

LETTER TO SHAREHOLDERS REGARDING AGM

Dear Shareholder

Viking Mines Limited (ASX: VKA, OTCID: VKALF) ("**Viking**" or "**the Company**") will be holding its annual general meeting of shareholders at 10:00am (AWST) on Thursday, 5 November 2026 ("**Meeting**") at 15-17 Old Aberdeen Place, West Perth WA 6005.

In accordance with section 110D(1) of the *Corporations Act 2001* (Cth), the Company will not send a hard copy of the Notice of Meeting (Notice) unless a shareholder has requested, or elected to receive, documents in physical form.

The Notice is available from the Company's website: www.vikingmines.com/recent-asx-announcements/, or www.asx.com.au.

A personalised proxy form is enclosed. Proxy votes may be lodged online at <https://investor.automic.com.au/#/loginsah> or returned to the Company's share registry,

Automic Group Pty Ltd, by:

Post: Automic, GPO Box 5193, Sydney NSW 2001

Email: meetings@automicgroup.com.au or **Fax:** +61 2 8583 3040

Completed proxy voting instructions must be received by 10:00am (AWST) on Tuesday, 3 November 2026. Proxy instructions received after this time will not be valid for the Meeting.

Shareholders are encouraged to lodge directed proxy votes and submit questions in advance of the Meeting. Questions may also be raised during the Meeting.

The Notice should be read in its entirety. If you are in doubt as to the course of action you should take, you should consult your financial, legal or other professional adviser.

If you have difficulty accessing the Notice, please contact Automic on 1300 288 664 (within Australia) or +61 2 9698 5414 (overseas).

END

This announcement has been authorised for release by the Board of the Company.



Julian Woodcock
Managing Director and CEO
Viking Mines Limited

For further information, please contact:

Michaela Stanton-Cook
Company Secretary
Viking Mines Limited
contact@vikingmines.com



ACN 126 200 280

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 10:00am (WST)

DATE: **Thursday, 5 November 2026**

PLACE: 15-17 Old Aberdeen Place, West Perth WA 6005

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

This Notice of Meeting 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 4:00pm (WST) on 3 November 2026.

Shareholders are urged to vote by lodging the Proxy Form.

AGENDA

ANNUAL REPORT

To consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2026, which includes the Financial Report, the Directors' Report and the Auditor's Report.

Note: there is no requirement for Shareholders to approve the Annual Report.

RESOLUTION 1

Adoption of Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

"That, for the purposes of section 250R(2) of the Corporations Act, approval is given for the adoption of the Remuneration Report as contained in the Company's Annual Report."

Note: a vote on this Resolution is advisory only and does not bind the Directors or the Company. This Resolution is subject to a voting prohibition as set out on page 3.

RESOLUTION 2

Re-election of Director - Mr Charles Thomas

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

"That, Mr Charles Thomas, who retires in accordance with clause 13.2 of the Constitution and ASX Listing Rule 14.4 and, being eligible and offering himself for re-election, is re-elected as a Director of the Company."

RESOLUTION 3

Approval of 10% Placement Capacity

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

"That, for the purposes of ASX Listing Rule 7.1A, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement."

RESOLUTION 4

Approval of Change of Auditor

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 327B(1)(b) of the Corporations Act, Hall Chadwick WA Audit Pty Ltd, having consented in writing to act as auditor of the Company, is appointed as auditor of the Company."

RESOLUTION 5

Election of External Non-Board Endorsed Candidate - Mr Scott Bryant

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

"That Mr Scott Bryant, having nominated himself for election as a Director of the Company in accordance with Clause 13.3 of the Company's Constitution and being eligible, be elected as a Director of the Company."

VOTING PROHIBITION STATEMENT

RESOLUTION 1

Adoption of Remuneration Report

A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:

- (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member.

However, a person (the voter) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or
- (b) the voter is the Chair and the appointment of the Chair as proxy:
 - (i) does not specify the way the proxy is to vote on this Resolution; and
 - (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

VOTING EXCLUSION STATEMENT

RESOLUTION 3

Approval of 10% Placement Capacity

If at the time of the Meeting, the Company is proposed to make an issue of Equity Securities under Listing Rule 7.1A.2, pursuant to the Listing Rules, the Company will disregard any votes cast in favour of Resolution 3 by or on behalf of any persons who are 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 Shareholder), or any associate of those persons.

