First Au Limited
(ASX: FAU)

25 August 2026

Dear Shareholders

NOTICE OF GENERAL MEETING

First Au Limited (ASX: FAU) (**Company**) is holding its General Meeting of its shareholders (**Shareholders**) on Wednesday, 23 September 2026 at 10.00am (WST) at Suite 1, 295 Rokeby Road, Subiaco WA 6008 (**Meeting**).

In accordance with the *Corporations Act 2001* (Cth), the Company will not be dispatching physical copies of the Notice of General Meeting (**Notice**) to Shareholders unless a shareholder has previously requested a hard copy. Instead, a copy of the Notice is available at the following link and has also been lodged on the Australian Securities Exchange (**ASX**):

https://www.firstau.com/investors/

If you have nominated an email address and have elected to receive electronic communications from the Company, you will also receive an email to your nominated email address with a link to an electronic copy of the Notice.

In order to receive electronic communications from the Company in the future, please update your Shareholder details online at https://investor.automic.com.au/#/home and log in with your unique shareholder identification number and postcode (or country for overseas residents).

You may vote by attending the Meeting in person, by proxy or by appointing an authorised representative.

To vote by proxy, please complete and sign the proxy form attached to the Notice (**Proxy Form**) and return it by the time and in accordance with the instructions set out in the Proxy Form.

To vote in person, attend the Meeting at the time, date and place set out above. To assist the Company in managing the Meeting, shareholders who wish to attend the Meeting in person should register their attendance with the Company by telephone at +61 8 6555 2950 or info@firstau.com.

In accordance with section 249L of the *Corporations Act 2001* (Cth) (**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 shareholder's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Proxy Forms must be received by 10.00am (WST) on Monday, 21 September 2026.

Details on how to lodge your Proxy Form can be found in the Proxy Form. If you have any questions about your Proxy Form or are unable to access the Notice, please contact a Company Secretary by telephone at +61 8 6555 2950 or info@firstau.com.

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

Yours faithfully

Victor Goh
Company Secretary
FIRST AU LIMITED

First AU Limited
ACN 000 332 918

Notice of General Meeting

The General Meeting of the Company will be held as follows:

Time and date:	**10.00am (AWST) on Wednesday, 23 September 2026**
Location:	**Suite 1, 295 Rokeby Road, Subiaco WA 6008**

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 suitably qualified advisor prior to voting.

Should you wish to discuss any matter, please do not hesitate to contact the Company by telephone on (08) 6555 2950

Shareholders are urged to vote by lodging the Proxy Form

First AU Limited
ACN 000 332 918
(Company)

Notice of General Meeting

Notice is hereby given that a general meeting of Shareholders of First AU Limited (**Company**) will be held at Suite 1, 295 Rokeby Road, Subiaco WA 6008 on Wednesday, 23 September 2026 at 10.00am (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 Monday, 21 September 2026 at 10.00am (AWST).

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

Agenda

1 Resolutions

Resolution 1(a) and (b) – Ratification of prior issue of Viking Consideration Securities

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 7.4 and for all other purposes, Shareholders ratify the issue of the following securities to Viking Mines Limited (or its nominees) (**Viking**) under Listing Rule 7.1 as follows:*

(a) 127,552,699 Viking Consideration Shares; and

(b) 357,147,557 Viking Consideration Performance Rights,

on the terms and conditions in the Explanatory Memorandum.'

Resolution 2 – Consolidation of capital

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 section 254H of the Corporations Act and for all other purposes, the issued capital of the Company be consolidated on the terms and conditions in the Explanatory Memorandum, on the basis that every 20 Shares be consolidated into 1 Share, and where this Consolidation results in a fraction of a Security being held, the Company be authorised to round that fraction up to the nearest whole Security. The Consolidation is to take effect on 23 September 2026.

2 Voting exclusions

Pursuant to the Listing Rules, the Company will disregard any votes cast in favour of:

(a) **Resolution 1(a):** by or on behalf of Viking (or its nominees), or any other person who participated in the issue of the Viking Consideration Shares, or is a counterparty to the agreement being approved, or any of their respective associates.

