Dart Mining NL
ACN 119 904 880

Notice of 2025 Annual General Meeting

The Annual General Meeting of the Company will be held

Held online as a virtual meeting

At 11.00am (AEDT) on Wednesday, 26 November 2025

The Notice of Annual General Meeting should be read in its entirety. If Shareholders are in doubt as to how to vote, they should seek advice from their suitably qualified advisor prior to voting.

Should you wish to discuss any matter, please do not hesitate to contact the Company Secretary by telephone on (03) 9642 0655.

Shareholders are urged to vote by lodging the Proxy Form made available with this Notice

Notice of 2025 Annual General Meeting

Dart Mining NL ABN 84 119 904 880 (Company or Dart) is holding its 2025 Annual General Meeting (AGM) online as a virtual meeting at 11:00 am (Sydney time) on 26 November 2025. Shareholders may participate in the AGM by connecting to a zoom meeting which will include the facility for shareholders to observe, make comments, or ask questions in relation to the business of the meeting, and to vote.

If you wish to attend the AGM, you must register. You can then join the AGM in one of two ways:

1. If your e-mail address has been provided to Dart for you to receive communications by e-mail: by clicking on this link:
   https://zoom.us/meeting/register/kQ13xCV8QhKbCUQx0KC55Q

   You will then be asked to register for the AGM.

2. If your e-mail address has not been provided to Dart: to register for the AGM, go to www.zoom.us then select 'join a meeting' and enter the following meeting ID: 986 3193 3492

You may register at any time up to 11.00am (AEST) on 25 November 2025, being 24 hours before the appointed time of the AGM.

All resolutions at the Annual General Meeting will be decided based on a poll rather than by a show of hands. Shareholders are however strongly encouraged to lodge a directed Proxy Form prior to the meeting. Shareholders will not be able to physically attend the Annual General Meeting.

If you have any difficulty, please e-mail the Company Secretary: jedwards@dartmining.com.au.

Dart Mining NL

ACN 119 904 880
(Company)

Notice of 2025 Annual General Meeting

Notice is hereby given that the annual general meeting of Shareholders of Dart Mining NL ACN 119 904 880 will be held virtually on Wednesday, 26 November 2025 at 11.00am (AEST) (**Meeting**).

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 as Shareholders on Monday, 24 November 2025 at 11.00am (AEST).

The Explanatory Memorandum provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form form part of the Notice.

Terms and abbreviations used in the Notice are defined in Schedule 1.

Agenda

1 Annual Report

To consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2025, which includes the Financial Report, the Directors' Report and the Auditor's Report.

2 Resolutions

Resolution 1 – Remuneration Report

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

'That, the Remuneration Report be adopted by Shareholders, on the terms and conditions in the Explanatory Memorandum.'

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

Resolution 2 – Re-election of Director – Richard Udovenya

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

'That, Richard Udovenya, who retires in accordance with Article 62(1) of the Constitution, Listing Rule 14.5 and for all other purposes, retires and, being eligible and offering himself for re-election, is re-elected as a Director, on the terms and conditions in the Explanatory Memorandum.'

Resolution 3 – Re-election of Director – Terrence Bates

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

‘That, Terrence Bates who retires in accordance with Article 59(2) of the Constitution, Listing Rule 14.5 and for all other purposes, retires and, being eligible and offering himself for re-election, is re-elected as a Director, on the terms and conditions in the Explanatory Memorandum.'

Resolution 4 – Approval of 10% Placement Facility

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

'That, pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities totalling up 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 on the terms and conditions in the Explanatory Memorandum.'

Resolution 5 – Ratification of Shares issued for Loan Repayment

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

‘That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 264,705,882 (17,647,058 shares after consolidation) Loan Repayment Shares under Listing Rule 7.1 on the terms and conditions in the Explanatory Memorandum.’

Resolution 6 - Ratification of Options issued for Loan Repayment

To consider and, if thought fit, to pass with or without amendment, each as a separate ordinary resolution the following:

‘That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 132,352,941 (on a pre-consolidation basis) Loan Repayment Options under Listing Rule 7.1 on the terms and conditions in the Explanatory Memorandum.’

Resolution 7: Approval of Advisor Options to Oakley Capital Partners Pty Ltd

To consider and, if thought fit, to pass with or without amendment, each as a separate ordinary resolution the following:

“That for the purposes of ASX Listing Rule 7.1 and all other purposes, that Shareholders approve the issue of 99,264,706 Advisor Options with an exercise price of $0.0034 (on a pre-consolidation basis) and expiration date of 31 October 2028 to Oakley Capital Partners Pty Ltd (or its nominee), on the terms set out in the Explanatory Statement.”

Resolution 8: Approval of Advisor Options to Zerp Capital Pty Ltd

To consider and, if thought fit, to pass with or without amendment, each as a separate ordinary resolution the following:

"That for the purposes of ASX Listing Rule 7.1 and all other purposes, that Shareholders approve the issue of 33,088,235 Advisor Options (on a pre-consolidation basis) with an exercise price of $0.0034 and expiration date of 31 October 2028 (on a pre-Consolidation basis) to Zerp Capital Pty Ltd (or its nominee), on the terms set out in the Explanatory Statement."