IMPORTANT INFORMATION

Time and place of Meeting

Notice is given that the Meeting will be held at 15-17 Old Aberdeen Place, West Perth WA 6005 on Thursday, 5 November 2026 at 10:00am (WST).

Your vote is important

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

Voting in person

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

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 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 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.

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

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

Transfer of non-chair proxy to Chair in certain circumstances: Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members; and
- the appointed proxy is not the Chair of the meeting; and

- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - the proxy is not recorded as attending the meeting; or
 - the proxy does not vote on the resolution,

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

Chair's voting intentions

The Chair intends to vote all undirected proxies **IN FAVOUR** of Resolutions 1 - 4. The Chair intends to vote all undirected proxies **AGAINST** Resolution 5. In exceptional circumstances, the Chair may change his or her voting intention on any Resolution.

Corporate representative

Any corporate Shareholder who has appointed a person to act as its corporate representative at the Meeting should provide that person with an appointment executed in accordance with the Act authorising him or her to act as that company's representative. The authority can be mailed or faxed to the Company before the Meeting or lodged at the registration desk on the day of the Meeting.

Should you have any queries in relation e matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on contact@vikingmines.com.

BY ORDER OF THE BOARD



Michaela Stanton-Cook
Company Secretary
5 October 2026

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.

ANNUAL REPORT

In accordance with the Corporations Act, the business of the Meeting will include receipt and consideration of the Annual Report, including the Financial Report, the Directors' Report and the Auditor's Report for the financial year ended 30 June 2026.

There is no requirement for Shareholders to approve the Annual Report.

At the Meeting, Shareholders will be offered the opportunity to:

- (a) discuss the Annual Report which is available online at <https://vikingmines.com/company-reports/>
- (b) ask questions about, or comment on, the management of the Company; and
- (c) ask the auditor questions about the conduct of the audit and the preparation and content of the auditor's report.

In addition to taking questions at the Meeting, written questions to the Chair about the management of the Company, or to the Company's auditor about:

- (a) the preparation and content of the auditor's report;
- (b) the conduct of the audit;
- (c) accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- (d) the independence of the auditor in relation to the conduct of the audit, may be submitted no later than five Business Days before the Meeting to

the Company Secretary at the Company's registered office.

The Company will not provide a hard copy of the Company's Annual Report to Shareholders unless specifically requested to do so.

RESOLUTION 1 - ADOPTION OF REMUNERATION REPORT

In accordance with section 250R(2) of the Corporations Act, the Company must put the Remuneration Report to the vote of Shareholders. The Directors' Report for the year ended 30 June 2026 in the Annual Report contains the Remuneration Report which sets out the remuneration policy for the Company and the remuneration arrangements in place for specified executives and non-executive Directors.

In accordance with section 250R(3) of the Corporations Act, Resolution 1 is advisory only and does not bind the Directors or the Company. If Resolution 1 is not passed, the Directors will not be required to alter any of the arrangements in the Remuneration Report.

If the Company's Remuneration Report receives a 'no' vote of 25% or more (**Strike**) at two consecutive annual general meetings, Shareholders will have the opportunity to remove the whole Board, except the Managing Director (if any).

Where a resolution on the Remuneration Report receives a Strike at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting a resolution on whether another meeting should be held (within 90 days) at which all Directors (other than the managing director, if any) who were in office at the date of approval of the applicable Directors' Report must stand for re-election.

The Company's Remuneration Report did not receive a Strike at the 2025 annual general meeting held on 12 November 2025. If the Remuneration Report receives a Strike at this Meeting, Shareholders should be aware that if a second Strike is received at the 2027 annual general meeting, this may result in the re-election of the Board.

The Chair will allow a reasonable opportunity for Shareholders as a whole to ask about or make comments on the Remuneration Report.

Resolution 1 is a non-binding resolution.

