

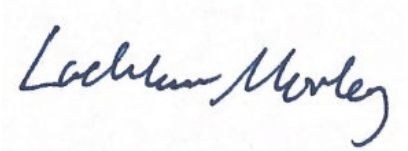
26 October 2026

Notice of Annual General Meeting and Proxy Form

In accordance with Listing Rule 3.17, G50 Corp Limited (G50 or the Company) attaches a copy of the following documents:

1. Letter to Shareholders regarding arrangements for an Annual General Meeting;
2. Notice of Annual General Meeting; and
3. Proxy Form

With authorisation of the Board of G50.



Lachlan Morley
Company Secretary

19 October 2026

Dear Shareholders,

The Annual General Meeting of G50 Corp Limited (the Company) is scheduled to be held on Thursday 26 November 2026, commencing at 10.00am (AEDT) (Meeting). On behalf of the Directors of the Company I invite shareholders to join us at the meeting at the Company's office at Suite 16.01 Level 16, 213 Miller Street, North Sydney, NSW 2060.

In accordance with section 110D Corporations Act 2001 we will not be sending you a hard copy of the Notice of Meeting or Proxy Form by post ahead of the Meeting. Instead you are able to view and download a copy of the Notice of Meeting and Proxy Form at <https://www.g50corp.com/investors/asx-announcements/> or at our share registry's website www.investorserve.com.au by logging in and selecting Company Announcements from the main menu.

Even if you intend to attend the meeting in person, the Directors strongly encourage all shareholders to lodge a directed proxy form by 10.00am (AEDT) on Tuesday 24 November 2026. This will allow your directed proxy vote to be counted if for any reason you cannot attend on the day.

There will be an opportunity to ask questions at the meeting and you may also submit your questions in writing to the queries@g50corp.com at least 7 business before the Meeting.

The Corporations Amendment (Meetings and Documents) Act 2022 (Amendment Act) includes a requirement for public companies and listed companies to give shareholders notice of their right to elect to be sent documents electronically or physically by the company in section 110K of the Corporations Act (Notice). The Company has fulfilled this requirement by making a Notice available on our website at <https://www.g50corp.com/investors/asx-announcements/>.

Any further updates required to be given in relation to the Meeting will be made available to shareholders on the Company's website and the Company's ASX announcements platform.

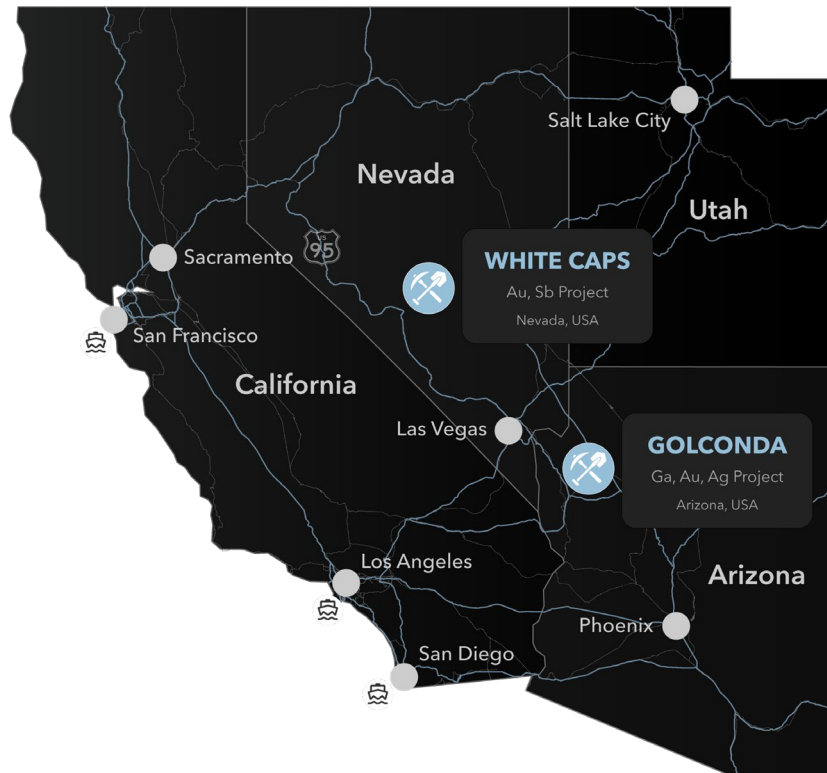
Yours faithfully,



Lachlan Morley

Company Secretary

ABOUT G50 CORP



Map: Location of G50 Corp's Golconda Project in Arizona and White Caps Project in Nevada

G50 Corp is an exploration company progressing critical minerals and precious metals projects in the United States, including the Golconda Project in Arizona and the White Caps Project in Nevada.

GOLCONDA PROJECT, ARIZONA

The Golconda Project is located in NW Arizona, a well-established mining jurisdiction with a long history of base and precious metals production. The project comprises a historical zinc, lead, gold and silver mine and is proximal to the Mineral Park copper, molybdenum and silver mine. Exploration has identified high-grade gold and silver mineralisation and a significant gallium discovery, highlighting the project's potential for both precious and critical metals.

WHITE CAPS PROJECT, NEVADA

The White Caps Project is located in Nevada, a premier mining jurisdiction with a long history of gold production. The project is a historical gold mine that was previously drilled by Freeport McMoRan between 1982 to 1984. Exploration has identified gold and antimony mineralisation, and the project is located proximal to Scorpio Gold Corp's Manhattan Gold Project. Highlighting its potential within a well-endowed mineral district.



Notice of annual general meeting and explanatory memorandum

G50 Corp Limited
ACN 645 022 233

Date: 26 November 2026

Time: 10.00 am (AEDT)

Place: Suite 16.01 Level 16, 213 Miller Street, North Sydney, NSW 2060

NOTICE OF 2026 ANNUAL GENERAL MEETING

Notice is given that the 2026 Annual General Meeting of G50 Corp Limited ACN 645 022 233 (the Company) will be held on Thursday, 26 November 2026 at 10.00 am (AEDT)

The Board encourages Shareholders to monitor the ASX and the Company's website for any updates in relation to the Annual General Meeting that may need to be provided. In the meantime, the Board encourages Shareholders to submit their proxies as early as possible, even if they intend to attend the Meeting.

How to Ask a Question at the Meeting

Shareholders will have the opportunity to vote and ask questions at the Meeting however, in order to provide for an efficient Meeting, we request that any questions from Shareholders are provided to the Company Secretary at least 7 days in advance of the Meeting by emailing the Company Secretary (company.secretary@boardroomlimited.com.au).

BUSINESS OF THE MEETING

Shareholders are invited to consider the following items of business at the Annual General Meeting:

FINANCIAL AND RELATED REPORTS

Agenda Item 1	Financial and Related Reports
Description	To receive and consider the Financial Report of the Company and its controlled entities and the related Directors' and Auditor's Reports in respect of the financial year ended 30 June 2026.