Voting exclusions

Pursuant to the Listing Rules, the Company will disregard any votes cast in favour of:

Resolution 4: if at the time of the Meeting, the Company is proposing to make an issue of Equity Securities under Listing Rule 7.1A.2, by or on behalf of any persons who are 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 Shareholder), or any of their respective associates.

Resolution 5 and 6: by or on behalf of Oakley Capital Partners Pty Limited and Zerp Capital Pty Ltd (or their nominee/s), and any other person who will obtain a material benefit as a result of the issue of the Loan Repayment Shares and Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates or a counterparty to the loan agreement.

Resolution 7 and 8: by or on behalf of Oakley Capital Partners Pty Limited and Zerp Capital Pty Ltd (or their nominee/s), and any other person who will obtain a material benefit as a result of the issue of the Advisor Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
  - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting prohibitions

Resolution 1: In accordance with sections 250BD and 250R of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a member of the Key Management Personnel details of whose remuneration are included in the Remuneration Report, or a Closely Related Party of such a member.

A vote may be cast by such person if the vote is not cast on behalf of a person who is excluded from voting on this Resolution, and:

(a) the person 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 does not specify the way the proxy is to vote on this Resolution, but expressly authorises the Chair to exercise the proxy even if this Resolution is connected with the remuneration of a member of the Key Management Personnel.

BY ORDER OF THE BOARD

Julie Edwards
Company Secretary
Dart Mining NL

Dated 24 October 2025

Dart Mining NL

ACN 119 904 880
(Company)

Explanatory Memorandum

1. Introduction

The Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held virtually on Wednesday, 26 November 2025 at 11.00am (AEST).

The Explanatory Memorandum forms part of the Notice which should be read in its entirety. The Explanatory Memorandum contains the terms and conditions on which the Resolutions will be voted.

The Explanatory Memorandum includes the following information to assist Shareholders in deciding how to vote on the Resolutions:

Section 2	Voting and attendance information
Section 3	Annual Report
Section 4	Resolution 1 – Remuneration Report
Section 5	Resolution 2 – Re-election of Director – Richard Udovenya
Section 6	Resolution 3 – Re-election of Director – Terrence Bates
Section 7	Resolution 4 – Approval of 10% Placement Facility
Section 8	Resolution 5 – Ratification of Shares issued for Loan Repayment
Section 9	Resolution 6 – Ratification of Options issued for Loan Repayment
Section 10	Resolution 7 and 8 – Approval of Advisor Options
Schedule 1	Definitions

A Proxy Form is made available with this Notice.

2. Voting and attendance information

Shareholders should read this Notice including the Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

2.1 No voting in person

Please refer to the information below on how Shareholders can participate in the Meeting.

As Shareholders will not be entitled to physically attend the Meeting, it will be deemed to be held at the registered office of the Company in accordance with section 249RA(1)(c) of the Corporations Act.

2.2 Attending the Meeting virtually

If you wish to attend the Meeting, you must register online. You can then join the Meeting in one of two ways:

(a) If your e-mail address has been provided to Dart for you to receive communications by e-mail: by clicking on this link:

https://zoom.us/meeting/register/kQ13xCV8QhKbCUQx0KC55Q

You will then be asked to register for the Meeting.

(b) If your e-mail address has not been provided to Dart: to register for the Meeting, go to **www.zoom.us** then select 'join a meeting' and enter the following meeting ID: 986 3193 3492

(c) You may register at any time up to 11.00am (AEST) on Tuesday, 25 November 2025, being 24 hours before the appointed time of the Meeting.

Further guidance on how to access the Meeting will be uploaded on the ASX and the Company's website in the week prior to the Meeting, outlining how Shareholders will be able to participate in the Meeting via the internet.

The Meeting will be virtually accessible to all Shareholders, and will allow Shareholders, as a whole, a reasonable opportunity to participate without being physically present at the Meeting.

If you have any difficulty, please e-mail the Company Secretary: **jedwards@dartmining.com.au**.

2.3 Voting by a corporation

A Shareholder that is a corporation may appoint an individual to act as its representative and vote at the Meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative should submit to the Company ahead of the Meeting, or bring to the Meeting evidence of their appointment, including any authority under which it is signed.

2.4 Voting by proxy

A Proxy Form has been made available with the Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are encouraged to vote by completing and submitting the Proxy Form to the Company in accordance with the instructions thereon. Submission of a Proxy Form will not preclude a Shareholder from virtually attending and voting at the Meeting.

Please note that:

(a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;

(b) a proxy need not be a member of the Company; and

(c) a member of the Company 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, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The available Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

(a) the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed);

(d) if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands;

(e) if the proxy is the Chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and

(f) if the proxy is not the Chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

Section 250BC of the Corporations Act provides that, if:

(b) an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members;

(c) the appointed proxy is not the chair of the meeting;

(d) at the meeting, a poll is duly demanded on the resolution; and

(e) either the proxy is not recorded as attending the meeting or the proxy does not vote on the resolution,

the Chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

Your proxy voting instruction must be received by 11.00am (AEST) on Monday, 24 November 2025, being not later than 48 hours before the commencement of the Meeting.

