



ABX GROUP LIMITED
ACN 139 494 885

Notice of Extraordinary General Meeting

Explanatory Statement and Proxy Form

Date of Meeting:
Thursday, 29 October 2026

Time of Meeting:
11:00 am (AEDT)

The meeting will be held by live webcast via:
Zoom webinar

In accordance with the *Corporations Act 2001 (Cth)* which provides for permanent relief for companies to use electronic communications to send meeting materials, no hard copy of the Notice of Meeting and Explanatory Statement ("**EGM Materials**") will be circulated unless Shareholders have elected to receive the EGM Materials in paper form. The Notice of Meeting is also available on the Australian Securities Exchange Market Announcements Platform and on the Company's website <https://abxgroup.com.au/announcements>.

This Notice of Extraordinary General Meeting and Explanatory Statement should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor, or other professional advisor without delay.

ABX GROUP LIMITED

ACN 139 494 885

Registered office: Suite 2, Level 11, 385 Bourke Street, Melbourne, VIC, 3000.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting of ABx Group Limited (the “Company”) will be held by video-conferencing facility on Thursday, 29 October 2026 at 11:00am (AEDT) (“Extraordinary General Meeting” or “Meeting” or “EGM”).

The technology used to hold the Meeting virtually will provide ABx Shareholders with a reasonable opportunity to ask questions or make comments. Voting at the Meeting is occurring by way of poll rather than a show of hands. Each person entitled to vote is to be given the opportunity to vote in real time, and this Notice of Meeting includes information about how shareholders can participate in the Meeting. ABx Shareholders attending virtually will be taken for all purposes to be in attendance as if they were physically there.

Shareholders are encouraged to submit their proxies as early as possible and in any event prior to the cut-off for proxy voting as set out in the Notice. To lodge your proxy, please follow the directions on your personalised proxy form.

Shareholders who wish to participate in the EGM online may register in advance for the Meeting:

https://vistra.zoom.us/webinar/register/WN_VOZGv2b4Sfm0weEAu7hdEw

When: Thursday, 29 October 2026 at 11:00am (AEDT)

Topic: ABX: Extraordinary General Meeting

After registering, you will receive a confirmation email containing information about joining the Meeting. The Company strongly recommends its Shareholders to lodge a direct proxy as soon as possible in advance of the Meeting even if they are planning to attend the Meeting online.

The Company is happy to accept and answer questions submitted prior to the Meeting by email to the Company Secretary Mathew Watkins, mathew.watkins@vistra.com. Where a written question is raised in respect to the key management personnel (“KMP”) of the Company and/or the Resolutions to be considered at the Meeting, the Company will address the relevant question during the course of the Meeting or by written response after the Meeting (subject to the discretion of the Company not to respond to unreasonable and/or offensive questions).

Any Shareholder wishing to attend the EGM online should therefore monitor the Company’s website and its ASX announcements for any updates about the EGM. If it becomes necessary or appropriate to make alternative arrangements for the holding or conduct of the Meeting, the Company will make further information available through the ASX website at <https://www.asx.com.au/markets/company/ABX> (ASX:ABX) and on its website at <https://abxgroup.com.au/announcements>.

AGENDA

ORDINARY BUSINESS

Resolution 1: Ratification of Prior Share Issue Under September 2026 Placement

To consider, and if thought fit, pass 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 64,516,129 fully paid ordinary shares in the Company at an issue price of \$0.031 (3.1 cents) per share, to professional, sophisticated and other exempt investors as described in the Explanatory Statement."

Resolution 2: Approval to issue Free Attaching Options under September 2026 Placement

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, for the purposes of Listing Rule 7.1, and for all other purposes, Shareholders approve the proposed allotment and issue of up to 32,258,065 Free Attaching Options in the Company in relation to the Placement, on the terms and conditions as set out in the Explanatory Statement."

Resolution 3: Approval to Issue Shares and Free Attaching Options under September 2026 Placement to Ian Levy (and/or his nominee(s))

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval be given to issue 3,225,806 fully paid ordinary shares at an issue price of \$0.031 (3.1 cents) per Share and 1,612,903 Free Attaching Options in the Company to Ian Levy, Director of the Company, (or his nominee(s)), on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting."

Resolution 4: Approval to Issue Shares and Free Attaching Options under Share Purchase Plan to Non-Related Parties

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 7.1, and for all other purposes, Shareholders approve the proposed allotment and issue of fully paid ordinary shares and Free Attaching Options in the Company in relation to the SPP, on the terms and conditions as set out in the Explanatory Statement."

Resolution 5: Approval to Issue Shares and Free Attaching Options under Share Purchase Plan to Dr Mark Cooksey (or his nominee(s))

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval be given to issue fully paid ordinary shares and Free Attaching Options in the Company to Dr Mark Cooksey, Managing Director of the Company, (or his nominee(s)), on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting."

Resolution 6: Approval to Issue Shares and Free Attaching Options under Share Purchase Plan to Joycelyn Morton (or her nominee(s))

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval be given to issue fully paid ordinary shares and Free Attaching Options in the Company to Ms Joycelyn Morton, Non-Executive Chair of the Company, (or her nominee(s)), on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting."

Resolution 7: Approval to Issue Shares and Free Attaching Options under Share Purchase Plan Shortfall Placement

To consider and, if thought fit, pass 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 fully paid ordinary shares and Free Attaching Options in the Company on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting."

Resolution 8: Ratification of Prior Share Issue to Alpine Capital

To consider and, if thought fit, to pass, 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 806,452 fully paid ordinary shares in the Company at an issue price of \$0.031 (3.1 cents) per share to Alpine Capital Pty Ltd (or their nominees) on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting."

Resolution 9: Approval to Issue Lead Manager Options to Alpine Capital

To consider and, if thought fit, to pass, 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 13,548,387 options in the Company to the Lead Manager (or their nominees) on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting."

Resolution 10: Approval to Issue Underwriter Options to Alpine Capital

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 7.1, and for all other purposes, Shareholders approve the proposed issue of Underwriter Options in the Company to Alpine Capital Pty Ltd (or their nominees), on the terms and conditions as set out in the Explanatory Statement."

BY ORDER OF THE BOARD



Mathew Watkins
Company Secretary
24 September 2026

Notes

1. **Entire Notice:** The details of the Resolutions contained in the Explanatory Notes accompanying this Notice of Extraordinary General Meeting should be read together with, and form part of, the Notice of Meeting.

2. **Record Date:** The Company has determined that for the purposes of the Meeting, shares will be taken to be held by the persons who are registered as holding the shares at 7.00pm (AEDT) on the date 48 hours before the date of the Extraordinary General Meeting. Only those persons will be entitled to vote at the Extraordinary General Meeting and transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Extraordinary General Meeting.

