
CORE ENERGY MINERALS LTD
ACN 009 118 861
NOTICE OF GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 11:00am (AWST)
DATE: 3 November 2026
PLACE: Unit 3
32 Harrogate Street
WEST LEEDERVILLE WA 6007

The business of the Meeting affects your shareholding and your vote is important.

This Notice 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.

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 at on 11:00am (AWST) on 1 November 2026.

BUSINESS OF THE MEETING

1. RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 SHARES ISSUED UNDER LISTING RULE 7.1

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 106,850,000 Shares on the terms and conditions set out in the Explanatory Statement."

2. RESOLUTION 2 – RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 SHARES ISSUED UNDER LISTING RULE 7.1A

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 71,235,000 Shares on the terms and conditions set out in the Explanatory Statement."

3. RESOLUTION 3 – APPROVAL TO ISSUE TRANCHE 1 PLACEMENT OPTIONS

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue an aggregate of 59,361,667 Options to the Placement Participants on the terms and conditions set out in the Explanatory Statement."

4. RESOLUTION 4 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES AND OPTIONS

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 309,415,001 Shares, together with 103,138,334 free attaching Options to the Placement Participants on the terms and conditions set out in the Explanatory Statement."

5. RESOLUTION 5 – APPROVAL TO ISSUE BROKER OPTIONS

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue an aggregate of 25,000,000 Options to Canaccord Genuity (Australia) Limited (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

6. RESOLUTION 6 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES AND OPTIONS TO DIRECTOR – CHRIS GALE

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 8,333,333 Shares and 2,777,778 Options to Chris Gale (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

7. RESOLUTION 7 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES AND OPTIONS TO DIRECTOR – DAVID VILENSKY

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 3,333,333 Shares

and 1,111,111 Options to David Vilensky (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

8. RESOLUTION 8 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES AND OPTIONS TO DIRECTOR – ANTHONY GREENAWAY

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 5,000,000 Shares and 1,666,667 Options to Anthony Greenaway (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

9. RESOLUTION 9 – APPROVAL TO ISSUE SHARES TO CHRISTOPHER GALE IN LIEU OF DIRECTORS' FEES

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 7,000,000 Shares to Christopher Gale (or their nominee) on the terms and conditions set out in the Explanatory Statement."

10. RESOLUTION 10 – APPROVAL TO ISSUE SHARES TO DAVID VILENSKY IN LIEU OF DIRECTORS' FEES

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 5,000,000 Shares to David Vilensky (or their nominee) on the terms and conditions set out in the Explanatory Statement."

11. RESOLUTION 11 – APPROVAL TO ISSUE SHARES TO ANTHONY GREENAWAY IN LIEU OF DIRECTORS' FEES

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 4,166,667 Shares to Anthony Greenaway (or their nominee) on the terms and conditions set out in the Explanatory Statement."

12. RESOLUTION 12 – APPROVAL TO ISSUE SHARES TO CHRISTOPHER WIENER IN LIEU OF DIRECTORS' FEES

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 3,333,333 Shares to Christopher Wiener (or their nominee) on the terms and conditions set out in the Explanatory Statement."

Dated: 16 September 2026

Voting Prohibition Statements

Resolution 6 – Approval to issue Tranche 2 Placement Shares and Options to Director – Chris Gale	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (Resolution 6 Excluded Party). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 6 Excluded Party.
Resolution 7 – Approval to issue Tranche 2 Placement Shares and Options to Director – David Vilensky	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (Resolution 7 Excluded Party). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 7 Excluded Party.
Resolution 8 – Approval to issue Tranche 2 Placement Shares and Options to Director – Anthony Greenaway	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (Resolution 8 Excluded Party). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 8 Excluded Party.
Resolution 9 – Approval to issue shares to Christopher Gale in lieu of Directors' fees	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (Resolution 9 Excluded Party). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 9 Excluded Party. In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. Provided the Chair is not a Resolution 7 Excluded Party, 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 this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 10 – Approval to issue shares to David Vilensky in lieu of Directors' fees	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (Resolution 10 Excluded Party). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 10 Excluded Party. In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. Provided the Chair is not a Resolution 8 Excluded Party, 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 this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 11 – Approval to issue shares to Anthony Greenaway in lieu of Directors' fees	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (Resolution 11 Excluded Party). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 11 Excluded Party.

	In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. Provided the Chair is not a Resolution 9 Excluded Party, 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 this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 12 – Approval to issue shares to Christopher Wiener in lieu of Directors' fees	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (Resolution 12 Excluded Party). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 10 Excluded Party. In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. Provided the Chair is not a Resolution 12 Excluded Party, 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 this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Voting Exclusion Statements

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of the Resolution set out below by or on behalf of the following persons:

Resolution 1 – Ratification of prior issue of Tranche 1 Shares issued under Listing Rule 7.1	The Placement Participants or any other person who participated in the issue or an associate of that person or those persons.
Resolution 2 – Ratification of prior issue of Tranche 1 Shares issued under Listing Rule 7.1A	The Placement Participants or any other person who participated in the issue or an associate of that person or those persons.
Resolution 3 – Approval to issue Tranche 1 Placement Options	The Placement Participants or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 4 – Approval to issue Tranche 2 Placement Shares and Options	The Placement Participants or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 5 – Approval to issue Broker Options	Canaccord Genuity (Australia) Limited (or its nominee(s)) or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 6 – Approval to issue Tranche 2 Placement Shares and Options to Director – Christopher Gale	Christopher Gale (or their nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 7 – Approval to issue Tranche 2 Placement Shares and Options to Director – David Vilensky	David Vilensky (or their nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 8 – Approval to issue Tranche 2 Placement Shares and Options to Director – Anthony Greenaway	Anthony Greenaway (or their nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.

