JAVELIN MINERALS LIMITED
ACN 151 900 855
NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME:	11:00am
DATE:	31 October 2025
PLACE:	3 Richardson 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 11:00am (WST) on 29 October 2025.

BUSINESS OF THE MEETING

AGENDA

1. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2025 together with the declaration of the Directors, the Director's report, the Remuneration Report and the auditor's report.

2. 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 2025."*

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

3. RESOLUTION 2 – CONSOLIDATION OF CAPITAL

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

> *"That, pursuant to section 254H of the Corporations Act and for all other purposes, Shareholders approve the consolidation of the issued capital of the Company on the basis that:*
>
> *(a) every 31 Shares be consolidated into 1 Share;*
>
> *(b) every 31 Options be consolidated into 1 Option; and*
>
> *(c) every 31 Performance Rights be consolidated into 1 Performance Right,*
>
> *with fractional entitlements rounded down to the nearest whole Security."*

4. RESOLUTION 3 – ELECTION OF A DIRECTOR - PETER GILFORD

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 15.3 of the Constitution, Listing Rule 14.4 and for all other purposes, Peter Gilford, a Director who was appointed casually on 13 December 2024, retires, and being eligible, is elected as a Director."*

5. RESOLUTION 4 – ELECTION OF A DIRECTOR - MICHAEL EDWARDS

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 15.3 of the Constitution, Listing Rule 14.4 and for all other purposes, Michael Edwards, a Director who was appointed casually on 18 June 2025, retires, and being eligible, is elected as a Director."*

6. RESOLUTION 5 – RATIFICATION OF PRIOR ISSUE OF SHARES TO TOPDRILL

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 49,266,822 Shares that were issued to Topdrill on the terms and conditions set out in the Explanatory Statement."*

7. RESOLUTION 6 – APPROVAL TO ISSUE SHARES TO TOPDRILL

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 that number of Shares, when multiplied by the relevant Deemed Issue Prices, will equal a total of $841,298.75 to Topdrill (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

8. RESOLUTION 7 – APPROVAL TO ISSUE SHARES TO KRISTIE HANNAH

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 7,500,000 Shares to Kristie Hannah (or her nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

9. RESOLUTION 8 – RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES ISSUED 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 issue of 930,443,710 Shares that were issued to Unrelated Placement Participants on the terms and conditions set out in the Explanatory Statement."*

10. RESOLUTION 9 – RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES ISSUED UNDER 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 Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 609,556,290 Shares that were issued to Unrelated Placement Participants on the terms and conditions set out in the Explanatory Statement."*

11. RESOLUTION 10 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES

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 178,000,000 Shares to Unrelated Placement Participants on the terms and conditions set out in the Explanatory Statement."*

12. RESOLUTION 11 – APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTY - BRETT MITCHELL

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 10.11 and for all other purposes, approval is given for the Company to issue up to 62,000,000 Shares to Brett Mitchell (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

13. RESOLUTION 12 – APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTY - ANDREW RICH

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 10.11 and for all other purposes, approval is given for the Company to issue up to 8,000,000 Shares to Andrew Rich (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

14. RESOLUTION 13 – APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTY - PETER GILFORD

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 10.11 and for all other purposes, approval is given for the Company to issue up to 8,000,000 Shares to Peter Gilford (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

15. RESOLUTION 14 – APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTY - MICHAEL EDWARDS

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 10.11 and for all other purposes, approval is given for the Company to issue up to 4,000,000 Shares to Michael Edwards (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

16. RESOLUTION 15 – APPROVAL TO ISSUE OPTIONS TO 708 CAPITAL

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 320,000,000 Options to 708 Capital (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

17. RESOLUTION 16 – 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: 25 September 2025

Voting Prohibition Statements

Resolution 1 – Adoption of Remuneration Report	A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons: (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or (b) a Closely Related Party of such a member. However, a person (the **voter**) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either: (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or (b) the voter is the Chair and the appointment of the Chair as proxy: (i) does not specify the way the proxy is to vote on this Resolution; and (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

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 5 – Ratification of prior issue of Shares to Topdrill	Topdrill or any other person who participated in the issue or an associate of that person or those persons.
Resolution 6 – Approval to issue Shares to Topdrill	Topdrill (or its 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 7 – Approval to issue Shares to Kristie Hannah	Kristie Hannah (or her 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 – Ratification of prior issue of Placement Shares issued under Listing Rule 7.1	Unrelated Placement Participants or any other person who participated in the issue or an associate of that person or those persons.
Resolution 9 – Ratification of prior issue of Placement Shares issued under Listing Rule 7.1A	Unrelated Placement Participants or any other person who participated in the issue or an associate of that person or those persons.
Resolution 10 – Approval to issue Tranche 2 Placement Shares	Unrelated Placement Participants 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 11 – Approval to issue Placement Shares to Related Party - Brett Mitchell	Brett Mitchell (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 12 – Approval to issue Placement Shares to Related Party - Andrew Rich	Andrew Rich (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 13 – Approval to issue Placement Shares to Related Party - Peter Gilford	Peter Gilford (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 14– Approval to issue Placement Shares to Related Party - Michael Edwards	Michael Edwards (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 15– Approval to issue Options to 708 Capital	708 Capital (or its 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 16– Approval of 7.1A Mandate	A 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).

