

NOTICE OF 2026 AGM AND PROXY FORM

Altitude Minerals Ltd (**Altitude** or **Company**) (**ASX: ATT**) refers to the notice of annual general meeting (AGM) and accompanying explanatory notes released to ASX on 12 October 2026 (together, the Notice of Meeting) in respect of an Annual General Meeting of the Company's shareholders (Shareholders).

The Meeting will be held:

Date: Wednesday 11 November 2026
Time: 10:00am
Location: Offices of Grant Thornton Australia Limited
Level 3, 170 Frome Street, Adelaide, SA

Please find attached the following documents providing further information on the Meeting:

- Shareholder notice and access letter
- Notice of Meeting
- Sample Proxy Form

The above documents will be despatched to the Company's shareholders today, in accordance with their communication preferences. Copies of the documents are also available from the Company's website.

Authorised for release by the Company Secretary of Altitude Minerals Ltd.

For further information, please get in touch.

Jarek Kopias
Company Secretary
Altitude Minerals Ltd
+61 418 823 574

12 October 2026

Letter to Shareholders regarding upcoming Annual General Meeting of Shareholders

Altitude Minerals Ltd (**Altitude** or **Company**) (**ASX: ATT**) advises an Annual General Meeting will be held in person at the offices of Grant Thornton Australia Limited, Level 3, 170 Frome Street, Adelaide, South Australia on Wednesday, 11 November 2026 at 10:00am (ACDT) (**AGM**).

Notice of Meeting

The Notice of Meeting and explanatory notes (**Notice of Meeting**) for the AGM is available online and can be viewed and downloaded by shareholders of the Company (**Shareholders**) from the Company's website at <https://altitudeminerals.com/asx-announcements/> or the Company's ASX market announcements platform at www.asx.com.au (ASX: ATT).

In accordance with sections 110C-110K of the Corporations Act 2001 (Cth) (as inserted by the Treasury Laws Amendment (2021 Measures No.1) Act 2021 (Cth), Shareholders will not be sent a hard copy of the Notice of Meeting or Proxy Form unless Shareholders have already notified the Company that they wish to receive documents such as the Notice of Meeting and Proxy Form in hard copy.

Voting by Proxy

Online Scan the QR code below using your smartphone 	Lodge the Proxy Form online at https://singleholding.automic.com.au/login by following the instructions: 1. Login to the Automic website using the holding details as shown on your holding statement. 2. Click on 'Meetings' - 'Vote'. To use the online lodgement facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown at the top of your holding statement.
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For further information on the online proxy lodgement process, or if you require a hard copy Proxy Form, please contact the Company's Share Registry, Automic Registry Services (**Automic**), at hello@automicgroup.com.au or via phone on 1300 288 664 (within Australia) or +61 2 9698 5414 (overseas).

Shareholder queries in relation to the Meeting

Shareholders can contact the Company Secretary with any questions prior to the meeting via email at info@altitudeminerals.com.

Copies of all Meeting related material including the Notice of Meeting, are available to download from the Company's website and the Company's ASX market announcements platform. In the event it is necessary or appropriate for the Company to make alternative arrangements for the Meeting, information will be provided to Shareholders via the ASX and the Company's website.

Yours sincerely

Altitude Minerals Ltd
Jarek Kopias
Company Secretary



ALTITUDE MINERALS LTD

ACN 650 673 500

NOTICE OF ANNUAL GENERAL MEETING

EXPLANATORY NOTES

PROXY FORM

Date of Meeting

Wednesday 11 November 2026

Time of Meeting

10:00am (ACDT) (Adelaide time)

Place of Meeting

Offices of Grant Thornton Australia Limited
Level 3, 170 Frome Street
Adelaide, South Australia

ALTITUDE MINERALS LTD
ACN 650 673 500

NOTICE OF 2026 ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Shareholders of Altitude Minerals Ltd ("Company or Altitude Minerals") will be held at the offices of Grant Thornton, Level 3, 170 Frome Street, Adelaide, South Australia on Wednesday 11 November 2026 at 10:00am ACDT.

The business to be considered at the Annual General Meeting is set out below.

This Notice of Meeting should be read in its entirety in conjunction with the accompanying Explanatory Notes, which form part of this Notice of Meeting and contain information in relation to the following Resolutions. If you are in any doubt as to how you should vote on the Resolutions set out in this Notice of Meeting, you should consult your financial or other professional adviser. Defined terms used in this Notice of Meeting have the meanings given to those terms in the Glossary at the end of the Explanatory Notes.

GENERAL BUSINESS

2026 Financial Statements

To receive, consider and discuss the Company's annual financial report including the Directors' Declaration for the year ended 30 June 2026 and the accompanying Directors' Report, Remuneration Report and Auditor's Report.

ORDINARY BUSINESS

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 the Remuneration Report that forms part of the annual financial report of the Company for the year ended 30 June 2026 be adopted for the purpose of section 250R(2) of the Corporations Act."

Note: Section 250R(3) of the Corporations Act provides that the vote on this Resolution is advisory only and does not bind the Directors or the Company.

Resolution 2 – Re-election of Mr Christopher Sutherland as a Director of the Company

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

"That Mr Christopher Sutherland, a Director retiring by rotation in accordance with clause 7.3 of the Constitution of the Company and ASX Listing Rule 14.4, being eligible, and having offered himself for re-election, be re-elected as a Director of the Company."

Resolution 3 – Election of Dr Paul Kitto as a Director of the Company

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

"That, Dr Paul Kitto, a Director who was appointed as an additional Director in accordance with clause 7.3 of the Constitution of the Company and ASX Listing Rule 14.4, being eligible, and having offered himself for re-election, be re-elected as a Director of the Company."

SPECIAL BUSINESS

Resolution 4 – Adoption of Incentive Plan

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

“That, for the purpose of ASX Listing Rule 7.2(exception 13(b)), 200E of the Corporations Act and for all other purposes, approval is given for the Company to adopt the Incentive Plan and for the issue of a maximum of 75,000,000 Equity Securities under the Incentive Plan, on the terms and conditions set out in the Explanatory Notes.”

Resolution 5 - Increase in non-executive Directors’ fee pool

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

“That pursuant to and in accordance with Listing Rule 10.17, clause 7.5 of the Constitution and for all other purposes, the maximum aggregate amount of Directors’ fees payable to non-executive Directors be increased by \$100,000 from \$250,000 to \$350,000 per annum.”

Resolution 6 - Approval of 10% Additional Placement Capacity

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as a Special Resolution:

“That, for the purpose of ASX Listing Rule 7.1A, approval is given for the Company to have the additional capacity to issue Equity Securities totalling up to 10% of the fully paid ordinary issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2, over a 12 month period from the date of the Meeting, at a price not less than that determined pursuant to ASX Listing Rule 7.1A.3 and otherwise on the terms and conditions described in the Explanatory Notes.”

Resolution 7 - Issue Performance Rights to Mr Duncan Chessell

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

“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the issue of Performance Rights to Mr Duncan Chessell (or his nominee) on the terms and conditions set out in the Notice of Meeting and Explanatory Notes.”

Resolution 8 - Issue Incentive Options to Mr Duncan Chessell

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

“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the issue of 45,000,000 Incentive Options to Mr Duncan Chessell (or his nominee) under the Company’s Incentive Plan on the terms and conditions set out in the Notice of Meeting and Explanatory Notes.”

Resolution 9 - Issue Incentive Options to Mr Christopher Sutherland

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

“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the issue of 8,000,000 Incentive Options to Mr Christopher Sutherland (or his nominee) under the Company’s Incentive Plan on the terms and conditions set out in the Notice of Meeting and Explanatory Notes.”

Resolution 10 - Issue Incentive Options to Mr Peter McIntyre

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

“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the issue of 8,000,000 Incentive Options to Mr Peter McIntyre (or his nominee) under the Company’s Incentive Plan on the terms and conditions set out in the Notice of Meeting and Explanatory Notes.”

Resolution 11 - Issue Incentive Options to Mr Tony Belperio

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the issue of 8,000,000 Incentive Options to Mr Tony Belperio (or his nominee) under the Company's Incentive Plan on the terms and conditions set out in the Notice of Meeting and Explanatory Notes."

Resolution 12 - Issue Initial Options and Incentive Options to Dr Paul Kitto

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the issue of 5,000,000 Initial Options and 8,000,000 Incentive Options to Dr Paul Kitto (or his nominee) under the Company's Incentive Plan on the terms and conditions set out in the Notice of Meeting and Explanatory Notes."

VOTING INFORMATION, EXCLUSIONS AND PROHIBITIONS

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

Voting prohibition statement in relation to Resolution 1

A vote on this Resolution must not be cast (in any capacity) on the Resolution 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, such 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 of the Meeting and the appointment of the Chair of the Meeting as proxy:
 - i) does not specify the way the proxy is to vote on this Resolution; and
 - ii) expressly authorises the Chair of the Meeting 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 exclusions and voting restriction in relation to Resolution 4

In accordance with the ASX Listing Rules, the Company will disregard any votes cast in favour of this Resolution by or on behalf of a any person who is eligible to participate in the Incentive Plan and any of their respective Associates.

However, the Company need not disregard a vote cast in favour of this Resolution by:

- a) a person who is appointed as a proxy or attorney for a person who is entitled to vote, in accordance with the directions given to that proxy or attorney in writing that specifies the way the proxy is to vote on this Resolution; or
- b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair of the Meeting to vote on the Resolution as the Chair decides;
- c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an Associate of a person excluded from voting on this Resolution; and
 - ii) the holder votes on this Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Further, in accordance with the Corporations Act, a vote must not be cast on this Resolution (and will be taken not to have been cast if cast contrary to this restriction) by any participants or potential participants in the Incentive Plan and their respective Associates, otherwise the benefit of the Resolution for the purpose of section 200E of the Corporations Act will be lost by such a person in relation to that person's future retirement. However, a vote may be cast by such person if it is cast by that person as a proxy appointed by writing that specifies how the proxy is to vote on this Resolution and it is not cast on behalf of a participant or potential participant in the Incentive Plan or their Associates.

A vote on this Resolution must not be cast (in any capacity) on the Resolution 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, such 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 of the Meeting and the appointment of the Chair of the Meeting as proxy:
 - i) does not specify the way the proxy is to vote on this Resolution; and
 - ii) expressly authorises the Chair of the Meeting 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 exclusions and voting restriction in relation to Resolution 5

In accordance with the ASX Listing Rules, the Company will disregard any votes cast in favour of this Resolution by or on behalf of a Director or an associate of that person or those persons.

A vote on this Resolution must not be cast (in any capacity) by or on behalf of a Director or an Associate of a Director. However, this does not apply to a vote if it is cast in favour of the Resolution by:

- a) a person as a proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with 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 of the Meeting to vote on the Resolution as the Chair of the Meeting 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.

Additionally, the Company will disregard any votes cast on this Resolution by any person who is either a member of the Key Management Personnel or a Closely Related Party of such a member, unless:

- a) it is cast by the person as proxy for a person who is entitled to vote, in accordance with directions on the Proxy Form; or
- b) it is cast by the Chair of the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

Voting exclusions in relation to Resolution 6

As at the date of this Notice, the Company is not currently proposing to make an issue of Equity Securities under ASX Listing Rule 7.1A.2, a voting exclusion statement is not required.