Resolution 9 – Approval to issue shares to Christopher Gale in lieu of Directors' fees	Christopher Gale (or their nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the shares (except a benefit solely by reason of being a holder of ordinary shares in the Company) or an associate of that person or those persons.
Resolution 10 – Approval to issue shares to David Vilensky in lieu of Directors' fees	David Vilensky (or their nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the shares (except a benefit solely by reason of being a holder of ordinary shares in the Company) or an associate of that person or those persons.
Resolution 11 – Approval to issue shares to Anthony Greenaway in lieu of Directors' fees	Anthony Greenaway (or their nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the shares (except a benefit solely by reason of being a holder of ordinary shares in the Company) or an associate of that person or those persons.
Resolution 12 – Approval to issue shares to Christopher Wiener in lieu of Directors' fees	Christopher Wiener (or their nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the shares (except a benefit solely by reason of being a holder of ordinary shares in the Company) or an associate of that person or those persons.

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

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

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.

Voting in person

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

Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary on +61 8 6117 4797.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

1. BACKGROUND TO RESOLUTIONS 1 TO 5

1.1 Placement

As announced on 4 September 2026, the Company received firm commitments from institutional, professional and sophisticated investors (**Placement Participants**) to raise up to \$3.025 million through the issue of 504,166,667 Shares at an issue price of \$0.006 per Share, together with one (1) free attaching unlisted option (**Placement Option**) for every three (3) Share subscribed for and issued, exercisable at \$0.011 each on or before the date that is 3 years from the date of issue (**Placement**).

The Placement consists of two tranches, being:

- (a) **Tranche 1:** 106,850,000 Shares issued pursuant to the Company's ASX Listing Rule 7.1 placement capacity, 71,235,000 Shares issued pursuant to the Company's ASX Listing Rule 7.1A capacity, (together, the **Tranche 1 Placement Shares**); and
- (b) **Tranche 2:** Up to 326,081,667 Shares to be issued subject to Shareholder approval (**Tranche 2 Placement Shares**).

The Tranche 1 Placement Shares were issued on 11 September 2026.

The Tranche 2 Placement Shares are expected to be issued following this General Meeting subject to Shareholder approval pursuant to Resolution 4.

The Placement Options are subject to Shareholder approval pursuant to Resolutions 3 (being 59,361,667 Placement Options under Tranche 1) and 4 (being 103,138,334 Placement Options under Tranche 2) and will otherwise be issued on the terms and conditions set out in Schedule 1.

The Company's Directors Mr Christopher Gale, Mr David Vilensky and Mr Anthony Greenaway also provided firm commitments to subscribe for an aggregate of 16,666,666 Shares (and 5,555,555 attaching options) under Tranche 2 of the Placement to raise \$100,000 on the same terms and conditions as the Placement Participants, subject to Shareholder approval being received (**Director Participation**). The Company is seeking Shareholder approval for the Director Participation under Resolutions 6 to 8 and the Director Participation is included in the Tranche 2 figures above.

Funds raised from the Placement will be used towards drilling at the Barking Gecko Prospect within the Nova Uranium Project, delineation of a maiden JORC Resource at the Nova Project, for general working capital and to pay the costs of the Capital Raising.

1.2 Lead Manager

The Company engaged the services of Canaccord Genuity (Australia) Limited (ACN 075 071 466) (**Canaccord**) to act as lead manager to the Placement (**Lead Manager Mandate**).

Pursuant to the Lead Manager Mandate, in consideration for lead manager services provided by Canaccord, the Company has agreed to:

- (a) pay a management fee of 2% (plus GST) of the gross proceeds raised under the Placement, being approximately \$60,500;
- (b) pay a capital raising fee of 4% (plus GST) of the total proceeds raised under the Placement, being approximately \$121,000; and
- (c) subject to Shareholder approval, issue a total of 25,000,000 Options on the same terms and conditions as the Placement Options (**Broker Options**) (the subject of Resolution 6).

The Lead Manager Mandate is otherwise on terms considered standard for an agreement of its nature.

2. RESOLUTIONS 1 TO 2 – RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES UNDER LISTING RULES 7.1 AND 7.1A

2.1 General

These Resolutions seek Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 178,085,000 Tranche 1 Placement Shares at an issue price of \$0.006 each to raise up to \$1,068,510.

106,850,000 Shares were issued on 11 September 2026 pursuant to the Company's capacity under Listing Rule 7.1 (being, the subject of **Resolution 1**) and 71,235,000 Shares were issued on 11 September 2026 pursuant to the Company's placement capacity under Listing Rule 7.1A (being the subject of **Resolution 2**).