ADOPTION OF REMUNERATION REPORT

Resolution 1	Adoption of Remuneration Report
Description	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the 2026 Annual Report and is available from the Company's website (https://www.g50corp.com/investors/reports/). In accordance with section 250R of the Corporations Act, the vote on this resolution will be advisory only and will not bind the Directors or the Company.
Resolution (Advisory)	To consider and, if thought fit, pass the following resolution as an advisory resolution : <i>"That the Remuneration Report for the financial year ended 30 June 2026 included in the Directors' Report of the Annual Report as required under section 300A of the Corporations Act, be adopted by the Company."</i>
Voting Exclusion and Prohibition	A voting exclusion and prohibition statement applies to this resolution. Please see below.

ELECTION OF DIRECTORS

Resolution 2	Re-election of Dr Craig Feebrey as Director
Description	In accordance with ASX Listing Rule 14.4 and Rule 6.2 of the Company's Constitution, Dr Feebrey offers himself for re-election as a Director.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>"That, for the purpose of Rule 6.2 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, and being eligible, Dr Craig Feebrey is re-elected as a Director."</i>

RATIFICATION OF PLACEMENT SHARES

Resolution 3	Ratification of issue of the August Placement Shares
Description	In August 2026 the Company conducted a capital raising to raise funds through the issue of 44,121,928 fully paid ordinary shares at \$0.595 per share on 5 August 2026 in the Company (August Placement Shares), comprising: (a) 31,288,718 shares using the Company's placement capacity under ASX Listing Rules 7.1; and (b) 12,833,210 Shares issued using the Company's additional placement capacity under ASX Listing Rule 7.1A. The Company seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for issue of all the August Placement Shares
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: "That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the issue of 44,121,928 August Placement Shares on 5 August 2026 at an issue price of \$0.595 per Share, comprising 31,288,718 Shares issued under ASX Listing Rule 7.1 and 12,833,210 Shares issued under ASX Listing Rule 7.1A, on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."
Voting Exclusion	A voting exclusion statement applies to this resolution. Please see below.

APPROVAL OF 10% PLACEMENT CAPACITY

Resolution 4	Approval of 10% Placement Capacity under ASX Listing Rule 7.1A
Description	The Company seeks approval of shareholders to be able to issue Equity Securities of up to an additional 10% of its issued capital by way of placements over a 12-month period, in addition to its 15% Placement Capacity under ASX Listing Rule 7.1.
Resolution (Special)	To consider and, if thought fit, pass the following resolution as a special resolution: <i>"That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to an additional 10% of its issued Equity Securities (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 by way of placements over a 12-month period from the date of the Meeting, on such terms and conditions more particularly described in the Explanatory Memorandum accompanying this Notice."</i>

Voting Exclusion	A voting exclusion statement applies to this resolution. Please see below.
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APPROVAL OF ISSUES OF SECURITIES

Resolution 5	Ratification of issue of Shares to Mr Robert Reynolds in lieu of fees
Description	The Company seeks shareholder ratification for the issue of 28,991 Shares issued to Mr Robert Reynolds, former Chair and Non-Executive Director, in lieu of outstanding Director's fees owing to Mr Reynolds.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the issue of 28,991 Shares on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."</i>
Voting Exclusion	A voting exclusion and prohibition statement applies to this resolution. Please see below.

Resolution 6	Approval of issue of Options to Director Dr Craig Feebrey
Description	The Company seeks shareholder approval for the issue of 500,000 Options to Dr Craig Feebrey, non-executive director.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, shareholder approval is given for the Company to issue 500,000 Options to Dr Craig Feebrey or his nominee(s) on the terms described in the Explanatory Memorandum."</i>
Voting Exclusion	A voting exclusion and prohibition statement applies to this resolution. Please see below.

REFRESHING OF CONSTITUTIONAL PROPORTIONAL TAKEOVER PROVISIONS

Resolution 7	Renewal of Proportional Takeover Provisions in the Constitution
Description	Resolution 7 seeks shareholder approval for the renewal of the Company's proportional takeover provisions as captured in Part 14 of the Company's Constitution.

Resolution (Special)	To consider and, if thought fit, pass the following resolution as a special resolution : <i>“That, for the purpose of sections 136(2) and 648G of the Corporations Act and for all other purposes, the Constitution of the Company be amended by re-inserting the Proportional Takeover Provisions into the Constitution as Part 14 of the Constitution for a period of three years from the date of approval of this Resolution.”</i>
Voting Exclusion	No voting exclusions apply to this resolution.

APPROVAL OF APPOINTMENT OF NEW AUDITOR

Resolution 8	Approval of Appointment of New Auditor
Description	The Company seeks shareholder approval for the appointment of new auditor BDO Audit Pty Ltd.
Resolution (Ordinary)	To consider and, if in favour, pass the following Resolution as an ordinary resolution: <i>“That, for the purposes of the Corporations Act 2001 (Cth) and for all other purposes, BDO Audit Pty Ltd, having been nominated by a member and consented in writing to act as auditor of the Company, be appointed as auditors of the Company.”</i>
Voting Exclusion	No voting exclusions apply to this resolution.

VOTING EXCLUSIONS AND PROHIBITION STATEMENTS

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

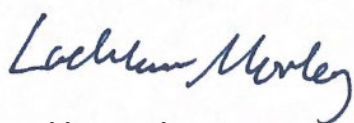
Resolution 1 – Approval of Remuneration Report	Voting Exclusion The Company will disregard any votes cast on this Resolution: ▪ by or on behalf of a member of the Key Management Personnel (KMP) named in the remuneration report for the year ended 30 June 2026, or that KMP's Closely Related Party, regardless of the capacity in which the vote is cast; ▪ as a proxy by a member of the KMP at the date of the Meeting, or that KMP's Closely Related Party. However, the Company will not disregard a vote if it is cast as a proxy for a person who is entitled to vote on this Resolution: ○ in accordance with their directions of how to vote as set out in the proxy appointment; or ○ by the Chair of the Meeting pursuant to an express authorisation on the Proxy Form. Voting Prohibition - s250BD and s250R In accordance with Section 250BD and Section 250R of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons: ▪ a member of the KMP for the Company; or ▪ a closely related party of a member of the KMP for the company. However, a person 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: ▪ the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or ▪ the proxy is the Chair of the Meeting, and the appointment of the Chair as proxy: ○ does not specify the way the proxy is to vote on this Resolution; and ○ expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the KMP.
Resolution 3 Ratification of issue of Placement Shares	The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who participated in the issues or is a counterparty to the agreement being approved (namely Placement participants), or any associates of those persons. However, this does not apply to a vote cast in favour of the Resolution by:

	• a person as a proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or • the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or • a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: - o 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 - o the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
Resolution 4 - Approval of 10% Placement Capacity under ASX Listing Rule 7.1A	If, at the time of the Meeting, the Company is proposing to make an issue of securities under rule 7.1A.2, the Company will disregard any votes cast in favour of the Resolution by or on behalf of a person, or any associate of that person, who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue of equity securities under the increased placement capacity under ASX Listing Rule 7.1A (except a benefit solely by reason of being a holder of ordinary securities in the Company). However, this does not apply to a vote cast in favour of the Resolution by: ▪ 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 ▪ the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or ▪ a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: - o 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 - o the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

