MAMMOTH MINERALS LIMITED
ACN 651 057 822
ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

Mammoth Minerals Limited (ACN 651 057 822) (**Company**) gives notice to Shareholders that, in relation to the Notice of Annual General Meeting dated 29 October 2026 (**Notice**) in respect of the Company's annual general meeting of members to be held on Monday, 30 November 2026 (**Meeting**), the Directors have resolved to include new Resolutions 6 to 11 within the Notice (**Additional Resolutions**) and additional Sections 6 to 9 within the Explanatory Statement, and to update Section 4.3 of the Explanatory Statement, as set out in this Addendum.

The Directors have also resolved to change the time and location of the Meeting. **The Meeting will now be held at 1:00 pm (WST) on Monday, 30 November 2026 at the offices of Steinepreis Paganin, Level 14, QV1, 250 St Georges Terrace, Perth WA 6000.**

Capitalised terms in this 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.

Replacement 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 with 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 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 5 unless you submit a Replacement Proxy Form. 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 Notice please do not hesitate to contact the Company Secretary on +61 8 9322 2338.

SUPPLEMENTARY BUSINESS OF THE MEETING

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

1. RESOLUTION 6 – RATIFICATION OF AGREEMENT TO ISSUE TRANCHE 1 PLACEMENT SHARES UNDER 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 Listing Rule 7.4 and for all other purposes, Shareholders ratify the agreement to issue 61,000,000 Shares on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion statement applies to this Resolution. Please see below.

2. RESOLUTION 7 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO UNRELATED PLACEMENT PARTICIPANTS

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 7.1 and for all other purposes, approval is given for the Company to issue up to 61,000,000 Shares to the Unrelated Placement Participants (or their nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion statement applies to this Resolution. Please see below.

3. RESOLUTION 8 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO MR ROBERT JEWSON

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

> *"That, for the purposes of section 195(4) of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 11,538,461 Shares to Mr Robert Jewson (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion statement applies to this Resolution. Please see below.

4. RESOLUTION 9 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO MR GLENN POOLE

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

> *"That, for the purposes of section 195(4) of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 5,769,230 Shares to Mr Glenn Poole (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion statement applies to this Resolution. Please see below.

5. RESOLUTION 10 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO MR SIMON LAWSON

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

> *"That, for the purposes of section 195(4) of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 5,769,230 Shares to Mr Simon Lawson (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion statement applies to this Resolution. Please see below.

6. RESOLUTION 11 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO MR KEVIN PUIL

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

> *"That, for the purposes of section 195(4) of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 3,846,153 Shares to Mr Kevin Puil (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion statement applies to this Resolution. Please see below.

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 6 – Ratification of agreement to issue Tranche 1 Placement Shares under Listing Rule 7.1	American Tungsten & Antimony Ltd or any other person who participated in the issue or is a counterparty to the agreement being approved or an associate of that person or those persons.
Resolution 7 – Approval to issue Tranche 2 Placement Shares to Unrelated Placement Participants	The Unrelated Placement Participants (or their nominee(s)) or any other person who is 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 holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 8 – Approval to issue Tranche 2 Placement Shares to Mr Robert Jewson	Mr Robert Jewson (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 9 – Approval to issue Tranche 2 Placement Shares to Mr Glenn Poole	Mr Glenn Poole (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 10 – Approval to issue Tranche 2 Placement Shares to Mr Simon Lawson	Mr Simon Lawson (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 11 – Approval to issue Tranche 2 Placement Shares to Mr Kevin Puil	Mr Kevin Puil (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.

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.

SUPPLEMENTARY EXPLANATORY STATEMENT

The Explanatory Statement is supplemented by including the following Sections:

Update to Section 4.3

Assumption 4 in the row titled 'Risk of economic and voting dilution' in the table in Section 4.3 of the Explanatory Statement is deleted and replaced with the following:

> *"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, other than the Shares the subject of Resolutions 4, 5 and 6."*

Additional Sections

6. BACKGROUND TO RESOLUTIONS 6 TO 11 – 2026 PLACEMENT

6.1 2026 Placement

As announced on 16 November 2026, the Company has received firm commitments to undertake a two tranche placement of 148,923,074 Shares at an issue price of $0.026 per Share to raise approximately $3,872,000 (before costs) (**2026 Placement**), comprising:

(a) **Tranche 1**: 61,000,000 Shares (**Tranche 1 Placement Shares**) are expected to be issued on or about 23 November 2026 to American Tungsten & Antimony Ltd (ACN 168 269 752) (**AT4**) (40,000,000 Shares) and other professional and sophisticated investors who are not related parties of the Company (21,000,000 Shares) under the Company's placement capacity under Listing Rule 7.1 to raise approximately $1,586,000 (for which ratification is sought under Resolution 6); and

