
PRAIRIE LITHIUM LIMITED
ACN 008 720 223
NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 10:00am WST

DATE: 27 November 2026

PLACE: Level 2, 10 Outram Street, West Perth WA 6005

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

This Notice 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 10:00am (WST) on 25 November 2026.

BUSINESS OF THE MEETING

FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2026 together with the declaration of the Directors, the Directors' report, the Remuneration Report and the auditor's report.

1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

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

"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2026."

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

2. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR ZACHARY MAURER

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

"That, for the purpose of clause 15.2 of the Constitution, Listing Rule 14.4 and for all other purposes, Zachary Maurer, a Director, retires by rotation, and being eligible, is re-elected as a Director."

3. RESOLUTION 3 – RE-ELECTION OF DIRECTOR – MR LAVERN LUND

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

"That, for the purpose of clause 15.2 of the Constitution and for all other purposes, Lavern Lund, a Director, retires by rotation, and being eligible, is re-elected as a Director."

4. RESOLUTION 4 – RATIFICATION OF AUGUST 2026 ISSUE OF SHARES TO ACUITY CAPITAL UNDER THE AT-THE-MARKET SUBSCRIPTION AGREEMENT

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 7.4 and for all other purposes, Shareholders ratify the issue of 200,000,000 Shares to Acuity Capital on 14 August 2026 on the terms and conditions set out in the Explanatory Statement."

5. RESOLUTION 5 – 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, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement."

Dated: 26 October 2026

Voting Prohibition Statements

Resolution 1 – Adoption of Remuneration Report	<p>In accordance with sections 250BD(2) and 250R, a vote on this Resolution must not be cast:</p> <ul style="list-style-type: none">(a) by or on behalf of a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report or a Closely Related Party of such a member, regardless of the capacity in which the vote is cast; or(b) as a proxy by a member of the Key Management Personnel at the date of the Meeting, or their Closely Related Parties. <p>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:</p> <ul style="list-style-type: none">(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:<ul style="list-style-type: none">(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.
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Voting Exclusion Statements

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

Resolution 4 – Ratification of August 2026 issue of Shares to Acuity Capital under the At-the-Market Subscription Agreement	Acuity Capital or any other person who participated in the issue or an associate of that person or those persons.
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However, this does not apply to a vote cast in favour of the Resolution by:

- (a) a person as a proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with 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 by proxy

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

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

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the Shareholder appoints two 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 please do not hesitate to contact the Company Secretary on +61 8 6313 3936.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

1. FINANCIAL STATEMENTS AND REPORTS

In accordance with the Corporations Act, the business of the Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2026 together with the declaration of the Directors, the Directors' report, the Remuneration Report and the auditor's report.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The Company's annual financial report is available on its website at www.prairielithium.com.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

2.1 General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the company or the directors of the company.

The remuneration report sets out the company's remuneration arrangements for the directors and senior management of the company. The remuneration report is part of the directors' report contained in the annual financial report of the company for a financial year.

The chair of the meeting must allow a reasonable opportunity for its shareholders to ask questions about or make comments on the remuneration report at the annual general meeting.

2.2 Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company (**Spill Resolution**) if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting (**Spill Meeting**) within 90 days of the second annual general meeting.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the most recent financial year) was approved, other than the managing director of the company, 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.

2.3 Previous voting results

At the Company's previous annual general meeting held on 10 November 2025, the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Meeting.

3. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR ZACHARY MAURER

3.1 General

Listing Rule 14.4 and clause 15.2 of the Constitution provide that a Director (other than a managing director) must not hold office without re-election past the third annual general meeting following the Director's appointment or three years, whichever is the longer.

Mr Maurer, who was last elected as a Director on 28 November 2023 and has held office without re-election since that date, retires by rotation in accordance with Listing Rule 14.4 and clause 15.2 of the Constitution and, being eligible, seeks re-election.

Further information in relation to Mr Maurer is set out below.