Voting exclusions and voting restriction in relation to Resolution 7 and Resolution 8

In accordance with the ASX Listing Rules, the Company will disregard any votes cast in favour of these Resolutions by Mr Duncan Chessell and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Incentive Plan or their Associate.

However, this does not apply to a vote cast in favour of a 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 on the Proxy Form to vote on the Resolution as the Chair of the Meeting 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.

A vote on these Resolutions must not be cast (in any capacity) on the Resolutions 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, such person (the voter) described above may cast a vote on these Resolutions 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 these Resolutions; or
- b) the voter is the Chair of the Meeting and the appointment of the Chair of the Meeting as proxy:
 - i) does not specify the way the proxy is to vote on these Resolutions; and
 - ii) expressly authorises the Chair of the Meeting to exercise the proxy even though these Resolutions is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Further, in accordance with the Corporations Act, a vote must not be cast on these Resolutions (and will be taken not to have been cast if cast contrary to these restrictions) by Mr Duncan Chessell and any Associates of Mr Chessell.

Voting exclusions and voting restriction in relation to Resolution 9

In accordance with the ASX Listing Rules, the Company will disregard any votes cast in favour of this Resolution by Mr Christopher Sutherland and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Incentive Plan or their Associate.

However, this does not apply to a vote cast in favour of a 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 on the Proxy Form to vote on the Resolution as the Chair of the Meeting 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.

A vote on this Resolutions must not be cast (in any capacity) on the Resolution 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, such 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 Resolutions; or
- b) the voter is the Chair of the Meeting and the appointment of the Chair of the Meeting as proxy:
 - i) does not specify the way the proxy is to vote on this Resolution; and
 - ii) expressly authorises the Chair of the Meeting to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Further, in accordance with the Corporations Act, a vote must not be cast on this Resolution (and will be taken not to have been cast if cast contrary to these restrictions) by Mr Sutherland and any Associates of Mr Sutherland.

Voting exclusions and voting restriction in relation to Resolution 10

In accordance with the ASX Listing Rules, the Company will disregard any votes cast in favour of this Resolution by Mr Peter McIntyre and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Incentive Plan or their Associate.

However, this does not apply to a vote cast in favour of a 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 on the Proxy Form to vote on the Resolution as the Chair of the Meeting 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.

A vote on this Resolutions must not be cast (in any capacity) on the Resolution 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, such 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 Resolutions; or
- b) the voter is the Chair of the Meeting and the appointment of the Chair of the Meeting as proxy:
 - i) does not specify the way the proxy is to vote on this Resolution; and
 - ii) expressly authorises the Chair of the Meeting to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Further, in accordance with the Corporations Act, a vote must not be cast on this Resolution (and will be taken not to have been cast if cast contrary to these restrictions) by Mr McIntyre and any Associates of Mr McIntyre.

Voting exclusions and voting restriction in relation to Resolution 11

In accordance with the ASX Listing Rules, the Company will disregard any votes cast in favour of this Resolution by Mr Tony Belperio and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Incentive Plan or their Associate.

However, this does not apply to a vote cast in favour of a 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 on the Proxy Form to vote on the Resolution as the Chair of the Meeting 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.

A vote on this Resolutions must not be cast (in any capacity) on the Resolution 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, such 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 Resolutions; or
- b) the voter is the Chair of the Meeting and the appointment of the Chair of the Meeting as proxy:
 - i) does not specify the way the proxy is to vote on this Resolution; and
 - ii) expressly authorises the Chair of the Meeting to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Further, in accordance with the Corporations Act, a vote must not be cast on this Resolution (and will be taken not to have been cast if cast contrary to these restrictions) by Mr Belperio and any Associates of Mr Belperio.

Voting exclusions and voting restriction in relation to Resolution 12

In accordance with the ASX Listing Rules, the Company will disregard any votes cast in favour of this Resolution by Dr Paul Kitto and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Incentive Plan or their Associate.

However, this does not apply to a vote cast in favour of a 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 on the Proxy Form to vote on the Resolution as the Chair of the Meeting 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.

A vote on this Resolutions must not be cast (in any capacity) on the Resolution 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, such 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 Resolutions; or
- b) the voter is the Chair of the Meeting and the appointment of the Chair of the Meeting as proxy:
 - i) does not specify the way the proxy is to vote on this Resolution; and
 - ii) expressly authorises the Chair of the Meeting to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Further, in accordance with the Corporations Act, a vote must not be cast on this Resolution (and will be taken not to have been cast if cast contrary to these restrictions) by Dr Kitto and any Associates of Dr Kitto.

Important information concerning proxy votes on Resolutions 1, 4, 5, 7, 8, 9, 10, 11 and 12

The Corporations Act places certain restrictions on the ability of Key Management Personnel and their Closely Related Parties to vote on the Resolution connected directly or indirectly with the remuneration of the Key Management Personnel.

Additionally, the Company will disregard any votes cast as Resolutions 1, 4, 5, 7, 8, 9, 10, 11 and 12 by any person appointed as a proxy by any person who is either a member of the Key Management Personnel or a Closely Related Party of such a member, unless:

- a) it is cast by the person as proxy for a person who is entitled to vote, in accordance with directions on the proxy form; or
- b) it is cast by the Chair of the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

For these reasons, Shareholders who intend to vote by proxy should carefully consider the identity of their proxy and are encouraged to direct their proxy as to how to vote on all Resolutions. In particular, Shareholders who intend to appoint the Chair of the Meeting as their proxy (including an appointment by default) are encouraged to direct the Chair of the Meeting as to how to vote on all Resolutions.

If the Chair of the Meeting is appointed, or taken to be appointed, as your proxy, you can direct the Chair of the Meeting to vote for, against or abstain from voting on Resolutions 1, 4, 5, 7, 8, 9, 10, 11 and 12 by marking the box opposite the Resolutions on the Proxy Form. You should direct the Chair of the Meeting how to vote on these Resolutions.

However, if the Chair of the Meeting is your proxy and you do not direct the Chair of the Meeting how to vote in respect of Resolutions 1, 4, 5, 7, 8, 9, 10, 11 and 12 on the Proxy Form, you will be deemed to have directed and expressly authorised the Chair of the Meeting to vote your proxy in favour of these Resolutions. This express authorisation acknowledged that the Chair of the Meeting may vote your proxy even if:

- a) Resolutions 1, 4, 5, 7, 8, 9, 10, 11 and 12 are connected directly or indirectly with the remuneration of a member or members of the Key Management Personnel of the Company; and
- b) the Chair of the Meeting has an interest in the outcome of Resolutions 1, 4, 5, 7, 8, 9, 10, 11 and 12.

Voting, Attendance Entitlement and proxy

A Member who is entitled to attend and cast a vote at the Meeting and who wishes to vote on the Resolutions contained in this Notice should either attend in person at the time, date and place of the Meeting set out above or appoint a proxy or proxies to attend or vote on the Member's behalf.

A Member who is entitled to attend and cast a vote at the Meeting and who wishes to vote on the Resolutions contained in this Notice should appoint the Chairman of the Meeting as their proxy to attend and vote on the Member's behalf. Altitude Minerals encourages shareholders to **appoint the Chairman of the Meeting as their proxy**.

Shareholders are encouraged to lodge their Proxy Forms online at <https://singleholding.automic.com.au/login>.

In completing the attached Proxy Form, Members must be aware that where the Chair of the Meeting is appointed as their proxy, they will be directing the Chair of the Meeting to vote in accordance with the Chair of the Meeting's voting intention unless you indicate otherwise by marking the "For", "Against" or "Abstain" boxes. The Chair of the Meeting intends to vote undirected proxies in favour of each Resolution. Members should note that they are entitled to appoint the Chair of the Meeting as a proxy with a direction to cast the votes contrary to the Chair of the Meeting's voting intention, or to abstain from voting, on any Resolution in the Proxy Form. Also, Members may appoint, as their proxy, a person other than the Chair of the Meeting.

A proxy need not be a Member of the Company. For the convenience of Members, a Proxy Form is enclosed. A Member who is entitled to attend and cast two or more votes is entitled to appoint two proxies. Where two proxies are appointed, each appointment may specify the proportion or number of voting rights each proxy may exercise. If the Member appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes able to be cast by the appointing Member.

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 order to be valid, the Proxy Form must be received by the Company at the address specified below, along with any power of attorney or certified copy of a power of attorney (if the Proxy Form is signed pursuant to a power of attorney), by no later than 48 hours before the Meeting (i.e., by no later than 10:00am ACDT on 9 November 2026):

On-line: <https://singleholding.automic.com.au/login>

By mail: Automic
GPO BOX 5193
SYDNEY NSW 2001

By hand: Level 5, 126 Phillip Street
SYDNEY NSW 2000

By e-mail: meetings@automicgroup.com.au

Any Proxy Forms received after that time will not be valid for the Meeting.

A Member who is a body corporate may appoint a representative, including an individual, to attend the Meeting in accordance with the Corporations Act. Representatives will be required to present documentary evidence of their appointment on the day of the Meeting in accordance with section 250D of the Corporations Act.

If more than one joint holder of a Share is present at the Meeting (whether personally, by proxy, by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

For the purpose of determining the voting entitlements at the Meeting, the Directors have determined that Shares will be taken to be held by the registered holders of those Shares at 6:30pm ACDT on 9 November 2026. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

All Resolutions will be determined by way of a poll.

By order of the Board

Jarek Kopias
Company Secretary
Adelaide, 12 October 2026

ANNUAL GENERAL MEETING – EXPLANATORY NOTES

These Explanatory Notes accompanying this Notice of Meeting are incorporated in and comprise part of this Notice of Meeting and should be read in conjunction with this Notice of Meeting.

If any Shareholder is in doubt as to how they should vote, they should seek advice from their legal, financial or other professional adviser prior to voting.

Introduction

These Explanatory Notes have been prepared to provide Shareholders with material information to enable them to make an informed decision on the business to be considered at the Annual General Meeting of the Company. The Directors recommend Shareholders read these Explanatory Notes in full before making any decision in relation to the Resolutions.

Terms defined in the Notice of Meeting have the same meaning in these Explanatory Notes.

Receiving financial statements and reports

The Corporations Act requires that Shareholders consider the annual consolidated financial statements and reports of the Directors and auditor every year.

There is no requirement either in the Corporations Act or the Constitution for Shareholders to approve the financial report, the Directors' report or the auditor's report. Shareholders will be given a reasonable opportunity at the Meeting to:

- a) ask questions about, or make comments on, the management of the Company; and
- b) ask a representative of the Company's Auditor, BDO, questions relevant to:
 - 1) the conduct of the audit;
 - 2) the preparation and content of the Auditor's Report;
 - 3) the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
 - 4) the independence of the Auditor in relation to the conduct of the audit.

A Member who is entitled to cast a vote at the Meeting may submit written questions to the Company's Auditor if the question is relevant to the content of the Auditor's report or the conduct of the audit of the annual financial report. A written question must be submitted by giving the question to the Company no later than 5:00pm ACDT on Wednesday 4 November 2026, being five business days before the day on which the Meeting is to be held and, the Company will then, as soon as practicable after the question has been received, pass the question on to the Auditor.

The Chair of the Meeting will allow a reasonable opportunity at the Annual General Meeting for a representative of the Company's Auditor to answer any such written questions submitted. If the Company's Auditor has prepared written answers to written questions, the Chair of the Meeting may allow these to be tabled at the Meeting and such written answers will be available to Members as soon as practicable after the Meeting. The Company will make copies of the question list reasonably available to Members attending the Meeting.