	As at the date of this Notice of Meeting, the Company is not proposing a particular issue of Equity Securities under Listing Rule 7.1A2 and accordingly it is not known who may participate in any proposed issue. On that basis, no Shareholders are currently excluded from voting. If an issue is proposed under Rule 7.1A between the date of this Notice of Meeting and the Meeting itself, the voting exclusion statement above will apply to persons expected to participate in, or obtain a material benefit from, that proposed issue and their associates, subject to the exceptions stated above.
Resolutions 5 and 6 - Approval of Issues of Shares and Options	The Company will disregard any votes cast in favour of the resolution by or on behalf of: ▪ Resolution 5: Mr Robert Reynolds (or his nominee(s)) or an associate of Mr Robert Reynolds (or his nominee(s)); and ▪ Resolution 6: Dr Craig Feebrey (or his nominee(s)) or an associate of Dr Craig Feebrey (or his nominee(s)) and any other person who will receive a material benefit as a result of the proposed issue of the securities (except a benefit solely by reason of being a Shareholder). However, this does not apply to a vote cast in favour of a resolutions by: ▪ a person as proxy or attorney for a person who is entitled to vote on the resolutions, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or ▪ the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolutions, in accordance with a direction given to the Chair to vote on the resolutions as the Chair decides; or ▪ a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: ○ 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 resolutions; and ○ the holder votes on the resolutions in accordance with directions given by the beneficiary to the holder to vote in that way.

Dated: 19 October 2026

By order of the Board of G50 Corp Limited



Lachlan Morley

Company Secretary

QUESTIONS FROM SHAREHOLDERS

In order to provide an equal opportunity for all shareholders to ask questions of the Board, we ask you to submit in writing any questions to the Company or to the Company's outgoing auditor, BDJ Partners, in relation to the conduct of the external audit for the year ended 30 June 2026, or the content of its audit report. Please send your questions to:

The Company Secretary, **G50 Corp Limited**

E. company.secretary@boardroomlimited.com.au

Written questions must be received by no later than **5.00pm (AEDT) on 19 November 2026**.

Your questions should relate to matters that are relevant to the business of the Annual General Meeting, as outlined in this Notice of Meeting and Explanatory Memorandum.

In accordance with the *Corporations Act 2001* (Cth) and the Company's policy, a reasonable opportunity will also be provided to shareholders attending the Annual General Meeting to ask questions about, or make comments upon, matters in relation to the Company including Remuneration Report.

During the course of the Annual General Meeting, the Chair will seek to address as many shareholder questions as reasonably practicable, and where appropriate, will give a representative of the Auditor the opportunity to answer written questions addressed to it. However, there may not be sufficient time to answer all questions at the Annual General Meeting. Please note that individual responses may not be sent to shareholders.

VOTING INFORMATION

Voting by proxy

(a) A shareholder entitled to attend and vote at the

Annual General Meeting may appoint one proxy or, if the shareholder is entitled to cast two or more votes at the Meeting, two proxies, to attend and vote instead of the shareholder.

- (b) Where two proxies are appointed to attend and vote at the Meeting, each proxy may be appointed to represent a specified proportion or number of the shareholder's voting rights at the Meeting.
- (c) A proxy need not be a shareholder of the Company.
- (d) A proxy may be an individual or a body corporate. If a body corporate is appointed, the proxy form must indicate the full name of the body corporate and the full name or title of the individual representative of the body corporate for the Meeting.
- (e) A proxy form accompanies this notice. If a shareholder wishes to appoint more than one proxy, they may make a copy of the proxy form attached to this notice. For the proxy form to be valid it must be received together with the power of attorney or other authority (if any) under which the form is signed, or a (notarially) certified copy of that power of authority by **10.00am (AEDT) on 24 November 2026**:
 - online by going to: <https://www.votingonline.com.au/g50agm2026> or
 - by post to Boardroom Pty Limited; GPO Box 3993, Sydney NSW 2001; or
 - by facsimile: Australia – +61 2 9290 9655.

Voting and other entitlements at the Annual General Meeting

A determination has been made by the Board of the Company under regulation 7.11.37 of the *Corporations Regulations* 2001 that shares in the Company which are on issue at **7.00pm (AEDT) on 24 November 2026** will be taken to be held by the persons who held them at that time for the purposes of the Annual General Meeting (including determining voting entitlements at the Meeting).

Proxy voting by the Chair

The *Corporations Amendment (Improving Accountability on Director and Executive Remuneration) Act* 2011 (Cth) imposes prohibitions on Key Management Personnel and their Closely Related Parties from voting their shares (or voting undirected proxies) on, amongst other things, remuneration matters.

However, the chair of a meeting may vote an undirected proxy (i.e. a proxy that does not specify how it is to be voted), provided the shareholder who has lodged the proxy has given an express voting direction to the chair to exercise the undirected proxy, even if the resolution is connected with the remuneration of a member of Key Management Personnel. If you complete a proxy form that authorises the Chair of the Meeting to vote on your behalf as proxy, and you do not mark any of the boxes so as to give him directions about how your vote should be cast, then you will be taken to have expressly authorised the Chair to exercise your proxy on Resolution 1. In accordance with this express authority provided by you, the Chair will vote in favour of Resolution 1. If you wish to appoint the Chair of the Meeting as your proxy, and you wish to

direct him how to vote, please tick the appropriate boxes on the form. If you appoint as your proxy any Director of the Company, except the Chair, or any other Key Management Personnel or any of their Closely Related Parties and you do not direct your proxy how to vote on Resolution 1, he or she will not vote your proxy on that item of business.

The Chair of the Meeting intends to vote all available undirected proxies in favour of each item of business.

**EXPLANATORY MEMORANDUM
TO NOTICE OF 2026 ANNUAL GENERAL MEETING**

1. FINANCIAL AND RELATED REPORTS

Agenda Item 1	Financial and Related Reports
Explanation	Section 317 of the Corporations Act requires the Company's financial report, directors' report and auditor's report for the financial year ended 30 June 2026 to be laid before the Company's 2026 Annual General Meeting. There is no requirement for a formal resolution on this item. The financial report contains the financial statements of the consolidated entity consisting of the Company and its controlled entities. As permitted by the Corporations Act, a printed copy of the Company's 2026 Annual Report has been sent only to those Shareholders who have elected to receive a printed copy. A copy of the 2026 Annual Report is available from the Company's website (https://www.g50corp.com/investors/reports/). The Chair of the Meeting will allow a reasonable opportunity at the Meeting for Shareholders to ask questions. Shareholders will also be given a reasonable opportunity at the Meeting to ask the Company's auditor, BDJ Partners, questions about its audit report, the conduct of its audit of the Company's financial report for the year ended 30 June 2026, the preparation and content of its audit report, the accounting policies adopted by the Company in its preparation of the financial statements and the independence of BDJ Partners in relation to the conduct of the audit.

2. ADOPTION OF REMUNERATION REPORT (ADVISORY RESOLUTION)

Resolution 1	Adoption of Remuneration Report
Explanation	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the Company's 2026 Annual Report and is available from the Company's website (https://www.g50corp.com/investors/reports/). The Remuneration Report:

	- describes the policies behind, and the structure of, the remuneration arrangements of the Company and the link between the remuneration of executives and the Company's performance; - sets out the remuneration arrangements in place for each director and for certain members of the senior management team; and - explains the differences between the basis for remunerating non-executive directors and senior executives, including the Managing Director (or equivalent). The vote on this resolution is advisory only and does not bind the Directors. However, the Board will take into account any discussion on this resolution and the outcome of the vote when considering the future remuneration policies and practices of the Company.
Voting Exclusion	A voting exclusion statement applies to this resolution, as set out in the Notice.
Board Recommendation	As the resolution relates to matters including the remuneration of the Directors, the Board, as a matter of corporate governance and in accordance with the spirit of section 250R(4) Corporations Act 2001 (Cth), makes no recommendation to Shareholders in relation to this resolution.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this resolution.