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 Proxy Form 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 6316 2200.

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 2025 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.javelinminerals.com.au.

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 to 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 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 – CONSOLIDATION OF CAPITAL

3.1 Background

This Resolution seeks Shareholder approval for the purposes of section 254 of the Corporations Act and all other purposes to consolidate the Company's issued capital on a 31:1 basis (**Consolidation**).

3.2 Legal requirements

Section 254H of the Corporations Act provides that a company may, by resolution passed in a general meeting, convert all or any of its shares into a larger or smaller number.

Listing Rule 7.20 provides that if an entity proposes to reorganise its capital, it must tell shareholders of each of the following:

(a) the effect of the proposal on the number of securities and the amount unpaid (if any) of the securities;

(b) the proposed treatment of any fractional entitlements arising from the reorganisation; and

(c) the proposed treatment of any convertible securities on issue.

Listing Rule 7.21 provides that an entity which has convertible securities (except options) on issue may only reorganise its capital if, in respect of the convertible securities, the number of securities or the conversion price, or both, is reorganised so that the holder of the convertible securities will not receive a benefit that holders of ordinary securities do not receive.

Listing Rule 7.22 provides that where an entity with options on issue undertakes a consolidation of its issued capital, the number of options must be consolidated in the same ratio as the ordinary capital and the exercise price must be amended in inverse proportion to that ratio.

3.3 Effect on capital structure

The effect which the Consolidation will have on the Company's capital structure is set out in the table below.

	SHARES	OPTIONS[1]	PERFORMANCE RIGHTS
Current Securities on issue (Pre-Consolidation)	7,792,224,888	3,689,646,775	470,000,000
Current Securities on issue (Post-Consolidation)[2,3]	**251,362,093**	**119,020,863**	**15,161,290**
Securities to be issued under Resolution 6[4]	240,371,071	-	-
Securities to be issued under Resolution 7	7,500,000	-	-
Securities to be issued under Resolutions 10 to 14	260,000,000	-	-
Securities to be issued under Resolution 15		320,000,000	
Securities on issue post-AGM (Pre-Consolidation)	8,300,095,959	4,009,646,775	470,000,000
Total Securities on issue post-AGM (Post-Consolidation)[3,5]	**267,745,031**	**129,343,444**	**15,161,290**

Notes:

1. The terms of these Options are set out in the table below.
2. Based on the number of Securities on issue as at the date of this Notice and assumes no Shares or convertible securities are issued (including shares issued on the exercise or conversion of convertible securities).
3. Subject to rounding of fractional entitlements in accordance Section 3.4 below.
4. Calculated based on an assumed Deemed Issue Price of $0.0035.
5. Assumes all Shares, that are the subject of Shareholder approval under this Notice, are approved and issued.

The effect of the Consolidation on the terms of the convertible securities that are currently on issue and proposed to be issued (subject to rounding of fractional entitlements) are set out in the tables below:

Quoted Options

CLASS	EXPIRY DATE	PRE-CONSOLIDATION		POST-CONSOLIDATION	
		NUMBER	EXERCISE PRICE	NUMBER	EXERCISE PRICE
JAVOA	31 December 2028	2,797,846,768	$0.002	90,253,121	$0.062

Unquoted Options

CLASS	EXPIRY DATE	PRE-CONSOLIDATION		POST-CONSOLIDATION	
		NUMBER	EXERCISE PRICE	NUMBER	EXERCISE PRICE
JAVAA	31 December 2028	141,800,007	$0.01	4,574,193	$0.31
JAVAAA	6 December 2026	750,000,000	$0.004	24,193,548	$0.124
New Class[1]	31 December 2028	320,000,000	$0.003	10,322,580	$0.093

Notes:

1. The subject of Shareholder approval under Resolution 15.

Performance Rights

CLASS	PRE-CONSOLIDATION	POST-CONSOLIDATION
JAVAZ	470,000,000	15,161,290

3.4 Fractional entitlements

Not all security holders will hold that number of Securities which can be evenly divided by 31. Fractional entitlements will be rounded down to the nearest Security.

