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**LATITUDE 66 LTD**  
**ACN 115 768 986**

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**NOTICE OF ANNUAL GENERAL MEETING**

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Notice is given that the Meeting will be held at:

**TIME:** 2.00pm (AWST)

**DATE:** Thursday, 26<sup>th</sup> November 2026

**PLACE:** PKF Boardroom, Level 8, 905 Hay Street, Perth, WA

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

***This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.***

***The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 5.00pm AWST on Tuesday, 24<sup>th</sup> November 2026.***

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## BUSINESS OF THE MEETING

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### AGENDA

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#### 1 RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass the following resolution as a **non-binding resolution**:

*"That the Remuneration Report as set out in the Annual Report for the year ended 30 June 2026 be adopted."*

**Note:** The vote on this Resolution is advisory only and does not bind the Directors or the Company. Shareholders are encouraged to read the Explanatory Memorandum for further details on the consequences of voting on this Resolution.

**Voting prohibition statement:**

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

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

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

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

*Shareholders should note that the Chair intends to vote any undirected proxies in favour of Resolution 1. In exceptional circumstances, the Chair of the Meeting may change his or her voting intention on Resolution 1, in which case an ASX announcement will be made. Shareholders may also choose to direct the Chair to vote against Resolution 1 or to abstain from voting.*

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#### 2 RESOLUTION 2 – RE-ELECTION OF DIRECTOR TOBY WELLMAN

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

*"That Mr Toby Wellman, who retires in accordance with clause 15.2 of the Constitution and, being eligible for re-election, be re-elected as a Director."*

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#### 3 RESOLUTION 3 – APPROVAL OF 7.1A MANDATE

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

*"That, for the purposes of Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities up to 10% of the Company's issued capital (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Memorandum."*

**Voting exclusion statement:**

The Company will disregard any votes cast in favour of this Resolution, if at the time of the Meeting, the Company is proposing to make an issue of Equity Securities under Listing Rule 7.1A.2, by or on behalf of any persons who are expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a Shareholder), or any of their respective associates.

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

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

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**4 RESOLUTION 4 – RATIFICATION OF PRIOR ISSUE OF SHARES TO MINING EQUITIES PTY LTD**

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

*“That, for the purposes of Listing Rule 7.4 and all other purposes, Shareholders ratify the prior issue of 294,118 Shares to Mining Equities Pty Ltd on 12 June 2026 on the terms and conditions set out in the Explanatory Memorandum.”*

**Voting exclusion statement:**

The Company will disregard any votes cast in favour of the Resolution by or on behalf of Mining Equities Pty Ltd or an associate of Mining Equities Pty Ltd.

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

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

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**5      RESOLUTION 5 – RATIFICATION OF PRIOR ISSUE OF SHARES TO LONGREACH CAPITAL PTY LTD**

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

*"That, for the purposes of Listing Rule 7.4 and all other purposes, Shareholders ratify the prior issue of 511,365 Shares to Longreach Capital Pty Ltd on 11 February 2026 on the terms and conditions set out in the Explanatory Memorandum."*

**Voting exclusion statement:**

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Longreach Capital Pty Ltd or an associate of Longreach Capital Pty Ltd.

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

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

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**6      RESOLUTION 6 – RENEWAL OF EMPLOYEE SECURITIES INCENTIVE PLAN**

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

*"That, for the purposes of Listing Rule 7.2, exception 13(b) and for all other purposes, Shareholders approve the renewal of the Company's employee securities incentive plan (**Plan**) and the issue of up to a maximum of 40,000,000 Equity Securities under the Plan, on the terms and conditions in the Explanatory Memorandum."*

**Voting exclusion statement:**

The Company will disregard any votes cast in favour of this Resolution, by or on behalf of any person who is eligible to participate in the Plan, or any of their respective associates, or their nominees.

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

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

**Voting prohibition statement:**

In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) the proxy is either a member of the Key Management Personnel or a Closely Related Party of such member; and
- (b) the appointment does not specify the way the proxy is to vote on this Resolution.

However, the above prohibition does not apply if:

- (a) the proxy is the Chair; and
- (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

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**7 RESOLUTION 7 – APPROVAL OF POTENTIAL TERMINATION BENEFITS**

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 Part 2D.2 of the Corporations Act (including sections 200B and 200E of the Corporations Act), Listing Rule 10.19 and for all other purposes, Shareholders approve the giving of potential termination benefits associated with any Equity Securities (including Securities) issued to any member of the Key Management Personnel or any person who holds or has held a managerial or executive office in the Group (**Relevant Personnel**) in connection with that person ceasing to hold a managerial or executive office, on the terms and conditions in the Explanatory Memorandum.”*

**Voting exclusion statement:**

The Company will disregard any votes cast in favour of this Resolution, by or on behalf of any Relevant Personnel, or their nominees.

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

- (d) 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
- (e) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (f) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - (iii) 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
  - (iv) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

**Voting prohibition statement:**

The Company will disregard any votes cast in favour of this Resolution by or on behalf of any Relevant Personnel or their associates.

However, this does not prevent the casting of a vote if:

- (a) it is cast by a person as a proxy appointed by writing that specifies how the proxy is to vote on this Resolution; or
- (b) it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction given to the proxy or attorney to vote on this Resolution in that way.

In accordance with section 250BD of the Corporations Act, a vote on this Resolution must not be cast by a person appointed as a proxy, where that person is either a member of the Key Management Personnel or a Closely Related Party of such member.

However, a vote may be cast by such person if the vote is not cast on behalf of a person who is otherwise excluded from voting, and:

- (a) the person is appointed as a proxy and the appointment specifies how the proxy is to vote; or
- (b) the person appointed as proxy is the Chair and the appointment does not specify how the Chair is to vote but expressly authorises the Chair to exercise the proxy even if the Resolution is connected with the remuneration of a member of the Key Management Personnel.

## **8 RESOLUTION 8 – RENEWAL OF PROPORTIONAL TAKEOVER BID PROVISIONS IN THE CONSTITUTION**

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

*"That, for the purposes of Section 648G(4) of the Corporations Act 2001 (Cth) and for all other purposes, Shareholders approve the renewal of article 37 of the Company's Constitution for a further period of three years commencing from the date this Resolution 8 is passed."*

### **Voting by proxy**

To vote by proxy, please complete, sign and return the enclosed Proxy Form by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two (2) or more votes may appoint two (2) proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints two (2) proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

### **Voting in person**

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

***Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 (0)8 9380 9440.***

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## EXPLANATORY MEMORANDUM

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### INTRODUCTION

This Explanatory Memorandum has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions which are the subject of the business of the Meeting.

ASX takes no responsibility for the contents of this Notice.