3. ELECTION OF DIRECTORS

Resolution 2	Re-election of Dr Craig Feebrey as Director
Explanation	In accordance with ASX Listing Rule 14.4 and Rule 6.2 of the Company's Constitution, Dr Feebrey offers himself for re-election as a Director.
About Dr Craig Feebrey	<i>Dr Feebrey was appointed to the Board on 18 November 2025.</i> Dr Feebrey is a seasoned geologist and mining executive with over 30 years of global exploration and commercial success across Australia, Asia and the Americas. He has held executive, management, and senior technical positions across major, intermediate, and junior mining and exploration companies. Dr Feebrey is also a NED for Rio de Oro and holds Advisory roles for G50 Corp and Magmatic Resources and was most recently Executive Vice President and Chief Exploration Officer for

	OceanaGold Corporation from 2015 to 2025. Prior to this he was Vice President Exploration and Regional Manager Australasia for Gold Fields Limited, Executive Vice President Exploration for Suramina Resources and Exploration Manager for Tenke Mining (Lundin Group) and held various roles with Japan Oil, Gas and Metals Corporation. Dr Feebrey is a Chartered Professional geologist and holds a PhD (Geology), is a fellow of the Society of Economic Geologists, and a member of the Australian Institute of Mining and Metallurgy, and Australian Institute of Company Directors.
Board Recommendation	The Board, with Dr Feebrey abstaining, recommends that Shareholders vote in favour of Dr Feebrey's re-election.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this Resolution.

Resolution 3	Ratification of issue of the August Placement Shares
Explanation	In August 2026 the Company conducted a capital raising to raise funds through the issue of 44,121,928 fully paid ordinary shares at \$0.595 per security ("August Placement Shares") in the Company pursuant to the Company's 15% and 10% placement capacity under ASX Listing Rules 7.1 and 7.1A. The Company seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for 100% of the issue of the August Placement Shares.
ASX Listing Rules	An issue of, or agreement to issue, securities made without approval under ASX Listing Rule 7.1 is treated as having been made with approval for the purpose of ASX Listing Rule 7.1 if each of the following apply: • The issue or agreement did not breach rule 7.1; and • The holders of the entity's ordinary securities subsequently approve it.
Reasons for Resolution 3	The effect of ratification (in accordance with ASX Listing Rule 7.4) of the issue of the August Placement Shares is the reinstatement of the Company's capacity under ASX Listing Rule 7.1. This will effectively enable the Company to issue further shares of up to 15% of the issued capital of the Company. If Resolution 3 is not passed, the issue will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity

	securities it can issue without Shareholder approval over the 12-month period following the Issue Date.
Information required to be provided under the ASX Listing Rules 7.5	In accordance with ASX Listing Rule 7.5, which contains requirements as to the contents of a notice sent to shareholders for the purposes of ASX Listing Rule 7.4, the following information is provided to shareholders: No. of securities issued 44,121,928 fully paid ordinary shares. Issue price per security \$0.595 per share. Date of Issue 5 August 2026 Recipients of issue The Shares were issued to participants who were determined on the basis of applications received from institutional, sophisticated, professional or qualified investors who are clients of the Joint Lead Managers and Bookrunners, Bell Potter Securities Limited and Morgans Corporate Limited. The Company confirms that no related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company's shares, advisers of the Company or associates of any of these parties were issued more than 1% of the issued capital of the Company. Terms of securities Fully paid ordinary shares ranking pari-passu with other existing fully paid ordinary shares in the Company. The shares were not issued under an agreement. Use of funds raised Funds raised from the August Placement will primarily support the continuation of exploration programs at Golconda and White Caps, working capital and the costs of the issue.
Voting Exclusion	A voting exclusion statement applies to this item of business, as set out in the Notice.

Board Recommendation	The Directors unanimously recommend that Shareholders vote in favour of this resolution.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this resolution.

4. APPROVAL OF 10% PLACEMENT CAPACITY

Resolution 4	Approval of 10% Placement Capacity under Listing Rule 7.1A
Explanation	Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period. Under ASX Listing Rule 7.1A, however, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% (10% Placement Capacity) to 25%. An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and which has a market capital of \$300 million or less. The Company is an eligible entity for these purposes. Resolution 4 seeks shareholder approval by way of special resolution for the Company to have the additional 10% capacity provided for in ASX Listing Rule 7.1A to issue equity securities without shareholder approval. If Resolution 4 is passed, the Company will be able to issue equity securities up to the combined 25% limit in ASX Listing Rules 7.1 and 7.1A without any further shareholder approval. If Resolution 4 is not passed, the Company will not be able to access the additional 10% capacity to issue equity securities provided for in ASX Listing Rule 7.1A and will remain subject to the 15% limit on issuing equity securities without shareholder approval set out in Listing Rule 7.1. Resolution 4 is a special resolution. Accordingly, at least 75% of votes cast by

	shareholders present and eligible to vote (in person or by proxy) at the meeting must be in favour of this resolution for it to be passed.
Formula	The exact number of additional Equity Securities that the Company may issue under the 10% Placement Capacity will be determined by a formula set out ASX Listing Rule 7.1A.2 as follows: $(A \times D) - E$ where: A = the number of fully paid ordinary securities on issue at the commencement of the relevant period, • plus the number of fully paid ordinary securities issued in the relevant period under an exception in rule 7.2 other than exception 9, 16 or 17, • plus the number of fully paid ordinary securities issued in the relevant period on the conversion of convertible securities within rule 7.2 exception 9 where: ○ the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or ○ the issue of, or agreement to issue, the convertible securities was approved, or taken under these rules to have been approved, under rule 7.1 or rule 7.4, • plus the number of fully paid ordinary securities issued in the relevant period under an agreement to issue securities within rule 7.2 exception 16 where: ○ the agreement was entered into before the commencement of the relevant period; or ○ the agreement or issue was approved, or taken under these rules to have been approved, under rule 7.1 or rule 7.4, • plus the number of any other fully paid ordinary securities issued in the relevant period with approval under rule 7.1 or rule 7.4, ▪ plus the number of partly paid ordinary securities that became fully paid in the relevant period), ▪ less the number of fully paid ordinary securities cancelled in the relevant period; <i>'A' has the same meaning in ASX Listing Rule 7.1 when calculating an entity's 15% placement capacity</i> D is 10%.