(b) **Tranche 2**: subject to obtaining Shareholder approval, the issue of up to 87,923,074 Shares (**Tranche 2 Placement Shares**) to raise approximately $2,286,000, comprising:

  (i) up to 61,000,000 Tranche 2 Placement Shares to professional and sophisticated investors who are not related parties of the Company (**Unrelated Placement Participants**) (for which approval is sought under Resolution 7); and

  (ii) up to 26,923,074 Tranche 2 Placement Shares to the Directors (or their nominee(s)) (**Director Participation**) (for which approval is sought under Resolutions 8 to 11).

Euroz Hartleys Limited (**Euroz**) will be paid a brokerage fee of 6% of the funds raised from investors introduced by Euroz under the 2026 Placement, being $18,000.

The Company has engaged Vert Capital Pty Ltd (**Vert Capital**) to act as lead manager to the 2026 Placement pursuant to a lead manager mandate (**Lead Manager Mandate**). Under the Lead Manager Mandate, the Company has agreed to pay Vert Capital a management fee of 2% (plus GST) of the funds raised under the 2026 Placement (excluding funds raised from the Directors and management) and a placement fee of 4% (plus GST) of the funds raised by Vert Capital under the 2026 Placement (including funds raised from AT4, but excluding funds raised from the Company's chairman's list and from the Directors and management). The Company confirms that the Lead Manager Mandate is otherwise on terms and conditions standard for an agreement of that nature.

6.2 Use of funds

The Company intends to apply the funds raised under the 2026 Placement towards due diligence and consideration of the Kilba Tungsten Project, exploration activities in the USA, property fees in the USA and general working capital.

7. RESOLUTION 6 – RATIFICATION OF AGREEMENT TO ISSUE TRANCHE 1 PLACEMENT SHARES

7.1 General

A summary of the 2026 Placement is set out in Section 6.1 above.

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the Company's agreement to issue 61,000,000 Tranche 1 Placement Shares to AT4 and other professional and sophisticated investors who are not related parties of the Company at an issue price of $0.026 per Share to raise approximately $1,586,000.

The Tranche 1 Placement Shares are expected to be issued on or about 23 November 2026 pursuant to the Company's capacity under Listing Rule 7.1.

7.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 4.1 of the Explanatory Statement.

The proposed 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.

7.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 5.3 of the Explanatory Statement.

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 proposed issue.

7.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the proposed 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, or if the Resolution is passed but the Shares are not issued within 3 months of the Meeting, the proposed issue will be included in calculating the Company's 15% limit in 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.

7.5 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	The Tranche 1 Placement Shares will be issued to AT4 (40,000,000 Shares) and other professional and sophisticated investors who are not related parties of the Company (21,000,000 Shares), who were identified by the Company, AT4 and Vert Capital. AT4 will be issued more than 1% of the issued capital of the Company and, as a result of the issue, will hold approximately 6.45% of the Shares on issue and will be a substantial holder of the Company. AT4 is not a related party of the Company, a member of the Company's Key Management Personnel or an adviser of the Company, or an associate of any of those persons. The Company confirms that no Material Persons (other than AT4) will be issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	61,000,000 Shares will be issued under Listing Rule 7.1.
Terms of Securities	The Shares will be 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	The Tranche 1 Placement Shares are expected to be issued on or about 23 November 2026. In any event, the Company will not issue any Shares later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company received for the Securities	$0.026 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 6.2 for details of the proposed use of funds under the 2026 Placement.
Summary of material terms of agreement to issue	The Tranche 1 Placement Shares will be issued pursuant to a placement confirmation letter between the Company and AT4 on terms customary for an agreement of its nature, and customary placement agreements between the Company and the other participants in Tranche 1.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The proposed issue will not breach Listing Rule 7.1.

8. RESOLUTION 7 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO UNRELATED PLACEMENT PARTICIPANTS

8.1 General

A summary of the 2026 Placement is set out in Section 6.1 above.

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to 61,000,000 Tranche 2 Placement Shares to the Unrelated Placement Participants (or their nominee(s)) at an issue price of $0.026 per Share to raise up to approximately $1,586,000.

A summary of Listing Rule 7.1 is set out in Section 4.1 of the Explanatory Statement.

The proposed issue falls within exception 17 of Listing Rule 7.2 which excludes from the restrictions in Listing Rules 7.1 and 7.1A an agreement to issue equity securities that is conditional on the holders of its ordinary securities approving the issue under Listing Rule 7.1 before the issue is made. The proposed issue therefore requires the approval of Shareholders under Listing Rule 7.1.