Certain abbreviations and other defined terms are used throughout this Explanatory Memorandum. Defined terms are generally identifiable by the use of an upper case first letter. Shareholders are specifically referred to the Glossary in this Explanatory Memorandum which contains definitions of capitalised terms used in the Notice of Meeting and this Explanatory Memorandum.

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### 1 FINANCIAL REPORTS

The first item of the Notice deals with the presentation of the Annual Report together with the Directors' Report and the Auditor's Report. Shareholders should consider these documents and raise any matters of interest with the Directors when this item is being considered.

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

Shareholders will be given a reasonable opportunity at the Meeting to ask questions and make comments on the accounts and on the business, operations and management of the Company.

The Chair will also provide Shareholders with a reasonable opportunity to ask the Auditor or the Auditor's representative questions relevant to:

- the conduct of the audit;
- the preparation and content of the independent audit report;
- the accounting policies adopted by the Company in relation to the preparation of the accounts; and
- the independence of the Auditor in relation to the conduct of the audit.

The Chair will also allow a reasonable opportunity for the Auditor or their representative to answer any written questions submitted to the Auditor under section 250PA of the Corporations Act.

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### 2 RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

In accordance with section 250R(2) of the Corporations Act, the Company is required to put to its Shareholders a resolution that the Remuneration Report, as disclosed in the Company's 2026 Annual Report, be adopted. The Remuneration Report is set out in the Company's 2026 Annual Report and is also available on the Company's website ([www.lat66.com](http://www.lat66.com)).

The vote on this Resolution 1 is advisory only and does not bind the Directors or the Company.

If at least 25% of the votes cast are against adoption of the remuneration report at two consecutive annual general meetings, the Company will be required to put a resolution to the second annual general meeting (**Spill Resolution**), to approve

calling a general meeting (**Spill Meeting**). If more than 50% of votes are cast in favour of the Spill Resolution, the Company must then convene a Spill Meeting within 90 days of the second annual general meeting. All of the Directors who were in office when the applicable directors' report was approved, other than the Managing Director, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting. Following the Spill Meeting, those persons whose election or re-election as directors of the Company is approved will be the directors of the Company.

The remuneration report for the year ended 30 June 2025 did not receive a vote of more than or equal to 25% against its adoption at the Company's last annual general meeting held on 28 November 2025. Accordingly, if at least 25% of the votes cast on Resolution 1 are against adoption of the Remuneration Report, it will not result in the Company putting a Spill Resolution to Shareholders.

The Remuneration Report explains the Board's policies in relation to the nature and level of remuneration paid to Directors, sets out remuneration details for each Director and sets out the details of any equity-based compensation.

The Chair of the Meeting will give Shareholders a reasonable opportunity to ask questions about, or make comments on, the Remuneration Report.

Resolution 1 is a non-binding ordinary resolution.

The Chair intends to exercise all available proxies in favour of Resolution 1.

If the Chair is appointed as your proxy and you have not specified the way the Chair is to vote on Resolution 1, by signing and returning the Proxy Form, you are considered to have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair's intention, even though Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

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### **3 RESOLUTION 2 – RE-ELECTION OF DIRECTOR – TOBY WELLMAN**

#### **3.1 General**

Clause 15.2(a) of the Constitution provides that a Director must not hold office without re-election past the third annual general meeting following the Director's appointment or last election or for more than three years, whichever is longer. Clause 15.2(b) of the Constitution requires that there must be an election of Directors at each annual general meeting of the Company. This can be satisfied by one or more of the following so long as the maximum number of Directors set by the Company in general meeting (if applicable) is not exceeded:

- (a) a person standing for election as a new Director having nominated in accordance with clause 15.3 of the Constitution;
- (b) any Director who was appointed under clause 15.4 of the Constitution standing for election as a Director;
- (c) any Director who is retiring at the end of the annual general meeting due to clause 15.2(a) of the Constitution, standing for re-election; or
- (d) if no person or Director is standing for election or re-election in accordance with clauses (a) to (c) above, then the Director who has been a Director for the longest without re-election must retire and stand for re-election. If two or more Directors have been a Director for an equal amount of time without

re-election, then in default of an agreement, the Director to retire will be determined by ballot.

Clause 15.2 of the Constitution does not apply to the Managing Director who is exempt from retirement and only applies while the Company is on the official list of ASX. A retiring Director is eligible for re-election.

Mr Toby Wellman is therefore now subject to re-election pursuant to clause 15.2(b)(iv) of the Constitution. Mr Wellman, being a Director, has agreed to retire by rotation and, being eligible, offers himself for re-election as a Director.

Mr Wellman joined the Company as the technical Director in December 2019 and acted as Managing Director of the Company from 23 April 2021 until 18 June 2024, when he reverted to technical Director following completion of the reverse takeover transaction with Latitude 66 Cobalt Limited.

Mr Wellman is a geologist with 20+ years of global multi-commodity experience across the complete mining cycle including exploration, resource development and mining. Mr Wellman's previous experience includes serving as exploration manager for Mont Royal Resources Limited, senior exploration roles at Boliden Mineral AB in northern Sweden and senior development/exploration roles at Doray Minerals Limited, where he was a key member of the team that progressed the andy well and deflector projects through feasibility and into production.

Mr Wellman is also a director of a private resources company exploring for volcanogenic massive sulphides in the Iberian Pyrite Belt of south-west Spain.

Mr Wellman is not considered to be an independent Director of the Company as he was the former Managing Director and currently holds an executive position as the technical Director. He also has received performance-based remuneration (including Options or performance rights) from, or participated in an employee incentive scheme of, the Company.

Resolution 2 is an ordinary resolution.

The Chair intends to exercise all available proxies in favour of Resolution 2.

### 3.2 **Board Recommendation**

The members of the Board (other than Mr Wellman) have reviewed Mr Wellman's performance since his appointment to the Board and consider that Mr Wellman's skills and experience will continue to enhance the Board's ability to perform its role. Accordingly, the Board supports the re-election of Mr Wellman and recommends that Shareholders vote in favour of Resolution 2.

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## 4 **RESOLUTION 3 – APPROVAL OF 7.1A MANDATE**

### 4.1 **General**

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.

However, under Listing Rule 7.1A, an eligible entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**7.1A Mandate**).

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300,000,000 or less. The Company is an eligible entity for these purposes.

Resolution 3 seeks Shareholder approval by way of special resolution for the Company to have the additional 10% placement capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

A special resolution is a resolution requiring at least 75% of votes cast by shareholders present and eligible to vote at the meeting in favour of the resolution.

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

If Resolution 3 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval under 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.

The Chair intends to exercise all available proxies in favour of Resolution 3.

#### 4.2 **Technical information required by Listing Rule 7.1A**

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

##### (a) **Period for which the 7.1A Mandate is valid**

The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following:

- (i) the date that is 12 months after the date of this 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 any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).