	E is the number of equity securities issued or agreed to be issued under rule 7.1A.2 in the relevant period where the issue or agreement has not been subsequently approved by the holders of its ordinary securities under rule 7.4; and “relevant period” means: • if the entity has been admitted to the official list for 12 months or more, the 12-month period immediately preceding the date of the issue or agreement; or • if the entity has been admitted to the official list for less than 12 months, the period from the date the entity was admitted to the official list to the date immediately preceding the date of the issue or agreement.
Conditions of issue under the 10% Placement Capacity	There are a number of conditions applicable to the issue of equity securities under ASX Listing Rule 7.1A, including a limitation on the discount to prevailing market price at which they may be issued, and additional disclosure requirements. A summary of these conditions is as follows: (a) Equity Securities issued under the 10% Placement Capacity can only be issued for a cash consideration and only be in a class of securities already quoted. At the date of this Notice, the Company only has one class of securities which are quoted, being ordinary shares. (b) The issue price of each equity security issued under the 10% Placement Capacity must be no less than 75% of the volume weighted average market price (VWAP) for Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before either: i. the date on which the price at which the equity securities are to be issued is agreed; or ii. if the equity securities are not issued within 10 trading days of the date in paragraph (i), the date on which the securities are issued.
Period of validity of shareholder approval	In the event that the Company obtains shareholder approval for Resolution 4 such approval will cease to be valid upon the earlier of: (a) 12 months after the date of this Annual General Meeting, being 26 November 2027; (b) the time and date of the Company’s next Annual General Meeting; or (c) if applicable, the date on which the Company’s shareholders approve a change to the nature or scale of the Company’s activities under ASX Listing Rule 11.1.2, or the disposal of the Company’s main undertaking under ASX Listing Rule 11.2.

INFORMATION TO BE PROVIDED TO SHAREHOLDERS UNDER ASX LISTING RULE 7.3A

Risk of dilution to shareholders

If Resolution 4 is approved by shareholders, any issue of Equity Securities under the 10% Placement Capacity may present a risk of economic and voting dilution of existing shareholders, including the risk that:

- the market price of the Company's Equity Securities may be significantly lower on the relevant issue date than on the date of this Meeting; and
- 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.

The table below shows the potential dilution of existing shareholders under various scenarios on the basis of:

- an issue price of \$0.455 per Share which was the closing price of the Company's shares on the ASX on 21 September 2026 and
- the variable 'A' being calculated as the number of fully paid ordinary shares on issue on the date of this Notice, being 249,215,770.

The table also shows:

- (a) two examples where variable 'A' has increased by 50% and 100%. The number of shares on issue in the Company may increase as a result of the issue of shares that do not require approval of shareholders (for example, pro-rata entitlement issues or scrip issues under takeover offers) or future placements of shares under ASX Listing Rule 7.1 of up to 15% of issued capital that are approved at future general meetings of shareholders; and
- (b) two examples of where the issue price of shares has decreased by 50% and increased by 100%.

Table 1. LR7.1A Dilution Table:

	Variable A in Listing Rule 7.1.A.2		50% Decrease	Closing Price at 21 September 2026 (\$)	100% Increase
			0.228	0.455	0.910
	Current Variable A	10% Dilution	24,921,577	24,921,577	24,921,577
	249,215,770	Funds Raised (\$)	5,669,659	11,339,318	22,678,635
	50% Increase in Variable A	10% Dilution	37,382,366	37,382,366	37,382,366
	373,823,655	Funds Raised (\$)	8,504,488	17,008,976	34,017,953
	100% Increase in Variable A	10% Dilution	49,843,154	49,843,154	49,843,154
	498,431,540	Funds Raised (\$)	11,339,318	22,678,635	45,357,270
The table has been prepared on the following assumptions: (a) the Company issues the maximum number of shares available under the 10% Placement Capacity; (b) no options to acquire shares on issue in the Company are exercised and no convertible notes on issue are converted; (c) the 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue; (d) the table does not show an example of dilution that may be caused to a particular shareholder as a result of placements under the 10% Placement Capacity based on that shareholder's holding at the date of the Meeting; (e) the table shows only the effect of issues of Equity Securities under the 10% Placement Capacity in accordance with ASX Listing Rule 7.1A and not under the 15% placement capacity under ASX Listing Rule 7.1; (f) the issue of Equity Securities under the 10% Placement Capacity consists only of shares; and (g) the issue price is \$0.455 being the closing price of the Company's shares on the ASX on 21 September 2026.					
Reason for issue of shares under 10% Placement Capacity	The Company may seek to issue the Equity Securities to raise capital for the Company's existing and future activities, including research and development and; the acquisition of new assets, businesses or investments; marketing activities, appraisal of corporate opportunities, investment in new businesses (if any), the costs incurred in undertaking placement(s) of shares under ASX Listing Rule 7.1.A and for				

	general working capital. The Company will comply with the disclosure obligations under ASX Listing Rules 7.1A.4 and 3.10.3 upon issue of any equity securities.
Allocation policy	The Company may not issue any or all the equity securities for which approval is given and may issue the equity securities progressively as the Company places the equity securities with investors. The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Capacity. The identity of the allottees of equity securities will be determined on a case-by-case basis having regard to factors such as: 1. fund raising options (and their viability) available to the Company at the relevant time; 2. the effect of the issue of the equity securities on the control of the Company; 3. the financial situation of the Company and the urgency of the requirement for funds; and 4. advice from the Company's corporate, financial, legal and broking advisers. The allottees under the 10% Placement Capacity have not been determined as at the date of this Notice. It is intended that the allottees will be suitable professional and sophisticated investors, and other investors not requiring a disclosure document under section 708 of the Corporations Act, that are known to the Company and/or introduced by third parties. The allottees may include existing substantial shareholders and/or new shareholders, but the allottees will not be related parties of the Company.
Previous approval	The Company previously obtained approval under ASX Listing Rule 7.1A at the 2025 AGM. 12,833,210 fully paid ordinary shares have been issued under ASX Listing Rule 7.1A in the 12 months preceding the date of the Meeting. The shares were issued in 5 August 2026 at \$0.595 per share to raise \$7.64 million (out of \$26.25 million) as part of the August Placement. There was no discount to the closing price at the issue date.

	The shares were issued to participants of the August Placement who were determined on the basis of applications received from institutional, sophisticated, professional or qualified investors who are clients of the Joint Lead Managers and Bookrunners, Bell Potter Securities Limited and Morgans Corporate Limited. Funds raised from Placement will primarily support the continuation of exploration programs at Golconda and White Caps, working capital and the costs of the issue. The Company confirms that no related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company's shares, advisers of the Company or associates of any of these parties were issued more than 1% of the issued capital of the Company. 12,833,210 shares represent 27.6% of total shares issued since obtaining this approval in 2025.
Voting Exclusion and Prohibition	A voting exclusion statement applies to this item of business, as set out in the Notice.
Board Recommendation	The Board unanimously recommend that shareholders vote in favour of this resolution.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this resolution.

5. RATIFICATION OF AN ISSUE OF SHARES TO MR ROBERT REYNOLDS IN LIEU OF FEES

Resolutions 5	Ratification of issue of Shares to Mr Robert Reynolds in lieu of fees
Explanation	Resolution 5 seeks shareholder ratification for the issue of shares to former Non-Executive Director and Chair Mr Robert Reynolds in lieu of outstanding fees (Reynolds Shares). This is considered by the Board to be appropriate and responsible as a means of settling the Company's outstanding obligations to Mr Reynolds, in a way that is also aligned with the Company's capital management strategy. Mr Reynolds ceased to be a director on 31 October 2025 and accordingly was not a director of the Company at the time of the issue of the shares on 29 June 2026.