No Resolution is required to be moved in respect of this item of general business.

GENERAL BUSINESS

Resolution 1: Adoption of Remuneration Report

The Remuneration Report for the financial year ended 30 June 2026 is set out in the Directors' Report within the 2026 Annual Financial Report, which is available on the Company's website: <https://altitudeminerals.com/>. The Remuneration Report sets out the Company's remuneration arrangements for Directors, including the Managing Director, and members of the Company's Key Management Personnel.

Section 300A of the Corporations Act requires the Directors to include a Remuneration Report in their report for the financial year. Section 250R(2) of the Corporations Act requires the Remuneration Report to be put to a vote at the Company's Annual General Meeting. The vote on the Resolution is advisory only and does not bind the Directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing remuneration practices and policies.

The Directors believe that the Company's remuneration policies and structures are appropriate relative to the size of the Company and its business. At the 2025 Annual General Meeting of the Company, more than 99% of the votes cast were in favour of the Remuneration Report.

Board Recommendation: The Board, while noting that each Director has a personal interest in their own remuneration from the Company, recommends that Shareholders vote in favour of Resolution 1.

The Chair of the Meeting intends to vote all undirected proxies in favour of Resolution 1.

Resolutions 2: Re-election of Mr Christopher Sutherland as a Director of the Company

ASX Listing Rule 14.5 provides that an entity which has directors must hold an election of directors at each annual general meeting.

Article 7.3 of the Constitution provides that at the Company's annual general meeting, one-third of the Directors, or, if their number is not a multiple of 3, then the number nearest one-third (rounded down to the nearest whole number), shall retire from office, provided always that no Director (except a Managing Director) shall hold office for a period in excess of 3 years, or until the third annual general meeting following his or her appointment, whichever is the longer, without submitting himself or herself for re-election.

Accordingly, Mr Christopher Sutherland is required to retire as Director of the Company and being eligible, has offered himself for re-election. A resume of Mr Christopher Sutherland follows:

Mr Christopher Sutherland (Non-Executive Director)

Mr Sutherland is an experienced executive who has held senior management positions in various engineering, maintenance, and contracting businesses with operations in Australia, Asia, Europe and the USA. He holds a Bachelor of Engineering (UWA) and completed the Advanced Management Program at Harvard Business School in 2001. For 20 years, he was in various engineering and management roles with leading engineering companies including Clough and WorleyParsons. He was then appointed Managing Director and Group CEO of Programmed from January 2008 until his retirement in September 2019. Programmed was a major public listed ASX company until October 2017 when it was acquired (for an enterprise value of A\$1 billion) by a major Japanese company. He is currently Chair of the Fremantle Port Authority.

The Board considers Mr Sutherland to be an independent Director.

Mr Sutherland has been a Director of the Company since 2 June 2021.

Board Recommendation: The Directors (other than Mr Sutherland who is not entitled to make, and does not make, a recommendation in relation to the Resolution) recommend that Shareholders vote in favour of Resolution 2 and advise that they intend to vote any Shares in which they hold or control in favour of Resolution 2.

The Chair of the Meeting intends to vote all undirected proxies in favour of Resolution 2.

Resolutions 3: Election of Dr Paul Kitto as a Director of the Company

ASX Listing Rule 14.4 and Article 7.3 of the Constitution provide that a director appointed as an addition to the board must not hold office past the next annual general meeting of the Company.

Accordingly, Dr Paul Kitto is required to retire as Director of the Company and being eligible, has offered himself for re-election. A resume of Paul Kitto follows:

Dr Paul Kitto (Non-Executive Director)

Dr Kitto has held senior leadership roles with Newcrest Mining and Gold Fields and has led exploration programs across Africa, Australia, Papua New Guinea and the former Soviet Union. At Ampella Mining, he identified and acquired the Batie West Project in Burkina Faso and Cote d'Ivoire, which grew to more than 10Moz of gold. He is currently a Non-Executive Director of Tier-1 rare earths developer Meteoric Resources (ASX: MEI), Saudi Arabia-focused explorer Peako Limited (ASX: PKO) and Morocco-focused explorer Stella Africa Gold (TSX-V: SPX.V). Dr Kitto holds a PhD from the University of Tasmania's Centre for Ore Deposit Research (CODES).

The Board considers Dr Kitto to be an independent Director.

Dr Kitto has been a Director of the Company since 8 September 2026.

Board Recommendation: The Directors (other than Dr Kitto who is not entitled to make, and does not make, a recommendation in relation to the Resolution) recommend that Shareholders vote in favour of Resolution 3 and advise that they intend to vote any Shares in which they hold or control in favour of Resolution 3.

The Chair of the Meeting intends to vote all undirected proxies in favour of Resolution 3.

Resolution 4: Adoption of Incentive Plan

Background

The Company has established a remuneration plan called the Incentive Plan as part of the overall remuneration strategy of the Company. The Incentive Plan provides, among other things, for the grant of Options and Performance Rights to subscribe for Shares to contractors, employees, directors and executives of the Company and its associated bodies corporate who are invited by the

board to participate in the Incentive Plan. A copy of the Incentive Plan rules is available on the Company's website <https://altitudeminerals.com/corporate-governance/>.

The Incentive Plan is designed to provide the Company's contractors, employees, directors and executives with an incentive to maximise the return to Members over the long term and to assist in the attraction and retention of key contractors, employees, directors and executives.

Reason for approval

Under ASX Listing Rule 7.1, the Company may not, without Members' approval, issue Equity Securities of more than 15% of its total issued securities within a 12-month period.

However, under ASX Listing Rule 7.2 exception 13(b), an issue of Equity Securities by the Company under an employee incentive scheme will not be included in the calculation of the 15% if within 3 years before the date of issue, holders of Shares have approved the issue of Equity Securities under the scheme as an exception to ASX Listing Rule 7.1. As a result, the Company seeks approval under ASX Listing Rule 7.2 exception 13(b) so that issues of Options and Performance Rights under the Incentive Plan (and issues of the Shares issued on exercise of the Options and Performance Rights) will not be included in the calculation of the 15% for the purposes of Listing Rule 7.1.

Directors, senior executives, employees and contractors of the Company and its associated bodies corporate are eligible under the Incentive Plan and any Options and Performance Rights granted under the Incentive Plan will be at the discretion of the Directors. A summary of the terms of the Incentive Plan is included as Appendix 1 to this Notice.

The maximum number of Equity Securities proposed to be issued under the Incentive Plan in reliance on ASX Listing Rule 7.2 exception 13(b) over the 3 year period following this Meeting is 75,000,000 Equity Securities. Approval of this Resolution does not necessitate the issue of the proposed Options or Performance Rights. The Board will determine the number of Options and Performance Rights that will be issued in its sole and absolute discretion and this may be more or less than the Options and Performance Rights under this Resolution. If the Board determines that more than 75,000,000 Equity Securities will be issued in the upcoming 3 year period, then the Company will be required to issue those Options or Performance Rights under its 15% placement capacity under Listing Rule 7.1 or seek a fresh approval under ASX Listing Rule 7.2 exception 13(b).

Any Options or Performance Rights issued under the Incentive Plan to Directors, their Associates or a person whose relationship with the Company, the Directors or their Associates is such that, in ASX's opinion, should be approved by Shareholders, will require separate Shareholder approval under the ASX Listing Rules and are not covered by the Resolution.

The Incentive Plan has been in place since 1 July 2021 and has been put approved by Shareholders at the 2024 AGM on 19 November 2024. The Company has issued previously issued 2,875,000 Options and 5,274,877 Performance Rights under the Incentive Plan.

If Resolution 4 is passed, then the Company will be able to issue Equity Securities pursuant to the Incentive Plan without requiring further Shareholder approval for three years from the date of this meeting and the issues will be excluded in calculating the Company's 15% placement capacity under Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the date of issue.

If Resolution 4 is not passed, the relevant issues will be included in calculating the Company's 15% placement capacity under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the date of issue.

Corporations Act

The Corporations Act restricts the Company from giving certain "benefits" to certain persons (those who hold a managerial or executive office, as defined in the Corporations Act) on ceasing their employment with the Company (Termination Benefits), in the absence of prior Shareholder approval unless an exemption applies.

The term "benefit" is defined broadly in the Corporations Act and includes benefits arising from the Board exercising its discretion under the terms of the Incentive Plan.

Under the terms of the Incentive Plan and subject to the Listing Rules, the Board possesses the discretion to vary the terms or conditions of the Options and Performance Rights and/ or exercises certain discretions to cater for various circumstances, including determining that the Options and Performance Rights may vest earlier than was initially provide for at the time of grant.

As a result of this discretion, the Board has the power to determine that some or all of a participant's Options and Performance Rights will not lapse or may vest early, this could include, for example, upon the participant ceasing employment or office as a result of death, total permanent disability, retirement or redundancy.

The exercise of such discretion by the Board may constitute a Termination Benefit for the purposes of the Corporations Act. Accordingly, Resolution 4 also seeks Shareholder approval, for the Company to provide these Termination Benefits to participants in the Plan.

This approval is being sought in respect of any future participant in the Incentive Plan, and the Termination Benefits that may arise if and when any participants cease to be employed or engaged by the Company.

For the purposes of Listing Rule 7.2 (Exception 13(b)) and section 200E of the Corporations Act, the following information is provided in respect of Resolution 4.

Terms of Plan	A summary of the terms of the Plan are set out in Appendix 1.
Prior issue of securities pursuant to the Plan	The following Options or Performance Rights have previously been issued under the Incentive Plan since the Company was listed: Options - 250,000 issued on 22 July 2025 and 2,625,000 issued on 5 February 2026. Performance Rights – 434,000 issued on 22 July 2025, 4,000,000 issued on 5 June 2025 and 840,877 issued on 5 November 2025.
Maximum number of securities proposed to be issued pursuant to the Plan	The Maximum number of securities to be issued under the Incentive Plan pursuant to Exception 13 of Listing Rule 7.2 is 75,000,000.
Explanation of the Termination Benefits	The Incentive Plan contains provisions setting out the treatment of unexercised Options and Performance Rights on their cessation of employment or engagement by the Company, including the Board's discretion to decide that any Options or Performance Rights will not, immediately, lapse and/ or waive any vesting conditions attaching to those Options or Performance Rights. As noted above, the exercise of these discretions by the Board will constitute a "benefit" for the purposes of the restrictions contained in the Corporations Act regarding Termination Benefits.
Value of the Termination Benefits	Various matters will or are likely to affect that value of the Termination Benefits that the Board may give under the Incentive Plan and, therefore the value of the Termination Benefits cannot be determined in advance. The value of a particular benefit resulting from the exercise of the Board's discretion under the Incentive Plan will depend on various factors, including the Company's share price at the time of the exercise of this discretion, the number of Options or Performance Rights that the Board decides to waive the vesting conditions in respect of and the relevant vesting conditions (if any) applying to the Options or Performance Rights. Some of the factors that may affect the value of the Termination Benefits are as follows: (a) the nature and extent of any vesting conditions waived by the Board; (b) the number of vesting conditions that have been satisfied at the time that the Board exercises this discretion; and (c) the number of unexercised Options or Performance Rights that the participant holds at the time that this discretion is exercised.