##### (b) **Minimum Price**

Any Equity Securities issued under the 7.1A Mandate must be in an existing quoted class of Equity Securities and be issued at a minimum price of 75% of the volume weighted average price of Equity 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 Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or
- (ii) if the Equity Securities are not issued within 10 Trading Days of the date in Section 4.2(b)(i), the date on which the Equity Securities are issued.

(c) **Use of funds raised under the 7.1A Mandate**

The Company intends to use the funds raised from issues of Equity Securities under the 7.1A Mandate towards exploration and evaluation of the KSB Project and PSB Project in Finland, the Laverton Gold Project in WA, ongoing targeting and evaluation of new exploration and growth opportunities in Finland and the WA gold sector, general working capital and administrative expenses.

(d) **Risk of Economic and Voting Dilution**

Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue.

If Resolution 3 is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Equity Securities on issue as at 22 October 2026.

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 7.1A Mandate.

| Variable A                                                          | Number of Shares issued and funds raised under the 10% placement capacity and dilution effect | Dilution                                                 |                                                |                                                          |
|---------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|------------------------------------------------|----------------------------------------------------------|
|                                                                     |                                                                                               | \$0.0575<br>Issue price at half the current market price | \$0.115<br>Issue price at current market price | \$0.23<br>Issue price at double the current market price |
| <b>Current Variable A*</b><br>182,045,972<br>Shares                 | Shares issued                                                                                 | 18,204,597                                               | 18,204,597                                     | 18,204,597                                               |
|                                                                     | Funds raised                                                                                  | \$1,046,764                                              | \$2,093,529                                    | \$4,187,057                                              |
|                                                                     | Dilution effect                                                                               | 10%                                                      | 10%                                            | 10%                                                      |
| <b>50% increase in current Variable A</b><br>273,068,958<br>Shares  | Shares issued                                                                                 | 27,306,895                                               | 27,306,895                                     | 27,306,895                                               |
|                                                                     | Funds raised                                                                                  | \$1,570,146                                              | \$3,140,293                                    | \$6,280,586                                              |
|                                                                     | Dilution effect                                                                               | 10%                                                      | 10%                                            | 10%                                                      |
| <b>100% increase in current Variable A</b><br>364,091,944<br>Shares | Shares issued                                                                                 | 36,409,194                                               | 36,409,194                                     | 36,409,194                                               |
|                                                                     | Funds raised                                                                                  | \$2,093,528                                              | \$4,187,057                                    | \$8,374,115                                              |
|                                                                     | Dilution effect                                                                               | 10%                                                      | 10%                                            | 10%                                                      |

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

**Note this table assumes:**

- (i) There are currently 182,045,972 Shares on issue.
- (ii) The issue price set out above is the closing market price of the Shares on the ASX on 22 October 2026 (i.e. \$0.115).
- (iii) The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.
- (iv) The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1.
- (v) The issue of Equity Securities under the 7.1A Mandate 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.
- (vi) The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
- (vii) This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed.
- (viii) The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
- (ix) The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A Mandate, based on that Shareholder's holding at the date of the Meeting.

Shareholders should note that there is a risk that:

- (i) the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and
- (ii) the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.

(e) **Allocation policy under the 7.1A Mandate**

The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.

The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to the following factors:

- (i) the purpose of the issue;
- (ii) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement or other offer where existing Shareholders may participate;

- (iii) the effect of the issue of the Equity Securities on the control of the Company;
- (iv) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;
- (v) prevailing market conditions; and
- (vi) advice from corporate, financial and broking advisers (if applicable).

(f) **Previous approval under Listing Rule 7.1A**

The Company previously obtained Shareholder approval under Listing Rule 7.1A on 28 November 2025 at its 2025 annual general meeting (**Previous Approval**).

During the period preceding the date of the Meeting, being on and from 28 November 2025, the Company issued no Shares pursuant to the Previous Approval.

(g) **Voting Exclusion Statement**

A voting exclusion statement is included in the Notice for Resolution 3.

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

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

#### 4.3 **Board Recommendation**

The Board recommends that Shareholders vote in favour of Resolution 3.

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## 5 **RESOLUTION 4 – RATIFICATION OF PRIOR ISSUE OF SHARES TO MINING EQUITIES PTY LTD**

### 5.1 **Background**

On 12 June 2026, the Company announced that it had issued a total of 294,118 Shares utilising its existing capacity under Listing Rule 7.1 for the acquisition of tenements. These Shares were issued to Mining Equities Pty Ltd (**Mining Equities Shares**).

The Mining Equities Shares were issued under the Company's placement capacity pursuant to Listing Rule 7.1 on 12 June 2026.

Resolution 4 seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 294,118 Shares to Mining Equities Pty Ltd.

Resolution 4 is an ordinary resolution.

The Chair intends to exercise all available proxies in favour of Resolution 4.

### 5.2 **Listing Rules 7.1 and 7.4**

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its

shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period.

Under Listing Rule 7.1A, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%.

The Company's ability to utilise the additional 10% capacity provided for in Listing Rule 7.1A for issues of Equity Securities following this Meeting remains conditional on Resolution 3.

The issue of the Mining Equities Shares does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, the issue effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12-month period following the date of issue of the Mining Equities Shares.

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

By ratifying the issue, the Company will retain the flexibility to issue Equity Securities in the future up to the 15% annual placement capacity set out in Listing Rule 7.1 without the requirement to obtain prior Shareholder approval. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Mining Equities Shares.

Resolution 4 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Mining Equities Shares.

### 5.3 **Technical information required by Listing Rule 14.1A**

If Resolution 4 is passed, the Mining Equities Shares will be excluded in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date on which the Mining Equities Shares were issued.

If Resolution 4 is not passed, the Mining Equities Shares will be included in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively decreasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date on which the Mining Equities Shares were issued.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in Listing Rule 7.1A for issues of Equity Securities following this Meeting remains conditional on Resolution 3 being passed at this Meeting.