(b) **Resolution 1(b):** by or on behalf of Viking (or its nominees), or any other person who participated in the issue of the Viking Consideration Performance Rights, or is a counterparty to the agreement being approved, or any of their respective associates.

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.

BY ORDER OF THE BOARD

Yew Thai (Victor) Goh
Company Secretary
First AU Limited

Dated: 25 August 2026

First AU Limited
ACN 000 332 918
(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 Suite 1, 295 Rokeby Road, Subiaco WA 6008 on Wednesday, 23 September 2026 at 10.00am (AWST) (**Meeting**).

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(a) and (b) – Ratification of prior issue of Viking Consideration Securities
Section 4	Resolution 2 – Consolidation of capital
Schedule 1	Definitions
Schedule 2	Terms and Conditions of Viking Consideration Performance Rights

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 has been made available with the 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 10.00am (AWST) on Monday, 21 September 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. 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 Secretary at info@firstau.com at least 5 Business Days before the Meeting.

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).

2.6 Consolidation

Subject to Shareholders approving Resolution 2, the Company will consolidate its issued capital on a 20 to 1 basis (**Consolidation**) (refer to Section 4.6 for a summary of the effect of the Consolidation).

All references to Securities in this Notice are on a pre-Consolidation basis unless stated otherwise.

3. Resolution 1(a) and (b) – Ratification of prior issue of Viking Consideration Securities

3.1 General

On 29 June 2026, the Company announced that it had entered into binding transaction agreements (**Viking Acquisition Agreement**) with Viking Mines Limited ACN 126 200 280 (**Viking**) pursuant to which it was agreed that the Company would acquire the Riverina East Gold Project via acquisition of 100% of Viking's wholly owned subsidiary Red Dirt Mining Pty Ltd and the acquisition of an associated package of tenements and tenement interests via direct tenement acquisition from Viking (**Viking Acquisition**). The acquired tenements are M30/0091, M30/0099, P30/1137, P30/1144, E29/1131, E30/0505, E30/0517, E30/0570, P29/2652, P30/1162, P30/1163 and ELA30/0571 (**Viking Tenements**).

The consideration paid to Viking pursuant to the Viking Acquisition Agreement was:

(a) $1,200,000 cash; and

(b) the issue of:

(i) 127,552,699 Shares (being such number of Shares that is equal to $1,000,000 based on the 15-day VWAP) (**Viking Consideration Shares**); and

(ii) 357,147,557 Performance Rights (being such number of Performance Rights that is equal to $2,800,000 based on the 15-day VWAP) (**Viking Consideration Performance Rights**),

(collectively, the **Viking Consideration Securities**).

The Viking Consideration Performance Rights are subject to the terms and conditions set out in Schedule 2.

The Viking Acquisition Agreement contains conditions precedent and additional provisions considered standard for an agreement of this nature. The Company also agreed to incur at least $500,000 on drilling on the acquired tenure within 12 months after completion.

On 24 July 2026, the Company issued the Viking Consideration Securities to Viking.

On 27 July 2026, the Company announced that the Viking Acquisition had completed.

Resolution 1(a) and (b) (inclusive) seek the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of the Viking Consideration Securities under Listing Rule 7.1.

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 that period.

Listing Rule 7.4 provides an exception to Listing Rules 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(a) and (b) (inclusive) 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(a) is passed, 127,552,699 Viking 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 1(a) is not passed, 127,552,699 Viking 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 127,552,699 Equity Securities for the 12-month period following the issue of those Viking Consideration Shares.

If Resolution 1(b) is passed, 357,147,557 Viking Consideration Performance Rights 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(b) is not passed, 357,147,557 Viking Consideration Performance Rights 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 357,147,557 Equity Securities for the 12-month period following the issue of those Viking Consideration Performance Rights.

The Company confirms that Listing Rule 7.1 was not breached at the time the Viking Consideration Securities were 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 Viking Consideration Securities:

(a) The Viking Consideration Securities were issued to Viking Mines Limited (or its nominees).