Qualifications, experience and other material directorships	<p>Mr Maurer has 15 years of experience in North America's energy sector. In 2019, he founded and incorporated Prairie Lithium. As President & CEO of Prairie Lithium, he led multiple rounds of private equity funding while advancing lithium extraction technology and brine resource exploration in Saskatchewan, Canada. In 2023, Prairie Lithium was acquired by Arizona Lithium (now Prairie Lithium Limited).</p> <p>In recognition for his contributions to Canada, he was awarded the Queen Elizabeth II Platinum Jubilee Medal. He holds a B.Sc. in Geology from the University of Regina and a Diploma in Exploration Information Technology from the South Alberta Institute of Technology (SAIT).</p> <p>Mr Maurer does not currently hold, and has not in the past three years held, any other directorships of listed companies.</p>
Term of office	<p>Mr Maurer has served as a Director since 24 March 2023 and was last elected as a Director on 28 November 2023.</p>
Independence	<p>If re-elected, the Board does not consider that Mr Maurer will be an independent Director due to his employment by the Company in an executive capacity.</p>
Board recommendation	<p>Having received an acknowledgement from Mr Maurer that he will have sufficient time to fulfil his responsibilities as a Director and having reviewed the performance of Mr Maurer since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Maurer) recommend that Shareholders vote in favour of this Resolution.</p>

3.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr Maurer will be re-elected to the Board as an Executive Director.

If this Resolution is not passed, Mr Maurer will not continue in his role as an Executive Director. The Company may seek nominations or otherwise identify suitably qualified candidates to join the Board. As an additional consequence, this may detract from the Board's and the Company's ability to execute on its strategic vision.

4. RESOLUTION 3 – RE-ELECTION OF DIRECTOR – MR LAVERN LUND

4.1 General

The Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting.

Mr Lund, who was elected on 30 April 2024 and has served as a Director since 5 June 2024, being eligible retires by rotation and seeks re-election.

Further information in relation to Mr Lund is set out below.

Qualifications, experience and other material directorships	<p>Mr Lund is the CEO of Navajo Transitional Energy Company, a tribally owned entity and the 3rd largest coal mining company in the U.S with operations in the Navajo Nation, Wyoming, and Montana.</p> <p>Mr. Lund is a seasoned mining executive with 30 years of experience in operational management, business development, and new project development with extensive field experience at multiple mining operations, including two large greenfield mining projects. He holds a B.S. in Civil Engineering from North Dakota State University, an MBA from Auburn University, a graduate of Wharton's Advanced Management Program and a retired professional engineer.</p> <p>Mr Lund was a director of Texas Mineral Resources Corp (OTCQB: TMRC) from May 2022 to January 2025 and does not currently hold, and has not otherwise in the past three years held, any other directorships of listed companies.</p>
Term of office	Mr Lund was elected as a Director on 30 April 2024 and has served as a Director since 5 June 2024.
Independence	<p>Mr Lund has no interests, position or relationship that might influence, or reasonably be perceived to influence, in a material respect his capacity to bring an independent judgement to bear on issues before the Board and to act in the best interest of the Company as a whole rather than in the interests of an individual security holder or other party.</p> <p>If re-elected the Board considers Mr Lund will be an independent Director.</p>
Board recommendation	Having received an acknowledgement from Mr Lund that he will have sufficient time to fulfil his responsibilities as a Director and having reviewed the performance of Mr Lund since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Lund) recommend that Shareholders vote in favour of this Resolution.

4.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr Lund will be re-elected to the Board as an independent Non-Executive Director.

If this Resolution is not passed, Mr Lund will not continue in his role as an independent Non-Executive Director. The Company may seek nominations or otherwise identify suitably qualified candidates to join the Board. As an additional consequence, this may detract from the Board's and the Company's ability to execute on its strategic vision.

5. BACKGROUND TO RESOLUTION 4 – ACUITY CAPITAL FACILITY

5.1 Facility

On 3 May 2024, the Company (then named Arizona Lithium Limited) announced that it had entered into an At-the-Market Subscription Agreement with Acuity Capital Investment Management Pty Ltd ATF Acuity Capital Holdings Trust (**Acuity Capital**) (**ATM Agreement**). Under the ATM Agreement, Acuity Capital has agreed to provide the Company with a facility of up to \$10,000,000 of standby equity capital until 31 January 2029 (**Facility**).