### 5.4 **Technical information required by Listing Rules 7.4 and 7.5**

| REQUIRED INFORMATION                                                                                                | DETAILS                                                                                           |
|---------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|
| <b>Names of persons to whom Securities were issued or the basis on which those persons were identified/selected</b> | The Shares were issued to Mining Equities Pty Ltd pursuant to an agreement to purchase tenements. |
| <b>Number and class of Securities issued</b>                                                                        | 294,118 Shares were issued under Listing Rule 7.1.                                                |

| REQUIRED INFORMATION                                                                     | DETAILS                                                                                                                                                                                                                                                                                                                                                                                         |
|------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Terms of Securities</b>                                                               | The Shares are fully paid ordinary shares in the capital of the Company and were issued on the same terms and conditions as the Company's existing Shares.                                                                                                                                                                                                                                      |
| <b>Date(s) on or by which the Securities were issued</b>                                 | The Shares were issued on 12 June 2026.                                                                                                                                                                                                                                                                                                                                                         |
| <b>Price or other consideration the Company received for the Securities</b>              | The Shares were issued as consideration for the acquisition of tenements.                                                                                                                                                                                                                                                                                                                       |
| <b>Purpose of the issue, including the intended use of any funds raised by the issue</b> | The purpose of the issue of the Shares was for the acquisition of mining tenements and therefore no cash was raised.                                                                                                                                                                                                                                                                            |
| <b>Summary of material terms of agreement to issue</b>                                   | The Shares were issued pursuant to an agreement between the Company and Mining Equities Pty Ltd, whereby the Company acquired tenements from Mining Equities Pty Ltd. In consideration for the acquisition, the Company agreed to issue \$50,000 worth of Shares at \$0.17 per share and grant a 1.0% net smelter return royalty per accompanying royalty agreement to Mining Equities Pty Ltd. |
| <b>Voting Exclusion Statement</b>                                                        | A voting exclusion statement is included in the Notice for Resolution 4.                                                                                                                                                                                                                                                                                                                        |

## 5.5 Board Recommendation

The Board recommends that Shareholders vote in favour of Resolution 4.

## 6 RESOLUTION 5 – RATIFICATION OF PRIOR ISSUE OF SHARES TO LONGREACH CAPITAL PTY LTD

### 6.1 Background

On 11 February 2026, the Company announced that it had issued a total of 511,365 Shares in the Company utilising its existing capacity under Listing Rule 7.1 for the provision of corporate advisory services. These Shares were issued to Longreach Capital Pty Ltd (**Longreach Capital Shares**).

The Longreach Capital Shares were issued under the Company's placement capacity pursuant to Listing Rule 7.1 on 11 February 2026.

Resolution 5 seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 511,365 Shares to Longreach Capital Pty Ltd.

Resolution 5 is an ordinary resolution.

The Chair intends to exercise all available proxies in favour of Resolution 5.

### 6.2 Listing Rules 7.1 and 7.4

Refer to section 5.2 for a summary of Listing Rules 7.1 and 7.4.

Resolution 5 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Longreach Capital Shares.

### 6.3 Technical information required by Listing Rule 14.1A

If Resolution 5 is passed, the Longreach Capital Shares will be excluded in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date on which the Longreach Capital Shares were issued.

If Resolution 5 is not passed, the Longreach Capital Shares will be included in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively decreasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date on which the Longreach Capital Shares were issued.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in Listing Rule 7.1A for issues of Equity Securities following this Meeting remains conditional on Resolution 3 being passed at this Meeting.

### 6.4 Technical information required by Listing Rules 7.4 and 7.5

| REQUIRED INFORMATION                                                                                                | DETAILS                                                                                                                                                    |
|---------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Names of persons to whom Securities were issued or the basis on which those persons were identified/selected</b> | The Shares were issued to Longreach Capital Pty Ltd pursuant to a mandate for the provision of corporate advisory services.                                |
| <b>Number and class of Securities issued</b>                                                                        | 511,365 Shares were issued under Listing Rule 7.1.                                                                                                         |
| <b>Terms of Securities</b>                                                                                          | The Shares are fully paid ordinary shares in the capital of the Company and were issued on the same terms and conditions as the Company's existing Shares. |
| <b>Date(s) on or by which the Securities were issued</b>                                                            | The Shares were issued on 11 February 2026.                                                                                                                |
| <b>Price or other consideration the Company received for the Securities</b>                                         | The Shares were issued as consideration for the provision of corporate advisory services.                                                                  |
| <b>Purpose of the issue, including the intended use of any funds raised by the issue</b>                            | The purpose of the issue of the Shares was for the provision of corporate advisory services and therefore no cash was raised.                              |
| <b>Summary of material terms of agreement to issue</b>                                                              | The Shares were issued pursuant to a corporate advisory mandate between the Company and Longreach Capital Pty Ltd.                                         |
| <b>Voting Exclusion Statement</b>                                                                                   | A voting exclusion statement is included in the Notice for Resolution 5.                                                                                   |

### 6.5 Board Recommendation

The Board recommends that Shareholders vote in favour of Resolution 5.

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## **7 RESOLUTION 6 – RENEWAL OF EMPLOYEE SECURITIES INCENTIVE PLAN**

### **7.1 General**

The Company is proposing to renew its employee securities incentive plan (**Plan**) that was last approved by Shareholders on 24 May 2024. For the purpose of Listing Rule 7.2, exception 13(b), Resolution 6 seeks Shareholder approval for the adoption of the Plan and for the issue of up to 40,000,000 Equity Securities, excluding issues approved by Shareholders under Listing Rule 10.14 or Listing Rule 10.11.

The Company considers that it is desirable to maintain an employee incentive scheme pursuant to which the Company can issue Equity Securities to attract, motivate and retain key Directors, employees and consultants and provide them with the opportunity to participate in the future growth of the Company.

Resolution 6 is an ordinary resolution.

The Chair intends to exercise all available undirected proxies in favour of Resolution 6.

### **7.2 Listing Rules 7.1 and 7.2, exception 13(b)**

A summary of Listing Rule 7.1 is set out in Section 5.2 above.

Listing Rule 7.2, Exception 13(b), provides an exception to Listing Rule 7.1 such that issues of Equity Securities under an employee incentive scheme are exempt for a period of three years from the date on which Shareholders approve the issue of Equity Securities under the scheme as an exception to Listing Rule 7.1. Listing Rule 7.2, exception 13(b), ceases to be available to the Company if there is a material change to the terms of the Plan from those set out in this Notice.

If Resolution 6 is passed, the Company will be able to issue up to a maximum of 40,000,000 Equity Securities under the Plan pursuant to Listing Rule 7.2, Exception 13(b), to eligible participants over a period of three years without using the Company's 15% placement capacity under Listing Rule 7.1.

However, any future issues of Equity Securities under the Plan to a related party or a person whose relationship with the Company or the related party is, in ASX's opinion, such that approval should be obtained will require additional Shareholder approval under Listing Rule 10.14 or 10.11 (as applicable) at the relevant time.

If Resolution 6 is not passed, any issue of Equity Securities pursuant to the Plan must either be undertaken using the Company's 15% placement capacity under Listing Rule 7.1, or with prior Shareholder approval.

### **7.3 Specific information required by Listing Rule 7.2, exception 13(b)**

Pursuant to and in accordance with Listing Rule 7.2, Exception 13(b), the following information is provided in relation to the Plan:

- (a) a summary of the material terms of the Plan is in Schedule 2;
- (b) the Plan was first adopted at the annual general meeting of the Company on 24 May 2024. Since this time, the Company has issued an aggregate of 23,550,000 Performance Rights and 0 Options under the Plan;
- (c) the maximum number of Equity Securities proposed to be issued under the Plan pursuant to Listing Rule 7.2, Exception 13(b), following approval of Resolution 6 is 40,000,000; and
- (d) a voting exclusion statement is included in the Notice for Resolution 6.