(b) A total of 484,700,256 Viking Consideration Securities were issued under Listing Rule 7.1 as follows:

  (i) 127,552,699 Viking Consideration Shares; and

  (ii) 357,147,557 Viking Consideration Performance Rights.

(c) The Viking Consideration Shares are fully paid and rank equally in all respects with the Company's existing Shares on issue.

(d) The Viking Consideration Performance Rights are subject to the terms and conditions set out in Schedule 2.

(e) The Viking Consideration Securities were issued on 24 July 2026.

(f) The Viking Consideration Securities were issued as partial consideration for the Viking Acquisition pursuant to the terms of the Viking Acquisition Agreement. There were no proceeds from the issue of the Viking Consideration Securities.

(g) A summary of the material terms of the Viking Acquisition Agreement is set out in Section 3.1.

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

3.4 Additional information

Resolution 1(a) and (b) are separate ordinary resolutions.

The Board recommends that Shareholders vote in favour of Resolution 1(a) and (b).

4. Resolution 2 – Consolidation of capital

4.1 General

Resolution 2 seeks Shareholder approval for the Company to undertake the Consolidation.

4.2 Legal requirements

Section 254H of the Corporations Act provides that a company may, by resolution passed in a general meeting, convert all or any of its shares into a larger or smaller number.

Listing Rule 7.20 provides that where an entity proposes to reorganise its capital, it must tell Equity Security holders:

(a) the effect of the proposal on the number of Securities and the amount unpaid (if any) on the Securities;

(b) the proposed treatment of any fractional entitlements; and

(c) the proposed treatment of any Convertible Securities on issue.

Listing Rule 7.21 provides that a listed entity which has Convertible Securities (except Options which are dealt with under Listing Rule 7.22) on issue may only reorganise its capital if, in respect of the Convertible Securities, the number of its Convertible Securities or the conversion price, or both, is reorganised so that the holder of the Convertible Securities will not receive a benefit that holders of ordinary Securities do not receive.

Listing Rule 7.22.1 requires that when a listed entity undertakes a consolidation of capital, the number of its Options must be consolidated in the same ratio as the ordinary capital and the exercise price must be amended in inverse proportion to that ratio. If Resolution 2 is passed, the Company will be able to proceed with the Consolidation and the number of Securities on issue is anticipated to be adjusted as follows, based on the Securities on issue at the date of this Notice (in each case, subject to rounding up):

Security	Pre-Consolidation	Post-Consolidation
Shares	3,763,480,224	188,174,012
Options	339,046,447	16,952,323
Performance Rights	357,147,557	17,857,378

4.3 Fractional entitlements

Not all Shareholders will hold that number of Securities (Shares, Options or Performance Rights, as the case may be) which can be evenly divided based on a 20 to 1 ratio. Where a fractional entitlement occurs, the Company will round that fraction up to the nearest whole Security (Shares, Options or Performance Rights, as applicable).

4.4 Taxation

It is not considered that any taxation implications will exist for Shareholders arising from the Consolidation. However, Shareholders are advised to seek their own tax advice on the effect of the Consolidation and the Company accepts no responsibility for the individual taxation implications arising from the Consolidation.

4.5 Holding statements

From the date of the Consolidation, all holding statements for Securities will cease to have any effect, except as evidence of entitlement to a certain number of Securities on a post-Consolidation basis. After the Consolidation becomes effective, the Company will arrange for new holding statements for Securities to be issued to holders of those Securities. It is the responsibility of each Shareholder to check the number of Securities held prior to disposal or exercise (as the case may be).

4.6 Effect on capital structure

The approximate effect which the Consolidation will have on the Company's current capital structure is set out in the tables below. All numbers are subject to rounding.