Directors' Recommendation

Given the personal interests of all Directors in the outcome of this Resolution, the Board makes no recommendation to Shareholders regarding Resolution 1.

RESOLUTION 2 - RE-ELECTION OF DIRECTOR - MR CHARLES THOMAS

Pursuant to clause 13.2 of the Constitution, one third of the Directors must retire at each annual general meeting (excluding the Managing Director) and those retiring Directors are eligible for re-election.

Clause 13.2 of the Constitution provides that the Directors to retire at an annual general meeting are those who have been longest in office since their last election, but, as between persons who became Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by drawing lots.

ASX Listing Rule 14.5 requires that an entity which has directors must hold an election of directors at each annual general meeting. Accordingly, Mr Thomas retires by rotation and, being eligible, offers himself for re-election pursuant to Resolution 2.

Qualifications and other material directorships

Mr Thomas is an Executive Director and Founding Partner of GTT Ventures, a boutique corporate advisory firm, and has worked in the financial services industry for more than 20 years with extensive experience in capital markets and the structuring of corporate transactions.

Mr Thomas has significant experience serving on numerous ASX-listed boards spanning the mining, resources and technology sectors, and has been responsible for the sourcing and funding of numerous projects for those companies. Mr Thomas holds a Bachelor of

Commerce from the University of Western Australia, majoring in Corporate Finance.

Mr Thomas is currently Executive Chairman of Marquee Resources Limited (ASX: MQR), and Non-Executive Chairman of High-Tech Metals Ltd (ASX: HTM) and GCM Corporation Limited (ASX: GCM).

Corporate governance

Mr Thomas was appointed as a Director on 19 April 2022 and was last re-elected at the 2023 Annual General Meeting held on 22 November 2023.

Mr Thomas has confirmed that he considers he will have sufficient time to fulfil his responsibilities as Non-Executive Chair of the Company and does not consider his other roles will interfere with those responsibilities.

Mr Thomas is a director of GTT Ventures Pty Ltd, which has provided corporate advisory services to the Company. Details of Mr Thomas's interests, positions, associations and relationships are set out in the Company's 2026 Annual Report and Corporate Governance Statement.

If re-elected, the Board does not consider Mr Thomas to be an independent Director, due to his role as a director of GTT Ventures Pty Ltd, which has provided professional advisory services to the Company. This is consistent with the position disclosed in the Company's Corporate Governance Statement.

Resolution 2 is an ordinary resolution.

Directors' Recommendation

The Board (other than Mr Thomas) recommends Shareholders vote in favour of Resolution 2 on the basis that Mr Thomas's skills and experience have added, and are expected to continue to add, significant value to the Company.

RESOLUTION 3 - APPROVAL OF 10% PLACEMENT CAPACITY

ASX Listing Rule 7.1A provides that an Eligible Entity (as defined below) may seek shareholder approval by special resolution passed at an annual general meeting to have the capacity to issue up to that number of Equity Securities

equal to 10% of its issued capital as calculated in accordance with the formula in ASX Listing Rule 7.1A.2 (**10% Placement Capacity**) without using that entity's existing 15% annual placement capacity granted under ASX Listing Rule 7.1.

Resolution 3 seeks Shareholder approval to provide the Company with the ability to issue Equity Securities under the 10% Placement Capacity during the 10% Placement Period (as defined below). If Shareholders approve Resolution 3, the number of Equity Securities the Company may issue under the 10% Placement Capacity will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 (refer below).

If Resolution 3 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in ASX Listing Rules 7.1 and 7.1A during the 10% Placement Period without any further Shareholder approval.

If Resolution 3 is not passed, the Company will not be able to access the additional 10% Placement Capacity to issue Equity Securities without Shareholder approval provided for in ASX Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in ASX Listing Rule 7.1.

Resolution 3 is a special resolution.

Accordingly, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative) must be in favour of Resolution 3 for it to be passed.

Listing Rule 7.1A

Is the Company an Eligible Entity?

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

- (i) is not included in the S&P/ASX 300 Index; and
- (ii) has a maximum market capitalisation (excluding restricted securities and securities quoted on a deferred settlement basis) of \$300,000,000.

