QMINES Sustainable Australian Copper

12 NOVEMBER 2026



ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

Notice

QMines Limited (ACN 643 212 104) (**Company**) gives notice to Shareholders that, in relation to the Notice of Annual General Meeting dated 22 October 2026 (**Notice**) in respect of the Company's annual general meeting of members to be held at 11.00 am (AEDT) on Monday, 23 November 2026 (**Meeting**), the Directors have resolved to include new Resolutions 11, 12 and 13 within the Notice (**Additional Resolutions**), to amend Section 9.3 and include new Sections 10 and 11 within the Explanatory Statement, a new Schedule 1 and additional defined terms within the Glossary, as set out in this Addendum.

Capitalised terms in this addendum (**Addendum**) have the same meaning as given in the Notice except as otherwise defined.

This Addendum is supplemental to the Notice and should be read in conjunction with the Notice. Apart from the amendments set out below, all Resolutions and the Explanatory Statement in the original Notice remain unchanged.

PROXY FORM

Annexed to this Addendum to the Notice is a replacement Proxy Form (**Replacement Proxy Form**). To ensure clarity of voting instructions by Shareholders on the Resolutions to be considered at the Meeting, Shareholders are advised that:

(a) If you have already completed and returned the Proxy Form annexed to the Notice (**Original Proxy Form**) and you wish to cast votes for the Additional Resolutions, **you must complete and return the Replacement Proxy Form**.

(b) If you have already completed and returned the Original Proxy Form and **you do not wish to change your original vote for Resolutions 1 to 10 or vote on the Additional Resolutions, you do not need to take any action** as the earlier submitted Original Proxy Form will be accepted by the Company for Resolutions 1 to 10. For the sake of clarity, the Company notes that if you do not lodge a Replacement Proxy Form, you will not have cast a vote on the Additional Resolutions.

(c) If you have not yet completed and returned a Proxy Form and you wish to vote on the Resolutions in the Notice as supplemented by the Addendum, please complete and return the Replacement Proxy Form.

Enquiries

Should you wish to discuss the matters in this Addendum, please do not hesitate to contact the Company Secretary at elissa.hansen@cosecservices.com.au.

SUPPLEMENTARY BUSINESS OF THE MEETING

The agenda of the Notice is amended by including the following Resolutions:

12. Resolution 11 – Ratification of Placement Shares – ASX Listing Rule 7.1

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

> *"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 34,888,085 Shares on the terms and conditions set out in the Explanatory Statement."*

Voting Exclusion Statement: The Company will disregard any votes cast in favour of Resolution 11 by or on behalf of a person who participated in the issue, or any associates of those persons.

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

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

13. Resolution 12 – Ratification of Placement Shares – ASX Listing Rule 7.1A

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

> *"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 70,000,000 Shares on the terms and conditions set out in the Explanatory Statement."*

Voting Exclusion Statement: The Company will disregard any votes cast in favour of Resolution 12 by or on behalf of a person who participated in the issue, or any associates of those persons.

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

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

14. Resolution 13 – Ratification of Options – Petra Capital Pty Ltd

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

> *"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 10,556,116 Options to Circumference Capital CT Pty Ltd <Circumference Capital A/C>, as nominee of Petra Capital Pty Ltd, on the terms and conditions set out in the Explanatory Statement."*

Voting Exclusion Statement: The Company will disregard any votes cast in favour of Resolution 13 by or on behalf of a person who participated in the issue, or any associates of those persons.

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

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

SUPPLEMENTARY EXPLANATORY STATEMENT

The Explanatory Statement is amended by replacing the third last paragraph in Section 9.3 as follows:

QMines sought and obtained Additional Placement Capacity at its 2025 Annual General Meeting. In the 12 months preceding the date of the Meeting, the Company has issued a total of 134,438,961 Shares under ASX Listing Rule 7.1A, which represent approximately 23.03% of the total diluted number of equity securities on issue in the Company on 23 November 2025, which was 583,634,339. Of the total number of Shares issued under ASX Listing Rule 7.1A within that period, 64,438,961 Shares were subsequently ratified by Shareholders under ASX Listing Rule 7.4 on 20 July 2026.

Further details of the issues of equity securities by the Company pursuant to ASX Listing Rule 7.1A.2 during the 12 month period preceding the date of the Meeting are set out below.

The following information is provided in accordance with ASX Listing Rule 7.3A.6(b) in respect of those issues.