2.2 Listing Rules 7.1 and 7.1A

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

Under Listing Rule 7.1A however, an Eligible Entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%. The Company obtained this approval at its annual general meeting held on 28 November 2025.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 25% limit in Listing Rules 7.1 and 7.1A, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 and 7.1A for the 12 month period following the date of the issue.

2.3 Listing Rule 7.4

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

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

2.4 Technical information required by Listing Rule 14.1A

If these Resolutions are passed, the issue will be excluded in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of the issue.

If these Resolutions are not passed, the issue will be included in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively decreasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of the issue.

2.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	Professional and sophisticated investors who were identified through a bookbuild process, which involved Canaccord seeking expressions of interest to participate in the capital raising from non-related parties of the Company.

REQUIRED INFORMATION	DETAILS
	The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	The Tranche 1 Placement Shares were issued on the following basis: (a) 106,850,000 Shares were issued under Listing Rule 7.1 (ratification of which is sought under Resolution 1); and (b) 71,235,000 Shares were issued under Listing Rule 7.1A (ratification of which is sought under Resolution 2).
Terms of Securities	The Tranche 1 Placement Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities were issued	The Tranche 1 Placement Shares were issued on 11 September 2026.
Price or other consideration the Company received for the Securities	\$0.006 per Tranche 1 Placement Share for Shares issued pursuant to Listing Rule 7.1 and Listing Rule 7.1A.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 1.1 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The Tranche 1 Placement Shares were issued to Placement Participants pursuant to customary placement letters.
Voting Exclusion Statement	A voting exclusion statement applies to these Resolutions.
Compliance	The issue did not breach Listing Rule 7.1 and the agreement to issue will not breach Listing Rule 7.1A.

3. RESOLUTION 3 – APPROVAL TO ISSUE TRANCHE 1 PLACEMENT OPTIONS

3.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to 59,361,667 free attaching Placement Options to Placement Participants under Tranche 1 of the Placement (**Tranche 1 Placement Options**). The Tranche 1 Placement Options will be exercisable at \$0.011 each on or before the date which is 3 years from the date of issue and otherwise on the terms and conditions set out in Schedule 1.

3.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

The proposed issue does not fall within any of the exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

3.3 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity

securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue.

3.4 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	Professional and sophisticated investors who were identified through a bookbuild process, which involved Canaccord seeking expressions of interest to participate in the capital raising from non-related parties of the Company. The Company confirms that no Material Persons will be issued more than 1% of the issued capital of the Company.
Number of Securities and class to be issued	59,361,667 Placement Options will be issued.
Terms of Securities	The Tranche 1 Placement Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Tranche 1 Placement Options within 5 Business Days of the Meeting. In any event, the Company will not issue any Tranche 1 Placement Options later than three months after the date of the Meeting.
Price or other consideration the Company will receive for the Securities	The Tranche 1 Placement Options will be issued at a nil issue price, as the Tranche 1 Placement Options will be issued free attaching with the Shares under the Placement on a 1:3 basis.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy the Company's obligations under the Placement.
Summary of material terms of agreement to issue	The Tranche 1 Placement Options are not being issued pursuant to an agreement but will be issued to Placement Participants pursuant to customary placement letters.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

4. RESOLUTION 4 – APPROVAL TO ISSUE TRANCHE 2 SHARES AND OPTIONS

4.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to 309,415,001 Tranche 2 Placement Shares to Party Placement Participants (excluding Messrs Gale, Vilensky and Greenaway), together with 103,138,334 Placement Options on the basis of one (1) free attaching Option for every three (3) Shares subscribed for and issued to raise up to \$1,856,490. The Options will be exercisable at \$0.011 each on or before the date which is 3 years from the date of issue and otherwise on the terms and conditions set out in Schedule 1.

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

The proposed issue does not fall within any of the exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

4.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue and no further funds will be raised under the Placement.

4.3 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	Professional and sophisticated investors who will be identified through a bookbuild process, which will involve Canaccord seeking expressions of interest to participate in the capital raising from non-related parties of the Company. The Company confirms that no Material Persons will be issued more than 1% of the issued capital of the Company other than Mr Jose Luis Manzano who is a substantial holder and will be issued more than 1% of the Placement (166,666,667 Shares and 55,555,556 Options).
Number of Securities and class to be issued	Up to 309,415,001 Tranche 2 Placement Shares and 103,138,334 Placement Options will be issued.
Terms of Securities	The Tranche 2 Placement Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares. The Placement Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than three months after the date of the Meeting.
Price or other consideration the Company will receive for the Securities	\$0.006 per Tranche 2 Placement Share and nil per Placement Option as the Placement Options will be issued free attaching with the Shares on a 1:3 basis.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 1.1 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The Tranche 2 Placement Shares and Placement Options are not being issued pursuant to an agreement but will be issued to Placement Participants pursuant to customary placement letters.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

5. RESOLUTION 5 – APPROVAL TO ISSUE BROKER OPTIONS

5.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 25,000,000 Broker Options in consideration for lead manager services provided by Canaccord under the Lead Manager Mandate.