3.5 Indicative timetable

If this Resolution is passed, the Consolidation will take effect in accordance with the following timetable (as set out in Appendix 7A (paragraph 7) of the Listing Rules):

ACTION	DATE
Company announces Consolidation	17 September 2025
Company sends out the Notice and releases Appendix 3A.3	25 September 2025
Shareholders approve the Consolidation	31 October 2025
Company announces Effective Date of Consolidation	31 October 2025
Effective Date of Consolidation	31 October 2025
Last day for pre-Consolidation trading	3 November 2025

ACTION	DATE
Post-Consolidation trading commences on a deferred settlement basis	4 November 2025
Record Date and last day for the Company to register transfers on a pre-Consolidation basis	5 November 2025
First day for the Company to update its register and send holding statements to security holders reflecting the change in the number of Securities they hold	6 November 2025
Last day for the Company to update its register and to send holding statements to security holders reflecting the change in the number of Securities they hold and to notify ASX that this has occurred	12 November 2025

The above timetable is indicative only and the Board reserves the right to vary the timetable subject to compliance with the Listing Rules and all other applicable laws.

3.6 Holding statements

From the date two Business Days after the Effective Date (as set out in the timetable in Section 3.5 above), all holding statements for Securities will cease to have any effect, except as evidence of entitlement to a certain number of Securities on a post-Consolidation basis.

After the Consolidation becomes effective, the Company will arrange for new holding statements for Securities to be issued to holders of those Securities.

It is the responsibility of each security holder to check the number of Securities held prior to disposal or exercise (as the case may be).

3.7 Taxation

It is not considered that any taxation implications will exist for security holders arising from the Consolidation. However, security holders are advised to seek their own tax advice on the effect of the Consolidation and neither the Company, nor its advisers, accept any responsibility for the individual taxation implications arising from the Consolidation.

4. RESOLUTION 3 – ELECTION OF A DIRECTOR - PETER GILFORD

4.1 General

The Constitution allows the Directors to appoint at any time a person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Pursuant to the Constitution and Listing Rule 14.4, any Director so appointed holds office only until the next annual general meeting and is then eligible for election by Shareholders but shall not be taken into account in determining the Directors who are to retire by rotation (if any) at that meeting.

Mr Peter Gilford, having been appointed by other Directors on 13 December 2024 in accordance with the Constitution, will retire in accordance with the Constitution and Listing Rule 14.4 and being eligible, seeks election from Shareholders.

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

Qualifications, experience and other material directorships	Mr Gilford is a finance professional with over 20 years of experience in the areas of financial management, mergers and acquisitions, debt and equity funding, accounting, treasury, insurance, taxation, ASX compliance and investor relations. He has provided services to a large number of mining, exploration and construction companies.

	Mr Gilford is currently the CFO and Company Secretary of Delta Lithium. Previous experience includes the role of CFO at mining services provider MACA Limited (MACA), where he had responsibility for the oversight of all aspects of the finance function. Mr Gilford holds a Bachelor of Commerce and a Graduate Diploma in Applied Corporate Governance. Mr Gilford is a member of the institute of Chartered Accountants in Australia and New Zealand and an associate member of the Governance Institute of Australia.
Term of office	Mr Gilford has served as a Director since his casual appointment on 13 December 2024.
Independence	If re-elected, the Board considers that Mr Gilford will be an independent Director.
Other material information	The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board. These include checks as to a person's experience, educational qualifications, character, criminal record and bankruptcy history. The Company undertook such checks prior to the appointment of Mr Gilford.
Board recommendation	Having received an acknowledgement from Mr Gilford that they will have sufficient time to fulfil their responsibilities as a Director and having reviewed the performance of Mr Gilford since their appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Gilford) 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 Gilford will be elected to the Board as a Non-Executive Director.

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

5. RESOLUTION 4 – ELECTION OF A DIRECTOR - MICHAEL EDWARDS

5.1 General

The Constitution allows the Directors to appoint at any time a person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Pursuant to the Constitution and Listing Rule 14.4, any Director so appointed holds office only until the next annual general meeting and is then eligible for election by Shareholders but shall not be taken into account in determining the Directors who are to retire by rotation (if any) at that meeting.

Mr Michael Edwards, having been appointed by other Directors on 18 June 2025 in accordance with the Constitution, will retire in accordance with the Constitution and Listing Rule 14.4 and being eligible, seeks election from Shareholders.

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

Qualifications, experience and other material directorships	Mr Edwards is a geologist and an economist with over 25 years' experience in senior management roles. He has worked as an exploration and mine geologist, primarily in Australia, with a focus on Archaean gold and base metals and as a consultant and project generator, providing geological and corporate