Date of Issue and Appendix 2A	**Date of Issue**: 22 May 2026 **Date of Appendix 2A**: 25 May 2026
Number and Class of Equity Securities Issued	64,438,961 Shares[2]
Issue Price and discount to Market Price[1] (if any)	$0.0523 per Share (at a discount of 4.91% to the Market Price)
Recipients	QBF No.1 Pty Ltd as trustee for the Queensland Critical Minerals Fund, managed by the Queensland Investment Corporation (**QIC**), as part of its strategic investment in the Company announced on 20 April 2026. The issue was ratified by Shareholders under ASX Listing Rule 7.4 at the general meeting held on 20 July 2026.
Total Cash Consideration and Use of Funds	**Amount raised**: $3,370,158 **Amount spent**: $nil **Amount remaining**: $3,370,158 **Proposed use of remaining funds:**[3] The development of the Mt Chalmers copper-gold project, including completion of the definitive feasibility study and associated technical studies, approvals and permitting and working capital.

Date of Issue and Appendix 2A	**Date of Issue**: 9 November 2026 **Date of Appendix 2A**: 9 November 2026
Number and Class of Equity Securities Issued	70,000,000 Shares[2]

Issue Price and discount to Market Price[1] (if any)	$0.052 per Share
Recipients	Professional and sophisticated investors as part of the Placement announced on 3 November 2026. The Placement participants were identified through a bookbuild process, which involved Petra seeking expressions of interest to participate in the Placement from non-related parties of the Company. Refer to Section 10.5 for information on the participants of the Placement.
Total Cash Consideration and Use of Funds	**Amount raised**: $3,640,000 **Amount spent**: $nil **Amount remaining**: $3,640,000 **Proposed use of remaining funds:**[3] Completion of the Mt Chalmers definitive feasibility study and associated technical studies, approvals and permitting, ongoing drilling and exploration at Mt Chalmers and regional targets, including Botos and Woods Shaft, strategic freehold property acquisitions supporting the proposed Mt Chalmers development footprint, and working capital and the costs of the Placement.

Notes:

1. Market Price means the closing price of Shares on ASX (excluding special crossings, overnight sales and exchange traded option exercises). For the purposes of this table the discount is calculated on the Market Price on the last trading day on which a sale was recorded prior to the date of issue of the relevant equity securities.
2. Fully paid ordinary shares in the capital of the Company, ASX Code: QML (terms are set out in the Constitution).
3. This is a statement of current intentions as at the date of this Addendum. As with any budget, intervening events and new circumstances have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way the funds are applied on this basis.

10. Resolutions 11 & 12 – Ratification of Prior Issue of Placement Shares

10.1. General

On 3 November 2026, the Company announced that it had received firm commitments from professional and sophisticated investors to raise approximately $5,489,180 (before costs) through the issue of 104,888,085 Shares at an issue price of $0.052 per Share (**Placement**).

These Resolutions seek Shareholder ratification for the purposes of ASX Listing Rule 7.4 for the issue of an aggregate of 104,888,085 Shares at an issue price of $0.052 per Share to raise $5,454,180.42 (**Placement Shares**).

On 9 November 2026, 34,888,085 Placement Shares were issued pursuant to the Company's placement capacity under ASX Listing Rule 7.1 (being the subject of Resolution 11) and 70,000,000 Placement Shares were issued pursuant to the Company's placement capacity under ASX Listing Rule 7.1A (being the subject of Resolution 12).

Petra Capital Pty Ltd (**Petra**) acted as sole lead manager and bookrunner to the Placement. Pursuant to a mandate between the Company and Petra dated 22 October 2026 (**Lead Manager Mandate**), in consideration for lead manager services provided by Petra, the Company agreed to:

a. pay Petra an offer management fee of 2.0% and a placement fee of 4.0% of the gross proceeds of the Placement in cash (being approximately $329,351 in aggregate (plus GST), based on gross proceeds of $5,489,180); and

b. issue to Petra (or its nominee(s)) one Option for every ten Placement Shares issued under the Placement, each exercisable at $0.078 (being a 50% premium to the Placement issue price) and expiring three years from the date of issue, which were issued on 9 November 2026 (ratification of which is sought under Resolution 13).

10.2. ASX Listing Rules 7.1 and 7.1A

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that 12 month period.

Under ASX Listing Rule 7.1A however, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%. The Company obtained this approval at its 2025 annual general meeting.

The issue of the Placement Shares does not fit within any of the exceptions set out in ASX Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 25% limit in ASX Listing Rules 7.1 and 7.1A, reducing the Company's capacity to issue further equity securities without Shareholder approval under ASX Listing Rules 7.1 and 7.1A for the 12 month period following the date of the issue.

10.3. ASX Listing Rule 7.4

ASX 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 ASX 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 ASX Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Placement Shares.

10.4. Technical information required by ASX Listing Rule 14.1A

If these Resolutions are passed, the issue of the Placement Shares will be excluded in calculating the Company's combined 25% limit in ASX 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 of the issue.

If these Resolutions are not passed, the issue of the Placement Shares will be included in calculating the Company's combined 25% limit in ASX 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 of the issue.

The Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A after the Meeting remains conditional on Resolution 10 being passed at the Meeting.

10.5. Technical information required by ASX 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	Professional and sophisticated investors who were identified through a bookbuild process, which involved Petra seeking expressions of interest to participate in the Placement from non-related parties of the Company.

REQUIRED INFORMATION	DETAILS
	QIC, a substantial Shareholder, was issued 12,961,540 Placement Shares (being more than 1% of the issued capital of the Company) to raise $674,000.08. Other than as set out above, the Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	104,888,085 Shares were issued on the following basis: (a) 34,888,085 Shares were issued under ASX Listing Rule 7.1 (ratification of which is sought under Resolution 11); and (b) 70,000,000 Shares were issued under ASX Listing Rule 7.1A (ratification of which is sought under Resolution 12).
Terms of Securities	The Placement 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.
Date(s) on or by which the Securities were issued	9 November 2026.
Price or other consideration the Company received for the Securities	$0.052 per Share for Shares issued pursuant to ASX Listing Rules 7.1 and 7.1A.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue was to raise capital, which the Company intends to apply towards: (a) completion of the Mt Chalmers definitive feasibility study and associated technical studies, approvals and permitting; (b) ongoing drilling and exploration at Mt Chalmers and regional targets, including Botos and Woods Shaft; (c) strategic freehold property acquisitions supporting the proposed Mt Chalmers development footprint; and (d) working capital and the costs of the Placement.
Summary of material terms of agreement to issue	The Placement Shares were issued under placement confirmation letters on standard terms for a placement of this nature. Petra acted as lead manager to the Placement under the Lead Manager Mandate, a summary of the material terms of which is set out in Section 10.1.
Voting Exclusion Statement	A voting exclusion statement applies to these Resolutions.
Compliance	The issue did not breach ASX Listing Rules 7.1 or 7.1A.

11. Resolution 13 – Ratification of Options – Petra Capital Pty Ltd

11.1. General

As set out in Section 10.1, the Company engaged Petra to act as sole lead manager and bookrunner to the Placement under the Lead Manager Mandate. Pursuant to the Lead Manager Mandate, in addition to the cash fees noted in Section 10.1, the Company agreed to issue Petra (or its nominee(s)) one Option for every ten Placement Shares issued under the Placement, each exercisable at a 50% premium to the Placement issue price (being $0.078) and expiring three years from the date of issue (**Broker Options**).

This Resolution seeks Shareholder ratification for the purposes of ASX Listing Rule 7.4 for the issue of 10,556,116 Broker Options to Circumference Capital CT Pty Ltd <Circumference Capital A/C>, as

nominee of Petra, in consideration for lead manager services provided by Petra in connection with the Placement.

11.2. ASX Listing Rule 7.1

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that 12 month period.

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

11.3. ASX Listing Rule 7.4

ASX 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 ASX 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 ASX Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Broker Options.

11.4. Technical information required by ASX Listing Rule 14.1A

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

11.5. Technical information required by ASX 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	Circumference Capital CT Pty Ltd <Circumference Capital A/C>, as nominee of Petra Capital Pty Ltd.
Number and class of Securities issued	10,556,116 Broker Options were issued, being one Broker Option for every ten Placement Shares issued under the Placement.
Terms of Securities	The Broker Options were issued on the terms and conditions set out in Schedule 1.

REQUIRED INFORMATION	DETAILS
Date(s) on or by which the Securities were issued	9 November 2026.
Price or other consideration the Company received for the Securities	The Broker Options were issued at a nil issue price, in consideration for lead manager services provided by Petra in connection with the Placement. If all of the Broker Options are exercised, the Company will receive approximately $823,377.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue was to satisfy the Company's obligations under the Lead Manager Mandate. No funds were raised from the issue of the Broker Options. Any funds received on exercise of the Broker Options are intended to be applied towards the Company's working capital requirements at the time of exercise.
Summary of material terms of agreement to issue	The Securities were issued under the Lead Manager Mandate, a summary of the material terms of which is set out in Section 10.1.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach ASX Listing Rule 7.1.

SUPPLEMENTARY GLOSSARY

Addendum means this addendum to the Notice of Annual General Meeting.

Additional Resolutions has the meaning given in the Addendum.

Broker Options has the meaning given in Section 11.1.

Explanatory Statement means the explanatory statement accompanying the Notice of Annual General Meeting, as supplemented by the Addendum.

Lead Manager Mandate has the meaning given in Section 10.1.

Material Person means a related party of the Company, a member of the Company's Key Management Personnel, a substantial holder of the Company, an adviser to the Company, or an associate of any of those persons.

Notice of Annual General Meeting means the notice of meeting dated 22 October 2026, including the Explanatory Statement and the Proxy Form, as supplemented by the Addendum.