As at the date of this Notice, the Company is an Eligible Entity as it is not included in the S&P/ASX 300 Index and has a current market capitalisation of less than \$300,000,000

What Equity Securities can be issued?

Any Equity Securities issued under the 10% Placement Capacity must be in the same class as an existing quoted class of Equity Securities of the eligible entity.

As at the date of the Notice, the Company has on issue one quoted class of Equity Securities, being Shares.

How many Equity Securities can be issued?

Listing Rule 7.1A.2 provides that under the approved 10% Placement Capacity, the Company may issue or agree to issue a number of Equity Securities calculated in accordance with the following formula:

$$(A \times D) - E$$

Where:

A = is the number of Shares on issue at the commencement of the Relevant Period:

- plus, the number of fully paid Shares issued in the Relevant Period under an exception in Listing Rule 7.2 other than exception 9, 16 or 17;
- plus, the number of fully paid Shares issued in the Relevant Period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:
 - the convertible securities were issued or agreed to be issued before the commencement of the Relevant Period; or
 - the issue of, or agreement to issue, the convertible securities was approved, or taken under the Listing Rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4;
- plus, the number of fully paid Shares issued in the Relevant Period under an agreement to issue securities within Listing Rule 7.2 exception 16 where:

- the agreement was entered into before the commencement of the Relevant Period; or
- the agreement or issue was approved, or taken under the Listing Rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4;
- plus, the number of partly paid Shares that became fully paid Shares in the Relevant Period;
- plus, the number of fully paid Shares issued in the Relevant Period with approval under Listing Rules 7.1 or 7.4; and
- less the number of fully paid Shares cancelled in the Relevant Period.

Note that 'A' has the same meaning in Listing Rule 7.1 when calculating the Company's 15% annual placement capacity and 'Relevant Period' has the relevant meaning given in Listing Rule 7.1 and 7.1A.2, namely, the 12 month-period immediately preceding the date of the issue or agreement.

D = is 10%.

E = is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue, where the issue or agreement has not been subsequently approved by Shareholders under Listing Rule 7.4.

What is the interaction with Listing Rule 7.1?

The Company's ability to issue Equity Securities under Listing Rule 7.1A will be in addition to its 15% annual placement capacity under Listing Rule 7.1.

At what price can the Equity Securities be issued?

Any Equity Securities issued under Listing Rule 7.1A must be issued for a cash consideration per Equity Security which is not less than 75% of the VWAP of Equity Securities in the same class calculated over the 15 Trading Days on which trades in that class were recorded immediately before:

- (a) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the Equity Securities; or
- (b) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph (i) above, the date on which the Equity Securities are issued,

(Minimum Issue Price).

When can Equity Securities be issued?

Shareholder approval of the 10% Placement Capacity under Listing Rule 7.1A will be valid from the date of the Meeting and will expire on the earlier of:

- (a) the date that is 12 months after the date of the Meeting;
- (b) the time and date of the Company's next annual general meeting; or
- (c) the time and date of Shareholder approval of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking),

(10% Placement Period).

What is the effect of Resolution 3?

The effect of Resolution 3 will be to allow the Company to issue the Equity Securities under Listing Rule 7.1A during the 10% Placement Period without further Shareholder approval or using the Company's 15% annual placement capacity under Listing Rule 7.1.

Technical information required by ASX Listing Rule 7.3A

Pursuant to and in accordance with ASX Listing Rule 7.3A, the information below is provided in relation to this Resolution 3:

Minimum Price

Where the Company issues Equity Securities under the 10% Placement Capacity, it will only do so for cash consideration and the issue price will be not less than the Minimum Issue Price (refer above).

Date of Issue

The Company will only issue the Equity Securities under the 10% Placement Capacity during the 10% Placement Period (refer above).

Risk of voting dilution

Any issue of Equity Securities under the 10% Placement Capacity will dilute the interests of Shareholders who do not receive any Equity Securities under the issue.