	advisory services. Mr Edwards has been involved in numerous ASX listings, capital raisings (both seed and IPO) and intimately involved in the successful restructuring and growth of several junior resources companies. Over the past 12 years, Mr Edwards has held multiple Executive and Non-Executive Director roles with ASX-listed companies. Most recently, he served as Non-Executive Chairman of Firefly Resources Limited (ASX: FFR) which successfully merged with Gascoyne Resources Limited (ASX: GCY) (now known as Spartan Resources Limited (ASX: SPR)) and as Non-Executive Chairman of Greenstone Resources Limited (ASX: GSR) which successfully merged with Horizon Minerals Limited (ASX: HRZ). Mr Edwards is currently Non-Executive Chairman of Metal Hawk Limited (ASX: MHK), Non-Executive Chairman of Somerset Minerals Limited (ASX: SMM) and Non-Executive Director of De.mem Limited (ASX: DEM). Mr Edwards holds a Bachelor of Business (Economics and Finance) from Curtin University and a Bachelor of Science (Geology) from the University of Western Australia.
Term of office	Mr Edwards has served as a Director since his casual appointment on 18 June 2025.
Independence	If re-elected, the Board considers that Mr Edwards will be an independent Director.
Other material information	The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board. These include checks as to a person's experience, educational qualifications, character, criminal record and bankruptcy history. The Company undertook such checks prior to the appointment of Mr Edwards.
Board recommendation	Having received an acknowledgement from Mr Edwards that they will have sufficient time to fulfil their responsibilities as a Director and having reviewed the performance of Mr Edwards since their appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Edwards) recommend that Shareholders vote in favour of this Resolution.

5.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr Edwards will be elected to the Board as a Non-Executive Director.

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

6. RESOLUTION 5 – RATIFICATION OF PRIOR ISSUE OF SHARES TO TOPDRILL

6.1 Background

On or about 21 October 2024, the Company entered into an agreement with Topdrill Pty Ltd (ACN 118 519 609) (**Topdrill**) pursuant to which it was agreed that at the Company's election, the Company could issue Shares to Topdrill as part payment for drilling services (**Drilling Services**) provided by Topdrill to the Company (**Topdrill Agreement**).

A summary of the material terms of the Topdrill Agreement is set out below:

(a) Topdrill or its nominee can subscribe for Shares in the Company in amounts equivalent to 50% of the GST-exclusive invoice value apportioned to meter charges and the active rate (together, **Drilling Activity**) as set out in invoices issued by Topdrill to the Company, up to a maximum value of $1,000,000 (**Maximum Equity Amount**). The Company and Topdrill may agree in writing to increase the Maximum Equity Amount.

(b) The Shares will be issued to Topdrill at a deemed issue price equal to a 5-day VWAP of the Company's Shares immediately prior to the date of the relevant invoice (**Deemed Issue Price**).

(c) The Company must issue the relevant Shares within 10 business days of the date of the relevant Invoice.

(d) Shares issued will be subject to a voluntary escrow period of 6 months from the date of the relevant invoice.

(e) Drilling Activity charged by Topdrill will be at rates materially similar to the rates charged by other similar companies.

(f) Topdrill and the Company have agreed to extend the term of the Topdrill Agreement from 30 June 2025 to 30 June 2026 as per the letter of amendment dated 5 September 2025. Either party may terminate the agreement by giving 7 days' notice in writing to the other party, provided Topdrill has not yet mobilised to the work site when the notice is issued.

(g) If the Company does not have sufficient placement capacity to issue Shares in accordance with Chapter 7 of the Listing Rules, 100% of the invoices issued by Topdrill will be paid in cash.

(h) The Topdrill Agreement otherwise contains terms and conditions standard for an agreement of its type.

As at the date of this Notice the Company has issued an aggregate of 49,266,822 Shares to Topdrill pursuant to its existing placement capacity under Listing Rule 7.1 in part consideration for Drilling Services provided to the Company amounting to $158,701.250. The Shares were issued to Topdrill as follows:

(a) 15,483,446 Shares on 21 January 2025 at a Deemed Issue Price of $0.003670;

(b) 7,707,652 Shares on 10 February 2025 at a Deemed Issue Price of $0.003298;

(c) 7,730,663 Shares on 4 July 2025 at a Deemed Issue Price of $0.002698; and

(d) 18,345,061 Shares on 4 July 2025 at a Deemed Issue Price of $0.003006.

6.2 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 49,266,822 Shares to Topdrill on the dates set out in Section 6.1 above in consideration for Drilling Services provided by Topdrill to the Company.

6.3 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 securities it had on issue at the start of that 12 month 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.

6.4 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.

6.5 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.

6.6 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	Topdrill.
Number and class of Securities issued	An aggregate of 49,266,822 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.
Date(s) on or by which the Securities were issued.	The Shares were issued on the dates set out in Section 6.1.
Price or other consideration the Company received for the Securities	The Shares were issued at the Deemed Issue Price per Share, as consideration for Drilling Services provided by Topdrill under the Topdrill Agreement.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to enable the Company to satisfy its obligations under the Topdrill Agreement.
Summary of material terms of agreement to issue	The Shares were issued pursuant to the Topdrill Agreement, a summary of the material terms of which is set out in Section 6.1.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

7. RESOLUTION 6 – APPROVAL TO ISSUE SHARES TO TOPDRILL

7.1 General

As set out in Section 6.1 above, under the Topdrill Agreement, at the election of the Company, Topdrill has agreed that it will subscribe for Shares up to the Maximum Equity Amount in part consideration for Drilling Services provided from time to time.