3. Proxies

- (a) Votes at the Extraordinary General Meeting may be given personally or by proxy, attorney, or representative.
- (b) Each Shareholder has a right to appoint one or two proxies.
- (c) A proxy need not be a shareholder of the Company.
- (d) If a Shareholder is a company, it must execute under its common seal or otherwise in accordance with its constitution or the Corporations Act.
- (e) Where a Shareholder is entitled to cast two or more votes, the Shareholder may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
- (f) If a Shareholder appoints two proxies, and the appointment does not specify the proportion or number of the shareholder's votes, each proxy may exercise half of the votes. If a Shareholder appoints two proxies, neither proxy may vote on a show of hands.
- (g) A proxy must be signed by the Shareholder or their attorney who has not received any notice of revocation of the authority. Proxies given by corporations must be signed in accordance with corporation's constitution and Corporations Act.
- (h) To be effective, Proxy Forms must be received by the Company's share registry (Computershare Investor Services Pty Limited) no later than 48 hours before the commencement of the Extraordinary General Meeting, this is no later than 11:00am (AEDT) on Tuesday, 27 October 2026. Any proxy received after that time will not be valid for the scheduled Meeting.

4. Corporate Representative

Any corporate shareholder who has appointed a person to act as its corporate representative at the Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising them to act as that company's representative. The authority may be sent to the Company and/or registry in advance of the Meeting.

5. Voting Exclusion Statement:

Resolution 1

The Company will disregard any votes cast in favour on this Resolution by or on behalf of any person who participated in the issue or who is a counterparty to the agreement being approved or any associates of that person or those persons.

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

- (a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- (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.

Resolution 2

The Company will disregard any votes cast in favour on this Resolution by or on behalf of any person who is expected to be issued Options under Placement, or who will obtain a material benefit as a result of the issue of securities that are the subject of Resolution 2 (except a benefit solely by reason of being a holder of ordinary shares in the entity) or any associates of that person or those persons.

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

- (a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- (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.

Resolution 3

The Company will disregard any votes cast in favour of this Resolution (respectively and separately) by or on behalf of:

- (a) Ian Levy or any person(s) who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the entity), or
- (b) an associate of the person referred to in the preceding paragraph.

However, this does not apply to a vote cast in favour of the 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; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- (c) 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.

Resolution 4

The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who participated or who will obtain a material benefit as a result of the issue of securities that are the subject of Resolution 4 (except a benefit solely by reason of being a holder of ordinary shares in the entity), or any associates of that person or those persons.

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

- (a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- (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.

Resolutions 5 and 6

The Company will disregard any votes cast in favour of these Resolutions (respectively and separately) by or on behalf of:

- (a) Dr Mark Cooksey (Resolution 5) and Joycelyn Morton (Resolution 6) or any person(s) who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the entity), or
- (b) an associate of the person referred to in the preceding paragraph.

However, this does not apply to a vote cast in favour of the 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; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- (c) 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.

Resolution 7

The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who is expected to participate in the Share Purchase Plan Shortfall Placement, or who will obtain a material benefit as a result of the issue of securities (except a benefit solely by reason of being a holder of ordinary shares in the entity), or any associates of that person or those persons.

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

- (a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way, or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the Chair to vote on the resolution as the Chair decides, or
- (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.

Resolution 8

The Company will disregard any votes cast in favour on this Resolution by or on behalf of any person who participated (being Alpine Capital Pty Ltd) in the issue or who is a counterparty to the agreement being approved or any associates of that person or those persons.

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

- (a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- (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.

Resolution 9

The Company will disregard any votes cast in favour on this Resolution by or on behalf of any person who participated or who will obtain a material benefit as a result of the issue of securities that are the subject of Resolution 9 being Alpine Capital Pty Ltd or their nominees (except a benefit solely by reason of being a holder of ordinary shares in the entity) or any associates of that person or those persons.

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

- (a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or

- (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.

Resolution 10

The Company will disregard any votes cast in favour on this Resolution by or on behalf of any person who participated or who will obtain a material benefit as a result of the issue of securities that are the subject of Resolution 10 being Alpine Capital Pty Ltd or their nominees (except a benefit solely by reason of being a holder of ordinary shares in the entity) or any associates of that person or those persons.

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

- (a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- (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.

6. Enquiries

Shareholders are invited to contact the Company Secretary, Mathew Watkins on (03) 9692 7222 if they have any queries in respect of the matters set out in these documents.

EXPLANATORY STATEMENT

Introduction

This Explanatory Statement ("**Statement**") is included in and forms part of the Notice of Extraordinary General Meeting. The purpose of this Statement is to provide Shareholders with information they require to make an informed decision on the resolutions.

If you are in doubt as to how to vote, you should seek advice from your accountant, solicitor, tax advisor or other professional adviser prior to voting. It is important that you read this Statement in its entirety for a detailed explanation of the resolutions.

Defined terms used in this Notice have the meanings given to them in the Glossary at the end of this Notice. The Notice incorporates and should be read together with this Statement.

Background to Resolutions

On 17 September 2026, the Company announced that it is undertaking a capital raising of approximately \$4.1 million through a placement to professional and sophisticated investors and a fully underwritten Share Purchase Plan (**SPP**) for eligible shareholders.

The Placement to raise \$2.1 million comprises the issue of approximately 67.7 million fully paid ordinary shares (**Placement Shares**) at an issue price of \$0.031 (3.1 cents) per share, together with approximately 33.8 million attaching options (**Placement Options**). The Placement Options will be issued on the basis of one option for every two Placement Shares subscribed for and issued, will be exercisable at \$0.046 (4.6 cents) per share and will expire three years from the date of issue.

The Placement Shares will be issued as follows:

- 27,024,335 Placement Shares under the Company's existing placement capacity pursuant to ASX Listing Rule 7.1;
- 37,491,794 Placement Shares under the Company's existing placement capacity pursuant to ASX Listing Rule 7.1A; and
- 3,225,806 Placement Shares to a participating Director, subject to shareholder approval.

Alpine Capital Pty Ltd (**Alpine**) acted as lead manager to the Placement. Alpine will receive a 3% management fee on all funds raised and a 3% selling fee on gross proceeds raised under the Placement, excluding funds raised under the Chair's List. Alpine will also receive approximately 13,548,387 Lead Manager Options on the same terms as the Placement Options also subject to shareholder approval.

In addition to the Placement, the Company will undertake a fully underwritten SPP to raise \$2.0 million from eligible shareholders with a registered address in Australia or New Zealand. Under the SPP, eligible shareholders will be offered the opportunity to subscribe for new fully paid ordinary shares (**SPP Shares**) at the lower of the Placement issue price or 95% of the VWAP of Shares traded on ASX over the five Trading Days up to and including the Closing Date, rounded down to the nearest \$0.001.

Participants in the SPP will also receive one free attaching new option (**SPP Options**) for every two SPP Shares subscribed for and issued. The SPP Options will be exercisable at \$0.046 (4.6 cents) per share and expire three years from the date of issue.

Eligible shareholders will be entitled to apply for up to A\$30,000 worth of SPP Shares, with the SPP targeting proceeds of \$2.0 million before costs. Full details of the SPP, including the potential scale-back of applications in the event of oversubscription, will be set out in the SPP Prospectus, which is expected to be despatched on or around 28 September 2026.

Alpine Capital Pty Ltd (**Underwriter**) has agreed to fully underwrite the \$2.0 million SPP. The Underwriter will receive a 3% management fee and a 3% selling fee on the underwritten amount, together with two options for every one share underwritten, with the options being issued on the same terms as the Company's existing quoted ABXO options.