	Accordingly, Listing Rule 10.11 or Chapter 2E related party approval was not required at the time of the issue of the shares. Mr Robert Reynolds was owed outstanding fees totalling \$12,000 from September and October 2025, prior to his stepping down from his roles at the Company. The Board approved that in lieu of that cash sum, the Company would issue 28,991 fully paid ordinary shares. The Shares were issued on 29 June 2026. The Shares issued to Mr Reynolds were at an average deemed issue price of \$0.3647 for \$6,000 owed for September 2025, and \$0.4785 for \$6,000 owed for October 2025, being the VWAP for the last 5-trading days of each of those months respectively. If Shareholder ratification is received for Resolution 5, the Company will retain the amount of its 15% placement capacity which was available at the date of issue of shares to Mr Reynolds. If Shareholder ratification is not received, the Company's placement capacity will reduce by the number of shares issued to Mr Reynolds for 12 months from that date, or until other Shareholder ratification is obtained. The Shares were issued in satisfaction of the outstanding fees owed by the Company to Mr Reynolds, and no funds were be raised as a result.
ASX Listing Rules	An issue of, or agreement to issue, securities made without approval under ASX Listing Rule 7.1 is treated as having been made with approval for the purpose of ASX Listing Rule 7.1 if each of the following apply: - The issue or agreement did not breach rule 7.1; and - The holders of the entity's ordinary securities subsequently approve it. On 29 June 2026 the Company issued the Reynolds Shares pursuant to the Company's 15% Placement Capacity under ASX Listing Rule 7.1. The Company now seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Reynolds Shares.

	If shareholder approval is given for the purposes of Listing Rule 7.4, the Company's full 15% Placement Capacity will be reinstated, allowing the Company to issue further shares of up to 15% of the issued capital of the Company. If Resolution 5 is not passed, the issue will be included in calculating the Company's 15% limit in ASX 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.
Specific information for Resolution 5	In accordance with ASX Listing Rule 7.5, which contains requirements as to the contents of a notice sent to shareholders for the purposes of ASX Listing Rule 7.4, the following information is provided to shareholders: No. of securities issued 28,991 fully paid ordinary shares Date by which the securities were issued 29 June 2026 Issue price per security The Shares were issued for non-cash consideration in satisfaction of \$12,000 in outstanding director's fees. \$6,000 of shares were issued at a 5-trading day VWAP to 30 September of \$0.3647, and \$6,000 issued at a 5-trading day VWAP of \$0.4785 to 31 October 2025. Recipient of issue Mr Robert Reynolds or his nominee(s). Terms of securities The Shares are issued as fully paid ordinary shares ranking pari-passu with other existing fully paid ordinary shares in the Company. Use of funds raised No funds were raised by the issue of shares to Mr Robert Reynolds or his nominee(s). The Company's liability to Mr Reynolds in relation to his outstanding Director's fees accrued between 1 September 2025 and 31 October 2025 was fully satisfied by the issue of the Shares, thus preserving the Company's cash to that extent.
Voting Exclusion and Prohibition	A voting exclusion and prohibition statement applies to this resolution, as set out in the Notice.

Board Recommendation	The Directors recommend that shareholders vote in favour of this resolution.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this resolution.

6. APPROVAL OF ISSUE OF OPTIONS TO DR CRAIG FEEBREY

Resolution 6	Approval of the Issue of Options to Dr Craig Feebrey
Description	Resolution 6 seeks shareholder approval for the issue of 500,000 Options, each to acquire 1 ordinary fully paid share in the Company, to Dr Craig Feebrey, Non-Executive Director, or his nominee(s).
Shareholder Approval	Shareholder approval of the issue of the 500,000 Options is sought for all purposes under the Corporations Act and the ASX Listing Rules, including for the following purposes: ASX Listing Rules Listing Rule 10.11 requires a listed company to obtain Shareholder approval prior to the issue of securities to a related party of the Company. Being a Director of the Company, Dr Feebrey is a related party of the Company by virtue of section 228(2) of the Corporations Act. As such Shareholder approval is sought to issue the Options to each of Dr Feebrey (or his nominee). Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period. If Shareholder approval is given for the purposes of Listing Rule 10.11 for the issuance of the Options, approval will not be required under Listing Rule 7.1 as this issuance of Options will fall within one of the exceptions to Listing Rule 7.1, and the Options issued pursuant to these Resolutions will not deplete the Company's 15% placement capacity as they will not be included in the calculation of this capacity. If Resolution 6 is not approved by Shareholders, the Company will not be able to issue the Options. In accordance with the Listing Rules, shareholders are being asked under Resolution 6 to approve the grant of the 500,000 Options, and to the extent those Options are exercised, the underlying ordinary shares. This Resolution is an ordinary resolution, requiring a simple majority of votes to be passed. Corporations Act

	Chapter 2E of the Corporations Act regulates the provision of financial benefits to related parties of a public company. Section 208 of the Corporations Act prohibits a public company from giving a financial benefit to a related party unless one of a number of exceptions applies or shareholder approval is obtained. A “financial benefit” is defined in the Corporations Act in broad terms and expressly includes a public company issuing securities. The giving of financial benefit to a related party of a public company is ordinarily prohibited by Chapter 2E of the Corporations Act. One exception to the general rule is where the benefit constitutes “reasonable remuneration” in respect of the duties and responsibilities of the related party in the management of the public company. Currently, Dr Feebrey receives fees of \$48,000 per annum excluding superannuation, and a further \$10,000 per month for consulting and advisory services to the Company. The remuneration that Dr Feebrey receives for performing his duties as a Director is below the average remuneration levels for directors of companies of similar size to the Company’s. The grant of Options is a cash-free, effective and efficient way to provide the Directors with an appropriate and market level of Directors’ remuneration. An alternative to the issue of Options would be to increase the Directors’ cash fees. However, given the current stage of development of the Company, and the necessity for cash resources to be preserved and directed into the growth of the Company’s business, the Board considers the issue of the 500,000 Options to be an appropriate cash-free method of remunerating the Directors for their commitment and contribution to the Company. On this basis, in the view of the Board, the issue of the 500,000 Options constitutes “reasonable remuneration” in respect of the Directors and, as the provision of such a benefit is expressly permitted by section 211(1) of the Corporations Act, the Board does not consider the Company is required to seek shareholder approval in order to give the Directors the financial benefit that is inherent in the issue to them of the Options. Accordingly, Resolution 6 does not seek approval for the purposes of Chapter 2E of the Corporations Act.
Terms of Options	All 500,000 Options subject to Resolution 6 have the same terms and exercise conditions, which include the following: ▪ 166,666 Options to vest on the 12-month anniversary of the Grant Date; ▪ 166,667 Options to vest on the 24-month anniversary of the Grant Date; and ▪ 166,667 Options to vest on the 36-month anniversary of the Grant Date. All Options are for NIL issue price, have an exercise price of \$0.50, and are exercisable for one ordinary share per Option.