5.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

The proposed issue falls within exception 17 of Listing Rule 7.2 which excludes from the restrictions in Listing Rules 7.1 and 7.1A an agreement to issue equity securities that is conditional on the holders of its ordinary securities approving the issue under Listing Rule 7.1 before the issue is made. The proposed issue therefore requires the approval of Shareholders under Listing Rule 7.1.

5.3 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue and the Company may need to find alternate ways to compensate Canaccord under the Lead Manager Mandate.

5.4 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	Canaccord Genuity (Australia) Limited (or its nominee/s).
Number of Securities and class to be issued	25,000,000 Broker Options will be issued.
Terms of Securities	The Broker Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than three months after the date of the Meeting.
Price or other consideration the Company will receive for the Securities	The Broker Options will be issued at a nil issue price, as they are being issued in consideration for lead manager services provided by Canaccord.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy the Company's obligations under the Lead Manager Mandate.
Summary of material terms of agreement to issue	The Broker Options are being issued under the Lead Manager Mandate, a summary of the material terms of which is set out in Section 1.2.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

6. RESOLUTION 6 TO 8 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES AND OPTIONS TO DIRECTORS

6.1 General

The background to the Placement is set out above in Section 1.1.

Resolutions 6, 7 and 8 seeks Shareholder approval for the purposes of Listing Rule 10.11 for the issue of an aggregate of 16,666,666 Tranche 2 Placement Shares and 5,555,556 Placement Options to Mr Chris Gale, Mr Anthony Greenaway and Mr David Vilensky (or their nominee(s)) on the terms and conditions set out below to enable the Director to participate in the Placement on the same terms as unrelated participants.

Further details in respect of the Director Participation are set out in the table below.

RECIPIENT	RESOLUTION	PARTICIPATION		
		QUANTUM		FUNDS RAISED
		SHARES	OPTIONS	
Chris Gale (or his nominee)	6	8,333,333	2,777,778	\$50,000
David Vilensky (or his nominee)	7	3,333,333	1,111,111	\$20,000
Anthony Greenaway (or his nominee)	8	5,000,000	1,666,667	\$30,000
Total		16,666,666	5,555,556	\$100,000

6.2 Director Recommendation

Christopher Wiener recommends that Shareholders vote in favour of these Resolutions to enable the Directors to participate in the capital raising on the same terms as unrelated participants.

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

6.3 Chapter 2E of the Corporations Act

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

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 15 months following such approval,

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

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

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

6.4 Listing Rule 10.11

Listing Rule 10.11 provides that unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue equity securities to:

- 10.11.1 a related party;
- 10.11.2 a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (30%+) holder in the company;
- 10.11.3 a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the company and who has nominated a director to the board of the company pursuant to a relevant agreement which gives them a right or expectation to do so;
- 10.11.4 an associate of a person referred to in Listing Rules 10.11.1 to 10.11.3; or

10.11.5 a person whose relationship with the company or a person referred to in Listing Rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders,

unless it obtains the approval of its shareholders.

The issue falls within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires the approval of Shareholders under Listing Rule 10.11.

6.5 Technical Information required by Listing Rule 14.1A

If this Resolutions are passed, the Company will be able to proceed with the issue within one month after the date of the Meeting and will raise additional funds which will be used in the manner set out in Section 1.1. As approval pursuant to Listing Rule 7.1 is not required for the issue (because approval is being obtained under Listing Rule 10.11), the issue will not use up any of the Company's 15% annual placement capacity.

If this Resolution is not passed, the Company will not be able to proceed with the issue and no further funds will be raised under the Placement.

6.6 Technical Information required by Listing Rule 10.13

REQUIRED INFORMATION	DETAILS
Name of the person to whom Securities will be issued	Mr Chris Gale, Mr David Vilensky and Mr Anthony Greenaway (or their nominee(s)).
Categorisation under Listing Rule 10.11	The proposed recipient falls within the category set out in Listing Rule 10.11.1 as they are a related party of the Company by virtue of being a Director. Any nominee(s) of the proposed recipient who receives Securities may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	The maximum number of Securities to be issued (being the nature of the financial benefit proposed to be given) and the allocation between the recipient is set out in the table included at Section 6.1 above.
Terms of Securities	The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares. The Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than one month after the date of the Meeting.
Price or other consideration the Company will receive for the Securities	\$0.006 per Tranche 2 Placement Share and nil per Option as the Options will be issued free attaching with the Shares on a 1:3 basis.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 1.1 for details of the proposed use of funds.
Consideration of type and quantum of Security to be issued	The recipients are seeking to participate in the capital raising on the same terms as the institutional, professional and sophisticated investors who took part in the Placement.