Board Recommendation: As the Directors have an interest in the outcome of Resolution 4, the Directors make no voting recommendation to Shareholders as to how to vote in relation to Resolution 4.

The Chair of the Meeting intends to vote all undirected proxies in favour of Resolution 4.

Resolution 5 – Increase in non-executive Directors' fee pool

Resolution 5 seeks Shareholder approval for the purposes of clause 7.5 of the Constitution and Listing Rule 10.17 and for all other purposes, for the Company to be authorised to increase the maximum aggregate amount of fees available to be paid to non-executive Directors by \$100,000 from \$250,000 to \$350,000 per annum and will not impose a maximum amount to be paid to individual directors.

Listing Rule 10.17 provides that an entity must not increase the total aggregate amount of directors' fees payable to all of its non-executive directors without the approval of holders of its ordinary securities.

Directors' fees include all fees payable by the entity or any of its child entities to a non-executive director for acting as a director of the entity or any of its child entities (including attending and participating in any board committee meetings), superannuation contributions for the benefit of a non-executive director and any fees which a nonexecutive director agrees to sacrifice for other

benefits. It does not include reimbursement of genuine out of pocket expenses, genuine “special exertion” fees paid in accordance with an entity’s constitution, or securities issued to a non-executive director under Listing Rules 10.11 or 10.14 with the approval of the holders of its ordinary securities.

Clause 7.5 of the Constitution provides that total aggregate remuneration payable to the non-executive Directors will not exceed the sum determined by Shareholders in a general meeting.

The maximum aggregate amount of fees payable to Directors has not been increased since the Company’s initial public offering in 2021. It is not intended to fully utilise the increased aggregate amount of fees in the immediate future.

The total aggregate annual remuneration of the non-executive Directors for the financial year ended 30 June 2026 was \$166,471 as detailed in the Company’s 2026 Annual Report. This includes all Board and committee fees paid to non-executive Directors and superannuation contributions made on behalf of the non-executive Directors.

If Shareholders approve this Resolution, the Company’s non-executive Director fee pool will increase to \$350,000 and will provide the Board with flexibility to manage Director remuneration and Board members effectively.

If Shareholders do not approve this Resolution, the Company’s non-executive Director fee pool will remain at \$250,000 and may impact on the Board’s ability to attract and retain suitable Board members.

This Resolution seeks to increase the maximum aggregate amount of fees payable to the non-executive Directors by \$100,000 to \$350,000.

This amount has been determined after reviewing similar companies listed on ASX and the Directors believe that this level of remuneration is in line with corporate remuneration of similar companies.

The Board considers that it is reasonable and appropriate at this time to seek an increase in the remuneration pool for non-executive Directors for the following reasons:

- a) to give the Board strategic flexibility to appoint additional non-executive Directors;
- b) expected growth of the Company and increased responsibilities for non-executive Directors;
- c) non-executive Directors fees may in the future need to be increased to retain Directors;
- d) to attract new Directors of a calibre required to effectively guide and monitor the business of the Company; and
- e) to remunerate Directors appropriately for the expectations placed upon them both by the Company and the regulatory environment in which it operates.

In the past three years, the Company has not issued Securities to a non-executive director pursuant to Listing Rule 10.11 or 10.14.

The Board, while noting that each Director has a personal interest in their own remuneration from the Company, recommends that Members vote in favour of Resolution 5.

The Chair of the Meeting intends to vote all undirected proxies in favour of increase in the non-executive Directors’ fee pool.

Resolution 6: Approval of 10% Additional Placement Capacity

Background

Listing Rule 7.1A enables eligible entities to issue Equity Securities up to 10% of its fully paid ordinary issued Share capital over a 12 month period after the Annual General Meeting at which approval by special resolution of the issue is obtained (**10% Placement Facility**). This 10% Placement Facility is in addition to the Company’s 15% placement capacity under Listing Rule 7.1 and allows the Company to issue up to 25% of its fully paid ordinary issued capital in total.

An eligible entity for the purposes of Listing Rule 7.1A is an entity that is not included in the S&P/ASX300 Index and has a market capitalisation of \$300 million or less. The Company is an eligible entity at the date of this Notice of Meeting and must remain compliant with the requirements of Listing Rule 7.1A at the date of the Meeting to be able to utilise the additional capacity to issue Equity Securities under that Listing Rule.

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

The Company is now seeking Shareholder approval by way of a Special Resolution which requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative) to have the ability to issue Equity Securities under the 10% Placement Facility. The exact number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2.

If Resolution 7 is passed, the Directors will be able to issue Equity Securities in the Company for up to 10% of the Company's fully paid ordinary Securities on issue during the period up to 12 months after the Meeting, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2.

If Resolution 6 is not passed, the Directors will be unable to issue Equity Securities under the Company's 10% Additional Placement Capacity and the Company will be unable to raise funds using the Company's 10% Additional Placement Capacity.

Number of Securities

The formula for calculating the maximum amount of Securities to be issued or agreed to be issued under the 10% Placement Facility is calculated as follows:

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

A is the number of fully paid ordinary Securities on issue 12 months before the date of issue or agreement:

- plus the number of fully paid ordinary Securities issued in the 12 months under an exception in Listing Rule 7.2 (other than exception 9, 16 or 17);
- plus the number of fully paid ordinary Securities issued in the 12 months on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:
 - o the convertible securities were issued or agreed to be issued before the commencement of the 12 months; or
 - o 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 ordinary Securities issued in the 12 months under an agreement to issue Securities within Listing Rule 7.2 exception 16 where:
 - o the agreement was entered into before the commencement of the 12 months; or
 - o 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 ordinary Securities that became fully paid in the 12 months;
- plus the number of any other fully paid ordinary Securities issued in the 12 months with approval under Listing Rule 7.1 or Listing Rule 7.4 (excluding an issue of Shares under the Company's 15% placement capacity without Shareholder approval);
- less the number of fully paid ordinary Securities cancelled in the 12 months.

D is 10%

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

The ability to issue Equity Securities under Listing Rule 7.1A is in addition to the entity's 15% placement capacity under Listing Rule 7.1. A number of scenarios showing potential issues under Listing Rule 7.1A are detailed in **Table 1**.

As at the date of this Notice of Meeting, the Company does not have any intention to issue any Equity Securities under ASX Listing Rule 7.1A.

Specific information required by Listing Rule 7.3A

Pursuant to and in accordance with Listing Rule 7.3A, information is provided in relation to Resolution 6 as follows:

1. Timing

The date by which the Equity Securities may be issued under the 10% Additional Placement Capacity is the earlier of:

- i) 12 months after the date of this Annual General Meeting;
- ii) the time and date of the Company's next annual general meeting; and
- iii) the time and date of approval by Shareholders 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).

2. Minimum issue price

The issue price of Equity Securities issued under this 10% Additional Placement Capacity must be in an existing quoted class of the Company's Equity Securities and issued for a cash consideration per security which is not less than 75% of the VWAP for Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:

- i) the date on which the price at which the Securities are to be issued is agreed by the Company and the recipient of the Securities; or
- ii) if the Securities are not issued within 10 trading days of the date in paragraph i), the date on which the Securities are issued.

3. Purposes for which Equity Securities may be issued

The Company may seek to issue the Equity Securities under the 10% Additional Placement Capacity to fund acquisitions of new projects, assets or investments (including expenses associated with such acquisition), continued exploration or

development expenditure on the Company's current assets and/or general working capital. Shares issued under the 10% Additional Placement Capacity will be for cash consideration only.

4. Risk of economic and voting dilution

If this Resolution is approved by Shareholders and the Company issues Equity Securities under the 10% Additional Placement Capacity, there is a risk of economic and voting dilution to existing Shareholders, including the risk that:

- i) the market price for the Company's Equity Securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Meeting in which the approval under rule 7.1A is given; and
- ii) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date.

Table 1 below shows:

- i) two examples where variable "A" has increased, by 50% and 100%. Variable "A" is based on the number of ordinary Securities the Company has on issue. The number of ordinary Securities on issue may increase as a result of ordinary Securities that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under Listing Rule 7.1 that are approved at a future meeting of Shareholders; and
- ii) two examples where the issue price of ordinary Securities has decreased by 50% and increased by 100% as against the current market price.

TABLE 1

Variable "A" in Listing Rule 7.1A.2		Dilution		
		\$0.0025 50% decrease in issue price	\$0.005 Issue Price	\$0.01 100% increase in issue price
Current Variable A	10% voting dilution	68,911,707 Shares	68,911,707 Shares	68,911,707 Shares
689,117,078 Shares	Funds raised	\$172,000	\$345,000	\$689,000
50% increase in current Variable A	10% voting dilution	103,367,561 Shares	103,367,561 Shares	103,367,561 Shares
1,033,675,617 Shares	Funds raised	\$258,000	\$517,000	\$1,034,000
100% increase in current Variable A	10% voting dilution	137,823,415 Shares	137,823,415 Shares	137,823,415 Shares
1,378,234,156 Shares	Funds raised	\$345,000	\$689,000	\$1,378,000

Table 1 has been prepared on the following assumptions:

- Resolution 6 is passed;
- Variable A being 689,117,078 Shares - 513,034,639 Shares on issue as at the date of this Notice of Meeting and an additional 176,082,439 Shares to be issued pursuant to a share placement announced on 16 September 2026 and conditional on shareholder approval at a general meeting to be held on 27 October 2026 (Placement);
- The issue price set out above is based on a price of 0.5 cents per Share, being the Share price at which the Placement Shares are being issued.
- The Company issues the maximum number of Equity Securities available under the 10% Additional Placement Capacity.
- The issue of Equity Securities under the 10% Placement Capacity consists only of Shares. It is assumed that no Options or Performance Rights are exercised into Shares before the date of issue of the Equity Securities.
- The 10% voting dilution reflects the aggregate percentage dilution against the issued capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
- The issued capital has been calculated in accordance with the formula in Listing Rule 7.1A(2) as at 18 September 2026 and as provided for by the assumptions.
- The issue price of the Equity Securities used in the table is the same as the Share price and does not take into account any discount to the share price (if any).
- **Table 1** does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Additional Placement Capacity, pursuant to an exception set out in Listing Rule 7.2 or any other issue with the approval of shareholders.
- **Table 1** 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.
- The funds raised have been rounded to the nearest thousand dollars.

5. Allocation policy

The Company's allocation policy is dependent upon the prevailing market conditions at the time of any proposed issue pursuant to the 10% Additional Placement Capacity. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to, but not limited to, the following factors:

- i) the purpose of the issue;
- ii) the methods of raising funds that are available to the Company, but not limited to, rights issues or other issues in which existing security holders can participate;
- iii) the effect of the issue in the Equity Securities on control of the Company;
- iv) the financial situation and solvency of the Company;
- v) prevailing market conditions; and
- vi) advice from corporate, financial and broking advisors (if applicable).

The allottees under the 10% Additional Placement Capacity have not been determined as at the date of this Notice, but may include existing substantial Shareholders and/or new Shareholders who are not related parties or associates of a related party of the Company.

6. Previously obtained approval under ASX Listing Rule 7.1A

The Company has previously obtained Shareholder approval under Listing Rule 7.1A at the 2025 annual general meeting on 5 November 2025. **Table 2** shows the total number of Equity Securities issued, or agreed to be issued, under ASX Listing Rule 7.1A.2 in the 12 months preceding the date of the Meeting and the percentage those issues represent of the total Equity Securities on issue at the commencement of that 12 month period.