## 7.4 Board Recommendation

In the interests of good governance, the Directors (who are all eligible to participate in the Plan) abstain from making a recommendation on Resolution 6.

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## 8 RESOLUTION 7 – APPROVAL OF POTENTIAL TERMINATION BENEFITS

### 8.1 General

The Company has issued Performance Rights to certain members of Key Management Personnel (**Relevant Personnel**) as announced by the Company to the ASX and in annual reports released by the Company. Further, the Plan enables the Company to continue to issue Securities to Eligible Participants.

As at the date of this Notice, the Company has issued Performance Rights to the following Relevant Personnel pursuant to the Plan:

| Relevant Personnel   | Role                                                    | Number of Securities held    |
|----------------------|---------------------------------------------------------|------------------------------|
| <b>T Hoyer</b>       | Non-executive chairman                                  | 3,000,000 Performance Rights |
| <b>G Coyle</b>       | Managing Director                                       | 7,500,000 Performance Rights |
| <b>T Wellman</b>     | Technical Director                                      | 4,750,000 Performance Rights |
| <b>J Read</b>        | Non-executive Director                                  | 750,000 Performance Rights   |
| <b>H A Hellewell</b> | Resigned as a non-executive Director on 14 March 2025   | 750,000 Performance Rights   |
| <b>S G Hagemann</b>  | Resigned as a non-executive Director on 30 January 2025 | 750,000 Performance Rights   |

In particular, the Company seeks Shareholder approval to (without limitation) allow the Company to give certain termination benefits inherent in, or resulting from, the existing Equity Securities and any future issues of Equity Securities.

Specifically, Resolution 7 seeks Shareholder approval in accordance with Part 2D.2 of the Corporations Act (including sections 200B and 200E of the Corporations Act), Listing Rule 10.19 and for all other purposes, for the Company to give certain termination benefits to any person in connection with that person or someone else ceasing to be an officer or employee of, or ceasing to hold a managerial or executive office in, the Company or a related body corporate of the Company.

If Shareholder approval is obtained for Resolution 7, the Company will be able to provide the benefits detailed in this Section 8 to the Relevant Personnel when they cease employment or engagement, or cease to hold a managerial or executive office with the Company.

Resolution 7 is an ordinary resolution.

The Chair intends to exercise all available undirected proxies in favour of Resolution 7.

If the Chair is appointed as your proxy and you have not specified the way the Chair is to vote on Resolution 7, by signing and returning the Proxy Form, you are considered to

have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair's intention, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

## 8.2 **Part 2D.2 of the Corporations Act**

Under section 200B of the Corporations Act, a company may only give a person a benefit in connection with them ceasing to hold a 'managerial or executive office' (as defined in the Corporations Act) if an exemption applies or if the benefit is approved by Shareholders in accordance with section 200E of the Corporations Act.

Shareholder approval is sought for the purposes of Part 2D.2 of the Corporations Act to approve the giving of benefits under the Plan to a person by the Company in connection with that person ceasing to be an officer of, or ceasing to hold a managerial or executive office in, the Company (or subsidiary of the Company) on the terms and conditions in this Explanatory Memorandum.

Under the terms of the Plan and subject to the Listing Rules and the Corporations Act, the Board possesses the discretion to vary the terms or conditions of the Securities. Notwithstanding the foregoing, without the consent of the participant in the Plan, no amendment may be made to the terms of any granted Plan Security which reduces the rights of the participant in respect of that Plan Security, other than an amendment introduced primarily to comply with legislation, to correct any manifest error or mistake or to take into consideration possible adverse tax implications.

As a result of the above discretion, the Board has the power to determine that some or all of a participant's Securities will not lapse in the event of the participant ceasing employment or office before the vesting of their Securities. Examples of the circumstances when the Board may decide to exercise its discretion to permit some or all of the Securities to vest include where a Participant becomes a leaver due to death, redundancy, permanent disability, mental incapacity or retirement. These examples are not exhaustive.

The exercise of this discretion by the Board may constitute a 'benefit' for the purposes of section 200B of the Corporations Act. The Company is therefore seeking Shareholder approval for the exercise of the Board's discretion in respect of any current or future participant in the Plan who holds:

- (a) a managerial or executive office in, or is an officer of, the Company (or subsidiary of the Company) at the time of their leaving or at any time in the three years prior to their leaving; and
- (b) Securities at the time of their leaving.

## 8.3 **Section 200E of the Corporations Act**

Provided Shareholder approval is given, the value of the termination benefits may be disregarded when applying section 200F(2)(b) or section 200G(1)(c) of the Corporations Act (i.e. the approved benefit will not count towards the statutory cap under the legislation).

The value of the termination benefits that the Board may give under the Plan cannot be determined in advance. This is because various matters will or are likely to affect that value. In particular, the value of a particular benefit will depend on factors such as the Company's Share price at the time of vesting and the number of Securities that will vest or otherwise be affected. The following additional factors may also affect the benefit's value:

- (a) the participant's length of service and the status of the vesting conditions attaching to the relevant Securities at the time the participant's employment or office ceases; and
- (b) the number of unvested Securities that the participant holds at the time they cease employment or office.

#### 8.4 **Listing Rule 10.19**

Shareholder approval of the benefits that may be given to Relevant Personnel by virtue of the vesting of the Plan Securities upon termination or cessation of their employment is sought under Listing Rule 10.19.

Listing Rule 10.19 provides that without approval of shareholders, an entity must ensure that no officer of the entity or any of its child entities will be, or may be, entitled to termination benefits if the value of those benefits and the termination benefits that may become payable to all officers together exceed 5% of the equity interests of the entity as set out in the latest accounts given to ASX under the Listing Rules (**5% Threshold**). For the purpose of the Listing Rules, termination benefits include payments, property and advantages that are receivable on termination of engagement, which includes the vesting and/or retention of Plan Securities on termination.

Depending upon the value of the termination benefits associated with the Plan Securities held by Relevant Personnel based on factors including the Board exercising its discretion to allow Plan Securities to vest and/or be retained upon their termination or cessation of employment with the Company and the equity interests of the Company at the time such benefits may crystallise, the value of the vested and/or retained Plan Securities may exceed the 5% Threshold. Accordingly, the Company is also seeking approval for the purposes of Listing Rule 10.19.

If Resolution 7 is passed, the Company will be able to provide termination benefits which may exceed the 5% Threshold to Relevant Personnel.

If Resolution 7 is not passed, the Company will not be able to provide termination benefits to Relevant Personnel where those termination benefits along with the termination benefits payable to all officers exceed the 5% Threshold.