As the Company has, to date, issued $158,701.250 worth of Shares pursuant to the Topdrill Agreement, the amount remaining under the Maximum Equity Amount is $841,298.75.

Accordingly, this Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to that number of Shares, when multiplied by the Deemed Issue Prices, will equal a total of $841,298.75, to Topdrill (or its nominees) pursuant to the Topdrill Agreement.

The deemed issue price for Shares to be issued under the Topdrill Agreement will be based on Deemed Issue Price as outlined in Section 6.1(b) above.

A worked example showing different scenarios for issues of Shares under the Topdrill Agreement is set out in Section 7.5 below.

7.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.3 above.

The proposed issue does not fall within any of the exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

7.3 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. Consequently, the Company will settle the amount owed to Topdrill in cash as set out in Section 6.1(g).

7.4 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 were or will be identified/selected	Topdrill (or its nominee(s)).
Number of Securities and class to be issued	That number of Shares, when multiplied by the relevant Deemed Issue Prices, will equal a total of $841,298.75. For illustrative purposes, Section 7.5 sets out the number of Shares that would be issued under different scenarios, calculated using a range of Deemed Issue Prices.
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 2 months 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	The Shares will be issued at the relevant Deemed Issue Price, as part consideration for Drilling Services provided under the Topdrill Agreement.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to enable the Company to satisfy its obligations under the Topdrill Agreement for invoices issued by Topdrill to the Company for future Drilling Services.

REQUIRED INFORMATION	DETAILS
Summary of material terms of agreement to issue	The Shares will be issued pursuant to the Topdrill Agreement, a summary of the material terms of which is set out in Section 6.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

7.5 Dilution

Set out below is a worked example of the number of the Shares that may be issued under this Resolution based on assumed Deemed Issue Prices of $0.0030, $0.0035 and $0.0040.

DEEMED ISSUE PRICE	MAXIMUM NUMBER OF SHARES WHICH MAY BE ISSUED[1]	CURRENT SHARES ON ISSUE [2]	INCREASE TO THE NUMBER OF SHARES ON ISSUE[1]	DILUTION EFFECT
$0.0030	280,432,916	7,792,224,888	8,072,657,804	3.47%
$0.0035	240,371,071	7,792,224,888	8,032,595,959	2.99%
$0.0040	210,324,687	7,792,224,888	8,002,549,575	2.63%

Notes:

2. Rounded down to the nearest whole number.
3. There are currently 7,792,224,888 Shares on issue as at the date of this Notice and this table assumes no Options are exercised, no convertible securities converted or additional Shares issued, other than the maximum number of Shares which may be issued pursuant to this Resolution (based on the assumed issue prices set out in the table).
4. The Company notes that the above workings are an example only and the actual Deemed Issue Prices may differ. This will result in the maximum number of Shares to be issued and the dilution percentage to also differ.

8. RESOLUTION 7 – APPROVAL TO ISSUE SHARES TO KRISTIE HANNAH

8.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 7,500,000 Shares Kristie Hannah (or her nominee(s)) as part consideration for media services provided by Kristie Hannah to the Company during the 12 month period beginning 1 July 2025 and ending 1 July 2026.

8.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.3 above.

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.

8.3 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. Consequently, the Company will need to settle the amount owed to Kristie Hannah in cash which will deplete the Company's existing cash reserves.

8.4 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be	The Shares will be issued to Kristie Hannah (or her nominee(s)).

REQUIRED INFORMATION	DETAILS
issued or the basis on which those persons were or will be identified/selected	
Number of Securities and class to be issued	7,500,000 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	The Shares will be issued at a deemed issue price equal to $0.002, as part consideration for media services provided by to the Company by Kristie Hannah during the 12 month period beginning 1 July 2025 and ending 1 July 2026.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy the Company's obligations under an invoice issued to the Company by Kristie Hannah on 5 August 2025.
Summary of material terms of agreement to issue	The Shares are not being issued pursuant to an agreement.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

9. BACKGROUND TO RESOLUTIONS 8 TO 14

9.1 Placement

On 17 September 2025, the Company announced that it had received firm commitments for a private placement to sophisticated and institutional investors to raise up to approximately $4.5 million through the issue of 1,800,000,000 fully paid ordinary shares (**Shares**) at $0.0025 per Share (**Placement**).