ORDINARY BUSINESS

Resolution 1: Ratification of prior share issue under September 2026 Placement

Background

As outlined above, the Company is seeking shareholder approval pursuant to ASX Listing Rule 7.4 to ratify the issue of 64,516,129 fully paid ordinary shares in the Company on 23 September 2026 at an issue price of \$0.031 (3.1 cents) per share, to professional, sophisticated and other exempt investors under the Placement.

The Shares were issued without shareholder approval from the Company's 15% placement capacity pursuant to ASX Listing Rule 7.1 and 10% placement capacity pursuant to ASX Listing Rule 7.1A.

ASX Listing Rules

ASX Listing Rules 7.1 allow the Company to issue new securities up to 15% of the existing capital of the Company in any 12-month period without the prior approval of Shareholders, unless one of the exceptions in ASX Listing Rule 7.2 applies.

ASX Listing Rule 7.1A provides that a Company may seek shareholder approval at its annual general meeting to issue additional quoted securities up to 10% of its issued capital, provided that it is an eligible entity (Eligible Entity).

An Eligible Entity is one that, as at the date of the relevant annual general meeting:

- it must have a market capitalisation of \$300 million or less.
- it must not be included in the S&P/ASX 300 Index.

At the time the approval was obtained (the Company's last Annual General Meeting 26 May 2026), the Company was an Eligible Entity.

Under ASX Listing Rule 7.4 an issue of securities will be treated as having been made with the approval of shareholders for the purposes of ASX Listing Rules 7.1 and 7.1A if the issue did not breach ASX Listing Rules 7.1 and 7.1A at the time and shareholders subsequently approve it of which it did not breach during the period. The Company now seeks Shareholder ratification of the issue pursuant to ASX Listing Rule 7.4 in order to retain as much flexibility as possible to issue additional equity securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1 and 7.1A.

If this Resolution is approved, the prior issue of 64,516,129 New Shares may be treated by the Company as having been made with Shareholder approval under ASX Listing Rule 7.1 and 7.1A. The Company will therefore have the flexibility, if required, to issue additional equity securities without the 64,516,129 New Shares counting towards the 25% threshold for the purposes of ASX Listing Rules 7.1 and 7.1A.

If this Resolution is not approved, the prior issue of 64,516,129 New Shares will not be treated by the Company as having been made with Shareholder approval under ASX Listing Rules 7.1 and 7.1A. The Company will therefore have the 64,516,129 New Shares, as counting towards the 25% threshold for the purposes of ASX Listing Rules 7.1 and 7.1A.

ASX Listing Rule 7.5 requires that the following information be provided to Shareholders for the purpose of obtaining Shareholder approval pursuant to ASX Listing Rule 7.4:

- (a) The New Shares were issued to new institutional, high-net-worth, and other exempt investors, identified by the book build conducted by the lead manager. There were no participants in the Placement that were investors required to be disclosed under ASX Guidance Note 21, such as related parties of the entity, member of the Company's key management personnel, substantial shareholders of the Company, and advisors of the Company or any associate of these persons,
- (b) the number and class of securities issued were 64,516,129 fully paid ordinary shares (with 27,024,335 and 37,491,794 shares issued out of ASX Listing Rule 7.1 and 7.1A respectively) in the Company issued on 23 September 2026,
- (c) the shares were issued at a price of \$0.031 (3.1 cents) per Share,

- (d) the purpose of the issue was to support for progressing the Rare Earth Projects, further development of the ALCORE technology and working capital and costs of the offer.
- (e) The shares were issued under a firm commitment acceptance letter that contained the terms for the placement of shares and attaching options consistent with those outlined in this Notice of Meeting.

Voting Exclusions

For voting exclusions refer to Note 5.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

Resolution 2: Approval to issue Free Attaching Options under September 2026 Placement

Background

As outlined above, the Company is seeking Shareholder approval pursuant to ASX Listing Rule 7.1, to issue 32,258,065 Free Attaching Options (**Placement Options**) to professional, sophisticated and other exempt investors who participated in the Placement, on the terms as announced to the market on 17 September 2026.

ASX Listing Rules

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

The proposed issue 32,258,065 Placement Options does not fall within any of the exceptions and would exceed the Company's 15% limit in Listing Rule 7.1. The issue of 32,258,065 Placement Options, therefore, requires the approval of Shareholders under Listing Rule 7.1.

This Resolution seeks the required Shareholder approval to issue the 32,258,065 Placement Options under and for the purposes of Listing Rule 7.1:

- If this Resolution is passed, the Company will be able to proceed with the issue and will issue the 32,258,065 Placement Options to the participants in the Placement. 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 proposed issue of the 32,258,065 Placement Options.

ASX Listing Rule Disclosure Requirements

The following information is provided in relation to this Resolution, as required by ASX Listing Rule 7.3:

- (a) the Free Attaching Options will be issued to the participants in the Placement, who are professional, sophisticated and other exempt investors. It is noted that Related Parties of the Company intend to participate in the Placement. The issue of securities to these Related Parties, however, is not included in the figures mentioned under this Resolution and is subject to further Shareholder approval being granted under Resolution 3. Accordingly, there is no participant in the proposed issue of the Free Attaching Options under this Resolution that was or will be an investor required to be disclosed under ASX Guidance Note 21, which includes a:
 - i. related party of the Company;
 - ii. member of key management personnel;
 - iii. substantial holder in the Company;

- iv. adviser to the Company; or
 - v. associate of any of the above;
 - vi. and the securities issued constitute more than 1% of the Company's current issued capital.
- (b) the number and class of securities being issued is up to 32,258,065 options which the Company will seek quotation subject to regulatory requirements,
- (c) the options are to be issued, with an exercise price of 0.046 (4.6 cents), expiring on the 30 October 2029. The material terms of Options are as set out in Schedule 1 to this Explanatory Statement,
- (d) the Free Attaching Options will be issued by no later than three (3) months after the date of the Meeting,
- (e) the Free Attaching Options will be issued for nil consideration as the Free Attaching Options are in connection with the Placement, therefore the Company will not receive any funds from their issue. In the event that all these Free Attaching Options are exercised, the Company will receive up to \$2,967,742 which the Company intends to apply towards its business and operational activities and general working capital purposes, and
- (f) the purpose of the issue is to satisfy the Company's obligations under the Placement.

Voting Exclusions

Refer to Note 5 for voting exclusions.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

Resolution 3: Approval to Issue Shares and Free Attaching Options under September 2026 Placement to Ian Levy (and/or his nominee(s))

Background

The Company is seeking shareholder approval to allow a Director of the Company, Ian Levy (and/or his nominee(s)), to participate in the Placement announced on 17 September 2026 on the same terms as the other participants and, pursuant to ASX Listing Rule 10.11, to allot and issue 3,225,806 New Shares and 1,612,903 Free Attaching Options. The issue price of \$0.031 (3.1 cents) per New Share is the same as the issue price at which the New Shares have been offered to professional, sophisticated and other exempt investors under the Placement outlined in Resolution 1.