2.5 Chair's voting intentions

If the Chair is your proxy, either by appointment or by default, and you have not indicated your voting intention, you expressly authorise the Chair to exercise the proxy in respect of Resolution 1, even though this Resolution is connected directly or indirectly with the remuneration of the Company's Key Management Personnel.

The Chair intends to exercise all available proxies in favour of all Resolutions, unless the Shareholder has expressly indicated a different voting intention. In exceptional circumstances, the Chair of the Meeting may change his/her voting intention on any Resolution, in which case an ASX announcement will be made.

2.6 Submitting questions

Shareholders may submit questions in advance of the Meeting to the Company. Questions must be submitted by emailing the Company Secretary at jedwards@dartmining.com.au by no later than five business days before the Meeting.

The Chair will attempt to respond to the questions during the Meeting. The Chair will request prior to a Shareholder asking a question that they identify themselves (including the entity name of their shareholding and the number of Shares they hold).

---

3. Annual Report

In accordance with section 317 of the Corporations Act, Shareholders will be offered the opportunity to discuss the Annual Report, including the Financial Report, the Directors' Report and the Auditor's Report for the financial year ended 30 June 2025.

There is no requirement for Shareholders to approve the Annual Report.

At the Meeting, Shareholders will be offered the opportunity to:

(f) discuss the Annual Report which is available online at **https://dartmining.com.au/investors/asx-announcements/**;

(g) ask questions about, or comment on, the management of the Company; and

(h) ask the auditor questions about the conduct of the audit and the preparation and content of the Auditor's Report.

In addition to taking questions at the Meeting, written questions to the Chair about the management of the Company, or to the Company's auditor about:

(a) the preparation and content of the Auditor's Report;

(b) the conduct of the audit;

(c) accounting policies adopted by the Company in relation to the preparation of the financial statements; and

(d) the independence of the auditor in relation to the conduct of the audit,

may be submitted no later than five business days before the Meeting to the Company Secretary at the Company's registered office.

The Company will not provide a hard copy of the Company’s Annual Report to Shareholders unless specifically requested to do so.

4. Resolution 1 – Remuneration Report

4.1 General

In accordance with section 250R(2) of the Corporations Act, the Company must put the Remuneration Report to the vote of Shareholders. The Directors' Report for the year ended 30 June 2025 in the 2025 Annual Report contains the Remuneration Report which sets out the remuneration policy for the Company and the remuneration arrangements in place for the executive Directors, specified executives and non-executive Directors.

In accordance with section 250R(3) of the Corporations Act, Resolution 1 is advisory only and does not bind the Directors. If Resolution 1 is not passed, the Directors will not be required to alter any of the arrangements in the Remuneration Report.

If the Company's Remuneration Report receives a 'no' vote of 25% or more (**Strike**) at two consecutive annual general meetings, Shareholders will have the opportunity to remove the whole Board, except the managing director (if any).

Where a resolution on the Remuneration Report receives a Strike at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting a resolution on whether another meeting should be held (within 90 days) at which all Directors (other than the managing director, if any) who were in office at the date of approval of the applicable Directors' Report must stand for re-election.

The Company's Remuneration Report did not receive a Strike at the 2024 annual general meeting. If the Remuneration Report receives a Strike at this Meeting, Shareholders should be aware that if a second Strike is received at the 2026 annual general meeting, this may result in the re-election of the Board.

The Chair will allow a reasonable opportunity for Shareholders as a whole to ask about, or make comments on the Remuneration Report.

4.2 Additional information

Resolution 1 is an ordinary non-binding resolution.

Given the personal interests of all Directors in the outcome of this Resolution, the Board declines to make a recommendation to Shareholders regarding this Resolution.

5. Resolution 2 – Re-election of Director – Richard Udovenya

5.1 General

Article 62(1) of the Constitution and Listing Rule 14.5 both provide that there must be an election of Directors at each annual general meeting.

Article 62(2) of the Constitution provides that the director to retire by rotation will be the Director who has been the longest in office since their last election or appointment.

Pursuant to Article 62(5) of the Constitution, a retiring Director is eligible for re-election.

Mr Richard Udovenya, who was last re-elected at the Company’s 2023 Annual General Meeting, has agreed to retire at this Meeting and, being eligible, seeks re-election pursuant to this Resolution 2.

If Resolution 2 is approved, Mr Udovenya will be re-elected as a Director of the Company with effect from the conclusion of the Meeting.

If Resolution 2 is not approved, Mr Udovenya will not be re-elected as a Director of the Company.

5.2 Richard Udovenya

Mr Udovenya is the Principal of the law firm ResourcesLaw International which focusses on natural resources projects in Australia and Africa. Richard has around 40 years' legal experience in Australia and New Zealand, and is a director of, and a legal advisor to, a number of Australian and international companies.

Mr Udovenya does not currently hold any other public company directorships, other than as disclosed in this Notice.