The Placement comprises:

(a) Tranche 1: 1,540,000,000 Shares that were issued to sophisticated and institutional investors unrelated to the Company (**Unrelated Placement Participants**), with 1,318,000,000 Shares issued on 25 September 2025 and 222,000,000 Shares to be issued on or around 15 October 2025, comprising:

  (i) 930,443,710 Shares issued pursuant to the Company's placement capacity under Listing Rule 7.1, which the Company is seeking to ratify under Resolution 8; and

  (ii) 609,556,290 Shares issued pursuant to the Company's placement capacity under Listing Rule 7.1A, which the Company is seeking to ratify under Resolution 9; and

(b) Tranche 2: 178,000,000 to be issued to the Unrelated Placement Participants, subject to obtaining Shareholder approval under Resolution 10; and

(c) 82,000,000 Shares to be issued to Brett Mitchell, Andrew Rich, Peter Gilford and Michael Edwards (**Related Party Participants**) (or their nominee(s)), subject to obtaining Shareholder approval under Resolutions 11 to 14.

In addition to the Placement, the Company will issue 320,000,000 Options to 708 Capital Pty Limited (**708 Capital**) (subject to obtaining Shareholder approval under Resolution 15) pursuant to the Lead Manager Mandate (as defined below).

9.2 Lead Manager

On or about 17 September 2025, the Company entered into a mandate with 708 Capital pursuant to which 708 Capital was engaged by the Company to act as lead manager to the Placement (**Lead Manager Mandate**).

In accordance with the terms of the Lead Manager Mandate, in respect of the Placement, the Company has agreed to pay 708 Capital the following fees (exclusive of GST):

(a) a management fee of 2% of the total funds raised under the Placement; and

(b) a placement fee of 4% of the total funds raised under the Placement.

In addition to the above, the Company has agreed to issue 320,000,000 unlisted options (**Options**) exercisable at $0.003 on or before 31 December 2028, subject to receipt of Shareholder approval.

Under the Lead Manager Mandate, 708 Capital has a right of first refusal on any future capital raisings undertaken by the Company in the 12-months following the date of the Lead Manager Mandate.

Other than as noted above, the Lead Manager Mandate contains terms which are standard for an agreement of this type.

9.3 Use of funds

The funds raised from the Placement are intended to be used towards for priority drilling at the Eureka and Coogee Gold Projects, to extend resources at Eureka, review new gold assets and exploration opportunities in the WA Goldfields, and for general working capital.

10. RESOLUTIONS 8 AND 9 – RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES

10.1 General

These Resolutions seek Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 1,540,000,000 Shares to the Placement Participants.

10.2 Listing Rules 7.1 and 7.1A

A summary of Listing Rule 7.1 is set out in Section 6.3 above.

Under 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 annual general meeting held on 29 November 2024.

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 25% limit in Listing Rules 7.1 and 7.1A, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 and 7.1A for the 12 month period following the date of the issue.

10.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 6.4.

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.

10.4 Technical information required by Listing Rule 14.1A

If these Resolutions are passed, the issue will be excluded in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If these Resolutions are not passed, the issue will be included in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively decreasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

10.5 Technical information required by Listing Rules 7.4 and 7.5 in respect of these Resolutions

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	The Shares were issued to professional and sophisticated investors who were identified through a bookbuild process, which involved 708 Capital seeking expressions of interest to participate in the capital raising from non-related parties of the Company. MEGA Resources Pty Ltd, subscribed for $1,000,000 (400,000,000 Shares) under the Placement, representing 6.4% of the issued capital of the Company at the time of issue. The Company confirms that no other Material Persons were issued more than 1% of the issued capital of the Company no other material persons participated in the Placement.
Number and class of Securities issued	930,443,710 Shares were issued pursuant to Listing Rule 7.1 and 609,556,290 Shares were issued pursuant to Listing Rule 7.1A.
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.
Date(s) on or by which the Securities were issued	1,318,000,000 Shares issued on 25 September 2025 and 222,000,000 Shares to be issued on or around 15 October 2025.
Price or other consideration the Company received for the Securities	$0.0025 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 9.1(b) for details of the proposed use of funds.
Summary of material terms of agreement to issue	The Shares were not issued pursuant to an agreement.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

11. RESOLUTION 10 – APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES

11.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 178,000,000 Shares to the Unrelated Placement Participants.

11.2 Listing Rules 7.1

A summary of Listing Rule 7.1 is set out in Section 6.3 above.

The proposed issue does not fall within any of the exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

11.3 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 and as such will not raise the further $445,000 under the Placement.

11.4 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	The Shares will be issued to the same professional and sophisticated investors identified in Section 10.5 above. The Company confirms that no Material Persons will be issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	178,000,000 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 were 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 received for the Securities	$0.0025 per Share
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 9.3 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The Shares will not be issued pursuant to an agreement.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.

12. RESOLUTIONS 11 - 14 – APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTIES

12.1 General

To enable the Directors to participate in the Company's Placement on the same terms as the Unrelated Placement Participants, Resolutions 11 to 14 seek Shareholder approval for the purposes of Listing Rule 10.11 for the issue of up to an aggregate of 82,000,000 Shares to the Related Party Participants (or their nominee(s)) on the terms and conditions set out below.