The Company is also seeking shareholder approval to issue to the Director one free-attaching option for every two New Shares issued under the Placement, on the same terms as the Free Attaching Options. Refer to Schedule 1 for the detailed terms of the Options.

The details of the New Shares and Options proposed to be issued under Resolution 3 are as follows:

Resolution	Name of Director	Number of Shares	Issue Price	Unlisted Options	Funds Raised
Resolution 3	Ian Levy	3,225,806	\$0.031	1,612,903	\$100,000

ASX Listing Rules

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 acquisition should be approved by its Security holders, unless it obtains the approval of its Security holders.

As outlined above, the Issue falls within Listing Rule 10.11.1, as the proposed recipients are Directors of the Company and therefore related parties. The Issue does not fall within any of the exceptions under Listing Rule 10.12 and accordingly requires shareholder approval under Listing Rule 10.11.

Resolution 3 seeks the required shareholder approval for the issue under and for the purposes of Listing Rule 10.11.

If Resolution 3 is passed, the Company will be able to proceed with the issue of the New Shares to Mr Ian Levy (or his nominee(s)) will receive 3,225,806 Shares each at an issue price of \$0.031 (3.1 cents) per share and 1,612,903 Free Attaching Options each. The willingness of the Related Parties to subscribe for New Shares under the Placement is confirmation of their faith in the Company and its business.

If Resolution 3 is not passed, the Company will not proceed with the issue of the New Shares and Free Attaching Options to the applicable parties, and the applicable parties (or their nominee(s)) will not receive the New Shares and Free Attaching Options as described above.

If approvals are given under ASX Listing Rule 10.11, approvals are not required under ASX Listing Rule 7.1.

The following information is given under ASX Listing Rule 10.13 in respect of the proposed issues of New Shares to each Director under Resolution 3:

- the proposed recipient is Ian Levy or his nominee(s) (each of whom would be an associate of the Related Party),
- each of the proposed recipient is Related Party of the Company as each of them are a Director of the Company and thus fall into ASX Listing Rule 10.1.1,
- the number and class of securities to be issued are 3,225,806 fully paid ordinary shares and 1,612,903 unlisted options,
- the date by which the Company will issue the securities will be no later than one (1) month after the date of this Meeting (or such later date as may be approved by ASX),
- the issue price of the New Shares will be \$0.031 (3.1 cents),
- the options are to be issued, with an exercise price of 0.046 (4.6 cents), expiring on the 30 October 2029. The material terms of Options are as set out in Schedule 1 to this Explanatory Statement,
- The Free Attaching Options will be issued for nil consideration as free attaching options in connection with the Placement, and therefore the Company will not receive any funds on their issue. In the event that all of these Free Attaching Options are exercised, the Company will receive up to \$74,194, which it intends to apply towards its business and operational activities and general working capital purposes,
- the purpose of the issue of the New Shares is to support for progressing the Rare Earth Projects, further development of the ALCORE technology and working capital and costs of the offer.
- The purpose of the issue of the Free attaching Options is to satisfy the Company's obligations under the Placement.

Voting Exclusions

Refer to Note 5 for voting exclusions.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

Resolution 4: Approval to Issue Shares and Free Attaching Options under Share Purchase Plan to Non-Related Parties

Background

The Company is seeking shareholder approval to issue \$2 million of New Shares at an issue price being the lower of:

- (a) \$0.031 per Share; or
 - (b) 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the Closing Date, rounded down to the nearest \$0.001
- (the **SPP Offer Price**),

and Free Attaching Options to non-related parties who participated in the SPP on a one (1) for two (2) basis, on the terms as announced to the market on 17 September 2026.

By the date of the Meeting, the Company expects to have despatched to eligible shareholders a Prospectus for the proposed issue of the SPP Securities. The SPP offer is expected to open on 28 September 2026 and close on 23 October 2026, though the Company reserves the right to vary these dates.

The Company has reserved the right to accept oversubscriptions in the event that it receives valid applications for more than \$2 million worth of Shares. The Directors may, in their absolute discretion, scale-back applications under the SPP Offer on a pro rata equitable basis in the event of oversubscription. If a scale-back produces a fractional number when applied to your parcel, the number of SPP Shares you will be issued will be rounded down to the nearest whole number.

ASX Listing Rules

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 provides that a Company must not, without shareholder approval, issue or agree to issue more securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

Listing Rule 7.2 (Exception 5) provides an exception to the Listing Rule 7.1 for the issue of securities pursuant to a share purchase plan. However, this exception is only available in relation to share purchase plans that satisfy all of the criteria of the exception, including that the share purchase plan must be conducted in accordance with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 (the **ASIC Instrument**). The Company's SPP does not fall within the ASIC Instrument as it includes the offer of both Shares and Options (rather than merely fully paid ordinary shares).

Accordingly, the proposed issue of Shares and Options under the SPP does not fall within the usual SPP exception and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of the Company's shareholders under Listing Rule 7.1.

If Resolution 4 is passed, the Company will be able to proceed with the issue of New Shares at SPP Offer Price and Free Attaching Options to non-related parties, and their issue may be treated by the Company as having been excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1. The Company will therefore have the flexibility, if required, to issue additional equity securities without the SPP Securities counting towards the 15% threshold for the purposes of ASX Listing Rule 7.1 over the 12-month period following the issue of the Placement Options.

If Resolution 4 is not passed the Company will not be able to issue the SPP Securities at all and will not be able to raise the \$2 million targeted by the SPP.

For illustrative purposes, the following table shows two scenarios of the quantum of Shares (based on a \$2 million raising) and Free Attaching Options to be issued on the basis of (i) the Placement price of \$0.031 (3.1 cents) per share, and (ii) 95% of the volume-weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the SPP Closing Date, rounded down to the nearest \$0.001 (where 95% of the VWAP is assumed to be \$0.025 (2.5 cents) in this scenario):

Amount raised	Price	Shares	Options
Placement	0.031	64,516,129	32,258,065
VWAP	0.025	80,000,000	40,000,000

ASX Listing Rule 7.3 requires that the following information be provided to Shareholders for the purpose of obtaining Shareholder approval pursuant to ASX Listing Rule 7.1:

- (a) the SPP Securities will be issued to eligible shareholders who subscribe for securities under the SPP.
Eligible shareholders are those shareholders with a registered address in Australia and New Zealand who were registered holders of Shares on the Record Date. If the SPP raises less than \$2 million (before costs) then the Company may seek to raise the shortfall of funds (Shortfall) by way of an offer of Shortfall Securities to specific investors as a separate offer under this Prospectus (refer to Resolution 7);
- (b) the number and class of securities (shares and options) issued will be determined based on the pricing mechanism however referred to as an example above (with Options to be issued on the basis of one free-attaching Option for every two Shares subscribed for and issued under the SPP), having an exercise price of 0.046 (4.6 cents) and expiring on the 30 October 2029. The material terms of Options are as set out in Schedule 1;
- (c) the date by which the Company will issue the SPP Securities will be no later than three (3) months after the date of this Meeting (to the extent permitted by any ASX waiver or modification of the Listing Rules).
The Company expects the SPP Securities to be issued on or around 30 October 2026, as set out in its indicative timetable announced on 17 September 2026;
- (d) the issue price of the Shares will be the lower of:
 - i. \$0.031 per Share; or
 - ii. 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the Closing Date, rounded down to the nearest \$0.001.
 The Options are free-attaching and will therefore be issued at a nil issue price.
- (e) the Company will raise up to \$2 million from the issue of the SPP Shares which will be used for progressing the Rare Earth Projects, further development of the ALCORE technology and working capital and costs of the offer;
- (f) the issue of Options will not raise any funds. However, if any Options are exercised in the future, the funds raised will be used for the Company's business activities at that time; and
- (g) the purpose of the proposed issue of the free-attaching Options is to incentivise participants in the Placement.