#### 8.5 **Board Recommendation**

The Board declines to make a recommendation in relation to Resolution 7 due to the Directors' potential personal interests in the outcome of the Resolution.

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### **9 RESOLUTION 8 – RENEWAL OF PROPORTIONAL TAKEOVER BID PROVISIONS IN THE CONSTITUTION**

#### 9.1 **General**

Article 37 of the Constitution contains proportional takeover bid approval provisions (**PTBA Provisions**) which enable the Company to refuse to register securities acquired under a proportional takeover bid unless a resolution is passed by Shareholders in a general meeting approving the offer.

A proportional takeover bid is an off-market bid for a specified proportion of the Company's securities held by each shareholder in a class for which a takeover bid has been made (**PT Bid**). It is not a bid for all securities held by all members of that class, only part of the securities each member holds.

Section 648G of the Corporations Act provides that these PTBA Provisions cease to apply at the end of 3 years from their adoption (or last renewal) or, if a company's constitution provides that the PTBA Provisions apply for a specified period of less than 3 years and

they have not been renewed, the specified period. The PTBA Provisions may be renewed in the same manner as that in which a company could alter its constitution to insert proportional takeover approval provisions, namely by special resolution of the members.

If renewed, article 37 of the Constitution will have effect for a three-year period commencing on 26 November 2026.

The Board believes it is appropriate that the PTBA Provisions of the Constitution be renewed.

## 9.2 **Information required by section 648G of the Corporations Act**

### (a) **Effect of renewal**

If renewed, pursuant to article 37 of the Constitution, if a PT Bid is made to Shareholders of the Company, the Board is required to convene a meeting of Shareholders to vote on a resolution to approve the PT Bid. That meeting must be held at least 14 days before the day before the last day of the bid period and during which the offers under the PT Bid remain open, or a later day allowed by ASIC (**Deadline Date**).

The resolution is taken to have been passed if a majority of the eligible votes cast at the meeting, excluding the votes attached to the securities of the bidder and its associates, are cast in favour of the resolution. If no resolution is voted on by the Deadline Date, the resolution is deemed to have been passed.

Where the resolution approving the PT Bid is passed or deemed to have been passed, transfers of securities resulting from accepting the PT Bid are registered provided they otherwise comply with the Corporations Act, the Listing Rules, the ASX Operating Rules and the Company's Constitution. If the resolution is rejected, then under the Corporations Act the PT Bid is deemed to be withdrawn.

### (b) **Reason for resolution**

The Directors consider that Shareholders should have the opportunity to renew the PTBA Provisions. Without the PTBA Provisions applying, a PT Bid for the Company may enable effective control of the Company to be acquired without Shareholders having the opportunity to dispose of all of their securities to the bidder. Shareholders could be at risk of passing control to the bidder without payment of an adequate control premium for all their securities whilst leaving themselves as part of a minority interest in the Company.

Without the PTBA Provisions, if there was a PT Bid and Shareholders considered that control of the Company was likely to pass, Shareholders would be placed under pressure to accept the PT Bid even if they did not want control of the Company to pass to the bidder. Renewing the PTBA Provisions will make this situation less likely by permitting Shareholders to decide whether a PT Bid should be permitted to proceed.

### (c) **No knowledge of present acquisition proposals**

As at the date of this Notice, no Director is aware of a proposal by any person to acquire or increase the extent of a substantial interest in the Company.

### (d) **Potential advantages and disadvantages**

The renewal of the PTBA Provisions will enable the Directors to formally ascertain the views of Shareholders about a PT Bid. Without these provisions, the Directors

are dependent upon their perception of the interests and views of Shareholders. Other than this advantage, the Directors consider that renewal of the PTBA Provisions has no potential advantages or potential disadvantages for them, as they remain free to make a recommendation on whether a PT Bid should be accepted.

The Directors consider that renewing the PTBA Provisions benefits all Shareholders in that they will have an opportunity to consider a PT Bid and then attend or be represented by proxy at a meeting of Shareholders called specifically to vote on the proposal. Accordingly, Shareholders are able to prevent a PT Bid proceeding if there is sufficient support for the proposition that a substantial interest (and potentially control) of the Company should not be permitted to pass under the PT Bid. Furthermore, knowing the view of Shareholders assists each individual Shareholder to assess the likely outcome of the PT Bid and whether to accept or reject that bid.

As to the possible disadvantages to Shareholders renewing the PTBA Provisions, the proposal potentially makes a PT Bid more difficult and PT Bids will therefore be discouraged. This may reduce the opportunities which Shareholders may have to sell all or some of their securities at a premium to persons seeking an increased holding or control of the Company and may reduce any takeover speculation element in the Company's Share price. The PTBA Provisions may also be considered an additional restriction on the ability of individual Shareholders to deal freely in their securities.

The Directors consider that there are no other advantages or disadvantages for Directors or Shareholders which arose during the period during which the PTBA Provisions were in effect, other than those discussed in this Section. On balance, the Directors consider that the possible advantages outweigh the possible disadvantages so that the renewal of the PTBA Provisions is in the best interests of Shareholders.

### 9.3 **Board Recommendation**

Resolution 8 is a **special resolution** and therefore 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).

The Board recommends that Shareholders vote in favour of Resolution 8.

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## SCHEDULE 1 – GLOSSARY

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### GLOSSARY

**\$** means Australian dollars.

**7.1A Mandate** has the meaning given to that term in Section 4.1.

**Annual General Meeting** or **Meeting** means the annual general meeting set out in the Notice.

**Annual Report** means the annual report of the Company for the financial year ended 30 June 2026.

**ASIC** means the Australian Securities and Investments Commission.

**Associated Body Corporate** means an associated entity of the Company.

**ASX** means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

**ASX Operating Rules** means the operating rules of the ASX as amended or replaced from time to time.

**Auditor** means the Company's auditor from time to time (if any).

**Auditor's Report** means the report of the Auditor contained in the Annual Report for the year ended 30 June 2026.

**AWST** means western standard time as recognised in Perth, Western Australia.

**Board** means the board of Directors of the Company.

**Business Day** has the same meaning given to it in the Listing Rules.

**Chair** means the individual elected to chair meetings of the Company from time to time.

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

- a spouse or child of the member;
- a child of the member's spouse;
- a dependent of the member or the member's spouse;
- 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;
- a company the member controls; or
- a person prescribed by the *Corporations Regulations 2001* (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

**Company** means Latitude 66 Ltd ABN 61 115 768 986.

**Constitution** means the constitution of the Company, as amended from time to time.

**Convertible Security** has the meaning given to that term in Schedule 2.

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

**Deadline Date** has the meaning given to that term in Section 9.2.

**Director** means a director of the Company.

**Directors' Report** means the report of the Directors contained in the Annual Report for the year ended 30 June 2026.

**Eligible Participant** has the meaning given to that term in Schedule 2.

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

**Expiry Date** means, in relation to a Convertible Security, the 'expiry date' which is specified in the Invitation or Vesting Notice (if any).