(a) **Shares**

	Pre-Consolidation	Post-Consolidation
Shares currently on issue	3,763,480,224	188,174,012

(b) **Options**

Expiry date	Pre-Consolidation		Post-Consolidation	
	Number	Exercise Price ($)	Number	Exercise Price ($)
1 July 2028	270,000,000	$0.02	13,500,000	$0.40
6 May 2027	20,000,000	$0.015	1,000,000	$0.30
10 October 2027	20,000,000	$0.00455	1,000,000	$0.091
29 June 2028	29,046,447	$0.02	1,452,323	$0.40

(c) **Performance Rights**

	Pre-Consolidation	Post-Consolidation
Performance Rights currently on issue	357,147,557	24,970,834

4.7 Consolidation timetable

If Resolution 2 is passed, the Consolidation will take effect in accordance with the following timetable:

Event	Date
Company announces Consolidation using an Appendix 3A.3 and sends out Notice	Tuesday, 25 August 2026
Meeting – Shareholders approve Consolidation	Wednesday, 23 September 2026
Effective Date of Consolidation	Wednesday, 23 September 2026
Last day for trading on a pre-Consolidation basis	Thursday, 24 September 2026
Post-Consolidation trading starts on a deferred settlement basis	Friday, 25 September 2026
Record date	Monday, 28 September 2026
First day for Company to update its register of Securities on a post-Consolidation basis and first day for issue of holding statements	Tuesday, 29 September 2026
Last date for Company to update its register and send holding statements on a post-Consolidation basis and notify ASX that this has occurred	Monday, 5 October 2026
Normal trading of post-Consolidation Securities commences	Tuesday, 6 October 2026

The timetable is a proposed indicative timetable and the Board reserves the right to vary the dates in accordance with the Listing Rules.

4.8 Additional information

Resolution 2 is an ordinary resolution.

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

Schedule 1 Definitions

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

$ or A$	means Australian Dollars.
ASX	means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.
AWST	means Australian Western Standard Time, being the time in Perth, Western Australia.
Board	means the board of Directors.
Business Day	means a day on which banks are open for business in Perth, Western Australia, other than a Saturday, Sunday or public holiday.
Chair	means the person appointed to chair the Meeting of the Company convened by the Notice.
Company	means First AU Limited (ACN 000 332 918).
Consolidation	has the meaning given in Section 2.6.
Convertible Security	has the same meaning as in the Listing Rules.
Corporations Act	means the *Corporations Act 2001* (Cth), as amended.
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 at the time of issue.
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.
Performance Right	means a right, subject to certain terms and conditions, to acquire a Share on the satisfaction (or waiver) of certain performance conditions.
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.
Viking	means Viking Mines Limited (ACN 126 200 280).
Viking Acquisition	has the meaning given in Section 3.1.
Viking Acquisition Agreement	has the meaning given in Section 3.1.
Viking Consideration Performance Rights	has the meaning given in Section 3.1.
Viking Consideration Securities	has the meaning given in Section 3.1.
Viking Consideration Shares	has the meaning given in Section 3.1.
Viking Tenements	has the meaning given in Section 3.1.
VWAP	means volume weighted average price.

Schedule 2 Terms and Conditions of Viking Consideration Performance Rights

The terms and conditions of the Viking Consideration Performance Rights (referred to in this Schedule as **Performance Rights**) 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.

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

3. (**Milestone**): each Tranche of Performance Rights will vest upon the satisfaction of the following performance Milestones (each a **Milestone**):

Tranche	Number of Performance Rights	Milestones	Expiry Date
1	89,286,890	Subject to and conditional upon the Company drilling a drill hole intercept of 40-grammetres (calculated by multiplying grade in grammes per tonne multiplied by the interval width in metres) on any of the Viking Tenements (**First Milestone**).	24 July 2031
2	89,286,889	Subject to and conditional upon the Company delineating a Mineral Resource of at least 25,000 oz at a cut-off grade of 0.5 gram per tonne on any of the Viking Tenements (inclusive of the Mineral Resource used to satisfy the First Milestone) (**Second Milestone**).	24 July 2031
3	89,286,889	Subject to and conditional upon the Company delineating a Mineral Resource of at least 75,000 oz at a cut-off grade of 0.5 gram per tonne on any of the Viking Tenements (inclusive of the Mineral Resource used to satisfy the First Milestone and Second Milestone) (**Third Milestone**).	24 July 2031
4	89,286,889	Subject to and conditional upon the Company delineating a Mineral Resource of at least 100,000 oz at a cut-off grade of 0.5 gram per tonne on any of the Viking Tenements (inclusive of the Mineral Resource used to satisfy the Second Milestone and Third Milestone) (**Fourth Milestone**).	24 July 2031

4. (**Vesting**): Subject to the satisfaction of the applicable Milestone, the Company will notify the holder in writing (**Vesting Notice**) as soon as reasonably practicable after becoming aware that the relevant Milestone has been satisfied.