Voting Exclusions

For voting exclusions refer to Note 5.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

Resolutions 5 and 6: Approval to Issue Shares and Free Attaching Options under Share Purchase Plan to Dr Mark Cooksey (or his nominee(s)) and Joycelyn Morton (and/or her nominee(s))

Background

The Company is seeking shareholder approval to allow Directors of the Company, Dr Mark Cooksey (and/or his nominee(s)) and Joycelyn Morton (and/or her nominee(s)), to participate in the SPP announced on 17 September 2026 on the same terms as the other participants and, pursuant to ASX Listing Rule 10.11, to allot and issue \$30,000 of New Shares and Free Attaching Options on a one-for-two basis to each Director. The issue price will be the lower of:

- (a) \$0.031 per Share; or
- (b) 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the Closing Date, rounded down to the nearest \$0.001

This is the same issue price at which the New Shares have been offered to participants under the SPP.

The Company is also seeking shareholder approval to issue to the Directors one free-attaching option for every two New Shares issued under the SPP, on the same terms as the Free Attaching Options. Refer to Schedule 1 for the detailed terms of the Free Attaching Options.

ASX Listing Rules

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 acquisition should be approved by its Security holders,

unless it obtains the approval of its Security holders.

As outlined above, the Issue falls within Listing Rule 10.11.1, as the proposed recipients are Directors of the Company and therefore related parties. The Issue does not fall within any of the exceptions under Listing Rule 10.12 and accordingly requires shareholder approval under Listing Rule 10.11.

Resolutions 5 and 6 seek the required shareholder approval to the issue under and for the purposes of Listing Rule 10.11.

If Resolutions 5 and 6 are passed, the Company will be able to proceed with the issue of the New Shares to each Dr Mark Cooksey and Joycelyn Morton (or their respective nominee(s)) at SPP Offer Price per share and Free Attaching Options. The willingness of the Related Parties to subscribe for New Shares under the Placement is confirmation of their faith in the Company and its business.

If Resolutions 5 and 6 are not passed, the Company will not proceed with the issue of the New Shares and Free Attaching Options to the applicable parties, and the applicable parties (or their nominee(s)) will not receive the New Shares and Free Attaching Options as described above.

For illustrative purposes, the following table shows two scenarios of the quantum of Shares (based on \$2 million raising) and Free Attaching Options proposed to be issued to each Director on the basis of (i) the Placement price of \$0.031 (3.1 cents) per share, and (ii) the 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the SPP Closing Date, rounded down to the nearest \$0.001 (where the 95% of the VWAP is determined as \$0.025 in this scenario (2.5 cents)):

Resolution 5 for Dr Mark Cooksey

	Price	Shares	Options
Placement	0.031	967,742	483,871
VWAP	0.025	1,200,000	600,000

Resolution 6 for Joycelyn Morton

	Price	Shares	Options
Placement	0.031	967,742	483,871
VWAP	0.025	1,200,000	600,000

If approvals are given under ASX Listing Rule 10.11, approvals are not required under ASX Listing Rule 7.1.

The following information is given under ASX Listing Rule 10.13 in respect of the proposed issues of New Shares and Free Attaching Options under Resolutions 5 and 6 (respectively):

- (a) the proposed recipients are Dr Mark Cooksey and Joycelyn Morton or their respective nominee(s) (each of which would be an associate of the respective Related Party),
- (b) each of the proposed recipients are Related Parties of the Company as each of them are a Director of the Company and thus fall into ASX Listing Rule 10.1.1,
- (c) the number and class of securities (shares and options) issued to each of Dr Mark Cooksey and Joycelyn Morton will be determined based on the pricing mechanism however referred to as an example above (with Options to be issued on the basis of one free-attaching Option for every two Shares subscribed for and issued under the SPP), having an exercise price of 0.046 (4.6 cents) and expiring on the 30 October 2029. The material terms of Options are as set out in Schedule 1,
- (d) the date by which the Company will issue the securities will be no later than one (1) month after the date of this Meeting (or such later date as may be approved by ASX),
- (c) the issue price of the New Shares will be the lower of:
 - i. \$0.031 per Share; or
 - ii. 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the Closing Date, rounded down to the nearest \$0.001.
- (e) the Free Attaching Options are to be issued, with an exercise price of \$0.046 (4.6 cents), expiring on the 30 October 2029. The material terms of Free Attaching Options are as set out in Schedule 1 to this Explanatory Statement,
- (f) The Free Attaching Options will be issued for nil consideration as free attaching options in connection with the Placement, and therefore the Company will not receive any funds on their issue. In the event that all of these Free Attaching Options are exercised, the Company will receive up to \$40,376, which it intends to apply towards its business and operational activities and general working capital purposes,
- (g) the purpose of the issue of the New Shares is to support for progressing the Rare Earth Projects, further development of the ALCORE technology and working capital and costs of the offer.
- (h) The purpose of the issue of the Free attaching Options is to incentivise participants in the SPP.

Voting Exclusions

For voting exclusions refer to Note 5.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

Resolution 7: Approval to Issue Shares and Free Attaching Options under Share Purchase Plan Shortfall Placement

Background

As noted above, the Company is seeking to raise funds through an SPP to raise up to a maximum of \$2,000,000.

If the SPP raises less than \$2 million (before costs) then the Company may seek to raise the shortfall of funds (**Shortfall**) by way of an offer of Shortfall Securities to specific investors as a separate offer under this Prospectus.

The Shortfall Offer is a conditional offer of up to \$2 million of Shares at an issue price being the lower of:

- (a) \$0.031 per Share; or
- (b) 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the Closing Date, rounded down to the nearest \$0.001

and Free Attaching Options on the basis of one Option for every two Shares subscribed for and issued under the Shortfall Offer to raise up to \$2 million (before costs).

Shares and Options issued under the SPP Offer will be deducted from the number of Shares and Options to be issued under the Shortfall Placement.

There is no minimum subscription under the Shortfall Offer, which is not underwritten.

The Company is seeking shareholder approval under Resolution 7 to issue Shares and Free Attaching Options in connection with the placement of any SPP Shortfall Securities following completion of the SPP (**Shortfall Placement**).

ASX Listing Rules

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

The proposed issue of Shares and Free Attaching Options under Shortfall Placement does not fit within any of the exceptions set out in Listing Rule 7.2 and would exceed the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

Resolution 7 seeks the required Shareholder approval to issue the Shares and Free Attaching Options under Share Purchase Plan Shortfall Placement under and for the purposes of Listing Rule 7.1:

- If Resolution 7 is passed, the Company will be able to proceed with the issue of the Shortfall Placement. In addition, the Shortfall Placement 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 Resolution 7 is not passed, the Company will not be able to proceed with the issue of the Shortfall Placement.

