Globe Metals & Mining Limited
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West Perth WA 6005

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28 October 2025

Dear Shareholder

Annual General Meeting – Notice of Meeting

The Annual General Meeting of shareholders of Globe Metals & Mining Limited (**Company**) will be held at 45 Ventnor Avenue, West Perth, Western Australia on Thursday, 27 November 2025 at 10:00am (AWST).

In accordance with the *Corporations Amendment (Meetings and Documents) Act 2022 (Cth)*, the Company will not be sending hard copies of the Notice of Annual General Meeting (**Notice**) to shareholders unless they have elected to receive the Notice in hard copy only. The Notice can be viewed and downloaded from the Company's website at https://investorhub.globemm.com/announcements or on the Company's ASX market announcements page.

If you have nominated an email address and have elected to receive electronic communications from the Company, you will also receive an email to your nominated email address with a link to an electronic copy of the Notice.

The Company strongly encourages Shareholders to submit proxies prior to the Meeting. In order to be able to receive electronic communications from the Company in the future, please update your shareholder details online at (https://investor.automic.com.au/#/home) and log in with your unique shareholder identification number and postcode (or country for overseas residents), that you can find on your enclosed personalised proxy form. Once logged in you can also lodge your proxy vote online by clicking on the "Vote" tab.

If you are unable to access any of the important Meeting documents online please contact the Company Secretary, Kelly Moore, at info@globemm.com.

Authorised by the Interim CEO & CFO, Mr Charles Altshuler.

Yours faithfully

Kelly Moore - Company Secretary

Globe Metals & Mining Limited

Globe Metals & Mining Limited

(ACN 114 400 609)

NOTICE OF ANNUAL GENERAL MEETING AND EXPLANATORY MEMORANDUM

Thursday, 27 November 2025

10.00am AWST

To be held at 45 Ventnor Ave, West Perth WA 6005

The Annual Report is available online at www.globemm.com

This Notice of Annual General Meeting and Explanatory Memorandum should be read in its entirety. If Shareholders are in doubt as to how to vote, they should seek advice from their accountant, solicitor or other professional adviser without delay.

Should you wish to discuss any matter please do not hesitate to contact the Company by telephone on 08 6118 7240.

NOTICE OF MEETING

Notice is given that the Annual General Meeting of Shareholders of Globe Metals & Mining Limited (ACN 114 400 609) (**Company**) will be held at 45 Ventnor Ave, West Perth WA 6005 on Thursday, 27 November 2025 commencing at 10.00am AWST.

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

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 at 4:00pm AWST on 25 November 2025.

Terms and abbreviations used in this Notice and Explanatory Memorandum are defined in Schedule 1.

AGENDA

Annual Report

To table and 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.

1. Resolution 1 – Adoption of Remuneration Report

To consider and, if thought fit, to pass as a **non-binding resolution** the following:

"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report that forms part of the Directors' Report for the financial year ended 30 June 2025 be adopted by the Shareholders on the terms and conditions in the Explanatory Memorandum."

Please note that a vote on this Resolution is advisory only and does not bind the Directors or the Company.

Voting Prohibition

In accordance with section 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 whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such member. However, a vote may be cast by such person if:

(a) the person is acting as a proxy and the Proxy Form specifies how the proxy is to vote, and the vote is not cast on behalf of a person who is otherwise excluded from voting on this Resolution as described above; or

(b) the person is the Chair voting an undirected proxy which expressly authorises the Chair to vote on a resolution connected with the remuneration of a member of the Key Management Personnel.

2. Resolution 2 – Re-election of Director – Mr. Bo Tan

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

"That, for the purpose of clause 11.3 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Bo Tan, a Director, retires, and being eligible for re-election, is elected as a Director with immediate effect."

3. Resolution 3 – Re-election of Director – Mr. Ricky Lau

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

"That, for the purpose of clause 11.3 of the Constitution, and for all other purposes, Mr. Ricky Lau, a Director, retires, and being eligible for re-election, is elected as a Director with immediate effect."

4. 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 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 terms and conditions in the Explanatory Memorandum."

5. Resolution 5 – Ratification of Prior Issue of May Convertible Notes

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of the May Convertible Notes to Ms Jennifer Ping on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of:

(a) a person who participated in the issue or is a counterparty to the agreement being approved (and/or their nominees); or

(b) 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 directions given to the proxy or attorney to vote on the Resolution in that way;

(b) 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

(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.

6. Resolution 6 – Ratification of Prior Issue of July Convertible Notes

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of the July Convertible Notes to Ms Jennifer Ping on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of:

(a) a person who participated in the issue or is a counterparty to the agreement being approved (and/or their nominees); or

(b) 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 directions given to the proxy or attorney to vote on the Resolution in that way;

(b) 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

(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.