5. (**Expiry Date**): The Performance Rights will expire and lapse at 5:00pm (AWST) on the corresponding Expiry Date stated in paragraph 3 above (**Expiry Date**).

6. (**Exercise**): At any time between receipt of a Vesting Notice and the Expiry Date, the holder may apply to exercise Performance Rights by delivering a signed notice of exercise to the Company's company secretary.

7. (**Timing of Issue of Shares and Quotation of Shares on Exercise**): As soon as practicable after the valid exercise of a vested Performance Right, the Company will:

    (a) issue, allocate or cause to be transferred to the holder the number of Shares to which the holder is entitled;

    (b) if required, issue a substitute certificate for any remaining unexercised Performance Rights held by the holder;

    (c) if required, and subject to paragraph 8, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act; and

    (d) 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.

8. (**Restrictions on Transfer of Shares**): If the Company is 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, the Company must, as soon as reasonably practicable and in any event within 15 Business Days after becoming aware that it is unable to give such notice or that such notice is not effective, lodge with ASIC a prospectus pursuant to section 708A(11) of the Corporations Act.

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

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 ASX Listing Rules.

11. (**Dividend Rights**): The Performance Rights do not entitle the holder to any dividends.

12. (**Voting Rights**): The Performance Rights do not confer on the holder an entitlement to vote at general meetings of the Company, subject to any voting rights provided under the Corporations Act or the Listing Rules where such rights cannot be excluded by these terms.

13. (**Quotation**): 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 ASX Listing Rules.

15. (**Entitlements and bonus issues**): Subject to the rights under clause 16, holders will not be entitled to participate in new issues of capital offered to shareholders such as bonus issues and entitlement issues.

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**):

    (a) 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

    (b) 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 Company in order to comply with the ASX Listing Rules, or any directions of ASX regarding the terms provided that, subject to compliance with the ASX Listing Rules, following such amendment, the economic and other rights of the holder are not diminished or terminated.

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

23. (**Automatic Vesting**): any unvested Performance Rights will automatically vest in the event that the Company or Red Dirt Mining Pty Ltd dispose of or relinquish any of the Viking Tenements or Red Dirt Mining Pty Ltd ceases to be a wholly owned subsidiary of the Company unless otherwise agreed by Viking.

Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

First Au Limited | ABN 65 000 332 918

Your proxy voting instruction must be received by **10:00am (AWST) on Monday, 21 September 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: **https://investor.automic.com.au/#/home** Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.
Joint holding: Where the holding is in more than one name, all Shareholders 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 Proxy Voting Form when you return it.
Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.
Email Address: Please provide your email address in the space provided.
By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automicgroup.com.au.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at https://portal.automic.com.au/investor/home or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.

BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:
WEBSITE:

https://automicgroup.com.au

PHONE:

1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the General Meeting of First Au Limited, to be held at **10:00am (AWST) on Wednesday, 23 September 2026 at Suite 1, 295 Rokeby Road, Subiaco WA 6008** hereby:

Appoint the Chair of the Meeting (Chair) to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the Chair sees fit) at this meeting and at any adjournment thereof.

Please note: If you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by marking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1a	Ratification of prior issue of Viking Consideration Securities - 127,552,699 Viking Consideration Shares			
1b	Ratification of prior issue of Viking Consideration Securities - 357,147,557 Viking Consideration Performance Rights			
2	Consolidation of capital			

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution and your votes will not be counted in computing the required majority on a poll.

STEP 3 – Signatures and contact details

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY)

/ /

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

FAU