Disclosures made for the purposes of Listing Rule 10.13	To enable shareholder approval to be effectively obtained under Listing Rule 10.11, the following information is provided in respect of the Options: (a) The Options will be issued to Non-Executive Director Dr Craig Feebrey, who falls within Listing Rule 10.11.1 as a related party by virtue of his directorship. (b) The number of Options to be granted is 500,000, exercisable for one ordinary share in the Company. The maximum number of shares that may be issued upon exercise of the Options the subject of Resolution 6 is 500,000. Upon exercise of the Options, the underlying shares will rank equally with all other ordinary shares of the Company on issue. (c) Voting exclusion statements apply to Resolution 6 are included in the Notice. (d) There is no loan proposed in relation to the proposed award of the Options. (e) Subject to approval, it is proposed that the Options be granted to Dr Feebrey within one month of the date of the Meeting. If Shareholder approval is not given in respect of Resolution 6 the Company may need to provide additional compensation to Dr Feebrey in cash. While the Board remains mindful of the need to minimise dilution to Shareholders, the Board considers that the issue of Options is an appropriate and responsible cash-free method of aligning the interest of Dr Feebrey with that of Shareholders.
Chapter 2E of the Corporations Act	For a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must: • obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and • give the benefit within 15 months following such approval, unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act. Each of the Directors and their nominee entities (if applicable) are related parties of the Company. The Directors consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issuance of Options the subject of this Resolution.
Other Information	The Directors are not aware of any other information that is reasonably required by Shareholders to allow them to make a decision as to whether it is in the best interests of the Company to pass Resolution 6.

7. RENEWAL OF PROPORTIONAL TAKEOVER PROVISIONS

Resolution 7	Renewal of Proportional Takeover Provisions in the Constitution
Description	Resolution 7 seeks shareholder approval for the amendment of the Company's Constitution by reinserting the proportional takeover approval provisions formerly contained in Part 14 of the Company's Constitution in the form set out in Annexure A to this Explanatory Memorandum, being the provisions which govern the actions of the Company in the event of a takeover attempt. A proportional takeover bid is an off-market takeover bid for a specified proportion of each shareholder's shares in the relevant class (Proportional Takeover Bid). The proposed provisions require shareholder approval of a Proportional Takeover Bid before transfers giving effect to the bid can be registered, subject to the deemed approval mechanism described below (Proportional Takeover Provisions). The Proportional Takeover Provisions have been extracted in full in Annexure A to this Explanatory Memorandum. The previous Proportional Takeover Provisions ceased to apply and were automatically omitted from the Constitution under section 648G(3) of the Corporations Act. The Directors propose that the Proportional Takeover Provisions be reinserted by special resolution and apply for three years from the date Resolution 7 is passed, unless earlier omitted.
Disclosures required by the Corporations Act	The following information is required by section 648G of the Corporations Act: <i>Effect of Proportional Takeover Provisions</i> Pursuant to the Proportional Takeover Provisions, the registration of a transfer of shares acquired under a proportional off-market bid in respect of a class of securities in a company is prohibited unless and until a majority resolution to approve the proportional off-market bid is passed. The Directors must ensure that a meeting of Shareholders is convened to vote on the resolution. The bidder and its associates are not entitled to vote on the resolution. The resolution passes if more than 50% of the votes cast are in favour. The resolution must be voted on at least 14 days before the last day of the bid period (Approving Resolution Deadline). If no resolution to approve the bid has been voted on at the end of the day before the Approving Resolution Deadline, a resolution to approve the bid is taken to have been passed. If the resolution is not passed before the Approving Resolution Deadline, the bid cannot proceed and any transfers giving effect to the takeover contracts for the bid will not be registered. These Proportional Takeover Provisions do not apply to a full takeover bid for all of the Shares in the Company. <i>Reasons for Proposing Resolution 7</i> A Proportional Takeover Bid may result in the control of the Company changing without Shareholders having the opportunity to dispose of all their Shares. By

	making a partial bid, a bidder can obtain practical control of the Company by acquiring less than a majority interest. Shareholders are exposed to the risk of being left as a minority in the Company and the risk of the bidder being able to acquire control of the Company without payment of an adequate control premium. These provisions allow Shareholders to decide whether a Proportional Takeover Bid is acceptable in principle, and assist in ensuring that any partial bid is appropriately priced. <i>Knowledge of any Acquisition Proposals</i> As at the date of this Explanatory Memorandum, no Director is aware of any proposal by any person to acquire, or to increase the extent of a substantial interest in the Company. <i>Potential advantages and disadvantages of Proportional Takeover Provisions for Shareholders</i> The potential advantages of the Proportional Takeover Provisions for Shareholders include: (i) the right to decide by majority vote whether an offer under a proportional takeover bid should proceed; (ii) assisting in preventing Shareholders from being locked in as a minority; (iii) increasing the bargaining power of Shareholders which may assist in ensuring that any proportional takeover bid is adequately priced; and (iv) each individual Shareholder may better assess the likely outcome of the proportional takeover bid by knowing the view of the majority of Shareholders which may assist in deciding whether to accept or reject an offer under the takeover bid. The potential disadvantages of the Proportional Takeover Provisions for Shareholders include: (v) Proportional Takeover Bids may be discouraged; (vi) lost opportunity to sell a portion of their Shares at a potential premium price; and (vii) the likelihood of a Proportional Takeover Bid succeeding may be reduced. If a Proportional Takeover Bid is made, the Company will incur the cost of calling a meeting of Shareholders. <i>Potential advantages and disadvantages of Proportional Takeover Provisions for Directors</i> The insertion of the Proportional Takeover Provisions will allow the Directors to ascertain members' views on a Proportional Takeover Bid. Directors consider that
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	the Proportional Takeover Provisions have no potential advantages or disadvantages for them and that they remain free to make a recommendation on whether an offer under a Proportional Takeover Bid should be accepted. <i>Review of Proportional Takeover Provisions</i> There have been no full or Proportional Takeover Bids for the Company in the previous three years. Accordingly, there has been no example against which to review the advantages and disadvantages of the provision for the Directors and Shareholders during the past three years.
Directors Recommendation	The Directors believe that the potential advantages of reinserting the Proportional Takeover Provisions outweigh any potential disadvantages and unanimously recommend that Shareholders vote in favour of Resolution 7.
Other Information	The Directors are not aware of any other information that is reasonably required by Shareholders to allow them to make a decision as to whether it is in the best interests of the Company to pass Resolution 7.

8. APPROVAL OF APPOINTMENT OF NEW AUDITOR

Resolution 8	Approval of Appointment of New Auditor
Description	Resolution 8 seeks shareholder approval for the appointment of a new auditor of the Company, BDO Audit Pty Ltd. The Board intends to appoint BDO Audit Pty Ltd, as the Company's new auditor under section 327C(1) of the Corporations Act with effect from October 2026, ahead of the AGM to which this Notice of Meeting relates. This appointment followed the resignation of BDJ Partners as the Company's auditor and ASIC's consent to this resignation, in accordance with the Corporations Act. At the time of dispatch of this Notice of Meeting, ASIC's consent is pending. The transition of auditor will occur due to the Company tendering its external audit program. BDO Audit Pty Ltd was selected by the Company after considering proposals received. In accordance with the Corporations Act: (a) BDO Audit Pty Ltd holds office as auditor until this AGM under section 327C(2) and Resolution 8 seeks their appointment as auditor under section 327B(1)(b); and (b) the Company has received a nomination from a shareholder for BDO Audit Pty Ltd to be appointed as the Company's auditor in accordance with section 328B. A copy has been sent to the nominated auditor and each existing auditor of the Company, as applicable. A copy of this nomination is attached to this Explanatory Memorandum as Annexure B.