TABLE 2

Equity Securities issued, or agreed to be issued, in the prior 12 month period	35,546,072 Shares
Percentage previous issues, or agreements to issue, represent of total number of Equity Securities on issue at commencement of the 12 month period	15%

The Company provides the details of the total number of Equity Securities issued or agreed to be issued under ASX Listing Rule 7.1A.2 by the Company during the 12 months preceding the date of the Meeting in **Table 3** as required under Listing Rule 7.3A.6(b):

TABLE 3

Date of issue, number and class of Equity Securities issued or agreed to be issued	Names of persons who received or will receive securities or basis on which those persons were determined or will be determined	Issue Price of Equity Securities issued or agreed to be issued and discount (if any) to closing market price on the date of the issue or agreement to issue	The total consideration received or to be received, the amount of cash that has been spent, what it was spent on and the intended use of the remaining funds.
12 May 2026 35,546,072 Shares	Sophisticated, professional and institutional investors determined by the Company. No related party participation.	1.30 cents per Share. 0% discount to the market price of 12 May 2026.	\$462,098 cash raised and expended entirely on drill testing of the Byrock Cu-Au Porphyry Project in NSW, acquisition of the W-Project Silver & Gold Project in Nevada, advancing the W-Project to drill-ready status, completion of drill tracks at the Firenze Silver & Gold Project in Nevada, business development and general working capital purposes.

Board Recommendation: The Directors unanimously recommend that Shareholders vote in favour of Resolution 6 and advise that they intend to vote any Shares which they hold or control in favour of Resolution 6.

The Chairman of the Meeting intends to vote all undirected proxies in favour of the approval of Resolution 6.

Resolution 7: Issue Performance Rights to Mr Duncan Chessell

Background

Mr Duncan Chessell is an executive with responsibility of management and oversight of the Company. For the purpose of remunerating Mr Chessell based on his qualifications and experience within the exploration market and the desire to preserve cash, shareholders previously approved, at the 2024 AGM, a plan that provides an incentive based component to his remuneration package.

Following approval at the 2024 AGM, Mr Chessell was granted STI and LTI performance rights in accordance with that approval as detailed in Table 4 below. These are same Performance Rights as items 1 to 4 in Table 5.

TABLE 4

Category	Number of Performance Rights granted	KPI End Date	Exercise Period End Date	Vested	Lapsed
2025 STI	1,927,650	31 Dec 2025	31 Dec 2026	1,075,049	852,601
2025 LTI	2,801,442	31 Jan 2027	31 Dec 2027	N/A	N/A
2026 STI	1,630,339	31 Dec 2026	31 Dec 2027	N/A	N/A
2026 LTI	4,891,016	31 Jan 2028	31 Dec 2028	N/A	N/A

To date, the 2025 STI Performance Rights have been assessed and 1,075,049 vested Performance Rights have been exercised. The 2025 LTI, 2026 STI and 2026 LTI Performance Rights will be assessed in future.

2027 STI and 2027 LTI Performance Rights, will be granted in 2027 - items 5 and 6 in Table 5.

The Board now recommends setting the exercise period for any future Performance Rights (2027 STI and 2027 LTI Performance Rights) to be awarded under the existing plan such that the time to the Exercise Period End Date is approximately five years (previously set as one year following the KPI End Date).

Reason for approval – Listing Rules

ASX Listing Rule 10.14 requires Shareholder approval for the issue of Equity Securities, to a related party, or a person whose relationship with the entity, or a related party is, in ASX's opinion, such that approval should be obtained.

Accordingly, shareholder approval is sought for the future grant of Performance Rights to Mr Duncan Chessell (or his nominee/s) on the terms set out below. If approval of the issue of the Performance Rights is given under Listing Rule 10.14, approval is not required under Listing Rule 7.1. The issue of Performance Rights to Mr Chessell will therefore not be included in the 15% calculation for the purposes of Listing Rule 7.1.

All Performance Rights are proposed to be issued under the Company's Incentive Plan.

If Resolution 7 is approved, then Mr Chessell will receive the relevant Performance Rights (terms detailed in items 5 and 6 in Table 5) and will not receive Performance Rights, not yet issued (being the 2027 STI and 2027 LTI Performance Rights) as approved at the 2024 AGM.

If Resolution 7 is not approved, Performance Rights will be issued to Mr Chessell pursuant to the current Incentive Plan, as approved at the 2024 AGM, without amendment.

Reason for approval – Corporations Act – Termination Benefits

The Corporations Act restricts the Company from giving certain "benefits" to certain persons (those who hold a managerial or executive office, as defined in the Corporations Act) on ceasing their employment with the Company (**Termination Benefits**), in the absence of prior shareholder approval unless an exemption applies.

The term "benefit" is defined broadly in the Corporations Act and includes benefits arising from the Board exercising its discretion under the rules of the Incentive Plan.

Accordingly, Resolution 7 also seek Shareholder approval for the purpose of the Company providing these Termination Benefits to Mr Chessell in accordance with the terms of the Incentive Plan.

Specifically, Shareholder approval is being sought to enable the Board to exercise certain discretions under the Incentive Plan, including the discretion to determine to waive some or all of the Performance Conditions attaching to Performance Rights or accelerate their vesting, where a participant ceases to be employed or engaged by the Company, including as a result of redundancy, death, total or permanent incapacity and other circumstances determined by the Board.

This approval is being sought in respect of the current participation in the Incentive Plan, and the Termination Benefits that may arise if and when Mr Chessell ceases to be engaged by the Company.

Other than as expressly set out in Resolution 7, no current Director will participate in the Incentive Plan unless separate Shareholder approval is first obtained.

For the purposes of section 200E of the Corporations Act, the Company advises that various matters will or are likely to affect that value of the Termination Benefits that the Board may give under the Incentive Plan and, therefore the value of the Termination Benefits cannot be determined in advance.

The value of a particular benefit resulting from the exercise of the Board's discretion under the Incentive Plan will depend on factors such as the Company's share price at the time of the exercise of this discretion and the number of Performance Rights that the Board decides to waive the Performance Conditions in respect of or for which the vesting date is accelerated. Some of the factors that may affect the value of the Termination Benefits are as follows:

- (a) the nature and extent of any Performance Conditions waived by the Board;
- (b) the number of Performance Conditions that have been satisfied at the time that the Board exercises this discretion; and
- (c) the number of unexercised Performance Rights that the Director holds at the time that this discretion is exercised.

Issue of Performance Rights to Mr Chessell

Upon approval at this Meeting, the Company intends to issue Performance Rights to Mr Chessell with an exercise period of 5 years as detailed below. The Performance Rights will vest upon the performance hurdles being met as approved by the Board.

In the event that all Performance Rights vest upon satisfaction of the Key Performance Indicator Performance Conditions (KPIs) (summarised below), the Company will issue one Share for each vested Right. The Shares to be issued upon vesting of the Performance Rights will all be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares at the date of issue.

The Company advises that there are no loans provided to Mr Chessell in relation to the issue of Performance Rights.

Further key terms of the Incentive Plan are included in Appendix 1 to this Notice.

Issue Price and Exercise Price

There is no issue price and consequently there are no funds raised upon issue of the Performance Rights as they are issued for nil consideration. Each issued Performance Right will have a nil exercise price.

Key Performance Indicators (KPI)

The Performance Rights vest and become exercisable if the Performance Conditions are determined to have been satisfied or as otherwise determined by the Board exercising its discretion.

Where the Performance Conditions are met and Performance Rights vest, Performance Rights may be exercised at any time prior to Exercise Period End Date. Upon Shareholder approval, Mr Chessell will be issued Performance Rights as detailed below.

TABLE 5

#	Director	Number of Performance Rights vesting	Grant date ¹	Key Performance Conditions	KPI End Date	Exercise Period End Date ²
1	D Chessell ⁴	2025 STI	Feb 2025	2025 STI	31 Dec 2025	31 Dec 2026
2	D Chessell ⁴	2025 LTI	Feb 2025	2025 LTI	31 Jan 2027	31 Dec 2027
3	D Chessell ⁴	2026 STI ³	Feb 2026	2026 STI	31 Dec 2026	31 Dec 2027
4	D Chessell ⁴	2026 LTI	Feb 2026	2026 LTI	31 Jan 2028	31 Dec 2028
5	D Chessell	2027 STI	Feb 2027	2027 STI	31 Dec 2027	31 Dec 2032
6	D Chessell	2027 LTI ³	Feb 2027	2027 LTI	31 Jan 2029	31 Dec 2032

¹ Expected to be annually in February over the next three years.

² Performance Rights will expire within 3 months of the Director ceasing to hold office with the Company if earlier than the last day of the Exercise Period. The Board will have 3 months from the end of the KPI End Date to determine whether the rights have vested based on the KPI.

³ An example of these KPI's has been provided below.

⁴ The Performance rights granted in 2025 and 2026 have been greyed out as they represent previously granted Securities.

Short Term Incentive (STI)

Mr Chessell will be issued with STI based Performance Rights annually to incentivise meeting of the Company's short-term business objectives. The value of annual STI remuneration is based on a maximum of 25% of Mr Chessell's total fixed remuneration (TFR) (base salary and superannuation) and the number of Performance Rights to be issued are based on the VWAP for January in the year to which they apply. The STI KPI's are determined by the Board annually and may include, but are not limited to metrics such as safety, growth and business operations.

2027 STI example

Base salary (includes CPI uplift from current TFR of \$325,140)	\$338,146
Value of STI at 25%	\$84,537
VWAP of ATT Shares for January 2027	\$0.005
Number of STI Rights to be issued for 2027 calendar year	16,907,400
Timing of Rights to be issued	February 2027
Timing of Rights vesting to be assessed	February 2028
Assume ATT board determines 75% of STI KPI's have been met	12,680,550 Rights vest

Long Term Incentive (LTI)

Mr Chessell will be issued with LTI based Performance Rights annually to incentivise meeting of the Company's long-term business objectives linked to the increased value for the Company's Shareholders reflected in the Share price. The value of annual LTI remuneration is based on a maximum of 37.5% of Mr Chessell's TFR and the number of Performance Rights to be issued are based on the VWAP for January in the year in which they are issued. The LTI KPI's are linked to an uplift in the Company's Share price over the 2 year measurement period as follows:

- 33% (1/3) of the LTI Rights will vest is the VWAP Share price increases by a factor of 2.
- 67% (2/3) of the LTI Rights will vest is the VWAP Share price increases by a factor of 4.
- 100% of the LTI Rights will vest is the VWAP Share price increases by a factor of 6.

2027 LTI example

Base salary (includes CPI uplift from current TFR of \$325,140)	\$338,146
Value of LTI at 37.5%	\$126,805
VWAP of ATT Shares for January 2027	\$0.005
Number of STI rights to be issued for 2027 calendar year	25,361,000
Timing of Rights to be issued	February 2027
Timing of Rights vesting to be assessed	February 2029
Assume ATT share price VWAP for January 2029 is \$0.025 cents per Share	2/3 of Rights vest = 16,907,333 Rights

Vesting of STI and LTI Performance Rights is at the absolute discretion of the Board to ensure fairness and that the intent of the Plan is met.