**Explanatory Memorandum** means this explanatory memorandum.

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

**Glossary** means this Glossary set out in the Explanatory Memorandum.

**Group** has the meaning given to that term in Schedule 2.

**Invitation** means an invitation to an Eligible Participant to apply for the grant of one or more Securities made in accordance with clause 3.2 of the Plan.

**Key Management Personnel** has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

**KSB Project** means the Company's Kuusamo Schist Belt project.

**Laverton Gold Project** means the Company's Laverton gold project.

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

**Longreach Capital Shares** has the meaning given to that term in Section 6.1.

**Managing Director** means the managing director of the Company.

**Market Value** has the meaning given to that term in Schedule 2.

**Mining Equities Shares** has the meaning given to that term in Section 5.1.

**Notice** or **Notice of Meeting** means the notice of annual general meeting which accompanies this Explanatory Memorandum.

**Option** means an option to acquire a Share.

**Participant** means an Eligible Participant who has been granted any Security under the Plan.

**Performance Right** means a right granted to acquire one or more Shares by transfer or allotment.

**Plan** means the Company's employee securities incentive plan that was last approved by Shareholders on 24 May 2024.

**Plan Shares** means all Shares issued or transferred to a Participant under the Plan, including upon the valid exercise of a Security.

**Previous Approval** has the meaning given to that term in Section 4.2(f).

**Proxy Form** means the proxy form accompanying the Notice.

**PSB Project** means the Company's Peräpohja Schist Belts project.

**PT Bid** has the meaning given to that term in Section 9.1.

**PTBA Provisions** has the meaning given to that term in Section 9.1.

**Relevant Personnel** has the meaning given in Section 8.1.

**Remuneration Report** means the remuneration report set out in the Annual Report for the year ended 30 June 2026.

**Resolution** means a resolution proposed pursuant to the Notice.

**Section** means a section of the Explanatory Memorandum.

**Securities** has the meaning given to that term in Schedule 2.

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

**Shareholder** means the holder of Shares.

**Special Circumstances** means:

- a Participant ceasing to be an Eligible Participant due to death or Total or Permanent Disability of a Participant; or
- any other exceptional or extraordinary circumstances as determined by the Board to constitute "Special Circumstances".

**Spill Meeting** has the meaning given to that term in Section 2.

**Spill Resolution** has the meaning given to that term in Section 2.

**Total and Permanent Disability** means that the Participant has, in the opinion of the Board, after considering such medical and other evidence as it sees fit, become incapacitated to such an extent as to render the Participant unlikely ever to engage in any occupation with the Company or its Associated Bodies Corporate for which he or she is reasonably qualified by education, training or experience.

**Trading Day** means a day determined by ASX to be a trading day in accordance with the Listing Rules.

**Variable A** means "A" as set out in the formula in Listing Rule 7.1A.2.

**Vesting Notice** means, in relation to a Convertible Security, the notice given by or on behalf of the Company to a Participant informing him or her that the Convertible Security may be exercised in accordance with the terms of the Plan.

**voter** has the meaning given to that term in Resolution 1.

**WA** means Western Australia.

**Withholding Amount** has the meaning given to that term in Schedule 2.

## SCHEDULE 2 – TERMS AND CONDITIONS OF EMPLOYEE SECURITIES INCENTIVE PLAN

A summary of the material terms of the Plan is set out below.

|                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Eligible Participant</b>                     | <b>Eligible Participant</b> means a person that is a 'primary participant' (as that term is defined in Division 1A of Part 7.12 of the Corporations Act) in relation to the Company or an Associated Body Corporate and has been determined by the Board to be eligible to participate in the Plan from time to time.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Purpose</b>                                  | The purpose of the Plan is to: <ul style="list-style-type: none"> <li>(a) assist in the reward, retention and motivation of Eligible Participants;</li> <li>(b) link the reward of Eligible Participants to Shareholder value creation; and</li> <li>(c) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of shares, options, performance rights or other convertible securities (<b>Securities</b>).</li> </ul>                                                                                                                                                                                                                                                                                                                  |
| <b>Maximum number of Convertible Securities</b> | The Company will not make an invitation under the Plan which involves monetary consideration if the number of Shares that may be issued, or acquired upon exercise of Convertible Securities offered under an invitation, when aggregated with the number of Shares issued or that may be issued as a result of all invitations under the Plan during the 3 year period ending on the day of the invitation, will exceed 5% of the total number of issued Shares at the date of the invitation (unless the Constitution specifies a different percentage and subject to any limits approved by Shareholders under Listing Rule 7.2 exception 13(b)).<br><br>The maximum number of equity securities proposed to be issued under the Plan in reliance on Listing Rule 7.2 (exception 13(b)), following Shareholder approval, is 40,000,000 Securities. It is not envisaged that the maximum number of Securities will be issued immediately. |
| <b>Plan administration</b>                      | The Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Plan rules in its sole and absolute discretion (except to the extent that it prevents the Participant relying on the deferred tax concessions under Subdivision 83A-C of the <i>Income Tax Assessment Act 1997</i> (Cth)). The Board may delegate its powers and discretion.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Eligibility, invitation and application</b>  | The Board may from time to time determine that an Eligible Participant may participate in the Plan and make an invitation to that Eligible Participant to apply for any (or any combination of) the Securities provided under the Plan on such terms and conditions as the Board decides.<br><br>On receipt of an invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part.                                                                                                                                                                                                                                                                                                                                                                              |

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|                                                            | <p>If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Grant of Securities</b>                                 | <p>The Company will, to the extent that it has accepted a duly completed application, grant the Participant the relevant number and type of Securities, subject to the terms and conditions set out in the invitation, the Plan rules and any ancillary documentation required.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Rights attaching to Convertible Securities</b>          | <p>A <b>Convertible Security</b> represents a right to acquire one or more Plan Shares in accordance with the Plan (for example, an Option or a Performance Right).</p> <p>Prior to a Convertible Security being exercised, the holder:</p> <ul style="list-style-type: none"> <li>(a) does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security other than as expressly set out in the Plan;</li> <li>(b) is not entitled to receive notice of, vote at or attend a meeting of the shareholders of the Company;</li> <li>(c) is not entitled to receive any dividends declared by the Company; and</li> <li>(d) is not entitled to participate in any new issue of Shares (see Adjustment of Convertible Securities section below).</li> </ul> |
| <b>Restrictions on dealing with Convertible Securities</b> | <p>Convertible Securities issued under the Plan cannot be sold, assigned, transferred, have a security interest granted over or otherwise dealt with unless in Special Circumstances as defined under the Plan (including in the case of death or total or permanent disability of the holder) with the consent of the Board in which case the Convertible Securities may be exercisable on terms determined by the Board.</p> <p>A holder must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.</p>                                                                                                                                                                                                        |
| <b>Vesting of Convertible Securities</b>                   | <p>Any vesting conditions applicable to the Convertible Securities will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that security will lapse.</p>                                                                                                                                                         |
| <b>Forfeiture of Convertible Securities</b>                | <p>Convertible Securities will be forfeited in the following circumstances:</p> <ul style="list-style-type: none"> <li>(a) in the case of unvested Convertible Securities only, where the holder ceases to be an Eligible Participant (e.g. is no longer employed or their office or engagement is discontinued with the Company and any Associated Bodies Corporate) (the <b>Group</b>);</li> <li>(b) where a Participant acts fraudulently, dishonestly, negligently, in contravention of any Group policy or wilfully breaches their</li> </ul>                                                                                                                                                                                                                                                    |