A summary of the ATM Agreement is set out below:

Subscription	The Company retains full control of all aspects of the subscription process, having sole discretion as to whether or not to utilise the ATM Agreement, the maximum number of Shares to be issued, the minimum issue price of Shares and the timing of each subscription (if any). There
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	is no requirement for the Company to utilise the ATM Agreement and the Company may terminate the ATM Agreement at any time, on 5 business days' notice and without cost or penalty. Acuity Capital and the ATM Agreement do not place any restrictions at any time on the Company raising capital through other methods.
Term	5 April 2024 - 31 January 2029 (4 years 9 months)
Establishment Fee	\$25,000
Facility Limit	\$10,000,000
Collateral	<p>200,000,000 Shares, issued to Acuity Capital for nil cash consideration as security for the Company's obligations under the ATM Agreement (Collateral Shares). Acuity Capital may only deal with the Collateral Shares as permitted by the ATM Agreement.</p> <p>If the Company does not issue the Shares the subject of a drawdown after Acuity Capital has paid the subscription amount, or if the Company and Acuity Capital otherwise agree, the Company's obligation to issue those Shares may be satisfied by Acuity Capital retaining an equivalent number of Collateral Shares at the issue price for that drawdown. Collateral Shares applied in this way are not required to be returned to the Company, and the Company may issue equivalent collateral shares to Acuity Capital on the same terms to replace them.</p> <p>Expiry: any Collateral Shares not applied by set-off at the expiry or earlier termination of the ATM Agreement must be bought back by the Company and cancelled for nil consideration (subject to Shareholder approval).</p>

Further details relating to the ATM Agreement are set out in the Company's announcement of 3 May 2024 and the Company's notice of annual general meeting released to ASX on 25 October 2024.

In accordance with the ATM Agreement, the Company issued 200,000,000 Collateral Shares to Acuity Capital on 3 May 2024.

5.2 August 2026 Issue

On 20 May 2026, the Company announced that it had raised \$1,420,000 (inclusive of costs) under the Facility at a deemed issue price of \$0.0071 per Share (being a premium to the 15-day volume weighted average price of Shares to 19 May 2026) (**May 2026 Drawdown**). In accordance with the set-off mechanism under the ATM Agreement described in Section 5.1, the Company's obligation to issue 200,000,000 Shares under the May 2026 Drawdown was satisfied by Acuity Capital retaining the 200,000,000 Collateral Shares it held at that issue price. No new Shares were issued under the May 2026 Drawdown and Acuity Capital is not required to return those Collateral Shares to the Company.

On 14 August 2026, the Company issued 200,000,000 new Shares to Acuity Capital for nil cash consideration as equivalent collateral shares under the ATM Agreement, to replace the Collateral Shares applied under the May 2026 Drawdown (**Replacement Collateral Shares**). The Replacement Collateral Shares were issued using the Company's existing placement capacity under Listing Rule 7.1 and are held by Acuity Capital as security on the same terms as the Collateral Shares described in Section 5.1.

Ratification of the issue of the Replacement Collateral Shares (**August 2026 Issue**) is sought under Resolution 4.

5.3 Use of funds

The funds raised under the May 2026 Drawdown have been applied towards the construction of the Company's first commercial production facility at Pad 1 at the Prairie Lithium Project.

6. RESOLUTION 4 – RATIFICATION OF AUGUST 2026 ISSUE OF SHARES TO ACUITY CAPITAL UNDER THE AT-THE-MARKET SUBSCRIPTION AGREEMENT

6.1 General

A summary of the Facility and the issue of the Replacement Collateral Shares is set out in Sections 5.1 and 5.2 above.

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 200,000,000 Replacement Collateral Shares to Acuity Capital on 14 August 2026 for nil cash consideration as security for the Facility.

6.2 Listing Rule 7.1

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.

The issue 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, it 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 the issue.

6.3 Listing Rule 7.4

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.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

6.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

6.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	Acuity Capital, being the counterparty to the ATM Agreement. Acuity Capital is not a related party of the Company.
Number and class of Securities issued	200,000,000 Shares were issued.
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.