If re-elected, Mr Udovenya is considered by the Board (with Mr Udovenya abstaining) to be an independent Director. Mr Udovenya is not considered by the Board to hold any interest, position or relationship that might influence, or reasonable be perceived to influence, in a material respect his capacity to bring independent judgement to bear on issues before the Board and to act in the best interests of the entity as a whole rather than in the interests of an individual Security holder or other party.

Mr Udovenya has acknowledged to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

5.3 Board Recommendation

The Board (other than Mr Udovenya who has a personal interest in the outcome of this Resolution) supports the re-election of Mr Udovenya for the following reasons:

(a) Mr Udovenya skills and significant experience in the mining and minerals industry, are important additions to the Board's existing competencies; and

(b) Mr Udovenya has an in-depth knowledge and understanding of the Company and its business, and his continuing role as a member of the Board will benefit the Company.

5.4 Additional information

Resolution 2 is an ordinary Resolution.

The Board (with Mr Richard Udovenya abstaining) recommends Shareholders vote in favour of Resolution 2.

---

6. Resolution 3 – Re-election of Director – Terrence Bates

6.1 General

Article 59(2) of the Constitution and Listing Rule 14.4 both provide that any director appointed will hold office until the next Annual General Meeting of the Company when the Director may be re-elected but will not be taken into account in determining the number of Directors who must retire by rotation.

Mr Bates, who was appointed to the board on 1 June 2025, is eligible for re-election and offers himself for re-election as a Director of the Company.

If Resolution 3 is approved, Mr Bates will be re-elected as a Director of the Company with effect from the conclusion of the Meeting.

If Resolution 3 is not approved, Mr Bates will not be re-elected as a Director of the Company.

6.2 Terrence Bates

Mr. Bates has worked on a consulting basis with Dart over the past 2 years and has contributed substantially to the Company's pivot into Central Queensland. During this period his technical input and advice on transactions has been invaluable. Mr. Bates brings a diverse set of skills and qualifications to the Board including strong risk management and corporate strategy experience, exploration geology experience and environmental management. He has worked in many jurisdictions and regions around the world including Australia, West Africa, Europe, South America and Asia-Pacific. Mr. Bates has an Honours degree in Geology from the University of Melbourne, an MBA, and has completed a Company Directors Diploma (AICD).

Mr Bates does not currently hold any other material directorships, other than as disclosed in this Notice.

If re-elected, Mr Bates is considered by the Board (with Mr Bates abstaining) to be an independent Director. Mr Bates is not considered by the Board to hold any interest, position or relationship that might influence, or reasonable be perceived to influence, in a material respect his capacity to bring independent judgement to bear on issues before the Board and to act in the best interests of the entity as a whole rather than in the interests of an individual Security holder or other party.

Mr Bates has acknowledged to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

6.3 Board Recommendation

The Board (other than Mr Terrence Bates who has a personal interest in the outcome of this Resolution) supports the re-election of Mr Bates for the following reasons:

(c) Mr Bates skills and significant experience in the mining and minerals industry, are important additions to the Board's existing competencies; and

(d) Mr Bates has an in-depth knowledge and understanding of the Company and its business, and his continuing role as a member of the Board will benefit the Company.

6.4 Additional information

Resolution 3 is an ordinary Resolution.

The Board (with Mr Terrence Bates abstaining) recommends Shareholders vote in favour of Resolution 3.

---

7. Resolution 4 – Approval of 10% Placement Facility

7.1 General

Listing Rule 7.1A enables an eligible entity to issue Equity Securities up to 10% of its issued share capital through placements over a 12-month period after the annual general meeting (**10% Placement Facility**). The 10% Placement Facility is in addition to the Company's 15% annual placement capacity under Listing Rule 7.1.

Resolution 4 seeks Shareholder approval by way of special resolution to provide the Company with the ability to issue Equity Securities under the 10% Placement Facility during the 10% Placement Period (refer to Section 7.2(f) below). The number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2 (refer to Section 7.2(c) below).

If Resolution 4 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 Resolution 4 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval in Listing Rule 7.1.

7.2 Listing Rule 7.1A

(a) Is the Company an eligible entity?

An eligible entity for the purposes of Listing Rule 7.1A is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of $300 million or less.

The Company is an eligible entity as it is not included in the S&P/ASX 300 Index and has a market capitalisation of approximately $6.8 - 7million, based on the closing price of Shares ($0.005) on 3 October 2025.

(b) What Equity Securities can be issued?

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the eligible entity.

As at the date of the Notice, the Company has on issue one quoted class of Equity Securities, being Shares.

(c) How many Equity Securities can be issued?