If Resolution 3 is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 10% Placement Capacity, the existing Shareholders' economic and voting power in the Company may be diluted as shown in the table below (in the case of convertible Securities, only if the

convertible Securities are converted into Shares).

The table below shows the dilution of existing Shareholders based on the current market price of Shares and the current number of Shares for Variable 'A' calculated in accordance with the formula in Listing Rule 7.1A.2 (see above) as at the date of this Notice (**Variable A**), with:

- (i) two examples where Variable A has increased, by 50% and 100%; and
- (ii) two examples of where the issue price of Shares has decreased by 50% and increased by 100% as against the current market price.

*Variable 'A'	Number of Shares issued and funds raised under the 10% Placement Capacity and dilution effect	Dilution		
		\$0.006 Issue price at half the current market price	\$0.012 Issue price at current market price	\$0.024 Issue price at double the current market price
Current variable A 2,512,643,185 Shares	Shares issued - 10% voting dilution	251,264,319 Shares	251,264,319 Shares	251,264,319 Shares
	Funds raised	\$1,507,586	\$1,507,586	\$1,507,586
50% increase in current variable A 3,768,964,778 Shares	Shares issued - 10% voting dilution	376,896,478 Shares	376,896,478 Shares	376,896,478 Shares
	Funds raised	\$2,261,379	\$2,261,379	\$2,261,379
100% increase in current variable A 5,025,286,370 Shares	Shares issued - 10% voting dilution	502,528,637 Shares	502,528,637 Shares	502,528,637 Shares
	Funds raised	\$3,015,172	\$3,015,172	\$3,015,172

*The number of Shares on issue (Variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.

The table above is based on the following assumptions:

1. There are currently 2,512,643,185 Shares on issue.
2. The issue price set out above is the closing price of Shares on the ASX on 23 September 2026.
3. The Company issues the maximum possible number of Equity Securities under the 10% Placement Capacity.
4. The Company has not issued any Equity Securities in the 12 months prior to the meeting that were not issued under an exception in ASX Listing Rule 7.2 or with approval under ASX Listing Rule 7.1 or 7.4.
5. The issue of Equity Securities under the 10% Placement Capacity consists only of Shares. It is assumed that no convertible Securities are exercised or converted into Shares before the date of issue of the Equity Securities.
6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
7. This table does not set out any dilution pursuant to approvals under ASX Listing Rule 7.1 unless otherwise disclosed.
8. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
9. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Capacity, based on that Shareholder's holding at the date of the Meeting.
10. The table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1.

Shareholders should note that there is a risk that:

- (a) the market price for the Company's Equity Securities may be significantly lower on the issue date than on the date of the Meeting; and
- (b) the Equity Securities may be issued at a price that is at a discount to the market price for those Equity Securities on the date of issue, which may have an effect on the amount of funds raised by the issue of the Equity Securities.

Purpose of Issue under 10% Placement Capacity

The Company can issue Equity Securities under the 10% Placement Capacity for cash consideration only, in which case the Company intends to use funds raised towards an acquisition of new business assets and/or investments (including expenses associated with such acquisitions), continued expenditure on the Company's current assets and/or general working capital.

Compliance with Listing Rule 7.1A.4

In accordance with Listing Rule 7.1A.4, when the Company issues Equity Securities pursuant to the 10% Placement Capacity, it must:

- (a) state in its announcement of the proposed issue under Listing Rule 3.10.3 or in its application for quotation of the securities under Listing Rule 2.7 that the securities are being issued under Listing Rule 7.1A; and
- (b) give to ASX immediately after the issue a list of names of the persons to whom the Company issued the Equity Securities and the number of Equity Securities issued to each. This list is not for release to the market.

Allocation policy under the 10% Placement Capacity

The recipients of the Equity Securities to be issued under the 10% Placement Capacity have not yet been determined and therefore no voting exclusion statement is required. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company. The Company will determine the recipients at the time of the issue under the 10% Placement Capacity, having regard to the following factors:

- (a) the purpose of the issue;
- (b) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue or other offer where existing Shareholders may participate;
- (c) the effect of the issue of the Equity Securities on the control of the Company;
- (d) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;

- (e) prevailing market conditions; and
- (f) advice from corporate, financial, and broking advisers (if applicable).