REQUIRED INFORMATION	DETAILS																																
	It is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Securities on the terms proposed.																																
Valuation	The value of the Shares proposed to be issued is set out in the table below, based on a valuation of \$0.006 per Share. <table><tr><th>RECIPIENT</th><th>SHARES</th><th>VALUE</th></tr><tr><td>Christopher Gale</td><td>8,333,333</td><td>\$50,000</td></tr><tr><td>David Vilensky</td><td>3,333,333</td><td>\$20,000</td></tr><tr><td>Anthony Greenaway</td><td>5,000,000</td><td>\$30,000</td></tr></table> The value of the Options and pricing methodology is set out in Schedule 2.	RECIPIENT	SHARES	VALUE	Christopher Gale	8,333,333	\$50,000	David Vilensky	3,333,333	\$20,000	Anthony Greenaway	5,000,000	\$30,000																				
RECIPIENT	SHARES	VALUE																															
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David Vilensky	3,333,333	\$20,000																															
Anthony Greenaway	5,000,000	\$30,000																															
Summary of material terms of agreement to issue	The Securities are not being issued under an agreement.																																
Interest in Securities	The relevant interests of the proposed recipients in Shares as at the date of this Notice and following completion of the issue are set out below: As at the date of this Notice <table><tr><th>RECIPIENT</th><th>SHARES¹</th><th>OPTIONS</th><th>PERFORMANCE RIGHTS</th></tr><tr><td>Christopher Gale</td><td>19,949,076</td><td>15,394,737²</td><td>7,500,000</td></tr><tr><td>David Vilensky</td><td>5,646,684</td><td>1,052,632³</td><td>6,300,000</td></tr><tr><td>Anthony Greenaway</td><td>8,567,576</td><td>6,315,789⁴</td><td>9,000,000</td></tr></table> Post issue <table><tr><th>RECIPIENT</th><th>SHARES¹</th><th>OPTIONS</th><th>PERFORMANCE RIGHTS</th></tr><tr><td>Christopher Gale</td><td>28,282,409</td><td>18,172,515</td><td>7,500,000</td></tr><tr><td>David Vilensky</td><td>8,980,017</td><td>2,163,743</td><td>6,300,000</td></tr><tr><td>Anthony Greenaway</td><td>13,567,576</td><td>7,982,456</td><td>9,000,000</td></tr></table> Notes: - Fully paid ordinary shares in the capital of the Company (ASX: CR3). - Comprising 7,894,737 quoted Options exercisable at \$0.035 each on or before 31 March 2027 (ASX: CR3O) and 7,500,000 unquoted Options exercisable at \$0.015 each on or before 20 February 2029. - Quoted Options exercisable at \$0.035 each on or before 31 March 2027 (ASX: CR3O). - Comprising 1,315,789 quoted Options exercisable at \$0.035 each on or before 31 March 2027 (ASX: CR3O) and 5,000,000 unquoted Options exercisable at \$0.015 each on or before 20 February 2029.	RECIPIENT	SHARES ¹	OPTIONS	PERFORMANCE RIGHTS	Christopher Gale	19,949,076	15,394,737 ²	7,500,000	David Vilensky	5,646,684	1,052,632 ³	6,300,000	Anthony Greenaway	8,567,576	6,315,789 ⁴	9,000,000	RECIPIENT	SHARES ¹	OPTIONS	PERFORMANCE RIGHTS	Christopher Gale	28,282,409	18,172,515	7,500,000	David Vilensky	8,980,017	2,163,743	6,300,000	Anthony Greenaway	13,567,576	7,982,456	9,000,000
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David Vilensky	8,980,017	2,163,743	6,300,000																														
Anthony Greenaway	13,567,576	7,982,456	9,000,000																														
Dilution	If the Securities issued under these Resolutions and the Options are exercised, a total of 22,222,222 Shares would be issued. This will increase the number of Shares on issue from 891,337,653 (being the total number of Shares on issue as at the date of this Notice) to 913,559,875 (assuming that no other Shares are issued and no other convertible securities vest or are exercised) with the effect that the shareholding of existing Shareholders would be diluted by an aggregate																																

REQUIRED INFORMATION	DETAILS												
	of 2.4%, comprising 1.2% by Christopher Gale, 0.7% by Anthony Greenaway and 0.5% by David Vilensky.												
Market price	The market price for Shares during the term of the Options would normally determine whether or not the Options are exercised. If, at any time any of the Options are exercised and the Shares are trading on ASX at a price that is higher than the exercise price of the Options, there may be a perceived cost to the Company. [As at the date of this Notice the Shares are trading on ASX at a price greater than the exercise price of the Options. The Board resolved to issue the Options, subject to Shareholder approval, on the terms and conditions set out in this Notice at a time when the Shares were trading on ASX at a \$[insert], being a price lower than the exercise price of the Options, but Shareholder approval has not been able to be obtained until this Meeting.												
Trading history	The trading history of the Shares on ASX in the 12 months before the date of this Notice is set out below: <table><tr><th></th><th>PRICE</th><th>DATE</th></tr><tr><td>Highest</td><td>\$0.016</td><td>7 October 2025</td></tr><tr><td>Lowest</td><td>\$0.005</td><td>16 September 2026</td></tr><tr><td>Last</td><td>\$0.007</td><td>17 September 2026</td></tr></table>		PRICE	DATE	Highest	\$0.016	7 October 2025	Lowest	\$0.005	16 September 2026	Last	\$0.007	17 September 2026
	PRICE	DATE											
Highest	\$0.016	7 October 2025											
Lowest	\$0.005	16 September 2026											
Last	\$0.007	17 September 2026											
Other information	The Board is not aware of any other information that is reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass these Resolutions.												
Voting exclusion statement	Voting exclusion statements apply to these Resolutions.												
Voting prohibition statements	Voting prohibition statements apply to these Resolutions.												