Listing Rule 7.1A.2 provides that under the approved 10% Placement Facility, the Company may issue or agree to issue a number of Equity Securities calculated in accordance with the following formula:

(A x D) – E

Where:

A = is the number of Shares on issue at the commencement of the Relevant Period:

(A) plus the number of fully paid Shares issued in the Relevant Period under an exception in Listing Rule 7.2 other than exception 9, 16 or 17;

(B) plus the number of fully paid Shares issued in the Relevant Period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:

(1) the convertible securities were issued or agreed to be issued before the commencement of the Relevant Period; or

(2) the issue of, or agreement to issue, the convertible securities was approved, or taken under the Listing Rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4;

(C) plus the number of fully paid Shares issued in the Relevant Period under an agreement to issue securities within Listing Rule 7.2 exception 16 where:

(1) the agreement was entered into before the commencement of the Relevant Period; or

(2) the agreement or issue was approved, or taken under the Listing Rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4;

(D) plus the number of partly paid Shares that became fully paid Shares in the Relevant Period;

(E) plus the number of fully paid Shares issued in the Relevant Period with approval under Listing Rules 7.1 and 7.4; and

(F) less the number of fully paid Shares cancelled in the Relevant Period.

Note that 'A' has the same meaning in Listing Rule 7.1 when calculating the Company's 15% annual placement capacity.

D = is 10%.

E = is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue, where the issue or agreement has not been subsequently approved by Shareholders under Listing Rule 7.4.

(d) What is the interaction with Listing Rule 7.1?

The Company's ability to issue Equity Securities under Listing Rule 7.1A will be in addition to its 15% annual placement capacity under Listing Rule 7.1.

(e) At what price can the Equity Securities be issued?

Any Equity Securities issued under Listing Rule 7.1A must be issued for a cash consideration per Equity Security which is not less than 75% of the VWAP of Equity Securities in the same class calculated over the 15 Trading Days on which trades in that class were recorded immediately before:

(i) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the Equity Securities; or

(ii) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph 7.2(e)(i) above, the date on which the Equity Securities are issued, (**Minimum Issue Price**).

(f) When can Equity Securities be issued?

Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A will be valid from the date of the Meeting and will expire on the earlier of:

(iii) the date that is 12 months after the date of the Meeting;

(iv) the time and date of the Company's next annual general meeting; or

(v) the time and date of Shareholder approval of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking),

(**10% Placement Period**).

(g) What is the effect of 4?

The effect of 4 will be to allow the Company to issue the Equity Securities under Listing Rule 7.1A during the 10% Placement Period without further Shareholder approval or using the Company's 15% annual placement capacity under Listing Rule 7.1.

7.3 Specific information required by Listing Rule 7.3A

Pursuant to and in accordance with Listing Rule 7.3A, the following information is provided in relation to the 10% Placement Facility:

(a) Final date for issue

The Company will only issue the Equity Securities under the 10% Placement Facility during the 10% Placement Period (refer to Section 7.2(f) above).

(b) Minimum issue price

Where the Company issues Equity Securities under the 10% Placement Facility, it will only do so for cash consideration and the issue price will be not less than the Minimum Issue Price (refer to Section 7.2(e) above).

(c) Purposes of issues under the 10% Placement Facility

The Company may seek to issue Equity Securities under the 10% Placement Facility for the purposes of raising funds for continued investment in the Company's current assets, the acquisition of new assets or investments (including expenses associated with such an acquisition), and/or for general working capital.

(d) Risk of economic and voting dilution

Shareholders should note that there is a risk that:

(i) the market price for the Company's Equity Securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Meeting; and

(ii) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date,

which may have an effect on the amount of funds raised by the issue of the Equity Securities.

If this Resolution 4 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' economic and voting power in the Company may be diluted as shown in the below table (in the case of convertible securities, only if the convertible securities are converted into Shares).

The table below shows the dilution of existing Shareholders based on the current market price of Shares and the current number of Shares for Variable 'A' calculated in accordance with the formula in Listing Rule 7.1A.2 (see Section 7.2(c) above) as at the date of this Notice (**Variable A**), with:

(i) two examples where Variable A has increased, by 50% and 100%; and

(ii) two examples of where the issue price of Shares has decreased by 50% and increased by 100% as against the current market price.

Shares (Variable A in Listing Rule 7.1A.2)	**Dilution**			
	Issue price per Share	**$0.0025** **(50% decrease in Current Market Price)**	**$0.005** **(Current Market Price)**	**$0.01** **(100% increase in Current Market Price)**
2,880,439,017 Shares **Variable A**	10% Voting Dilution	288,043,902 Shares	288,043,902 Shares	288,043,902 Shares
	Funds raised	$720,110	$1,440,220	$2,880,439
4,320,658,526 Shares **50% increase in Variable A**	10% Voting Dilution	432,065,853 Shares	432,065,853 Shares	432,065,853 Shares
	Funds raised	$1,080,165	$2,160,329	$4,320,659
5,760,878,034 Shares **100% increase in Variable A**	10% Voting Dilution	576,087,803 Shares	576,087,803 Shares	576,087,803 Shares
	Funds raised	$1,440,220	$2,880,439	$5,760,878

Notes:

1. The table has been prepared on the following assumptions:

    (a) The issue price is the current market price ($0.005), being the closing price of the Shares on ASX on 17 October 2025, being the latest practicable date before this Notice was signed.

    (b) Variable A comprises of 2,880,439,017 existing Shares on issue as at the date of this Meeting on a pre-consolidation basis, assuming the Company has not issued any Shares in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with Shareholder approval under Listing Rule 7.1 and 7.4.