Further, if the Company is successful in acquiring new resources, assets, or investments, it is likely that the recipients under the 10% Placement Capacity will be vendors of the new resources, assets, or investments.

Previous approval under ASX Listing Rule 7.1A

The Company previously obtained approval from its Shareholders pursuant to ASX Listing Rule 7.1A at its annual general meeting held on 12 November 2025 (**Previous Approval**).

In the 12 months preceding the date of the Meeting, the Company issued 135,975,455 Shares pursuant to ASX Listing Rule 7.1A.2, representing approximately 8.00% of the total number of Equity Securities on issue at the commencement of that 12-month period.

The following information is provided in accordance with ASX Listing Rule 7.3A.6(b) in respect of the previous issues:

December 2025 Placement	
Date of issue	23 Dec 2025
Number and class of Equity Securities issued	135,975,455 fully paid ordinary Shares
Terms of securities	The Shares were fully paid ordinary shares ranking equally with the Company's existing Shares on issue.
Issue price	\$0.005 per Share
Discount to closing market price on date of issue	25%
Total cash consideration received	\$679,877 (before costs)
Use of funds	Funds raised under the Placement were applied towards advancing the Company's Nevada Tungsten Projects, including exploration and development activities, and general working capital.
Amount of cash remaining	nil

The Shares formed part of a placement to professional and sophisticated investors. The participants were identified through a bookbuild process undertaken in connection with the Placement.

No recipients of the Shares issued under Listing Rule 7.1A were related parties of the Company. None of the placement participants were material investors that are required to be disclosed under Guidance Note 21.

Voting exclusion statement

At the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A and has not approached any particular existing Shareholder or security holder or an identifiable class of existing security holder to participate in any such issue.

However, in the event that between the date of the Notice and the date of the Meeting, the Company proposes to make an issue of Equity Securities under Listing Rule 7.1A to one or more existing Shareholders, those Shareholders' votes will be excluded under the voting exclusion statement in the Notice.

Directors' Recommendation

The Board recommends Shareholders vote in favour of Resolution 3.

RESOLUTION 4 - APPROVAL OF CHANGE OF AUDITOR

The Board has resolved to seek the approval of shareholders to appoint Hall Chadwick WA Audit Pty Ltd (**Hall Chadwick**) as the Company's auditor based on the firm's reputation and experience.

As a consequence, Horizon Nexus (WA) Audit Pty Ltd formerly, Nexia Perth Audit Services Pty Ltd, has confirmed to the Company that it will apply under section 329(5) of the *Corporations Act* for ASIC's consent to resign as auditor of the Company. As at the date of this notice, ASIC's consent to the resignation has not been received.

Accordingly, Resolution 4 seeks the approval of Shareholders to appoint Hall Chadwick as the Company's auditor.

The Company has received written notice of nomination from a member of the Company for Hall Chadwick to be appointed as the

Company's auditor, in accordance with section 328B of the Corporations Act. A copy of the notice of nomination is attached to this Explanatory Memorandum as Schedule 1.

Hall Chadwick has given, and has not withdrawn, its written consent to act as the Company's auditor in accordance with section 328A(1) of the Corporations Act, and has confirmed its consent to act is subject to the receipt of ASIC's consent to the resignation of Horizon Nexus (WA) Audit Pty Ltd before or within a reasonable period of time after the date of this Meeting.

Directors' Recommendation

The Board recommends Shareholders vote in favour of Resolution 4.

RESOLUTION 5 - ELECTION OF EXTERNAL NON-BOARD ENDORSED CANDIDATE - MR SCOTT BRYANT

In accordance with Clause 13.3 of the Company's Constitution, one external non-Board endorsed candidate, Mr Scott Bryant, has offered himself for election. Mr Bryant has been assessed by the Board as being independent.

The Company received Mr Bryant's notice of candidature and signed consent to act on 17 September 2026, prior to the closing date for director nominations of 10:00am (AWST) on Thursday, 24 September 2026. The Company is undertaking standard screening checks to verify the experience, education, criminal and bankruptcy history of Mr Bryant as nominee.