REQUIRED INFORMATION	DETAILS
Date(s) on or by which the Securities were issued	14 August 2026.
Price or other consideration the Company received for the Securities	The Replacement Collateral Shares were issued for nil cash consideration as security under the ATM Agreement. Refer to Sections 5.1 and 5.2.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue was to provide security to Acuity Capital under the ATM Agreement. No funds were raised by the issue.
Summary of material terms of agreement to issue	The Replacement Collateral Shares were issued under the ATM Agreement, a summary of the material terms of which is set out in Section 5.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

7. RESOLUTION 5 – APPROVAL OF 7.1A MANDATE

7.1 General

This Resolution 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 summary of Listing Rule 7.1 is set out in Section 6.2 above.

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. As at the date of this Notice, the Company's market capitalisation is approximately \$34,681,887. The Company is therefore an Eligible Entity.

7.2 Technical information required by Listing Rule 14.1A

For this Resolution to be passed, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting must be cast in favour of the Resolution.

If this Resolution 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 this Resolution 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.

7.3 Technical information required by Listing Rule 7.3A

REQUIRED INFORMATION	DETAILS
Period for which the 7.1A Mandate is valid	<p>The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following:</p> <p>(a) the date that is 12 months after the date of this Meeting;</p>

REQUIRED INFORMATION	DETAILS																						
	<div><div>(b)</div><div>the time and date of the Company's next annual general meeting; and</div></div> <div><div>(c)</div><div>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).</div></div>																						
Minimum price	<p>Any Equity Securities issued under the 7.1A Mandate must be in an existing quoted class of Equity Securities and be issued for cash consideration 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:</p> <div><div>(a)</div><div>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</div></div> <div><div>(b)</div><div>if the Equity Securities are not issued within 10 trading days of the date in paragraph (a) above, the date on which the Equity Securities are issued.</div></div>																						
Use of funds	<p>The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate for the construction, commissioning and operation of the Company's first commercial production facility at the Prairie Lithium Project in Saskatchewan, Canada, the further development of the Company's projects, the potential acquisition of new assets or investments (including expenses associated with any such acquisition) and for general working capital.</p>																						
Risk of economic and voting dilution	<p>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.</p> <p>If this Resolution 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.</p> <p>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 20 October 2026.</p> <p>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.</p> <table><tr><th colspan="5">DILUTION</th></tr><tr><th rowspan="5">Number of Shares on Issue (Variable A in Listing Rule 7.1A.2)</th><th rowspan="5">Shares issued – 10% voting dilution</th><th colspan="3">Issue Price</th></tr><tr><th>\$0.003</th><th>\$0.006</th><th>\$0.009</th></tr><tr><th>50% decrease</th><th>Issue Price</th><th>50% increase</th></tr><tr><th colspan="3">Funds Raised</th></tr><tr><th colspan="3"></th></tr></table>	DILUTION					Number of Shares on Issue (Variable A in Listing Rule 7.1A.2)	Shares issued – 10% voting dilution	Issue Price			\$0.003	\$0.006	\$0.009	50% decrease	Issue Price	50% increase	Funds Raised					
DILUTION																							
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		Funds Raised																					