For illustrative purposes, the following table shows two scenarios of the quantum of Shares (based on \$2 million raising) and Free Attaching Options to be issued under the Shortfall Placement on the basis of (i) the Placement price of \$0.031 (3.1 cents) per share, and (ii) the 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the SPP Closing Date, rounded down to the nearest \$0.001 (where the 95% of the VWAP is determined as \$0.025 in this scenario (2.5 cents)):

Amount raised	Price	Shares	Options
Placement	0.031	64,516,129	32,258,065
VWAP	0.025	80,000,000	40,000,000

Listing Rule 7.3 requires that the following information be provided to shareholders for the purpose of obtaining shareholder approval pursuant to Listing Rule 7.1:

- (a) the Shares and Free Attaching Options will be issued to specific investors by invitation only from the Company,
- (b) the number and class of securities (shares and options) issued will be determined based on the pricing mechanism however referred to as an example above (with Options to be issued on the basis of one free-attaching Option for every two Shares subscribed for and issued under the SPP), having an exercise price of 0.046 (4.6 cents) and expiring on the 30 October 2029. The material terms of Options are as set out in Schedule 1,
- (c) a summary of the material terms of the Free Attaching Options is included in Schedule 1 to this Explanatory Statement,
- (d) the Shares and Free Attaching Options will be issued no later than 3 months after the date of the Meeting,
- (e) the issue price of the Shares will be the lower of:
 - i. \$0.031 per Share; or
 - ii. 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the Closing Date, rounded down to the nearest \$0.001.

The Options are free-attaching and will therefore be issued at a nil issue price, and

- (f) the purpose of the issue of the New Shares is to support for progressing the Rare Earth Projects, further development of the ALCORE technology and working capital and costs of the offer.

Voting Exclusions

For voting exclusions refer to Note 5.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

Resolution 8: Ratification of Prior Share Issue to Alpine Capital

Background

As outlined above, the Company is seeking Shareholder approval pursuant to ASX Listing Rule 7.4, to ratify the issue of up to 806,452 Shares to Alpine Capital Pty Limited (and/or their nominee(s)), on the terms as announced to the market on 17 September 2026.

ASX Listing Rules

ASX Listing Rules 7.1 allow the Company to issue new securities up to 15% of the existing capital of the Company in any 12-month period without the prior approval of Shareholders, unless one of the exceptions in ASX Listing Rule 7.2 applies.

Under ASX Listing Rule 7.4 an issue of securities will be treated as having been made with the approval of shareholders for the purposes of ASX Listing Rules 7.1 if the issue did not breach ASX Listing Rules 7.1 at the time and shareholders subsequently approve it of which it did not breach during the period. The Company now seeks Shareholder ratification of the issue pursuant to ASX Listing Rule 7.4 in order to retain as much flexibility as possible to issue additional equity securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1.

If this Resolution is approved, the prior issue of 806,452 New Shares may be treated by the Company as having been made with Shareholder approval under ASX Listing Rule 7.1. The Company will therefore have the flexibility, if required, to issue additional equity securities without the 806,452 New Shares counting towards the 25% threshold for the purposes of ASX Listing Rules 7.1.

If this Resolution is not approved, the prior issue of 806,452 New Shares will not be treated by the Company as having been made with Shareholder approval under ASX Listing Rules 7.1. The Company will therefore have the 806,452 New Shares, as counting towards the 25% threshold for the purposes of ASX Listing Rules 7.1.

Listing Rule 7.5 requires that the following information be provided to shareholders for the purpose of obtaining shareholder approval pursuant to Listing Rule 7.4:

- (a) the Shares were issued to Alpine Capital Pty Limited (or their nominee(s)),
- (b) the number and class of securities issued were 806,452 ordinary Shares,
- (c) the Shares were issued on 23 September 2026.
- (d) the Shares were issued for nil cash consideration, and
- (e) the Shares are to be issued to Alpine Capital Pty Limited under an engagement letter, the material terms of which are:
 - i. Alpine Capital Pty Limited would be engaged as lead manager and provide capital raising services for the Placement, and
 - ii. the Company has agreed to:
 - i. A 3.0% management fee (plus GST if applicable) on the gross proceeds raised under the Capital Raising, and a 3.0% selling fee on the gross proceeds raised under the Capital Raising (excluding any funds that are raised from the Chairman's list provided to the Lead Manager by the Company), and
 - ii. An additional \$25,000 (plus GST if applicable) fee payable in ABX ordinary shares if proceeds raised are equivalent to an agreed amount.

Voting Exclusions

For voting exclusions refer to Note 5.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

Resolution 9: Approval to Issue Lead Manager Options to Alpine Capital

Background

The Company has agreed, subject to shareholder approval, to issue 13,548,387 options (**Lead Manager Options**) to Alpine Capital Pty Limited (or their nominee(s)), in part consideration for the capital raising services provided in relation to the Placement.

The Lead Manager Options will be issued on the same terms as the Free Attaching Options. Refer to Schedule 1 for the detailed terms of the Options.

ASX Listing Rule Disclosure Requirements

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of 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 securities it had on issue at the start of that period.

The proposed issue of Lead Manager Options does not fit within any of the exceptions set out in Listing Rule 7.2 and would exceed the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

This Resolution seeks the required Shareholder approval to issue the Lead Manager Options under and for the purposes of Listing Rule 7.1:

- If this Resolution is passed, the Company will be able to proceed with the issue of the Lead Manager Options. In addition, the Lead Manager Options 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 of the Lead Manager Options.

Listing Rule 7.3 requires that the following information be provided to shareholders for the purpose of obtaining shareholder approval pursuant to Listing Rule 7.1:

- (a) the Lead Manager Options will be issued to Alpine Capital Pty Limited (and/or their nominee(s)),
- (b) the number and class of securities proposed to be issued is 13,548,387 unlisted options,
- (c) a summary of the material terms of the Lead Manager Options is included in Schedule 1 to this Explanatory Statement,
- (d) the Lead Manager Options will be issued no later than 3 months after the date of the Meeting,
- (e) the Lead Manager Options will be issued for nil cash consideration as the consideration received by the Company was the provision of capital raising services provided by Alpine Capital Pty Limited in relation to the Placement,
- (f) the purpose of the issue of the Lead Manager Options is for part payment of the provision of lead manager services for the Placement, and
- (g) the Lead Manager Options are to be issued to Alpine Capital Pty Limited under an engagement letter, the material terms of which are:
 - i. Alpine Capital Pty Limited would be engaged as lead manager and provide capital raising services for the Placement, and
 - ii. the Company has agreed to:
 - i. A 3.0% management fee (plus GST if applicable) on the gross proceeds raised under the Capital Raising, and a 3.0% selling fee on the gross proceeds raised under the Capital Raising (excluding any funds that are raised from the Chairman's list provided to the Lead Manager by the Company), and
 - ii. issue of 13,548,387 unlisted options to Alpine Capital Pty Limited (and/or their nominee(s)) on the same terms as the Free Attaching Options.