Should Mr Chessell cease to be an officer of the Company, the corresponding unvested Performance Rights will expire within 3 months of his departure.

Total current remuneration

Mr Chessell's remuneration, inclusive of statutory superannuation on a full year basis is \$325,140. Mr Chessell was paid an amount of \$330,037 for the year ended 30 June 2026 as disclosed in the 2026 Annual Report including entitlement to long service leave.

Mr Chessell has the following relevant interest in Equity Securities of the Company (directly and indirectly):

TABLE 6

KMP	Shares	Performance Rights	Options
D Chessell	3,374,382	10,282,797	288,235

If all of the Performance Rights granted to Mr Chessell vest and are exercised, then a total of 42,268,400 new Shares would be issued – assuming that 100% of the rights issued for the 2027 grant in table 5. This will increase the number of Shares on issue from 689,117,078 to 731,385,478 (assuming that no other Shares are issued except 176,082,439 Shares subject to shareholder approval at a general meeting to be held on 27 October 2026) with the effect that the shareholding of existing Shareholders would be diluted by approximately 6.13%.

The market price for Shares during the term of the Performance Rights will affect the value of the perceived benefit given to Mr Chessell. If, at any time, any of the Performance Rights vest, then there may be a perceived cost to the Company. The trading history of Shares on ASX in the 12 months to 25 September 2026 is listed in Table 7 below:

TABLE 7

	Price	Date
Highest	\$0.048	14 October 2025 and 15 October 2025
Lowest	\$0.004	24 September 2026 and 25 September 2026
Last	\$0.004	25 September 2026

Corporations Act – Related Party

Under Chapter 2E of the Corporations Act, a public company cannot give a financial benefit to a related party unless an exception applies or shareholders have in a general meeting approved the giving of that financial benefit to the related party.

In accordance with section 208 of the Corporations Act, to give a financial benefit to a related party, the Company must obtain Shareholder approval unless the giving of the financial benefit falls within an exception in sections 210 to 216 of the Corporations Act.

The Board has formed the view that Shareholder approval under section 208 of the Corporations Act is not required for the proposed issue of the Performance Rights, pursuant to Resolution 5, as the exception in section 211 of the Corporations Act applies. Shareholder approval must nonetheless be obtained pursuant to ASX Listing Rule 10.14. The Director Performance Rights which are proposed to be issued are considered to be reasonable remuneration for the purposes of section 211 of the Corporations Act.

ASX Listing Rules Disclosure

ASX Listing Rule 10.14 provides that a Company must not issue or agree to issue securities to a Person, without first obtaining shareholder approval.

ASX Listing Rule 10.15 requires that the following additional information be provided to Shareholders when seeking an approval for the purposes of ASX Listing Rule 10.14:

- (a) the Performance Rights will be issued to nominees of Mr Chessell (or an entity associated with Mr Chessell), being persons who fall within Listing Rule 10.14.1 and, therefore, for whose nominees fall within 10.14.3;
- (b) the number of Performance Rights to be issued is variable as detailed above;
- (c) the issue of the Performance Rights, the subject of Resolution 7, will occur no later than three years after the date of the Meeting, but will vest upon meeting the required KPIs;
- (d) the Performance Rights will be issued for no consideration and no consideration is payable by Mr Chessell upon the exercise and conversion of the Performance Right to a Share;
- (e) no funds will be raised upon the issue of Performance Rights, and the purpose of the issue is to include an incentive based component to Mr Chessell's remuneration package;
- (f) the Company has previously issued 12,790,447 Performance Rights to Mr Chessell under the Incentive Plan and 18,065,324 Performance Rights since the Incentive Plan was approved at the 2024 AGM;
- (g) the Company will undertake a valuation of the Director Performance Rights using the Monte Carlo valuation method if approved by Shareholders at the Meeting. If all Director Performance Rights were currently vested, then each Director Performance Right would convert into one (1) Share in the Company and would currently be valued at approximately 0.4 cents per Share (closing Share price on 25 September 2026). The Company attributes a value 0.4 cents per Performance Rights, being the 0.4 cent per Share price of the Company's Shares;
- (h) the full terms of the Incentive Plan under which the performance rights are proposed to be issued are included in Appendix 1;
- (i) details of any Securities issued under the Incentive Plan will be published in the Company's annual report in the period to which they were issued along with a statement that approval for the issue was obtained under Listing Rule 10.14; and
- (j) any additional persons covered by Listing Rule 10.14 who became entitled to participate in an issue of Securities under the Incentive Plan after the Resolution is approved and who were not named in the Notice will not participate until approval is obtained under that Listing Rule.

Board Recommendation

The Directors, who are eligible to participate in the Incentive Plan, decline to make a recommendation to Shareholders in relation to Resolution 7.

With the exception of the Performance Rights to Mr Chessell in respect of Resolution 7, no other Director has a personal interest in the outcome of Resolution 7. The Directors (other than in respect of Performance Rights that relate to Mr Chessell) recommend that Shareholders vote in favour of Resolution 7 for the following reasons:

- the issue of Performance Rights with a 5 year exercise period to Mr Chessell will better align the interests of Mr Chessell with those of Shareholders;
- the issue of the Performance Rights is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would, if cash payments were given to Mr Chessell under his employment arrangement; and
- it is not considered that there aren't any significant opportunity costs to the Company or benefits foregone by the Company in the issue of Performance Rights on the terms proposed.

In forming their recommendations, each Director considered the experience and skills Mr Chessell brings to the Company and the current market price of Shares when determining the number of Performance Rights to be issued.

The Chair of the Meeting intends to vote all undirected proxies in favour of Resolution 7.

Resolutions 8 to 12: Issue Incentive Options to Participating Directors and Initial Options to Dr Paul Kitto

Background

Mr Chris Sutherland, Mr Duncan Chessell, Mr Peter McIntyre, Mr Tony Belperio and Dr Paul Kitto are Directors with responsibility of management and oversight of the Company (**Participating Directors**). For the purpose of remunerating the Participating Directors based on their qualifications and experience within the production, development and exploration market, recognition of risks in fulfilling their director roles and the desire to preserve cash, the Board has determined to include an incentive based component to their remuneration package via the issue of Incentive Options. The proposed issue of Incentive Options further aligns the interests of the Participating Directors with those of Shareholders through Share ownership, incentivising Directors to make decisions that enhance the Company's long-term value. Additionally, Shareholders are requested to approve the issue of Initial Options to Dr Paul Kitto as an incentive to join the Board of the Company in September 2026.

The Participating Directors have been invited by the board of the Company to receive up to 77,000,000 Incentive Options in total (8,000,000 to Mr Sutherland, Mr McIntyre, Mr Belperio and Dr Kitto and 45,000,000 to Mr Chessell) and 5,000,000 Initial Options to Dr Kitto if approved by Members at this Meeting.

Reason for approval – Listing Rules

The Participating Directors are Directors of the Company and ASX Listing Rule 10.14 provides that a director (or their Associates) may not acquire securities under an employee incentive scheme without the prior approval of shareholders.

Accordingly, approval is sought for the issue of Incentive Options to the Participating Directors and Initial Options to Dr Kitto (or their nominees) for the purposes of Listing Rule 10.14 on the terms set out below.

If Resolutions 8, 9, 10, 11 and 12 are passed, the Company will be able to proceed with the issue of Incentive Options and Initial Options to the Participating Directors.

If Resolutions 8, 9, 10, 11 and 12 are not passed, the Company will not be able to issue Incentive Options and Initial Options to the relevant Participating Directors and will not seek to remunerate the Participating Directors in other ways.

The Incentive Options and Initial Options will be issued under the Company's Incentive Plan.

Reason for approval – Corporations Act – Termination Benefits

The Corporations Act restricts the Company from giving certain "benefits" to certain persons (those who hold a managerial or executive office, as defined in the Corporations Act) on ceasing their employment with the Company (**Termination Benefits**), in the absence of prior shareholder approval unless an exemption applies.

The term "benefit" is defined broadly in the Corporations Act and includes benefits arising from the Board exercising its discretion under the rules of the Incentive Plan.

Accordingly, Resolutions 8, 9, 10, 11 and 12 also seek Shareholder approval for the purpose of the Company providing these Termination Benefits to the Participating Directors in accordance with the terms of the Incentive Plan.

This approval is being sought in respect of the current participation in the Incentive Plan, and the Termination Benefits that may arise if and when any Participating Director ceases to be engaged by the Company.

Other than as expressly set out in Resolutions 8, 9, 10, 11 and 12, no current Director will participate in the Incentive Plan unless separate Shareholder approval is first obtained.

For the purposes of section 200E of the Corporations Act, the Company advises that various matters will or are likely to affect that value of the Termination Benefits that the Board may give under the Incentive Plan and, therefore the value of the Termination Benefits cannot be determined in advance.

Issue of Options to Participating Directors

Upon approval at this Meeting, the Company intends to issue 82,000,000 Options to the Participating Directors within 1 month of the Meeting. The Company will not issue the Options later than 1 month after the Meeting.

In the event that all Options are exercised, the total number of Shares that would be issued to the Participating Directors is 82,000,000. The Shares to be issued upon exercise of the Options will all be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares at the date of issue.

The Company advises that there are no loans provided to the Participating Directors in relation to the issue of Options.

Further key terms of the Incentive Plan are included in Appendix 1 to this Notice.

Issue Price and Exercise Price

There is no issue price and consequently there are no funds raised upon issue of the Options as they are issued for nil consideration. Each Option issued to the Participating Directors (or their nominee) will have an exercise price as detailed table 8 below.

TABLE 8

Director	Maximum number of Options issued	Exercise price	Grant date ¹	Expiry date ²
<i>Tranche 1 Incentive Options</i>				
C Sutherland	4,000,000	\$0.010	11 Nov 2026	31 Oct 2031
P McIntyre	4,000,000	\$0.010	11 Nov 2026	31 Oct 2031
T Belperio	4,000,000	\$0.010	11 Nov 2026	31 Oct 2031
P Kitto	4,000,000	\$0.010	11 Nov 2026	31 Oct 2031
D Chessell	15,000,000	\$0.010	11 Nov 2026	31 Oct 2031
<i>Tranche 2 Incentive Options</i>				
C Sutherland	4,000,000	\$0.015	11 Nov 2026	31 Oct 2031
P McIntyre	4,000,000	\$0.015	11 Nov 2026	31 Oct 2031
T Belperio	4,000,000	\$0.015	11 Nov 2026	31 Oct 2031
P Kitto	4,000,000	\$0.015	11 Nov 2026	31 Oct 2031
D Chessell	30,000,000	\$0.015	11 Nov 2026	31 Oct 2031
<i>Initial Options</i>				
P Kitto (Initial Options)	5,000,000	\$0.010	11 Nov 2026	30 Nov 2028
TOTAL	82,000,000			

¹ Within 5 business days of receipt of Shareholder approval.

² Options will expire within 3 months of the Participating Director ceasing to hold office with the Company if earlier than vesting date.

Participating Director total current remuneration

The Participating Directors are remunerated as listed below (base salary and superannuation).

TABLE 9

Director	Full year amount	2025/26 payments ¹
C Sutherland	\$75,348	\$73,862
P McIntyre	\$40,572	\$39,771
T Belperio	\$40,572	\$39,771
P Kitto	\$55,000	\$0 ²
D Chessell	\$325,140	\$330,037 ³

¹ Cash component of remuneration for the year ended 30 June 2026 as disclosed the Company's remuneration report.