    (c) The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.

(d) No convertible securities (including any issued under the 10% Placement Facility) are exercised or converted into Shares before the date of the issue of the Equity Securities.

(e) The issue of Equity Securities under the 10% Placement Facility consists only of Shares. If the issue of Equity Securities includes quoted Equity Securities, it is assumed that those quoted Equity Securities are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.

2. The number of Shares on issue (i.e. Variable A) may increase as a result of issues of Shares that do not require Shareholder approval (for example, a pro rata entitlements issue, scrip issued under a takeover offer or upon exercise of convertible securities) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders' meeting.

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%. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting.

The table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1.

(e) Allocation policy

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:

(iii) the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing Shareholders can participate;

(iv) the effect of the issue of the Equity Securities on the control of the Company;

(v) financial situation and solvency of the Company; and

(vi) advice from corporate, financial and broking advisers (if applicable).

The allottees under the 10% Placement Facility have not been determined as at the date of this Notice but may include existing substantial Shareholders and/or new investors who are not related parties of or associates of a related party of the Company.

(f) Issues in the past 12 months

The Company previously obtained Shareholder approval under Listing Rule 7.1A at its 2024 annual general meeting. In the 12 months preceding the date of the Meeting and as at the date of this Notice, the Company has not issued or agreed to issue any Equity Securities under Listing Rule 7.1A.

At the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A and has not approached any particular existing Shareholder or security holder or an identifiable existing security holder to participate in any such issue.

However, in the event that between the date of this Notice and the date of the Meeting, the Company proposes to make an issue of Equity Securities under Listing Rule 7.1A to one or more existing Shareholders, those Shareholders' votes will be excluded under the voting exclusion statement in the Notice.

7.4 Additional information

Resolution 4 is a **special** resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

The Board recommends that Shareholders vote in favour of Resolution 4.

---

8. Resolution 5 – Ratification of Shares issued for Loan Repayment

8.1 Background

On 21 October 2025, the Company issued 264,705,882 (pre-consolidation) shares to repay two loans for a total of $450,000.

Resolution 5 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of the Loan Repayment Shares issued to Oakley Capital Partners Pty Limited and their nominees in accordance with the terms of the Loan Facility Agreement. Resolution 5 seeks shareholder ratification for the allotment and issue on the dates referred to above of 264,705,882 (pre-consolidation) Shares which will have the effect of refreshing the Company's 15% limit for the issue of Securities under the ASX Listing Rules. Not only will this approval give the Company the capacity to raise additional capital (to the 15% limit) without the need for shareholder approval, it provides the benefit of giving the Company flexibility in its funding endeavours.

8.2 Summary of the material terms of the Loan Agreement

A summary of the material terms of the Loan Facility Agreements are detailed below:

(i) Loan amount of $350,000 and $100,000.
(ii) Drawn down on 3 October 2025
(iii) No interest
(iv) Maturity of 31 October 2025
(v) Dart may elect at its sole discretion to repay the loan amount by either shares and options or cash on or before 5 days after the maturity date.

The purpose of the loan was for working capital.

8.3 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 shares it had on issue at the start of that period.

This issue does not fit within any of these exceptions and, as it has not yet been approved by shareholder, 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 issue date. Listing Rule 7.4 allows shareholders 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 use further Equity Securities without shareholder approval under that rule. Dart wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1.

The Company proposes Resolution 5 to ratify a previous issue of Shares in accordance with Listing Rule 7.4. The Company confirms that the allotment and issue of the Shares the subject of Resolution 5 did not breach Listing Rule 7.1.

In the event that Resolution 5 is not passed, the Company will not have 'refreshed' its capacity to issue securities pursuant to ASX Listing Rule 7.4 and accordingly these securities will continue to 'take up' part of the total 15% ASX Listing Rule 7.1 capacity and 10% ASX Listing Rule 7.1A capacity.

Where Resolution 5 is passed, the Company will have 'refreshed' its capacity to issue securities pursuant to ASX Listing Rule 7.4, and accordingly, these securities will not continue to 'take up' part of the total 15% ASX Listing Rule 7.1. capacity. The Company will have the full 15% ASX Listing Rule 7.1 capacity.

8.4 Specific information required by Listing Rule 7.5

Number of Securities	264,705,882 Fully Paid Ordinary Shares on a pre-consolidation basis
Price	$0.0017 per share ($450,000)
Terms of Securities	Fully Paid Ordinary Shares that rank equally with all existing Shares on issue
Date of issue	21 October 2025
Persons Issued To	Share issue was made to Oakley Capital Partners Pty Limited and nominees. None of the participants in this issue are related parties of the Company, members of the Company's key management personnel, a substantial holder in the Company, an advisor to the Company or an associate of any of these parties.
Purpose of Issue / Use of Funds	The funds raised were used for general working capital.
Material Terms of Relevant Agreement	None.
Voting Exclusion	A voting exclusion statement applies to this Resolution.

8.5 Additional information

Resolution 5 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 5.