7. RESOLUTIONS 9 TO 12 – APPROVAL TO ISSUE SHARES TO CHRISTOPHER GALE, DAVID VILENSKY, ANTHONY GREENAWAY AND CHRISTOPHER WIENER IN LIEU OF DIRECTORS' FEES

7.1 General

In order to preserve the Company's cash reserves, the Company has agreed, subject to obtaining Shareholder approval, to issue an aggregate of 19,500,000 Shares to Christopher Gale, David Vilensky, Anthony Greenaway and Christopher Wiener (together, the **Related Parties**) comprising:

- (a) 7,000,000 Shares to Christopher Gale (or their nominee);
- (b) 5,000,000 Shares to David Vilensky (or their nominee);
- (c) 4,166,667 Shares to Anthony Greenaway (or their nominee) and
- (d) 3,333,333 Shares to Christopher Wiener (or their nominee),

(together, the **Related Party Shares**), in lieu of directors' fees payable to the Related Parties.

Each of the Directors have agreed, subject to the Company obtaining Shareholder approval, to convert a portion of their accrued and unpaid Director fees into Shares at an issue price of \$0.006 per Share, being the price at which Shares will be issued under the Placement.

Resolutions 9 to 12 seek Shareholder approval for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.11 for the issue of the Related Party Shares on the terms and conditions set out below.

Further details in respect of issue are set out in the table below.

RECIPIENT	RESOLUTION	DIRECTOR'S FEE / SALARY		SHARES
		\$	ACCRUAL PERIOD	
Christopher Gale	9	\$42,000	July – December 2025	7,000,000
David Vilensky	10	\$30,000	July – December 2025	5,000,000
Anthony Greenaway	11	\$25,000	July – September 2025	4,166,667
Christopher Wiener	12	\$20,000	July – October 2025	3,333,333
Total		\$117,000		19,500,000

7.2 Director Recommendation

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

7.3 Chapter 2E of the Corporations Act

A summary of Chapter 2E of the Corporations Act is set out in Section 6.3 above.

The issue of the Related Party Shares constitutes giving a financial benefit and each of Christopher Gale, David Vilensky, Anthony Greenaway and Christopher Wiener are related parties of the Company by virtue of being Directors.

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

7.4 Listing Rule 10.11

A summary of Listing Rule 10.11 is set out in Section 6.4 above.

The issue falls within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires the approval of Shareholders under Listing Rule 10.11.

7.5 Technical information required by Listing Rule 14.1A

If these Resolutions are passed, the Company will be able to proceed with the issue within one month after the date of the Meeting. As approval pursuant to Listing Rule 7.1 is not required for the issue (because approval is being obtained under Listing Rule 10.11), the issue will not use up any of the Company's 15% annual placement capacity.

If these Resolutions are not passed, the Company will not be able to proceed with the issue and the Company will be required to pay the relevant Related Party an equivalent amount in cash.

Resolutions 9, 10, 11 and 12 are independent of one another. If one or more of the Resolutions is not carried, and one or more of the other Resolutions are passed, then the Board may still proceed with the issue of the Related Party Shares to the Related Parties in respect of which the issue of Related Party Shares has been approved.

REQUIRED INFORMATION	DETAILS															
Name of the person to whom Securities will be issued	The proposed recipients of the Shares are set out in Section 7.1 above.															
Categorisation under Listing Rule 10.11	The Related Parties fall within the category set out in Listing Rule 10.11.1 as they are a related party of the Company by virtue of being Directors. Any nominee(s) of the recipient who receive Securities may constitute 'associates' for the purposes of Listing Rule 10.11.4.															
Number of Securities and class to be issued	The maximum number of Shares to be issued (being the nature of the financial benefit proposed to be given) and the allocation between the recipients is set out in the table included at Section 7.1 above.															
Terms of Securities	The Related Party Shares will be fully paid ordinary shares in the capital of the Company and be issued on the same terms and conditions as the Company's existing fully paid ordinary shares.															
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than one month after the date of the Meeting.															
Price or other consideration the Company will receive for the Securities	The Related Party Shares will be issued at a deemed issued price of \$0.006 per Share in lieu of outstanding directors' fees/salary as outlined in Section 7.1 above.															
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy accrued director's fees owed to Christopher Gale, David Vilensky, Anthony Greenaway and Christopher Wiener outlined in Section 7.1 above.															
Consideration of type and quantum of Security to be issued	The issue price of the Shares was determined based on the price of the Placement announced to ASX on 4 September 2026. It is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Shares on the terms proposed.															
Remuneration package	The total remuneration package for each of the Related Parties in the previous financial year and the proposed total remuneration package for the current financial year are set out below: <table><tr><th>RELATED PARTY</th><th>CURRENT FINANCIAL YEAR ENDING 30 JUNE 2026</th><th>PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2025</th></tr><tr><td>Christopher Gale</td><td>\$72,000⁴</td><td>\$72,000¹</td></tr><tr><td>David Vilensky</td><td>\$60,000⁵</td><td>\$60,000²</td></tr><tr><td>Anthony Greenaway</td><td>\$255,000⁶</td><td>\$111,955³</td></tr><tr><td>Christopher Wiener</td><td>\$60,000⁷</td><td>\$45,000</td></tr></table> Notes: 1. Comprising Director's salary of \$42,000 and share based payments of \$30,000.	RELATED PARTY	CURRENT FINANCIAL YEAR ENDING 30 JUNE 2026	PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2025	Christopher Gale	\$72,000 ⁴	\$72,000 ¹	David Vilensky	\$60,000 ⁵	\$60,000 ²	Anthony Greenaway	\$255,000 ⁶	\$111,955 ³	Christopher Wiener	\$60,000 ⁷	\$45,000
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Anthony Greenaway	\$255,000 ⁶	\$111,955 ³														
Christopher Wiener	\$60,000 ⁷	\$45,000														