	BDO Audit Pty Ltd has given their written consent to act as the Company's auditor in accordance with section 328A(1) and has not withdrawn that consent. Should the Company and BDJ Partners not receive ASIC's consent prior to the commencement of the AGM, Resolution 8 will be withdrawn. The Company will otherwise engage with ASIC to meet its regulatory obligations in order to finalise the appointment of BDO Audit Pty Ltd.
Directors Recommendation	The Directors unanimously recommend that Shareholders vote in favour of Resolution 8.

DEFINITIONS

Board	means the Company's Board of Directors.
Company	means G50 Corp Limited.
Constitution	means the constitution of G50 Corp Limited.
Corporations Act	means <i>Corporations Act 2001 (Cth)</i> .
Director	means a director of the Board of G50 Corp Limited.
Closely Related Party (of a member of KMP of an entity)	has the definition given to it by section 9 of the Corporations Act, and means: a) a spouse or child of the member; or b) a child of the member's spouse; or c) a dependant of the member or of the member's spouse; or d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or e) a company the member controls; or f) a person prescribed by the regulations for the purposes of this definition (nothing at this stage).
Explanatory Memorandum	means this explanatory memorandum accompanying and forming part of this Notice.
FY26	means the financial year from 1 July 2025 to 30 June 2026.
Key Management Personnel or KMP	means those people described as Key Management Personnel in the Remuneration Report and includes all directors.
Meeting	means the annual general meeting of the Company for 2026 to which the Notice relates.
Notice	means this notice of meeting of the Company, including the accompanying Explanatory Memorandum.
August Placement Shares	means 44,121,928 fully paid ordinary shares issued on 5 August 2026.
Resolution	means a resolution set out in this Notice.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means a holder of at least one Share.

Annexure A

Part 14 – Approval of Proportional Takeover Bids

14.1 Definitions

In this Part 14:

- (a) **Approving Resolution**, in relation to a Proportional Takeover Bid, means a resolution to approve the Proportional Takeover Bid passed in accordance with Rule 14.3;
- (b) **Proportional Takeover Bid** means an off-market bid that is made or purports to be made under section 618(1)(b) of the Corporations Act in respect of a specified proportion of shares included in a class of shares in the Company; and
- (c) **Approving Resolution Deadline**, in relation to a Proportional Takeover Bid, means the day that is 14 days before the last day of the bid period in respect of the Proportional Takeover Bid.

14.2 Transfers not to be registered

A transfer giving effect to a takeover contract resulting from the acceptance of an offer made under a Proportional Takeover Bid must not be registered unless and until an Approving Resolution to approve the Proportional Takeover Bid has been passed or is taken to have been passed in accordance with Rule 14.3.

14.3 Resolution

- (a) Where offers have been made under a Proportional Takeover Bid, the directors must:
 - (i) convene a meeting of the persons entitled to vote on the Approving Resolution for the purpose of considering and, if thought fit, passing an Approving Resolution to approve the Proportional Takeover Bid; and
 - (ii) ensure that such a resolution is voted on in accordance with this Rule 14.3, before the Approving Resolution Deadline in relation to that Proportional Takeover Bid.
- (b) The provisions of this constitution that apply to a General Meeting of the Company apply:
 - (i) with any changes that the circumstances require, to a meeting convened under Rule 14.3(a); and
 - (ii) as if the meeting convened under Rule 14.3(a) were a General Meeting of the Company.
- (c) The bidder under a Proportional Takeover Bid and any associates of the bidder are not entitled to vote on the Approving Resolution relating to that Proportional Takeover Bid and, if they do vote, their votes must not be counted.
- (d) Subject to Rule 14.3(c), a person who, as at the end of the day on which the first offer under the Proportional Takeover Bid was made, held bid class shares is entitled to vote on the Approving Resolution relating to the Proportional Takeover Bid.

(e) An Approving Resolution is to be taken to have been passed if the proportion that the number of votes in favour of the resolution bears to the total number of votes on the resolution is greater than 50%, and otherwise is to be taken to have been rejected.

(f) If an Approving Resolution to approve a Proportional Takeover Bid has not been voted on in accordance with this Rule 14.3 as at the end of the day before the Approving Resolution Deadline, an Approving Resolution to approve the Proportional Takeover Bid will be taken to have been passed in accordance with this Rule 14.3.

14.4 Sunset

Rules 14.1, 14.2 and 14.3 cease to have effect at the end of three years beginning:

(a) on the date those rules are reinserted into this Constitution; or

(b) where those rules have been renewed in accordance with the Corporations Act, on the date those rules were last renewed.

Annexure B

G50Corp

The Directors
G50 Corp Limited
Suite 1601, 213 Miller Street
North Sydney NSW 2060, Australia

6 October 2026

NOMINATION OF BDO AUDIT PTY LTD AS AUDITORS

Dear Directors

The undersigned being a member of G50 Corp Limited hereby nominates BDO Audit Pty Ltd for appointment as auditor of the company at the forthcoming annual general meeting.

Yours faithfully,



Mark Wallace, Managing Director

G50 Corp Limited



All Correspondence to:

✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

📠 **By Fax:** +61 2 9290 9655

💻 **Online:** www.boardroomlimited.com.au

☎ **By Phone:** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 10:00am AEDT on Tuesday 24 November 2026.**

🖥 TO APPOINT A PROXY ONLINE

📱 BY SMARTPHONE

STEP 1: VISIT <https://www.votingonline.com.au/g50agm2026>

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

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

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

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

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **10:00am AEDT on Tuesday, 24 November 2026.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

🖥 Online	https://www.votingonline.com.au/g50agm2026
📠 By Fax	+ 61 2 9290 9655
✉ By Mail	Boardroom Pty Limited GPO Box 3993, Sydney NSW 2001 Australia
👤 In Person	Boardroom Pty Limited Level 8, 210 George Street Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.



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☐

Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **G50 Corp Limited** (Company) and entitled to attend and vote hereby appoint:

☐

the **Chair of the Meeting** (mark box)

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at **Suite 16.01 Level 16, 213 Miller Street, North Sydney NSW 2060 on Thursday, 26 November 2026 at 10:00am AEDT** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chair of the Meeting intends to vote undirected proxies in favour of each of the items of business. Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolution 1, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of these Resolutions even though Resolution 1 are connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolution 1). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Adoption of Remuneration Report	☐	☐	☐
Resolution 2	Re-election of Dr Craig Feebrey as Director	☐	☐	☐
Resolution 3	Ratification of Issue of the August Placement Shares	☐	☐	☐
Resolution 4	Approval of 10% Placement Capacity under ASX Listing Rule 7.1A (Special Resolution)	☐	☐	☐
Resolution 5	Ratification if Issue of Shares to Mr Robert Reynolds in lieu of fees	☐	☐	☐
Resolution 6	Approval of issue of Options to Director Dr Craig Feebrey	☐	☐	☐
Resolution 7	Renewal of Proportional Takeover Provisions in the Constitution (Special Resolution)	☐	☐	☐
Resolution 8	Approval of Appointment of New Auditor	☐	☐	☐

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2026