

L1 CAPITAL
Part of L1 Group

AGM

L1 Gold Fund Limited (ASX:LGF)

2026 Annual General Meeting

10 November 2026



1 Chair’s address



2 Business



3 Voting exclusions



4 Instructions for shareholder questions

Ordinary business

Item A – Financial and Statutory Reports (not voted on)

To receive and consider the Company's Financial Report, Directors' Report and Auditor's Report for the financial year ended 30 June 2026.

Ordinary business

Resolution 1 – Adoption of the Remuneration Report

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

> *"That the Company adopt the Remuneration Report for the year ended 30 June 2026 in accordance with section 250R(2) of the Corporations Act 2001 (Cth)."*

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

Ordinary business

Resolution 1 – Adoption of the Remuneration Report
Proxy positions

	Number	Percentage[2]
For	177,410,496	99.48
Against	96,000	0.05
Open – Nominated Chair[1]	768,194	0.43
– Other Nomination	66,361	0.04
Abstain	7,555	

1. To be voted in favour of the resolution.
2. Of proxies cast.

Ordinary business

Resolution 2 – Re-election of Mr Andrew Larke as a Non-Executive Director

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

"That Mr Andrew Larke, being eligible, be re-elected as a Non-Executive Director of the Company."

Ordinary business

Resolution 2 – Re-election of Mr Andrew Larke as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,311,460	99.53
Against	0	0.00
Open – Nominated Chair[1]	768,194	0.43
– Other Nomination	66,361	0.04
Abstain	46,667	

1. To be voted in favour of the resolution.
2. Of proxies cast.

Ordinary business

Resolution 3 – Re-election of Mr Douglas Farrell as a Non-Executive Director

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

"That Mr Douglas Farrell, being eligible, be re-elected as a Non-Executive Director of the Company."

Ordinary business

Resolution 3 – Re-election of Mr Douglas Farrell as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,358,127	99.53
Against	0	0.00
Open – Nominated Chair[1]	768,194	0.43
– Other Nomination	66,361	0.04
Abstain	0	

1. To be voted in favour of the resolution.
2. Of proxies cast.

Ordinary business

Resolution 4 – Re-election of Mr David Gray as a Non-Executive Director

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

"That Mr David Gray, being eligible, be re-elected as a Non-Executive Director of the Company."

Ordinary business

Resolution 4 – Re-election of Mr David Gray as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,342,827	99.52
Against	15,300	0.01
Open – Nominated Chair[1]	768,194	0.43
– Other Nomination	66,361	0.04
Abstain	0	

1. To be voted in favour of the resolution.
2. Of proxies cast.

Ordinary business

Resolution 5 – Re-election of Mr Julian Russell as a Non-Executive Director

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

"That Mr Julian Russell, being eligible, be re-elected as a Non-Executive Director of the Company."

Ordinary business

Resolution 5 – Re-election of Mr Julian Russell as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,291,460	99.50
Against	0	0.00
Open – Nominated Chair[1]	834,861	0.46
– Other Nomination	66,361	0.04
Abstain	0	

1. To be voted in favour of the resolution.
2. Of proxies cast.

Ordinary business

Resolution 6 – Re-election of Ms Jane Stewart as a Non-Executive Director

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

"That Ms Jane Stewart, being eligible, be re-elected as a Non-Executive Director of the Company."

Ordinary business

Resolution 6 – Re-election of Ms Jane Stewart as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,266,310	99.48
Against	25,150	0.01
Open – Nominated Chair[1]	834,861	0.47
– Other Nomination	66,361	0.04
Abstain	0	

1. To be voted in favour of the resolution.
2. Of proxies cast.

Ordinary business

Resolution 7 – Ratification of Prior Issue of Placement Shares – September 2026

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

> *"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the issue by the Company of 71,250,000 Shares to sophisticated and professional investors on 2 September 2026 on the terms and conditions set out in the Explanatory Notes (Placement Shares) is ratified."*

Ordinary business

Resolution 7 – Ratification of Prior Issue of Placement Shares – September 2026
Proxy positions

	Number	Percentage[2]
For	177,705,860	99.25
Against	453,000	0.25
Open – Nominated Chair[1]	832,393	0.47
– Other Nomination	62,000	0.03
Abstain	22,500	

1. To be voted in favour of the resolution.
2. Of proxies cast.

Ordinary business

Resolution 8 – Appointment of Auditor

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

> *"That Ernst & Young, having been nominated by a member of the Company and having consented to act as auditor of the Company, be appointed as auditor of the Company."*

Ordinary business

Resolution 8 – Appointment of Auditor
Proxy positions

	Number	Percentage[2]
For	178,216,460	99.50
Against	0	0.00
Open – Nominated Chair[1]	834,861	0.47
– Other Nomination	66,361	0.04
Abstain	75,000	

1. To be voted in favour of the resolution.
2. Of proxies cast.



5 Shareholder questions

Important information

L1 Gold Fund Limited

This communication has been prepared for L1 Gold Fund Limited (ACN 695 286 938) by its investment manager, L1 Capital Pty Ltd (ABN 21 125 378 145 and AFS Licence 314302). L1 Capital Pty Ltd has prepared this publication in good faith in relation to the facts known to it at the time of preparation. This publication contains general financial product advice only. In preparing this information, we did not consider the investment objectives, financial situation or particular needs of any individual investor, and you should not rely on the opinions, advice, recommendations and other information contained in this publication alone. This publication has been prepared to provide you with general information only. It is not intended to take the place of professional advice and you should not take action on specific issues in reliance on this information. We do not express any view about the accuracy or completeness of information that is not prepared by us and no liability is accepted for any errors it may contain. Past performance is not a reliable indicator of future performance.

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