Further details in respect of the intended participation of the Related Party Participants (or their nominee(s)) are set out in the table below.

RECIPIENT	RESOLUTION	PARTICIPATION	
		QUANTUM SHARES	FUNDS RAISED
Brett Mitchell	11	62,000,000	$155,000
Andrew Rich	12	8,000,000	$20,000
Peter Gilford	13	8,000,000	$20,000
Michael Edwards	14	4,000,000	$10,000
Total		**82,000,000**	**$205,000**

12.2 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 of Shares under the Placement to the Related Party Participants (or their nominee(s)) constitutes giving a financial benefit and each of the Related Party Participants is a related party of the Company by virtue of being a Director.

The Directors consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue because the Shares will be issued to the Related Party Participants (or their nominee(s)) on the same terms as Shares issued to the Unrelated Placement Participants and as such the giving of the financial benefit is on arm's length terms.

12.3 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.

12.4 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. Accordingly, the Company will not raise a further $205,000 under the Placement.

12.5 Technical Information required by Listing Rule 10.13 and section 219 of the Corporations Act in respect of Resolutions 11 to 14

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	The Shares will be issued to Brett Mitchell, Andrew Rich, Peter Gilford and Michael Edwards (or their nominee(s)).
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 each 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 is 82,000,000 Shares in the allocations set out in Section 12.1.
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.
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	$0.0025 per Share. Refer to the table set out in Section 12.1.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 9.3 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The Shares will not be issued pursuant to an agreement.
Voting exclusion statements	Voting exclusion statements apply to these Resolutions.

13. RESOLUTION 15 – APPROVAL TO ISSUE OPTIONS TO 708 CAPITAL

13.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 320,000,000 Options to 708 Capital (or its nominee(s)) in consideration for its lead manager services provided under the Placement.

13.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.3 above.

The proposed issue falls within exception 17 of Listing Rule 7.2. It therefore requires the approval of Shareholders under Listing Rule 7.1.

13.3 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 the Resolution is not passed, the Company will not be able to proceed with the issue. Accordingly, the Company would have to pay its fees owing to 708 Capital for its lead manager services in cash which would further deplete the Company's existing cash reserves.

13.4 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 were or will be identified/selected	708 Capital (or its nominee(s)).
Number of Securities and class to be issued	320,000,000 Options will be issued to 708 Capital (or its nominee(s)).
Terms of Securities	The Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Options within 5 Business Days of the Meeting. In any event, the Company will not issue any of the Options 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	The Options will be issued at a nil issue price as consideration for lead manager services provided by 708 Capital under the Placement.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy the Company's obligations under the Lead Manager Mandate.
Summary of material terms of agreement to issue	The Options are being issued under the Lead Manager Mandate, a summary of the material terms of which are set out in Section 9.2.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

14. RESOLUTION 16 – APPROVAL OF 7.1A MANDATE

14.1 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 6.3 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 of the date of this Notice, the Company's market capitalisation is $18,756,675. The Company is therefore an Eligible Entity.

14.2 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.

14.3 Technical information required by Listing Rule 7.3A

REQUIRED INFORMATION	DETAILS
Period for which the 7.1A Mandate is valid	The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following: (a) the date that is 12 months after the date of this Meeting; (b) the time and date of the Company's next annual general meeting; and (c) 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).
Minimum price	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: (a) 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 (b) 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.
Use of funds	The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate for the acquisition of new resources, assets and investments (including expenses associated with such an acquisition), continued exploration expenditure on the Company's current or future assets/or projects (funds would then be used for project, feasibility studies and ongoing project administration), the development of the Company's current business and general working capital.
Risk of economic and voting dilution	Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue. If 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. 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 or proposed to be issued as at 25 September 2025.

REQUIRED INFORMATION	DETAILS
	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.

			DILUTION		
Number of Shares on Issue (Variable A in Listing Rule 7.1A.2)		Shares issued – 10% voting dilution	Issue Price		
			$0.002	$0.003	$0.005
			50% decrease	Issue Price	50% increase
			Funds Raised		
Current	8,300,095,959	830,009,595	$1,660,019	$2,490,028	$4,150,047
50% increase	12,450,143,939	1,245,014,393	$2,490,028	$3,735,043	$6,225,071
100% increase	16,600,191,918	1,660,019,191	$3,320,038	$4,980,057	$8,300,095

*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 8,300,095,959 Shares on issue comprising:
   (a) 7,792,224,888 existing Shares as at the date of this Notice; and
   (b) 507,871,071 Shares which will be issued if Resolutions 6, 7 and 10 -14 are passed at this Meeting.
2. The issue price set out above is the closing market price of the Shares on the ASX on 25 September 2025 (being $0.003) (**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.
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.