8.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue. Accordingly, the Company will be unable to raise approximately $1,586,000 under Tranche 2 of the 2026 Placement.

8.3 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons	The Tranche 2 Placement Shares will be issued to the Unrelated Placement Participants, who are professional

REQUIRED INFORMATION	DETAILS
were or will be identified/selected	and sophisticated investors identified by the Company, Vert Capital and AT4 (including through Euroz). Up to 20,666,666 Tranche 2 Placement Shares will be issued to AT4. AT4 is a substantial holder of the Company and will be issued more than 1% of the issued capital of the Company. Assuming all Tranche 2 Placement Shares are issued, AT4 will hold approximately 8.57% of the Shares on issue. AT4 is not a related party of the Company, a member of the Company's Key Management Personnel or an adviser of the Company, or an associate of any of those persons. The Company confirms that no Material Persons (other than AT4) will be issued more than 1% of the issued capital of the Company.
Number of Securities and class to be issued	Up to 61,000,000 Shares will be issued.
Terms of Securities	The Shares will be 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 will be issued	The Company expects to issue the Shares within 5 Business Days of the Meeting. In any event, the Company will not issue any Shares later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	$0.026 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 6.2 for details of the proposed use of funds under the 2026 Placement.
Summary of material terms of agreement to issue	The Shares will be issued pursuant to customary placement agreements between the Company and the Unrelated Placement Participants.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

9. RESOLUTIONS 8 TO 11 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO DIRECTORS

9.1 General

A summary of the 2026 Placement and the proposed Director Participation is set out in Section 6.1 above.

Pursuant to Resolutions 8 to 11, the Company seeks Shareholder approval for the purposes of Listing Rule 10.11 and section 195(4) of the Corporations Act for the issue of an aggregate of up to 26,923,074 Tranche 2 Placement Shares to the Directors as set out in the table below.

RECIPIENT	RESOLUTION	SHARES	FUNDS RAISED
Mr Robert Jewson (or his nominee(s))	8	11,538,461	$300,000
Mr Glenn Poole (or his nominee(s))	9	5,769,230	$150,000

RECIPIENT	RESOLUTION	SHARES	FUNDS RAISED
Mr Simon Lawson (or his nominee(s))	10	5,769,230	$150,000
Mr Kevin Puil (or his nominee(s))	11	3,846,153	$100,000
Total		**26,923,074**	**$700,000**

It is intended that the Shares to be issued to Mr Jewson and Mr Lawson will be issued to their nominees, Geonomics Australia Pty Ltd and Ronin Metals Pty Ltd, respectively.

9.2 Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act requires that for a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

(a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and

(b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue constitutes giving a financial benefit and each of the proposed recipients is a related party of the Company by virtue of being a Director.

In respect of Resolution 8, the Directors (other than Mr Jewson who has a material personal interest in Resolution 8) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue because the Shares under the 2026 Placement will be issued to Mr Jewson on the same terms as the Shares issued to non-related party participants in the 2026 Placement and as such, the giving of the financial benefit is on arm's length terms.

In respect of Resolution 9, the Directors (other than Mr Poole who has a material personal interest in Resolution 9) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue because the Shares under the 2026 Placement will be issued to Mr Poole on the same terms as the Shares issued to non-related party participants in the 2026 Placement and as such, the giving of the financial benefit is on arm's length terms.

In respect of Resolution 10, the Directors (other than Mr Lawson who has a material personal interest in Resolution 10) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue because the Shares under the 2026 Placement will be issued to Mr Lawson on the same terms as the Shares issued to non-related party participants in the 2026 Placement and as such, the giving of the financial benefit is on arm's length terms.

In respect of Resolution 11, the Directors (other than Mr Puil who has a material personal interest in Resolution 11) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue because the Shares under the 2026 Placement will be issued to Mr Puil on the same terms as the Shares issued to non-related party participants in the 2026 Placement and as such, the giving of the financial benefit is on arm's length terms.

9.3 Section 195(4) of the Corporations Act

Section 195 of the Corporations Act provides that a director of a public company may not vote or be present during meetings of directors when matters in which that director holds a "material personal interest" are being considered, except in certain limited circumstances. Section 195(4) relevantly provides that if there are not enough directors to form a quorum for a directors meeting because of this restriction, one or more of the directors may call a general meeting and the general meeting may pass a resolution to deal with the matter.

It might be argued (but it is neither conceded nor, indeed, is it thought by the Board to be the case) that all of the Directors comprising the Board have a material personal interest in the outcome of Resolutions 8 to 11. If this were the case, a quorum of Directors without a material personal interest could not be formed at the Board level to consider the matters contemplated by these Resolutions.