REQUIRED INFORMATION	DETAILS																		
	<table><tr><td>Current</td><td>5,780,314,445 Shares</td><td>578,031,444 Shares</td><td>\$1,734,094</td><td>\$3,468,188</td><td>\$5,202,282</td></tr><tr><td>50% increase</td><td>8,670,471,668 Shares</td><td>867,047,166 Shares</td><td>\$2,601,141</td><td>\$5,202,282</td><td>\$7,803,424</td></tr><tr><td>100% increase</td><td>11,560,628,890 Shares</td><td>1,156,062,889 Shares</td><td>\$3,468,188</td><td>\$6,936,377</td><td>\$10,404,566</td></tr></table>	Current	5,780,314,445 Shares	578,031,444 Shares	\$1,734,094	\$3,468,188	\$5,202,282	50% increase	8,670,471,668 Shares	867,047,166 Shares	\$2,601,141	\$5,202,282	\$7,803,424	100% increase	11,560,628,890 Shares	1,156,062,889 Shares	\$3,468,188	\$6,936,377	\$10,404,566
	Current	5,780,314,445 Shares	578,031,444 Shares	\$1,734,094	\$3,468,188	\$5,202,282													
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	100% increase	11,560,628,890 Shares	1,156,062,889 Shares	\$3,468,188	\$6,936,377	\$10,404,566													
	*The number of Shares on issue (Variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.																		
	The table above uses the following assumptions:																		
	1. There are currently 5,780,314,445 Shares on issue.																		
	2. The issue price set out above is the closing market price of the Shares on the ASX on 20 October 2026 (being \$0.006) (Issue Price). The Issue Price at a 50% increase and 50% decrease are each rounded to three decimal places prior to the calculation of the funds raised.																		
	3. The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.																		
	4. The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1 (which, if Resolution 4 is passed, will include the Shares the subject of that Resolution).																		
5. The issue of Equity Securities under the 7.1A Mandate consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.																			
6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.																			
7. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed.																			
8. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.																			
9. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A Mandate, based on that Shareholder's holding at the date of the Meeting.																			
Shareholders should note that there is a risk that:																			
(a) the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and																			
(b) 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.																			
Allocation policy under 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:																		

REQUIRED INFORMATION	DETAILS
	<p>(a) the purpose of the issue;</p> <p>(b) 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;</p> <p>(c) the effect of the issue of the Equity Securities on the control of the Company;</p> <p>(d) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;</p> <p>(e) prevailing market conditions; and</p> <p>(f) advice from corporate, financial and broking advisers (if applicable).</p>
<p>Previous approval under Listing Rule 7.1A.2</p>	<p>The Company previously obtained approval from its Shareholders pursuant to Listing Rule 7.1A at its annual general meeting held on 10 November 2025 (Previous Approval).</p> <p>During the 12 month period preceding the date of the Meeting, being on and from 27 November 2025, the Company has not issued or agreed to issue any Equity Securities pursuant to the Previous Approval.</p>
<p>Voting exclusion statement</p>	<p>As at the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A. Accordingly, a voting exclusion statement is not included in this Notice.</p>

GLOSSARY

A\$ or \$ means Australian dollars.

7.1A Mandate has the meaning given in Section 8.1.

Acuity Capital means Acuity Capital Investment Management Pty Ltd ATF Acuity Capital Holdings Trust.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

ATM Agreement has the meaning given in Section 5.1.

August 2026 Issue has the meaning given in Section 5.2.

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

CAD\$ means Canadian dollars.

Chair means the chair of the Meeting.

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

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

Collateral Shares has the meaning given in Section 5.1.

Company means Prairie Lithium Limited (ACN 008 720 223).

Constitution means the Company's constitution.

Corporations Act means the Corporations Act 2001 (Cth).

Directors means the current directors of the Company.

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.

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.

Explanatory Statement means the explanatory statement accompanying the Notice.

Facility has the meaning given in Section 5.1.

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.

Listing Rules means the Listing Rules of ASX.

Material Person means a related party of the Company, member of the Key Management Personnel, substantial holder of the Company, adviser of the Company or associate of any of these parties.

May 2026 Drawdown has the meaning given in Section 5.2.

Meeting means the meeting convened by the Notice.

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

Option means an option to acquire a Share.

Performance Right means a right to acquire a Share subject to satisfaction of performance milestones.

Prairie Lithium Project means the Company's lithium brine project in Saskatchewan, Canada.

Previous Approval has the meaning given in Section 7.3.

Proxy Form means the proxy form accompanying the Notice.

Replacement Collateral Shares has the meaning given in Section 5.2.

Remuneration Report means the remuneration report set out in the Directors' report section of the Company's annual financial report for the year ended 30 June 2026.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

Section means a section of the Explanatory Statement.

Security means a Share, Option or Performance Right (as applicable).

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

Shareholder means a registered holder of a Share.

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

VWAP means volume weighted average price.

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

Your proxy voting instruction must be received by **10:00am (AWST) on Wednesday, 25 November 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

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

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

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at <https://portal.automic.com.au/investor/home> or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

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All enquiries to Automic:

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