Voting Exclusions

For voting exclusions refer to Note 5.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

Resolution 10: Approval to Issue Underwriter Options to Alpine Capital

Background

As outlined above, the Company is seeking Shareholder approval pursuant to ASX Listing Rule 7.1, to issue Underwriter Options on the basis of two (2) options for each one (1) share underwritten to Alpine Capital Pty Limited (or their nominee(s)), in part consideration for the capital raising services provided in relation to the Placement.

ASX Listing Rules

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

The proposed issue of Underwriter Options does not fall within any of the exceptions and would exceed the Company's 15% limit in Listing Rule 7.1. The issue of Underwriter Options, therefore, requires the approval of Shareholders under Listing Rule 7.1.

This Resolution seeks the required Shareholder approval to issue the Underwriter Options under and for the purposes of Listing Rule 7.1:

- If this Resolution is passed, the Company will be able to proceed with the issue and will issue the Underwriter Options to Alpine Capital Pty Limited (or their nominee(s)) under the Placement. 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 proposed issue of the Underwriter Options.

For illustrative purposes, the following table shows two scenarios of the quantum of Underwriter Options to be issued on the basis of (i) the Placement price of \$0.031 (3.1 cents) per share, and (ii) the 95% of the volume weighted average market price (VWAP) of Shares traded on ASX over the five Trading Days up to and including the SPP Closing Date, rounded down to the nearest \$0.001 (where the 95% of the VWAP is determined as \$0.025 in this scenario (2.5 cents)). This table assumes that the entire amount is taken up by the underwriter with no participation from existing shareholders in the SPP Offer:

Amount raised	Price	Underwriter Options
Placement	0.031	129,032,258
VWAP	0.025	160,000,000

ASX Listing Rule Disclosure Requirements

The following information is provided in relation to this Resolution, as required by ASX Listing Rule 7.3:

- (a) the Underwriter Options will be issued to Alpine Capital Pty Limited (and/or their nominee(s)),
- (b) the number of unlisted options issued will be determined based on the pricing mechanism however referred to as an example above (with Options to be issued on the basis of one free-attaching Option for every two Shares subscribed for and issued under the SPP), having an exercise price of 0.046 (4.6 cents) and expiring on the 30 October 2029. The material terms of Options are as set out in Schedule 1,
- (c) a summary of the material terms of the Underwriter Options is included in Schedule 2 to this Explanatory Statement,
- (d) the Underwriter Options will be issued no later than 3 months after the date of the Meeting,
- (e) the Underwriter Options will be issued for nil cash consideration as the consideration for underwriting and capital raising services provided by Alpine Capital Pty Limited in relation to the SPP,
- (f) The purpose of the issue of the Underwriter Options is to provide part consideration for the underwriting services provided by Alpine Capital Pty Ltd in connection with the SPP; and

(g) the Underwriter Options are to be issued to Alpine Capital Pty Limited under an engagement letter, the material terms of which are:

- i. Alpine Capital Pty Limited would be engaged as underwriter of the SPP and will provide capital raising services in connection with the SPP, and
- ii. the Company has agreed to:
 - i. a 3.0% management fee (plus GST if applicable) and a 3.0% selling fee on the underwritten amount, and
 - ii. issue of 32,258,064 unlisted options to Alpine Capital Pty Limited (and/or their nominee(s)) on the same terms as the Company's existing quoted ABXO options.

Voting Exclusions

Refer to Note 5 for voting exclusions.

Board Recommendation

The Board recommends that shareholders vote in **FAVOUR** of this Resolution.

Voting Intention

The Chair of the Meeting intends to vote undirected proxies in **FAVOUR** of this Resolution.

GLOSSARY

The following terms have the following meanings in this Explanatory Statement:

“\$” means Australian Dollars;

“**15% Capacity**” or “**15% Placement Capacity**” as defined under the ASX Listing Rules 7.1;

“**ASX**” means ASX Limited ABN 98 008 624 691 or the Australian Securities Exchange, as the context requires;

“**AEDT**” means Australian Eastern Daylight Time;

“**Board**” means the Directors acting as the Board of Directors of the Company;

“**Chair**” means the person appointed to chair the Meeting of the Company convened by the Notice;

“**Company**” means ABX Group Limited ACN 139 494 885;

“**Constitution**” means the constitution of the Company as at the date of the Meeting;

“**Corporations Act**” means the *Corporations Act 2001 (Cth)*;

“**Director**” means a Director of the Company;

“**EGM Materials**” means the Notice of Meeting and Explanatory Statement;

“**EGM, Extraordinary General Meeting or Meeting**” means the Extraordinary General Meeting convened by the Notice;

“**Equity Securities**” has the same meaning as in the ASX Listing Rules;

“**Explanatory Statement**” means the explanatory statement which forms part of the Notice;

“**Free Attaching Options**” means the Options to be issued to the Placement participants as described in this Explanatory Statement and on the terms set out in Schedule 1 to this Explanatory Statement;

“**Key Management Personnel**” or “**KMP**” means those persons whose remuneration details are included in the Remuneration Report and who have the authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (executive or otherwise), as defined in the Corporations Act;

“**Lead Managers**” means Alpine Capital Pty Limited,

“**Lead Manager Options**” means the Options to be issued to the Lead Managers as described in this Explanatory Statement and on the terms set out in Schedule 1 to this Explanatory Statement,

“**Listing Rules**” means the official listing rules of ASX;

“**Meeting**” has the meaning given in the introductory paragraph of the Notice;

“**Non-Related Parties**” means persons who are not Related Parties of the Company,

“**Notice**” means this Notice of Extraordinary General Meeting including the Explanatory Statement;

“**Option**” means an option giving the right to subscribe to one Share.

“**Placement**” means the share placement undertaken and proposed to be undertaken by the Company as described in this Explanatory Statement,

“**Proxy Form**” means the proxy form attached to the Notice;

“**Record date**” means 7.00pm (AEDT) on the date 48 hours before the date of the Extraordinary General Meeting,

" **Related Party**" of a member of the Key Management Personnel means:

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependent of the member or the member's spouse;
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- (e) a company the member controls; or
- (f) a person prescribed by the Corporations Regulations 2001 (Cth).

"**Resolution**" means a resolution referred to in the Notice;

"**Share**" means a fully paid ordinary share in the capital of the Company;

"**Shareholder**" means a member of the Company, as defined in the Constitution of the Company; and

"**Statement**" means the Explanatory Statement forming part of this Notice of Meeting.

Schedule 1 - Key Terms of the Free Attaching Options, Lead Manager Options and Shortfall Options (in respect of resolutions 2, 3, 4, 5, 6, 7 and 9)

Key Terms of the Free Attaching Options, Lead Manager Options and Shortfall Options are outlined below:

(a) Entitlement

Each Option entitles the holder to subscribe for one fully paid ordinary Share.

(b) Exercise Price and Expiry Date

The Attaching Options are exercisable at \$0.046 each and expire at 5.00pm on the date which is three (3) years from their date of issue (**Expiry Date**). Any Attaching Option not exercised by the Expiry Date will automatically expire.