Qualifications and other material directorships

Mr Bryant is a retired United States federal investment and portfolio-management professional with more than two decades of experience at the U.S. Department of Veterans Affairs. His career included responsibility for a five-investment health-services portfolio comprising approximately 65 to 80 active projects, with experience in capital stewardship, investment governance, risk management, schedule and budget oversight,

project accountability, information systems and performance reporting.

Mr Bryant holds an MBA and a Master of Science in Management Information Systems from the University of South Florida, a Bachelor of Science in Information Systems Management, and a Master's Certificate in Project Management from the George Washington University School of Business. He is a U.S. Army veteran. Since retiring from federal service in 2025, Mr Bryant has conducted independent, self-directed analysis of critical-mineral supply chains, with a particular focus on tungsten, U.S. industrial policy, processing constraints and the development of qualified domestic supply.

Mr Bryant is based in the United States. He does not hold, and has not recently held, any material directorships of listed or other companies.

Corporate governance

Mr Bryant has not previously served as a Director of the Company. Mr Bryant has advised the Company that he holds a beneficial interest in approximately 1,650,000 Shares held through a custodian/nominee arrangement, and that he also holds minority personal investments in other tungsten-sector companies, including American Tungsten Corp. Mr Bryant has confirmed that he considers he will have sufficient time to fulfil his responsibilities as a Director and, if elected, is willing to travel as Board responsibilities require.

Resolution 5 is an ordinary resolution.

Directors' Recommendation

The Board recommends Shareholders vote **AGAINST** Resolution 5 on the basis that the Board considers that it currently has an appropriate range and mix of skills, expertise and experience to properly fulfil its duties, and does not consider that the appointment of an additional Director is in the best interests of the Company at this time.

GLOSSARY

\$ means Australian dollars.

Annual General Meeting or **Meeting** means the meeting convened by the Notice, and any other adjournment thereof.

Annual Report means the Directors' Report, the Financial Report, and Auditor's Report, in respect to the year ended 30 June 2026.

ASIC means the Australian Securities and Investments Commission.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

ASX Listing Rules or **Listing Rules** means the Listing Rules of ASX.

ASX Operating Rules means the Operating Rules of ASX.

Auditor's Report means the auditor's report contained in the Annual Report.

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, or a day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Closely 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)* for the purposes of the definition of 'closely related party' in the Corporations Act.

Company means Viking Mines Limited (ACN 126 200 280).

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

Directors' Report means the annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

Explanatory Statement means the explanatory statement accompanying the Notice.

Equity Securities includes a Share, a right to a Share or Option, an Option, a convertible security, and any security that ASX decides to classify as an Equity Security.

Financial Report means the annual financial report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

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.

Meeting means the annual general meeting convened by the Notice.

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

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report contained in the Annual Report.

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.

Securities means any Equity Securities of the Company (including Shares, Options, Performance Rights and/or Performance Shares).

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

Shareholder means a registered holder of a Share.

Trading Day has the meaning given in the ASX Listing Rules.

Variable A means "A" as set out in the formula in ASX Listing Rule 7.1A(2).

VWAP has the meaning given to the term 'volume weighted average market price' in the ASX Listing Rules.

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

SCHEDULE 1 - AUDITOR NOMINATION

25 September 2026

The Directors
Viking Mines Limited
15-17 Old Aberdeen Place
WEST PERTH WA 6005

Dear Directors

RE: Auditor Nomination

I, Julian Stephens, as trustee for the One Way Trust, being a shareholder of Viking Mines Limited (**Company**), nominate Hall Chadwick WA Audit Pty Ltd in accordance with section 328B(1) of the *Corporations Act 2001* (Cth) (**Act**), to be appointed as the Company's auditor.

Please distribute copies of this notice of this nomination as required by section 328B(3) of the Act.

Yours faithfully



Julian Stephens
ATF One Way Trust



Viking Mines Limited | ABN 38 126 200 280

Proxy Voting Form

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

Your proxy voting instruction must be received by **10:00am (AWST) on Tuesday, 03 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)