9. Resolution 6 – Ratification of Options issued for Loan Repayment

9.1 Background

On 21 October 2025, the Company issued 132,352,941 (pre-consolidation) options to repay two loans for a total of $450,000 in addition to Shares issued in resolution 5.

Resolution 6 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of the Loan Repayment Options issued to Oakley Capital Partners Pty Limited and their nominees in accordance with the terms of the Loan Facility Agreement. Resolution 6 seeks shareholder ratification for the allotment and issue on the dates referred to above of 132,352,941 (pre-consolidation) Options which will have the effect of refreshing the Company's 15% limit for the issue of Securities under the ASX Listing Rules. Not only will this approval give the Company the capacity to raise additional capital (to the 15% limit) without the need for shareholder approval, it provides the benefit of giving the Company flexibility in its funding endeavours.

9.2 Summary of the material terms of the Loan Agreement

A summary of the material terms of the Loan Facility Agreements are detailed below:

(vi) Loan amount of $350,000 and $100,000.
(vii) Drawn down on 3 October 2025
(viii) No interest
(ix) Maturity of 31 October 2025
(x) Dart may elect at its sole discretion to repay the loan amount by either shares and options or cash on or before 5 days after the maturity date.

The purpose of the loan was for working capital.

9.3 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 shares it had on issue at the start of that period.

This issue does not fit within any of these exceptions and, as it has not yet been approved by shareholder, 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 issue date. Listing Rule 7.4 allows shareholders 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 use further Equity Securities without shareholder approval under that rule. Dart wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1.

The Company proposes Resolution 6 to ratify a previous issue of Options in accordance with Listing Rule 7.4. The Company confirms that the allotment and issue of the Options the subject of Resolution 6 did not breach Listing Rule 7.1.

In the event that Resolution 6 is not passed, the Company will not have 'refreshed' its capacity to issue securities pursuant to ASX Listing Rule 7.4 and accordingly these securities will continue to 'take up' part of the total 15% ASX Listing Rule 7.1 capacity and 10% ASX Listing Rule 7.1A capacity.

Where Resolution 6 is passed, the Company will have 'refreshed' its capacity to issue securities pursuant to ASX Listing Rule 7.4, and accordingly, these securities will not continue to 'take up' part of the total 15% ASX Listing Rule 7.1. capacity. The Company will have the full 15% ASX Listing Rule 7.1 capacity.

9.4 Specific information required by Listing Rule 7.5

Number of Securities	132,352,941 Options each exercisable at $0.0034 expiring on 31 October 2028 on a pre-consolidation basis
Price	If all the Options in Resolution 6 are exercised, then the Company will receive a total of $450,000.
Terms of Securities	General terms of these Options are further set out in Annexure A.
Date of issue	21 October 2025
Persons Issued To	Share issue was made to Oakley Capital Partners Pty Limited and nominees. None of the participants in this issue are related parties of the Company, members of the Company's key management personnel, a substantial holder in the Company, an advisor to the Company or an associate of any of these parties.
Purpose of Issue / Use of Funds	The Options will be issued for nil cash consideration as part of the Loan Repayment Agreement. The funds raised under the Loan Agreement were used for general working capital.
Material Terms of Relevant Agreement	The Company intends to apply for their quotation. Other general terms of these Options are further set out in Annexure A.
Voting Exclusion	A voting exclusion statement applies to this Resolution.

9.5 Additional information

Resolution 6 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 6.

---

10. Resolution 7 and 8 Approve the Issue of Advisor Options

10.1 Background

Resolution 7 and 8 seeks approval under Listing Rule 7.1 for the issue of Advisor Options to Oakley Capital Partners Pty Ltd (Resolution 7) and Zerp Capital Pty Ltd (Resolution 8) for advisory services related to the 3 October 2025 loan of $450,000.

Refer above to further information on ASX Listing Rule 7.1.

The Advisor Options intended to be issued with an exercise price is $0.0034 per Option and an expiration date of 31 October 2028. The Company intends to apply for the quotation of the Advisor Options.

10.2 Specific information required by Listing Rule 7.3

Name of recipients	**Resolution 7**: Advisor Options are to be issued to Oakley Capital Partners Pty Ltd (or its Nominee).
	Resolution 8: Advisor Options are to be issued to Zerp Capital Pty Ltd (or its Nominee).
	None of the recipients in these issues are related parties of the Company, nor members of the Company's key management personnel, a substantial holder in the Company, nor an associate of them.
Number and class of securities to be issued	• 99,264,703 Advisor Options for Resolution 7 exercisable at $0.0034 expiring 31 October 2028. • 33,088,235 Advisor Options for Resolution 8 exercisable at $0.0034 expiring 31 October 2028.
Material terms of the securities	The Company intends to apply for their quotation. Other general terms of these Options are further set out in Annexure A.
Date by which securities will be issued	The above Advisor Options must be issued within three months of the Meeting.
Price (or other consideration)	If all the Advisor Options in Resolution 7 and 8 are exercised, then the Company will receive a total of $450,000.
Purpose of the issue	The Company has agreed to issue for nil consideration, subject to shareholder approval, the relevant number of Advisor Options as part remuneration for the Brokers' support of the $450,000 Loan Agreements drawn down on 3 October 2025. With respect to the above, if the Company will apply any funds raised from the exercise of any or all the Options described above towards diamond drilling at the Triumph Gold Project, project generation and general working capital.
Other material terms of agreement	Oakley Capital Partners Pty Ltd & Zerp Capital Pty Ltd: If shareholders do not approve Resolution 7 and/or 8, then the Company will be required to pay to the respective Brokers an amount in cash equivalent to the Black Scholes value of these Options.
Voting Exclusion Statement	A voting exclusion statement applies to each of the above Resolutions.