(c) Exercise

To exercise the Options, the Option holder must give the Company:

- (i) a written exercise notice (in the form approved by the Board from time to time) specifying the number of Options being exercised and Shares to be issued; and
- (ii) payment of the exercise price for the Shares, the subject of the exercise notice, by way of bank cheque or by other means of payment approved by the Company.

The Options will be deemed to have been exercised on the date the exercise notice is lodged with the Company and cleared funds for the exercise price has been received.

(d) Timing of issue of Shares upon exercise

Within 5 Business Days (as defined in the Listing Rules) after the exercise of the Options in accordance with paragraph (c) above, the Company must issue the Option holder the resultant Shares.

(e) Ranking of Shares

Subject to the Constitution, all Shares issued on the exercise of Options will rank in all respects (including rights relating to dividends) equally with the existing ordinary shares of the Company at the date of issue.

(f) Quotation of Attaching Options

The Company will not apply to ASX for quotation of the Attaching Options.

(g) Quotation of Shares on exercise

The Company will apply to ASX for Official Quotation of Shares issued upon exercise of the Attaching Options.

(h) Participation rights

The Option holder is not entitled to participate in any issue to existing Shareholders of Securities unless they have exercised their Options before the "record date" for determining entitlements to the issue of Securities and participate as a result of holding Shares.

(i) Dividend rights

The Options do not confer any entitlement to a dividend, whether fixed or at the discretion of the Directors, during the currency of the Options without exercising the Options.

(j) Voting rights

The Options do not confer any right to vote at meetings of members of the Company, except as required by law, during the currency of the Options without first exercising the Options.

(k) **Capital return**

The Options do not confer any right to a return of capital, whether in a winding up, upon a reduction of capital or otherwise, and similarly do not confer any right to participate in the surplus profit or assets of the Company upon a winding up, in each case, during the currency of the Options without exercising the Options.

(l) **Reorganisation**

If there is a reorganisation (including consolidation, subdivision, reduction or return) of the share capital of the Company, then the rights of the Option holder (including the number of Options to which the Option holder is entitled to and the exercise price) is changed to the extent necessary to comply with the Listing Rules applying to a reorganisation of capital at the time of the reorganisation.

(m) **Amendments**

The number and exercise price of the Options remains the same regardless of whether the Company makes a bonus issue of Shares or other Securities to Shareholders.

(n) **Adjustments**

Any calculations or adjustments which are required to be made will be made by the Board and will, in the absence of manifest error, be final and conclusive and binding on the Company and the Option holder.

(o) **Governing law**

The terms and the rights and obligations of the Option holder are governed by the laws of New South Wales. The Option holder irrevocably and unconditionally submits to the non-exclusive jurisdiction of the courts of New South Wales.

Schedule 2 - Key Terms of the Underwriter Options

Key Terms of the Underwriter Options:

(a) **Entitlement**

Each Option entitles the holder to subscribe for one Share upon exercise of the Option.

(b) **Exercise Price**

Subject to paragraph (h), the amount payable upon exercise of each Option will be \$0.10 (Exercise Price).

(c) **Expiry Date**

Each Option will expire at 5:00 pm (AEDT) on the 17 November 2027 (Expiry Date). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise**

The Options are exercisable at any time on or prior to the Expiry Date (Exercise Period).

(e) **Notice of Exercise**

The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (Notice of Exercise) 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.

(f) **Exercise Date**

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (Exercise Date).

(g) **Shares issued on exercise**

Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

(h) **Reconstruction of capital**

If at any time the issued capital of the Company is reconstructed, all rights of an Option holder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.

(i) **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.

(j) **Voting rights**

An Option does not carry any right to vote at a general meeting of the Company's shareholders and does not carry any right to receive dividends.

(k) **Transferability**

The Options are not transferable unless the Company provides its prior written consent.

(l) **Quotation**

The Company will seek quotation of the Options on the ASX however, granting of such quotation will be subject to regulatory requirements.



ABX Group Limited
ABN 14 139 494 885

Need assistance?



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



Online:
www.investorcentre.com/contact

ABX

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

ABx Group Limited Extraordinary General Meeting

The ABx Group Limited Extraordinary General Meeting will be held on Thursday, 29 October 2026 at 11:00am (AEDT). You are encouraged to participate in the meeting using the following options:



MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

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

For your proxy appointment to be effective it must be received by 11:00am (AEDT) on Tuesday, 27 October 2026.



ATTENDING THE MEETING VIRTUALLY

To view the live webcast and ask questions on the day of the meeting you will need to visit:
https://vistra.zoom.us/webinar/register/WN_VOZGv2b4Sfm0weEAu7hdEw

The Company strongly recommends its Shareholders to lodge a direct proxy as soon as possible in advance of the Meeting even if they are planning to attend the Meeting online.

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



ABX Group Limited
ABN 14 139 494 885

ABX

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?



Phone:

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



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **11:00am (AEDT) on Tuesday, 27 October 2026.**

Proxy Form

How to Vote on Items of Business

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

APPOINTMENT OF PROXY

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

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

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

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

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

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

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

PARTICIPATING IN THE MEETING

Corporate Representative

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

Lodge your Proxy Form:

XX

Online:

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

Your secure access information is



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

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

By Mail:

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

By Fax:

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



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

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

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

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



I 9999999999

I ND

Proxy Form

Please mark ☒ to indicate your directions

Step 1

Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of ABx Group Limited hereby appoint

☐ the Chairman of the Meeting

OR

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

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Extraordinary General Meeting of ABx Group Limited to be held as a virtual meeting on Thursday, 29 October 2026 at 11:00am (AEDT) and at any adjournment or postponement of that meeting.

Step 2

Items of Business

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

		For	Against	Abstain
Resolution 1	Ratification of Prior Share Issue Under September 2026 Placement	☐	☐	☐
Resolution 2	Approval to issue Free Attaching Options under September 2026 Placement	☐	☐	☐
Resolution 3	Approval to Issue Shares and Free Attaching Options under September 2026 Placement to Ian Levy (and/or his nominee(s))	☐	☐	☐
Resolution 4	Approval to Issue Shares and Free Attaching Options under Share Purchase Plan to Non-Related Parties	☐	☐	☐
Resolution 5	Approval to Issue Shares and Free Attaching Options under Share Purchase Plan to Dr Mark Cooksey (or his nominee(s))	☐	☐	☐
Resolution 6	Approval to Issue Shares and Free Attaching Options under Share Purchase Plan to Joycelyn Morton (or her nominee(s))	☐	☐	☐
Resolution 7	Approval to Issue Shares and Free Attaching Options under Share Purchase Plan Shortfall Placement	☐	☐	☐
Resolution 8	Ratification of Prior Share Issue to Alpine Capital	☐	☐	☐
Resolution 9	Approval to Issue Lead Manager Options to Alpine Capital	☐	☐	☐
Resolution 10	Approval to Issue Underwriter Options to Alpine Capital	☐	☐	☐

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

Step 3

Signature of Securityholder(s)

This section must be completed.

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/

/

Date

Update your communication details

(Optional)

Mobile Number

Email Address

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