REQUIRED INFORMATION	DETAILS
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: (a) the purpose of the issue; (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; (c) the effect of the issue of the Equity Securities on the control of the Company; (d) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company; (e) prevailing market conditions; and (f) advice from corporate, financial and broking advisers (if applicable).
Previous approval under Listing Rule 7.1A.2	The Company previously obtained approval from its Shareholders pursuant to Listing Rule 7.1A at its annual general meeting held on 29 November 2024 (**Previous Approval**). During the 12 month period preceding the date of the Meeting, being on and from 31 October 2024, the Company has not issued any Equity Securities pursuant to the Previous Approval.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

GLOSSARY

$ means Australian dollars.

708 Capital means 708 Capital Pty Limited.

7.1A Mandate has the meaning given in Section 14.1.

ASIC means the Australian Securities & Investments Commission.

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

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.

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.

Company means Javelin Minerals Limited (ACN 151 900 855).

Constitution means the Company's constitution.

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

Consolidation has the meaning given in Section 3.1.

Deemed Issue Price has the meaning given in Section 6.1.

Directors means the current directors of the Company.

Drilling Activity has the meaning given in Section 6.1.

Drilling Services has the meaning given in Section 6.1.

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.

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.

Managing Director means the managing director of the Company who may, in accordance with the Listing Rules, continue to hold office indefinitely without being re-elected to the office.

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.

Maximum Equity Amount has the meaning given in Section 6.1.

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.

Placement has the meaning given in Section 9.1.

Proxy Form means the proxy form accompanying the Notice.

Related Party Participants has the meaning given in Section 9.1.

Remuneration Report means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2025.

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.

Topdrill means Topdrill Pty Ltd (ACN 118 519 609).

Topdrill Agreement has the meaning given in Section 6.1.

Unrelated Placement Participants has the meaning given in Section 9.1.

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

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

SCHEDULE 1 – TERMS AND CONDITIONS OF OPTIONS

1.	**Entitlement**	Each Option entitles the holder to subscribe for one Share upon exercise of the Option. Schedule 1
2.	**Exercise Price**	Subject to paragraph 9, the amount payable upon exercise of each Option will be $0.003 (**Exercise Price**).
3.	**Expiry Date**	Each Option will expire at 5:00 pm (AWST) on 31 December 2028 (**Expiry Date**).
4.	**Exercise Period**	The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).
5.	**Exercise Notice**	The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Exercise Notice**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
6.	**Exercise Date**	An Exercise Notice is only effective on and from the later of the date of receipt of the Exercise Notice and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).
7.	**Timing of issue of Shares on exercise**	Within five Business Days after the Exercise Date, the Company will: (a) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Exercise Notice and for which cleared funds have been received by the Company; (b) 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 (c) 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 Options. If a notice delivered under 7(b) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, 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.
8.	**Shares issued on exercise**	Shares issued on exercise of the Options rank equally with the then issued shares of the Company.
9.	**Reorganisation**	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of the holder will be changed to the extent necessary to comply with the ASX Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
10.	**Participation in new issues**	There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of

		capital offered to Shareholders during the currency of the Options without exercising the Options.
11.	**Change in exercise price/Adjustment for rights issue**	An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.
12.	**Transferability**	The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

Proxy Voting Form

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

Javelin Minerals Limited | ABN 39 151 900 855

Your proxy voting instruction must be received by **11:00am (AWST) on Wednesday, 29 October 2025**, 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://investor.automic.com.au/#/loginsah 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:

+61 2 8583 3040

All enquiries to Automic:

WEBSITE:

https://automicgroup.com.au

PHONE:

1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Javelin Minerals Limited, to be held at **11:00am (AWST) on Friday, 31 October 2025 at 3 Richardson Street, West Perth WA 6005** hereby:

Appoint the Chair of the Meeting (Chair) OR 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 or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by ticking 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	CONSOLIDATION OF CAPITAL			
3	ELECTION OF A DIRECTOR - PETER GILFORD			
4	ELECTION OF A DIRECTOR - MICHAEL EDWARDS			
5	RATIFICATION OF PRIOR ISSUE OF SHARES TO TOPDRILL			
6	APPROVAL TO ISSUE SHARES TO TOPDRILL			
7	APPROVAL TO ISSUE SHARES TO KRISTIE HANNAH			
8	RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES ISSUED UNDER LISTING RULE 7.1			
9	RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES ISSUED UNDER LISTING RULE 7.1A			
10	APPROVAL TO ISSUE TRANCHE 2 PLACEMENT SHARES			
11	APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTY - BRETT MITCHELL			
12	APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTY - ANDREW RICH			
13	APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTY - PETER GILFORD			
14	APPROVAL TO ISSUE PLACEMENT SHARES TO RELATED PARTY - MICHAEL EDWARDS			
15	APPROVAL TO ISSUE OPTIONS TO 708 CAPITAL			
16	APPROVAL OF 7.1A MANDATE			

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll 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).