Accordingly, for the avoidance of any doubt, and for the purpose of transparency and best practice corporate governance, the Company also seeks Shareholder approval for Resolutions 8 to 11 for the purposes of section 195(4) of the Corporations Act in respect of the reliance on the arm's length terms exception and the decision not to seek Shareholder approval under Chapter 2E of the Corporations Act.

9.4 Listing Rule 10.11

Listing Rule 10.11 provides that unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue equity securities to:

10.11.1 a related party;

10.11.2 a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (30%+) holder in the company;

10.11.3 a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the company and who has nominated a director to the board of the company pursuant to a relevant agreement which gives them a right or expectation to do so;

10.11.4 an associate of a person referred to in Listing Rules 10.11.1 to 10.11.3; or

10.11.5 a person whose relationship with the company or a person referred to in Listing Rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders,

unless it obtains the approval of its shareholders.

The issue falls within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires the approval of Shareholders under Listing Rule 10.11.

9.5 Technical information required by Listing Rule 14.1A

If these Resolutions are passed, the Company will be able to proceed with the issue within one month after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules). As approval pursuant to Listing Rule 7.1 is not required for the issue (because approval is being obtained under Listing Rule 10.11), the issue will not use up any of the Company's 15% annual placement capacity.

If these Resolutions are not passed, the Company will not be able to proceed with the issue and the Company will not raise the additional $700,000 under Tranche 2 of the 2026 Placement.

9.6 Technical information required by Listing Rule 10.13

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	The proposed recipients of the Shares are set out in Section 9.1 above.
Categorisation under Listing Rule 10.11	Each of the proposed recipients falls within the category set out in Listing Rule 10.11.1 as they are a related party of the Company by virtue of being a Director. Any nominee(s) of the proposed recipients who receive Shares may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	The maximum number of Shares to be issued (being the nature of the financial benefit proposed to be given) and the allocation between the recipients is set out in the table included at Section 9.1 above.

REQUIRED INFORMATION	DETAILS
Terms of Securities	The Shares will be 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 will be issued	The Company expects to issue the Shares within 5 Business Days of the Meeting. In any event, the Company will not issue any Shares later than one month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	$0.026 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 6.2 for details of the proposed use of funds under the 2026 Placement.
Consideration of type and quantum of Security to be issued	The recipients are seeking to participate in the 2026 Placement on the same terms as the Unrelated Placement Participants. It is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Shares to the Directors on the terms proposed.
Summary of material terms of agreement to issue	The Shares are being issued pursuant to customary placement agreements between the Company and the Directors that are on the same terms as the customary placement agreements between the Company and the Unrelated Placement Participants.
Other information	The Board is not aware of any other information that is reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass these Resolutions.
Voting exclusion statements	Voting exclusion statements apply to these Resolutions.

Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Mammoth Minerals Limited | ABN 67 651 057 822

SAMPLE

Your proxy voting instruction must be received by **1:00pm (AWST) on Saturday, 28 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:
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BY EMAIL:
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STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Mammoth Minerals Limited, to be held at **1:00pm (AWST) on Monday, 30 November 2026 at Steinepreis Paganin, Level 14, QV1, 250 St Georges Terrace, Perth WA 6000** hereby:

Appoint the Chair of the Meeting (Chair) to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the Chair sees fit) at this meeting and at any adjournment thereof.

Please note: If you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by marking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS
Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	ADOPTION OF REMUNERATION REPORT	☐	☐	☐
2	RE-ELECTION OF DIRECTOR – MR SIMON LAWSON	☐	☐	☐
3	APPROVAL OF 7.1A MANDATE	☐	☐	☐
4	RATIFICATION OF PRIOR ISSUE OF SHARES UNDER LISTING RULE 7.1	☐	☐	☐
5	RATIFICATION OF PRIOR ISSUE OF SHARES UNDER LISTING RULE 7.1A	☐	☐	☐
6	RATIFICATION OF AGREEMENT TO ISSUE TRANCHE 1 PLACEMENT SHARES UNDER LISTING RULE 7.1	☐	☐	☐
7	APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO UNRELATED PLACEMENT PARTICIPANTS	☐	☐	☐
8	APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO MR ROBERT JEWSON	☐	☐	☐
9	APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO MR GLENN POOLE	☐	☐	☐
10	APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO MR SIMON LAWSON	☐	☐	☐
11	APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES TO MR KEVIN PUIL	☐	☐	☐

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution and your votes will not be counted in computing the required majority on a poll.

STEP 3 – Signatures and contact details

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

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY) / /

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

SAMPLE

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