REQUIRED INFORMATION	DETAILS																																								
	2. Comprising Director's salary of \$35,000 and share based payments of \$25,000. 3. Comprising Director's salary of \$75,000, share rights of \$1,955 and share based payments of \$35,000. 4. Comprising Director's salary of \$30,000 and share based payments of \$42,000. 5. Comprising Director's salary of \$30,000 and share based payments of \$30,000. 6. Comprising Director's salary of \$230,000 and share based payments of \$25,000. 7. Comprising Director's salary of \$40,000 and share based payments of \$20,000.																																								
Valuation	The value of the Shares proposed to be issued is set out in the table below, based on a valuation of \$0.006 per Share. <table><tr><th>RECIPIENT</th><th>SHARES</th><th>VALUE</th></tr><tr><td>Christopher Gale</td><td>7,000,000</td><td>\$42,000</td></tr><tr><td>David Vilensky</td><td>5,000,000</td><td>\$30,000</td></tr><tr><td>Anthony Greenaway</td><td>4,166,667</td><td>\$25,000</td></tr><tr><td>Christopher Wiener</td><td>3,333,333</td><td>\$20,000</td></tr></table>	RECIPIENT	SHARES	VALUE	Christopher Gale	7,000,000	\$42,000	David Vilensky	5,000,000	\$30,000	Anthony Greenaway	4,166,667	\$25,000	Christopher Wiener	3,333,333	\$20,000																									
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Summary of material terms of agreement to issue	The Related Party Shares are not being issued under an agreement.																																								
Interest in Shares	The relevant interests of the proposed recipients in Shares as at the date of this Notice and following completion of the issue are set out below: As at the date of this Notice <table><tr><th>RECIPIENT</th><th>SHARES¹</th><th>OPTIONS</th><th>PERFORMANCE RIGHTS</th></tr><tr><td>Christopher Gale</td><td>19,949,076</td><td>15,394,737²</td><td>7,500,000</td></tr><tr><td>David Vilensky</td><td>5,646,684</td><td>1,052,632³</td><td>6,300,000</td></tr><tr><td>Anthony Greenaway</td><td>8,567,576</td><td>6,315,789⁴</td><td>9,000,000</td></tr><tr><td>Christopher Wiener</td><td>1,315,789</td><td>2,565,789⁵</td><td>6,300,000</td></tr></table> Post issue <table><tr><th>RECIPIENT</th><th>SHARES¹</th><th>OPTIONS</th><th>PERFORMANCE RIGHTS</th></tr><tr><td>Christopher Gale</td><td>26,949,076</td><td>15,394,737²</td><td>7,500,000</td></tr><tr><td>David Vilensky</td><td>10,646,684</td><td>1,052,632³</td><td>6,300,000</td></tr><tr><td>Anthony Greenaway</td><td>12,734,243</td><td>6,315,789⁴</td><td>9,000,000</td></tr><tr><td>Christopher Wiener</td><td>4,649,122</td><td>2,565,789⁵</td><td>6,300,000</td></tr></table> Notes: 1. Fully paid ordinary shares in the capital of the Company (ASX: CR3). 2. Comprising 7,894,737 quoted Options exercisable at \$0.035 each on or before 31 March 2027 (ASX: CR3O) and 7,500,000 unquoted Options exercisable at \$0.015 each on or before 20 February 2029. 3. Quoted Options exercisable at \$0.035 each on or before 31 March 2027 (ASX: CR3O).	RECIPIENT	SHARES ¹	OPTIONS	PERFORMANCE RIGHTS	Christopher Gale	19,949,076	15,394,737 ²	7,500,000	David Vilensky	5,646,684	1,052,632 ³	6,300,000	Anthony Greenaway	8,567,576	6,315,789 ⁴	9,000,000	Christopher Wiener	1,315,789	2,565,789 ⁵	6,300,000	RECIPIENT	SHARES ¹	OPTIONS	PERFORMANCE RIGHTS	Christopher Gale	26,949,076	15,394,737 ²	7,500,000	David Vilensky	10,646,684	1,052,632 ³	6,300,000	Anthony Greenaway	12,734,243	6,315,789 ⁴	9,000,000	Christopher Wiener	4,649,122	2,565,789 ⁵	6,300,000
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Christopher Wiener	4,649,122	2,565,789 ⁵	6,300,000																																						