² Includes long service leave accrual of \$11,306 as disclosed the Company's remuneration report.

The participating Directors have the following relevant interest in Equity Securities of the Company:

TABLE 10

Director	Shares	Options	Performance Rights
C Sutherland	3,452,112	942,724	-
P McIntyre	36,979,468	2,530,203	-
T Belperio	2,530,203	796,429	-
P Kitto	-	-	-
D Chessell	3,374,382	288,235	10,282,797

If all of the Options granted to the Participating Directors are exercised, then a total of 82,000,000 new Shares would be issued. This will increase the number of Shares on issue from 689,117,078 to 771,117,078 (assuming that no other Shares are issued except 176,082,439 Shares subject to shareholder approval at a general meeting to be held on 27 October 2026) with the effect that the shareholding of existing Shareholders would be diluted by approximately 11.90%.

The market price for Shares during the term of the Options will affect the value of the perceived benefit given to the Participating Directors. If, at any time, any of the Options are exercised, then there may be a perceived cost to the Company. The trading history of Shares on ASX in the 12 months to 25 September 2026 is listed in Table 7 above.

Corporations Act – Related Party

Under Chapter 2E of the Corporations Act, a public company cannot give a financial benefit to a related party unless an exception applies or shareholders have in a general meeting approved the giving of that financial benefit to the related party.

In accordance with section 208 of the Corporations Act, to give a financial benefit to a related party, the Company must obtain Shareholder approval unless the giving of the financial benefit falls within an exception in sections 210 to 216 of the Corporations Act.

The Board has formed the view that Shareholder approval under section 208 of the Corporations Act is not required for the proposed issue of the options, pursuant to Resolutions 8, 9, 10, 11 and 12, as the exception in section 211 of the Corporations Act applies. Shareholder approval must nonetheless be obtained pursuant to ASX Listing Rule 10.14. The Options which are proposed to be issued are considered to be reasonable remuneration for the purposes of section 211 of the Corporations Act.

ASX Listing Rules Disclosure

ASX Listing Rule 10.15 requires that the following information be provided to Shareholders when seeking an approval for the purposes of ASX Listing Rule 10.14:

- (a) the Options will be issued to nominees or Associates of the Participating Directors in accordance with Listing Rule 10.14.1 (Director) or Listing Rule 10.14.2 (Associates);
- (b) the Company has proposed the issue of Options as a reasonable and cost effective remuneration method as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would, if cash payments were given to the Participating Directors under their employment arrangements;
- (c) the number of Options to be issued is up to a total of 82,000,000, broken down as follows; 45,000,000 Incentive Options to D Chessell, 8,000,000 Incentive Options to each of S Sutherland, P McIntyre, T Belperio and P Kitto and 5,000,000 Initial Options to P Kitto.
- (d) there have been no Options issued to the Participating Directors under the Incentive Plan since last approval of the Incentive Plan at the 2024 AGM;
- (e) the full terms of the Incentive Options and Initial Options are described in detail above and further in Appendix 2 and Appendix 3 and key terms of the Incentive Plan under which they are proposed to be issued are included in Appendix 1;
- (f) the Company will undertake a valuation of the Options using the Black Scholes valuation method if approved by Shareholders at the Meeting. If all Options were currently vested, then each Option would convert into one (1) Share in the Company and would currently be valued at 0.4 cents per Share (closing Share price on 25 September 2026). The Company attributes a value 0.3 cents per Option (with a 0.1 cent exercise price), being the 0.4 cent per Share price of the Company's Shares less the 0.1 cent exercise price of the Options and 0.25 cents per Option (with a 0.15 cent exercise price), being the 0.4 cent per Share price of the Company's Shares less the 0.15 cent exercise price of the Options;
- (g) the issue of the Options, the subject of Resolutions 8, 9, 10, 11 and 12 will occur as soon as practicable after the Meeting and in any event no later than 1 month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules), but will vest upon meeting the required KPIs;
- (h) the Options will be issued for no cash consideration and consideration detailed in table 8 is payable by the Participating Directors upon the exercise and conversion of the Options to a Share;
- (i) \$1,050,000 would be raised upon the exercise of all Options and funds would be used for working capital purposes;
- (j) details of any securities issued under the Incentive Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14; and
- (k) any additional persons covered by Listing Rule 10.14 who become entitled to participate in the issue of securities under the Incentive Plan after Resolutions 8, 9, 10, 11 and 12 are approved and who were not named in this Notice will not participate until approval is obtained under Listing Rule 10.14.

Board Recommendation

The Participating Directors decline to make a recommendation to Shareholders in relation to Resolutions 8, 9, 10, 11 and 12 due to their material personal interest in the outcome of those Resolutions should Resolutions 8, 9, 10, 11 and 12 be passed.

With the exception of the issue of Options to Mr Chessell in respect of Resolution 8, Mr Sutherland in respect of Resolution 9, Mr McIntyre in respect of Resolution 10, Mr Belperio in respect of Resolution 11 and Dr Kitto in respect of Resolution 12, no other Director has a personal interest in the outcome of Resolutions as they relate to the other Participating Directors. The Directors (other than in respect of Options that relate to themselves) recommend that Shareholders vote in favour of Resolutions 8, 9, 10, 11 and 12 for the following reasons:

- the issue of Options to the Participating Directors will better align the interests of the Participating Directors with those of Shareholders;
- the issue of the Options is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would, if cash payments were given to the Participating Directors under their employment arrangements; and
- it is considered that there aren't any significant opportunity costs to the Company or benefits foregone by the Company in the issue of Options on the terms proposed.

In forming their recommendations, each Director considered the experience of the Participating Directors, the skills the Participating Directors bring to the Company and the current market price of Shares when determining the number of Options to be issued.

The Chair of the Meeting intends to vote all undirected proxies in favour of Resolutions 8, 9, 10, 11 and 12.

Glossary

In the Notice of Meeting and Explanatory Notes:

10% Additional Placement Capacity means the Equity Securities issued under Listing Rule 7.1A.

ACDT means Australian Central Daylight Time (Adelaide time).

Altitude Minerals or the Company means Altitude Minerals Ltd (ABN 78 650 673 500).

Associate has the meaning given to that term in the Listing Rules.

ASX means ASX Limited (ABN 98 008 624 691).

Board means the board of Directors of Altitude Minerals.

Chair of the Meeting means the chairman of the Meeting.

Closely Related Party has the meaning given to it in the Corporations Act and the Corporations Regulations.

Constitution means the constitution of the Company.

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

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

Director means a director of the Company.

Equity Securities or **Securities** has the same meaning as in the Listing Rules.

Explanatory Notes means these explanatory notes.

Incentive Options means unquoted options proposed to be issued to Directors with an exercise price of \$0.010 and \$0.015, expiry of 31 October 2031 and further detailed in Appendix 3.

Initial Options means unquoted options proposed to be issued to Director Paul Kitto with an exercise price of \$0.010, expiry of 30 November 2028 and further detailed in Appendix 2.

Key Management Personnel means a member of the key management personnel as disclosed in the Remuneration Report.

Listing Rules and **ASX Listing Rules** means the listing rules of ASX.

Meeting, AGM or Annual General Meeting means the annual general meeting of Shareholders to be held at the offices of Grant Thornton, Level 3, 170 Frome Street, Adelaide SA 5000 on Wednesday 11 November 2026 at 10:00am ACDT.

Member or **Shareholder** means each person registered as a holder of a Share.

Notice or **Notice of Meeting** means this Notice of General Meeting.

Options means options to acquire Shares and may include options issued pursuant to the Incentive Plan – including Incentive Options and Initial Options.

Ordinary Resolution means a resolution passed by more than 50% of the votes cast by Shareholders entitled to vote at a general meeting of Shareholders.

Performance Rights or **Rights** means performance rights issued pursuant to the Company's Incentive Plan.

Remuneration Report means the section of the Directors' report of the Company that is included in the Company's Annual Report.

Resolution means a resolution referred to in this Notice.

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

Special Resolution means a resolution passed by more than 75% of the votes cast by Shareholders entitled to vote at a general meeting of Shareholders.

Tranche 1 Incentive Option means an Incentive Option with an exercise price of \$0.010.

Tranche 2 Incentive Option means an Incentive Option with an exercise price of \$0.015.

VWAP means volume weighted average price of the Company's Shares.

Appendix 1

Key terms of Incentive Plan

1. Offers to Eligible Employees

(a) Offer

Written offers of shares, options or performance rights (**Employee Incentives**) can be made by the Board, in its absolute discretion, to Eligible Employees (defined below).

Under the Incentive Plan, the following will be Eligible Employees:

- i. Directors, employees or other consultants or contractors of the Company, who are declared by the Board in its sole and absolute discretion to be eligible to receive grants of Employee Incentives under the Incentive Plan; or
- ii. any other person who is declared by the Board in its sole and absolute discretion to be eligible to receive grants of Employee Incentives under the Incentive Plan.

(b) Consideration

Eligible Employees will not be required to make any payment in consideration for the grant of an Employee Incentive under the Incentive Plan, unless the Board otherwise determines.

(c) Employee loans

Where an Eligible Employee is issued Employee Incentives, the Board in its absolute discretion may choose to make an interest-free, limited recourse loan to the Eligible Employee for a part, or the whole, of the issue price relating to the Employee Incentives to be granted to that Eligible Employee.

(d) Performance Criteria / Vesting Conditions

- i. The Board will determine prior to an offer being made and specify in the offer any:
 - a. minimum performance requirements (as specified in the offer and determined by the Board in its sole and absolute discretion) which must be met prior to options or shares (as applicable) vesting in an Eligible Employee or a performance right entitling the holder to a Share (**Performance Criteria**); and/or
 - b. time based requirement or condition (as specified in the offer and determined by the Board in its sole and absolute discretion) which must be met prior to options or shares (as applicable) vesting in the Eligible Employee (**Vesting Conditions**),
attaching to the shares, options or performance rights (as applicable).
- ii. The Board may vary the Performance Criteria and/or the performance period for performance rights or Vesting Conditions attaching to options subject to, among other things, the Company complying with any applicable laws;
- iii. Options and Performance Rights will only vest and be exercisable if the applicable Performance Criteria and/or Vesting Conditions (if any) have been satisfied, waived by the Board or are deemed to have been satisfied under the Incentive Plan.

2. Adjustment for rights issue

If the Company makes an issue of Shares pro rata to existing Shareholders (other than an issue in lieu of in satisfaction of dividends or by way of dividend reinvestment) the exercise price of an option will be reduced according to the formula as contained in Listing Rule 6.22.

3. Adjustment for bonus issue of Shares

If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

- (a) the number of Shares which must be issued on the exercise of an option will be increased by the number of Shares which the Eligible Employee would have received if the Eligible Employee had exercised the option before the record date for the bonus issue; and
- (b) no change will be made to the exercise price.

4. Adjustment for reorganisation

If the Company undertakes a reorganisation of its issued share capital, the rights of Eligible Employee will be varied to comply with the Listing Rules which apply to the reorganisation at that time.

5. Liquidity event

In the event of a sale of all of the Shares or a sale of all or substantially all of the assets of the Company, the Board in its absolute discretion may waive any Performance Criteria and/or Vesting Conditions attaching to some or all options held by an Eligible Employee under the Incentive Plan.