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|                                                                               | <p>duties to the Group and the Board exercises its discretion to deem some or all of the Convertible Securities held by a Participant to have been forfeited;</p> <p>(c) where there is a failure to satisfy the vesting conditions in accordance with the Plan;</p> <p>(d) on the date the Participant becomes insolvent; or</p> <p>(e) on the Expiry Date,</p> <p>subject to the discretion of the Board.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Listing of Convertible Securities</b>                                      | Convertible Securities granted under the Plan will not be quoted on the ASX or any other recognised exchange. The Board reserves the right in its absolute discretion to apply for quotation of Convertible Securities granted under the Plan on the ASX or any other recognised exchange.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Exercise of Convertible Securities and cashless exercise</b>               | <p>To exercise a security, the Participant must deliver a signed notice of exercise and, subject to a cashless exercise (see next paragraph below), pay the exercise price (if any) to or as directed by the Company, at any time following vesting of the Convertible Securities (if subject to vesting conditions) and prior to the expiry date as set out in the invitation or vesting notice.</p> <p>An invitation to apply for Convertible Securities may specify that at the time of exercise of the Convertible Securities, the Participant may elect not to be required to provide payment of the exercise price for the number of Convertible Securities specified in a notice of exercise, but that on exercise of those Convertible Securities the Company will transfer or issue to the Participant that number of Shares equal in value to the positive difference between the Market Value of the Shares at the time of exercise and the exercise price that would otherwise be payable to exercise those Convertible Securities.</p> <p><b>Market Value</b> means, at any given date, the volume weighted average price per Share traded on the ASX over the 5 Trading Days immediately preceding that given date, unless otherwise specified in an invitation.</p> <p>A Convertible Security may not be exercised unless and until that security has vested in accordance with the Plan rules, or such earlier date as set out in the Plan rules.</p> |
| <b>Timing of issue of Shares and quotation of Shares on exercise</b>          | Within five Business Days after the issue of a valid notice of exercise by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Plan rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Restriction periods and restrictions on transfer of Shares on exercise</b> | <p>If the invitation provides that any Shares issued upon the valid exercise of a Convertible Security are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction.</p> <p>Additionally, Shares issued on exercise of the Convertible Securities are subject to the following restrictions:</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |

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|                                                       | <p>(a) if the Company is required but is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, Shares issued on exercise of the Convertible Securities may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act;</p> <p>(b) all Shares issued on exercise of the Convertible Securities are subject to restrictions imposed by applicable law on dealing in Shares by persons who possess material information likely to affect the value of the Shares and which is not generally available; and</p> <p>(c) all Shares issued on exercise of the Convertible Securities are subject to the terms of the Company's Securities Trading Policy.</p> |
| <b>Rights attaching to Shares on exercise</b>         | All Shares issued upon exercise of Convertible Securities will rank equally in all respects with the existing Shares of the Company.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Change of control</b>                              | If a change of control event occurs (being an event which results in any person (either alone or together with associates) owning more than 50% of the Company's issued capital), unvested Convertible Securities will vest unless the Board determines in its discretion otherwise. The Board's discretion in determining the treatment of any unvested Convertible Securities on a change of control event is limited to vesting or varying any vesting conditions in respect to the Convertible Securities and does not include a discretion to lapse or forfeit unvested Convertible Securities for less than fair value.                                                                                                                                                                                   |
| <b>Participation in entitlements and bonus issues</b> | Subject always to the rights under the following two paragraphs, Participants will not be entitled to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Adjustment for bonus issue</b>                     | If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the Participant is entitled, upon exercise of the Convertible Securities, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.                                                                                                                                                                                                                                                                                                                                                                               |
| <b>Reorganisation</b>                                 | If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Convertible Securities will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>Buy-Back</b>                                       | Subject to applicable law, the Company may at any time buy back Securities in accordance with the terms of the Plan.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Employee Share Trust</b>                           | The Board may in its sole and absolute discretion use an employee share trust or other mechanism for the purposes of holding Convertible Securities for holders under the Plan and delivering Shares on behalf of holders upon exercise of Convertible Securities.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |

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| <b>Amendment of Plan</b>         | <p>Subject to the following paragraph, the Board may at any time amend any provisions of the Plan rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the Plan and determine that any amendments to the Plan rules be given retrospective effect, immediate effect or future effect.</p> <p>No amendment to any provision of the Plan rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.</p> |
| <b>Plan duration</b>             | <p>The Plan continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the Plan for a fixed period or indefinitely and may end any suspension. If the Plan is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants.</p> <p>If a Participant and the Company (acting by the Board) agree in writing that some or all of the Securities granted to that Participant are to be cancelled on a specified date or on the occurrence of a particular event, then those Securities may be cancelled in the manner agreed between the Company and the Participant.</p>                                                     |
| <b>Income Tax Assessment Act</b> | <p>The Plan is a plan to which Subdivision 83A-C of the <i>Income Tax Assessment Act 1997</i> (Cth) applies (subject to the conditions in that Act) except to the extent an invitation provides otherwise.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>Withholding</b>               | <p>Notwithstanding any other provision of the rules of the Plan, and without limiting the amounts which may be deducted or withheld under applicable laws, if a member of the Company, a trustee or the Plan administrator is obliged, or reasonably believes that it may have an obligation to account for any Tax, or any superannuation amounts (or equivalent social security contributions, if applicable) in respect of a Participant (<b>Withholding Amount</b>), then that subsidiary of the Company, trustee or Plan administrator (as applicable) is entitled to withhold or be reimbursed by the Participant for the Withholding Amount payable or paid.</p>                                                                                |

*This page has been left blank intentionally.*

Your proxy voting instruction must be received by **2:00pm (AWST) on Tuesday, 24 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](mailto: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)

