provide Your Proxy Voting Directions

For each resolution: Mark ONE box with an "X" to vote all shares OR write number of shares in each box to split your vote.

	Resolutions	**For**	**Against**	**Abstain**
1(a)	Approval to Issue Director Performance Rights to Sandra Bates			
1(b)	Approval to Issue Director Performance Rights to Jo-Anne Dudley			
2	Increase of Non-Executive Director Remuneration Cap			

By signing this form, I/we confirm my/our authority to appoint the named proxy with voting directions as indicated above and hereby revoke any previously lodged proxy for this meeting.

Securityholder 1	Joint Securityholder 2	Joint Securityholder 3
Sole Director/Sole Company Secretary	Director/Company Secretary	Director/Company Secretary
Print Name of Securityholder	Print Name of Securityholder	Print Name of Securityholder

Update your communication details:

Email Address

Phone Number (Contactable during business hours)

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