Option means an option to acquire a Share.

Original Proxy Form means the proxy form accompanying the Notice of Annual General Meeting dated 22 October 2026.

Petra means Petra Capital Pty Ltd (ACN 110 952 782).

Placement has the meaning given in Section 10.1.

Placement Shares has the meaning given in Section 10.1.

Proxy Form means the Original Proxy Form or the Replacement Proxy Form, as the context requires.

Replacement Proxy Form has the meaning given in the Addendum.

Resolution means a resolution set out in the Notice of Annual General Meeting (including the Additional Resolutions).

SCHEDULE 1

TERMS AND CONDITIONS OF BROKER OPTIONS

Entitlement: Each Broker Option entitles the holder to subscribe for one Share upon exercise of the Broker Option.

Exercise Price: Subject to a reconstruction of capital, the amount payable upon exercise of each Broker Option will be $0.078 (**Exercise Price**).

Expiry Date: Each Broker Option will expire at 5.00 pm (AEDT) on the date that is three years after the date of issue of the Broker Option (**Expiry Date**). A Broker Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

Exercise Period: The Broker Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

Notice of Exercise: The Broker Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Broker Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Broker Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

Exercise Date: A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Broker Option being exercised in cleared funds (**Exercise Date**).

Timing of issue of Shares on exercise: Within five Business Days after the Exercise Date, the Company will:

i. issue the number of Shares required under these terms and conditions in respect of the number of Broker Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;

ii. if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and

iii. if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Broker Options.

Shares issued on exercise: Shares issued on exercise of the Broker Options rank equally with the then issued Shares of the Company**.**

Reconstruction of capital: If at any time the issued capital of the Company is reconstructed, all rights of a holder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.

Participation in new issues and change in exercise price: There are no participation rights or entitlements inherent in the Broker Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Broker Options without exercising the Broker Options. A Broker Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Broker Option can be exercised, other than in accordance with the ASX Listing Rules.

Quotation: The Company will not apply for quotation of the Broker Options on ASX.

Transferability: The Broker Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.



ASX:QML

QMINES Sustainable Australian Copper

qmines.com.au

QMINES Sustainable Australian Copper

All Correspondence to:

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

By Fax: +61 2 9290 9655

Online: www.boardroomlimited.com.au

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

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 11.00am (AEDT) Saturday, 21 November 2026.**

TO APPOINT A PROXY ONLINE

BY SMARTPHONE

STEP 1: VISIT https://www.votingonline.com.au/qml2026agm

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

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

Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

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

Appointment of a Second Proxy

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

To appoint a second proxy you must:

(a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.

(b) return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

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

Proxy which is a Body Corporate

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

STEP 3 SIGN THE FORM

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

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

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

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

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

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **11.00am (AEDT) Saturday, 21 November 2026.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

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

Online	https://www.votingonline.com.au/qml2026agm
By Fax	+ 61 2 9290 9655
By Mail	Boardroom Pty Limited GPO Box 3993, Sydney NSW 2001 Australia
In Person	Boardroom Pty Limited Level 8, 210 George Street Sydney NSW 2000 Australia

Attending the Meeting

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

QMines Limited
ACN 643 212 104

☐ **Your Address**
This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.
Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

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

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

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

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at the **Meeting Room, Building 34, Suakin Drive, Mosman NSW 2088 on Monday, 23 November 2026 at 11.00am (AEDT)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

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

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

STEP 2 VOTING DIRECTIONS

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

		FOR	AGAINST	ABSTAIN*
Res 1	Remuneration Report	☐	☐	☐
Res 2	Re-election of Ms. Elissa Hansen	☐	☐	☐
Res 3	Issue of Shares | BurnVoir	☐	☐	☐
Res 4	Issue of Shares | United Drilling Services	☐	☐	☐
Res 5	Issue of Shares | Intuitive Pty Ltd	☐	☐	☐
Res 6	Issue of Shares | Bullion Media Pty Ltd	☐	☐	☐
Res 7	Issue of Shares | Suzanne Gabriele	☐	☐	☐
Res 8	Issue of Shares | Luke Roberts	☐	☐	☐
Res 9	Issue of Shares | Charnce Williams	☐	☐	☐
Res 10	Approval for Additional Share Placement Capacity **(Special Resolution)**	☐	☐	☐
Res 11	Ratification of Placement Shares – ASX Listing Rule 7.1	☐	☐	☐
Res 12	Ratification of Placement Shares – ASX Listing Rule 7.1A	☐	☐	☐
Res 13	Ratification of Options | Petra Capital Pty Ltd	☐	☐	☐

STEP 3 SIGNATURE OF SECURITYHOLDERS

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

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

Contact Name…….. Contact Daytime Telephone……..... Date / / 2026