6. Participation in new issues, voting rights and dividends

Eligible Employees, while they hold performance rights and/or options only, will not be entitled to vote, receive any dividends or participate in new issues of capital offered to Shareholders. Such rights and entitlements will only arise once such option and/or performance right has converted into Shares and the Eligible Employee becomes a Shareholder.

7. Good Leaver

Unless the Board determines otherwise in its sole and absolute discretion, where an Eligible Employee who holds Employee Incentives becomes a Good Leaver (defined below):

- (a) all vested options which have not been exercised will continue in force and remain exercisable for 90 days after the date that Eligible Employee becomes a Good Leaver, after which they will lapse; and
- (b) all unvested Employee Incentives will lapse.

A Good Leaver is a person who is not a Bad Leaver. A Bad Leaver includes a person who is dismissed from office for serious or persistent breach of their terms of employment, a Director who has become disqualified, or a person who has committed some other fraudulent, dishonest or negligent act.

8. Change of Control

All granted performance rights which have not yet vested or lapsed will automatically and immediately vest, and an Eligible Employee may exercise any or all of their options, regardless of whether the Vesting Conditions have been satisfied (provided that no option will be capable of exercise later than the expiry date), if a change of control event occurs (as set out in the Incentive Plan).

9. Non-Transferable and No Quotation

Options and performance rights are unquoted securities and may not be sold, transferred, assigned or novated except with the prior approval of the Board.

10. Termination, Suspension or Amendment

The Board may terminate, suspend or amend the Incentive Plan at any time subject to any resolution of the Company required by the ASX Listing Rules.

11. Disposal Restrictions on Shares

The Board may impose disposal restrictions on Shares issued under the Incentive Plan or acquired following the vesting of performance rights or exercise of options as a condition of any offer. The Board may place a holding lock or similar arrangements on the Shares to give effect to the restrictions.

12. Buy-Back

The Company may buy-back Shares issued under the Incentive Plan in certain circumstances in accordance with the rules of the Incentive Plan.

Appendix 2

Key terms of Initial Options

Exercise Period and Expiry Date

The Initial Options are exercisable at any time on a Business Day prior to 5:00pm (Sydney time) on 30 November 2028 (**Expiry Date**). Initial Options not exercised by that date will lapse.

Exercise Price

Each Initial Options entitles the holder to acquire one (1) Share on payment of the sum of \$0.01 per Initial Options (**Exercise Price**) to Altitude Minerals.

Notice of Exercise

Eligible Shareholders will receive an exercise notice at the same time that they receive a holding statement in respect of the Initial Options (**Exercise Notice**).

Initial Options may be exercised at any time prior to 5:00pm (Sydney time) on the Expiry Date by delivering a duly executed Exercise Notice to Altitude Minerals, together with payment for the aggregate Exercise Price for the Initial Options being exercised.

Initial Options will be deemed to have been exercised at a time determined by Altitude Minerals and in any event no earlier than Altitude Minerals having received the aggregate Exercise Price (in cleared funds) in respect of the Initial Options exercised in accordance with the Exercise Notice.

Some or all of the Initial Options may be exercised at any one time or times prior to the Expiry Date. Initial Options must be exercised in respect of a minimum of 100,000 Initial Options except where an Initial Options holder holds less than 100,000 Initial Options, in which case all Initial Options held by that Initial Option holder must be exercised.

Shares Issued on Exercise of Initial Options

Shares to be issued pursuant to the exercise of Initial Options will be issued following receipt of all the relevant documents and payments (in cleared funds) and will rank equally with the then issued Shares.

Shares issued pursuant to the exercise of Initial Options will have the same rights and liabilities as Altitude Minerals' existing Shares on issue as at the date of the exercise of the Initial Options. The full details of the rights attaching to Shares are set out in Altitude Minerals Constitution.

If the holder of any Initial Options exercises less than the total number of Initial Options registered in their name, Altitude Minerals will provide the holder of any Initial Options with a new holding statement stating the remaining number of Initial Options registered in that holder's name, together with a new exercise notice.

Transfer and Quotation

The holder of any Initial Options may transfer some or all of their Initial Options in any manner authorised by the ASX or the Corporations Act. Altitude Minerals has not applied, and does not currently intend to apply, to the ASX for Quotation of the Initial Options, but reserves the right to do so in the future if permitted by the Corporations Act and Listing Rules.

Participation Rights or Entitlements

There are no participating rights or entitlements inherent in the Initial Options and holders will not be entitled to participate in new issues of securities offered to Shareholders during the term of the Initial Options, except in their capacity as existing Shareholders.

Bonus Issues

If, prior to the expiry of the options, Altitude Minerals makes a bonus issue of Shares to Shareholders for no consideration, the number of Shares over which an Initial Options is exercisable will be increased by the number of Shares which the holder would have received if the Initial Options had been exercised before the relevant record date for the bonus issue.

Pro-Rata Issue

If, from time to time, before the expiry of the Initial Options, Altitude Minerals makes a pro-rata issue of Shares to shareholders, the exercise price of the Initial Options may be amended in accordance with ASX Listing Rule 6.22.2.

Capital reorganisation

If there is a reorganisation of the issued capital of Altitude Minerals (including any consolidation, subdivision, reduction, or return of capital), the rights of the holder of Initial Options shall be changed to the extent necessary to comply with the ASX Listing Rules at the time of the reorganisation.

Takeovers prohibition

The issue of Shares on exercise of the Initial Options is subject to and conditional upon the issue of the relevant Shares not resulting in any person being in breach of section 606(1) of the Corporations Act; and

The Company will not be required to seek the approval of its members for the purposes of item 7 of section 611 of the Corporations Act to permit the issue of any Shares on exercise of the Initial Options.

No other rights

An Initial Options does not give a holder any rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.

Appendix 3

Key terms of Incentive Options

Exercise Period and Expiry Date

The Incentive Options are exercisable at any time on a Business Day prior to 5:00pm (Sydney time) on 31 October 2031 (**Expiry Date**). Incentive Options not exercised by that date will lapse.

Exercise Price

Each Option entitles the holder to acquire one (1) Share on payment of the sum of \$0.01 per Tranche 1 Incentive Option (**Tranche 1 Exercise Price**) and \$0.015 per Tranche 2 Incentive Option (**Tranche 2 Exercise Price**) to Altitude Minerals.

Notice of Exercise

Eligible Shareholders will receive an exercise notice at the same time that they receive a holding statement in respect of the Incentive Options (**Exercise Notice**).

Incentive Options may be exercised at any time prior to 5:00pm (Sydney time) on the Expiry Date by delivering a duly executed Exercise Notice to Altitude Minerals, together with payment for the aggregate Exercise Price for the Incentive Options being exercised.

Incentive Options will be deemed to have been exercised at a time determined by Altitude Minerals and in any event no earlier than Altitude Minerals having received the aggregate Exercise Price (in cleared funds) in respect of the Incentive Options exercised in accordance with the Exercise Notice.

Some or all of the Incentive Options may be exercised at any one time or times prior to the Expiry Date. Options must be exercised in respect of a minimum of 100,000 Incentive Options except where an Incentive Option holder holds less than 100,000 Incentive Options, in which case all Incentive Options held by that Incentive Option holder must be exercised.

Shares Issued on Exercise of Incentive Options

Shares to be issued pursuant to the exercise of Incentive Options will be issued following receipt of all the relevant documents and payments (in cleared funds) and will rank equally with the then issued Shares.

Shares issued pursuant to the exercise of Incentive Options will have the same rights and liabilities as Altitude Minerals' existing Shares on issue as at the date of the exercise of the Incentive Options. The full details of the rights attaching to Shares are set out in Altitude Minerals Constitution.

If the holder of any Incentive Options exercises less than the total number of Incentive Options registered in their name, Altitude Minerals will provide the holder of any Incentive Options with a new holding statement stating the remaining number of Incentive Options registered in that holder's name, together with a new exercise notice.

Transfer and Quotation

The holder of the Incentive Options may not transfer any of their Incentive Options at any time. Altitude Minerals has not applied, and does not currently intend to apply, to the ASX for Quotation of the Incentive Options.

Participation Rights or Entitlements

There are no participating rights or entitlements inherent in the Incentive Options and holders will not be entitled to participate in new issues of securities offered to Shareholders during the term of the Incentive Options, except in their capacity as existing Shareholders.

Bonus Issues

If, prior to the expiry of the options, Altitude Minerals makes a bonus issue of Shares to Shareholders for no consideration, the number of Shares over which an Incentive Options is exercisable will be increased by the number of Shares which the holder would have received if the Incentive Options had been exercised before the relevant record date for the bonus issue.

Pro-Rata Issue

If, from time to time, before the expiry of the Incentive Options, Altitude Minerals makes a pro-rata issue of Shares to shareholders, the exercise price of the Incentive Options may be amended in accordance with ASX Listing Rule 6.22.2.

Capital reorganisation

If there is a reorganisation of the issued capital of Altitude Minerals (including any consolidation, subdivision, reduction, or return of capital), the rights of the holder of Incentive Options shall be changed to the extent necessary to comply with the ASX Listing Rules at the time of the reorganisation.

Takeovers prohibition

The issue of Shares on exercise of the Incentive Options is subject to and conditional upon the issue of the relevant Shares not resulting in any person being in breach of section 606(1) of the Corporations Act; and

The Company will not be required to seek the approval of its members for the purposes of item 7 of section 611 of the Corporations Act to permit the issue of any Shares on exercise of the Incentive Options.

No other rights

An Incentive Option does not give a holder any rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.

Your proxy voting instruction must be received by **10:00am (ACDT) on Monday, 09 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)

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Altitude Minerals Ltd, to be held at **10:00am (ACDT) on Wednesday, 11 November 2026 at the offices of Grant Thornton Australia Limited, Level 3, 170 Frome Street Adelaide, South Australia** hereby:

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

[illegible]

Unless indicated otherwise by marking the “for”, “against” or “abstain” box you will be authorising the Chair to vote in accordance with the Chair’s voting intention.

Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 1, 4, 5, 7, 8, 9, 10, 11 and 12 (except where I/we have indicated a different voting intention below) even though Resolutions 1, 4, 5, 7, 8, 9, 10, 11 and 12 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

Resolutions		For	Against	Abstain	Resolutions		For	Against	Abstain
1	Adoption of Remuneration Report	☐	☐	☐	7	Issue Performance Rights to Mr Duncan Chessell	☐	☐	☐
2	Re-election of Mr Christopher Sutherland as a Director of the Company	☐	☐	☐	8	Issue Incentive Options to Mr Duncan Chessell	☐	☐	☐
3	Election of Dr Paul Kitto as a Director of the Company	☐	☐	☐	9	Issue Incentive Options to Mr Christopher Sutherland	☐	☐	☐
4	Adoption of Incentive Plan	☐	☐	☐	10	Issue Incentive Options to Mr Peter McIntyre	☐	☐	☐
5	Increase in non-executive Directors' fee pool	☐	☐	☐	11	Issue Incentive Options to Mr Tony Belperio	☐	☐	☐
6	Approval of 10% Additional Placement Capacity	☐	☐	☐	12	Issue Initial Options and Incentive Options to Dr Paul Kitto	☐	☐	☐

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

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

Contact Name:

Email Address:

Contact Daytime Telephone:

Date (DD/MM/YY) / /

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