REQUIRED INFORMATION	DETAILS												
	4. Comprising 1,315,789 quoted Options exercisable at \$0.035 each on or before 31 March 2027 (ASX: CR3O) and 5,000,000 unquoted Options exercisable at \$0.015 each on or before 20 February 2029. 5. Comprising 1,315,789 quoted Options exercisable at \$0.035 each on or before 31 March 2027 (ASX: CR3O) and 1,250,000 unquoted Options exercisable at \$0.06 each on or before 27 May 2027.												
Dilution	The issue will increase the number of Shares on issue from 891,337,653 (being the total number of Shares on issue as at the date of this Notice) to 910,837,653 (assuming that no Shares are issued and no other convertible shares vest or are exercised) with the effect that the shareholding of existing Shareholders would be diluted by an aggregate of 2.14%, comprising 0.77% by Christopher Gale, 0.55% by David Vilensky, 0.46% by Anthony Greenaway and 0.37% by Christopher Wiener.												
Trading history	The trading history of the Shares on ASX in the 12 months before the date of this Notice is set out below: <table><tr><th></th><th>PRICE</th><th>DATE</th></tr><tr><td>Highest</td><td>\$0.016</td><td>7 October 2025</td></tr><tr><td>Lowest</td><td>\$0.005</td><td>16 September 2026</td></tr><tr><td>Last</td><td>\$0.007</td><td>17 September 2026</td></tr></table>		PRICE	DATE	Highest	\$0.016	7 October 2025	Lowest	\$0.005	16 September 2026	Last	\$0.007	17 September 2026
	PRICE	DATE											
Highest	\$0.016	7 October 2025											
Lowest	\$0.005	16 September 2026											
Last	\$0.007	17 September 2026											
Other information	The Board is not aware of any other information that is reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass these Resolutions.												
Voting exclusion statement	A voting exclusion statement applies to each of these Resolutions.												
Voting prohibition statement	A voting prohibition statement applies to each of these Resolutions.												

GLOSSARY

ASIC means the Australian Securities & Investments Commission.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Company means Core Energy Minerals Limited (ACN 009 118 861).

Constitution means the Company's constitution.

Corporations Act means the *Corporations Act 2001* (Cth).

Directors means the current directors of the Company.

Explanatory Statement means the explanatory statement accompanying 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 Person means a related party of the Company, member of the Key Management Personnel, substantial holder of the Company, adviser of the Company or associate of any of these parties.

Meeting means the meeting convened by the Notice.

Notice means this notice of meeting including the Explanatory Statement and the Proxy Form.

Option means an option to acquire a Share.

Performance Right means a right to acquire a Share subject to satisfaction of performance milestones.

Proxy Form means the proxy form accompanying the Notice.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

Section means a section of the Explanatory Statement.

Security means a Share, Option or Performance Right (as applicable).

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a registered holder of a Share.

VWAP means volume weighted average price.

WST means Western Standard Time as observed in Perth, Western Australia.

SCHEDULE 1 – TERMS AND CONDITIONS OF PLACEMENT AND BROKER OPTIONS

1.	Entitlement	Each Option entitles the holder to subscribe for one Share upon exercise of the Option.
2.	Exercise Price	Subject to paragraph 9, the amount payable upon exercise of each Option will be \$0.011 (Exercise Price).
3.	Expiry Date	Each Option will expire at 5:00 pm (WST) 3 years from the date of issue (Expiry Date). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date
4.	Exercise Period	The Options are exercisable at any time on or prior to the Expiry Date (Exercise Period).
5.	Exercise Notice	The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (Exercise Notice) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
6.	Exercise Date	An Exercise Notice is only effective on and from the later of the date of receipt of the Exercise Notice and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (Exercise Date).
7.	Timing of issue of Shares on exercise	Within five Business Days after the Exercise Date, the Company will: (a) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Exercise Notice and for which cleared funds have been received by the Company; (b) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and (c) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options. If a notice delivered under 7(b) 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, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.
8.	Shares issued on exercise	Shares issued on exercise of the Options rank equally with the then issued shares of the Company.
9.	Reorganisation	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of the holder will be changed to the extent necessary to

		comply with the ASX Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
10.	Participation in new issues	There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.
11.	Change in exercise price	An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.
12.	Transferability	The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.
13.	Quotation	The Company will not seek quotation of the Options as the Options will be unlisted.

SCHEDULE 2 – VALUATION OF OPTIONS

The Options to be issued pursuant to Resolutions 6 to 8 have been valued by internal management.

Using the Black & Scholes option model and based on the assumptions set out below, the Options were ascribed the following value:

ASSUMPTIONS:	
Valuation date	14 September 2026
Market price of Shares	\$0.006
Exercise price	\$0.011
Expiry date (length of time from issue)	3-year term
Risk free interest rate	4.21%
Volatility (discount)	131%
Indicative value per Option	\$0.00409
Total value of Securities	\$22,722
Christopher Gale (Resolution 6)	\$11,361
David Vilensky (Resolution 7)	\$4,544
Anthony Greenaway (Resolution 8)	\$6,817

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

Your proxy voting instruction must be received by **11:00am (AWST) on Sunday, 01 November 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)