10.3 Additional information

Resolution 7 and 8 are ordinary resolutions.

The Board recommends that Shareholders vote in favour of Resolution 7 and 8.

ANNEXURE A – TERMS OF OPTIONS

The key terms of the Options to be issued are as follows:

Entitlement	Each Option entitles the holder to subscribe for one fully paid ordinary share in the Company.
Exercise Price	Each Option is exercisable at $0.0034.
Expiry Date	Options will expire at 5:00pm (AEST) on 31 October 2028 (Expiry Date). Any Option not exercised before the Expiry Date will lapse.
Exercise Period	Options may be exercised at any time prior to the Expiry Date.
Notice of Exercise	Options may be exercised by notice in writing to the Company, together with payment of the exercise price for each Option being exercised.
Quotation	All Options will be quoted on the ASX, subject to the Company meeting the requirements for quotation.
Transfer of Options	Options are not transferable, except as permitted under the Corporations Act and ASX Listing Rules.
Reconstruction	In the event of a reorganisation (including consolidation, subdivision, reduction or return of capital) of the issued capital of the Company, the rights of the Option holder will be varied in accordance with the Listing Rules.
Participation in New Issues	Option holders will not be entitled to participate in new issues of securities unless they exercise their Options prior to the record date for the relevant new issue.
Adjustment for Bonus Issues of Shares	If the Company makes a bonus issue of shares, the number of shares issuable on exercise of each Option will be increased in accordance with the Listing Rules.
Adjustment for Rights Issue	If the Company makes a pro-rata rights issue, the exercise price of the Options will be adjusted in accordance with the Listing Rules.

Schedule 1 Definitions

In the Notice, words importing the singular include the plural and vice versa.

$ or A$	means Australian Dollars.
Advisor Options	Options issued to advisors each exercisable at $0.0034 expiring on 31 October 2028.
AEST	means Australian Eastern Standard Time.
Annual Report	means the Directors' Report, the Financial Report, and Auditor's Report, in respect to the year ended 30 June 2025.
Article	means an article of the Constitution.
ASX	means the ASX Limited (ABN 98 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.
Auditor's Report	means the auditor's report contained in the Annual Report.
Board	means the board of Directors.
Chair	means the person appointed to chair the Meeting of the Company convened by the Notice.
Closely Related Party	means: (a) a spouse or child of the member; or (b) has the meaning given in section 9 of the Corporations Act.
Company	means Dart Mining NL (ACN 119 904 880).
Constitution	means the constitution of the Company as at the date of the Meeting.
Corporations Act	means the *Corporations Act 2001* (Cth), as amended.
Director	means a director of the Company.
Directors' Report	means the annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.
Equity Security	has the same meaning as in the Listing Rules.
Explanatory Memorandum	means the explanatory memorandum which forms part of the Notice.
Financial Report	means the financial report contained in the Annual Report.

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.
Loan Facility Agreements	Loans of $450,000 on 3 October 2025.
Market Price	means the published closing price of the Shares on the ASX market on the date of issue of the relevant Shares.
Meeting	has the meaning given in the introductory paragraph of the Notice.
Minimum Issue Price	has the meaning in Section 7.2(e).
Notice	means this notice of annual general meeting.
Option	means an option to acquire a Share
Proxy Form	means the proxy form attached to the Notice.
Remuneration Report	means the remuneration report contained in the Annual Report.
Resolution	means a resolution referred to in the Notice.
Schedule	means a schedule to the Notice.
Section	means a section of the Explanatory Memorandum.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means the holder of a Share.
Strike	has the meaning in Section 4.1.
Variable A	has the meaning in Section 7.3(d).

DART MINING

Dart Mining NL | ABN 84 119 904 880

Proxy Voting Form

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

Your proxy voting instruction must be received by **11:00am (AEDT) on Monday, 24 November 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 Dart Mining NL, to be held at **11:00am (AEDT) on Wednesday, 26 November 2025 at a Virtual Meeting location (see Notice of Meeting for details)** 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.

AUTOMIC

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	Remuneration Report			
2	Re-election of Director – Richard Udovenya			
3	Re-election of Director – Terrence Bates			
4	Approval of 10% Placement Facility			
5	Ratification of Shares issued for Loan Repayment			
6	Ratification of Options issued for Loan Repayment			
7	Approval of Advisor Options to Oakley Capital Partners Pty Ltd			
8	Approval of Advisor Options to Zerp Capital Pty Ltd			

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.

DTM

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).