7. Resolutions 7(a) and 7(b) – Ratification of Tranche 1 Placement Shares

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

"That, for the purpose of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of:

(a) 67,400,000 Tranche 1 Placement Shares issued under the Company's ASX Listing Rule 7.1 capacity; and

(b) 69,100,000 Tranche 1 Placement Shares issued under the Company's ASX Listing Rule 7.1A capacity,

on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of the Resolutions by or on behalf of:

(a) a person who participated in the issue or is a counterparty to the agreement being approved (and/or their nominees); or

(b) an Associate of that person or those persons.

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

(a) a person as a proxy or attorney for a person who is entitled to vote on the Resolutions, in accordance with directions given to the proxy or attorney to vote on the Resolutions in that way;

(b) the Chair of the meeting as proxy or attorney for a person who is entitled to vote on the Resolutions, in accordance with a direction given to the Chair to vote on the Resolutions 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 Resolutions; and

   (ii) the holder votes on the Resolutions in accordance with directions given by the beneficiary to the holder to vote in that way.

8. Resolution 8 – 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 purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 33,500,000 Tranche 2 Placement Shares on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of:

(a) a person (or persons) 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

(b) 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 directions given to the proxy or attorney to vote on the Resolution in that way;

(b) 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

(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.

9. Resolution 9 – Approval to issue Placement Options

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

"That, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 190,000,000 Placement Options on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of:

(a) a person (or persons) 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

(b) 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 directions given to the proxy or attorney to vote on the Resolution in that way;

(b) 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

(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.

10. Resolution 10 – Approval to enter Variation of Loan Agreement and Approval to Issue Director Shares to Bo Tan (or his nominee)

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, Shareholders approve the the issue of up to 56,192,373 Director Shares by the Company in satisfaction of all or part of the Principal Outstanding under the Loan Agreement, to Mr Bo Tan (or his nominee), on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of:

(a) a person who is to receive the securities in question 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) (namely, Mr Bo Tan); or

(b) 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 directions given to the proxy or attorney to vote on the Resolution in that way;

(b) 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

(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.

11. Resolution 11 – Spill Resolution (Conditional Item)

If at least 25% of the eligible votes cast on Resolution 1 are against adoption of the Remuneration Report, then the following Resolution will be put to the vote at the Meeting:

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

"That:

*(a) another general meeting of the Company (**Spill Meeting**) be held within 90 days of the passing of this Resolution;*

(b) all of the Directors who were directors of the Company when the resolution to make the Directors' Report was passed, such Directors being Alice Wong, Bo Tan, Ricky Lau, Michael Choi, and Michael Barrett, and who remain in office at the time of the Spill Meeting, cease to hold office immediately before the end of the Spill Meeting; and

(c) resolutions to appoint persons to offices that will be vacated immediately before the end of the Spill Meeting be put to the vote of Shareholders at the Spill Meeting."

Voting Prohibition:

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. However, the prohibition does not apply if the vote is not cast on behalf of a person who is excluded from voting on this Resolution, and:

(a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on the 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 the Resolution, but expressly authorises the Chair to exercise the proxy even if the Resolution is connected, directly or indirectly, with the remuneration of a member of the Key Management Personnel.

12. Resolution 12 – Election of Non-Board Endorsed Director – Mr Xuedong Li

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

"That, for the purpose of clause 11.7 of the Constitution, and for all other purposes, Mr. Xuedong Li, having offered himself for election as a Director in accordance with the Constitution, be elected as a Director of the Company."

This Resolution is **not** supported by the Board, and the Chair intends to vote all undirected proxies **against** this Resolution.

Dated 24 October 2025

BY ORDER OF THE BOARD

Ms Kelly Moore
Company Secretary

EXPLANATORY MEMORANDUM

1. Introduction

This Explanatory Memorandum has been prepared for the information of Shareholders of the Company in connection with the business to be conducted at the Meeting to be held at 45 Ventnor Ave, West Perth WA 6005 on Thursday, 27 November 2025 commencing at 10.00am AWST.

This Explanatory Memorandum should be read in conjunction with and forms part of the accompanying Notice. The purpose of this Explanatory Memorandum is to provide information to Shareholders in deciding whether or not to pass the Resolutions in the Notice.

A Proxy Form is located at the end of the Explanatory Memorandum.

2. Action to be taken by Shareholders

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

2.1 Proxies

A Proxy Form is attached to 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 invited and encouraged to participate in the Meeting, and are encouraged to lodge a directed Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from 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.

Shareholders and their proxies should be aware that:

(a) If proxy holders vote, they must cast all directed proxies as they are directed to; and

(b) Any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Further details are set out below.

Proxy vote if appointment specifies way to vote

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); and

(b) 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; and

(c) 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

(d) 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).

Transfer of non-chair proxy to Chair in certain circumstances

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

(a) 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; and

(b) the appointed proxy is not the Chair of the meeting; and

(c) at the meeting, a poll is duly demanded, or is otherwise required under section 250JA,on the question that the resolution be passed; and

(d) either of the following applies:

    (i) if a record of attendance is made for the meeting - the proxy is not recorded as attending;

    (ii) 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.

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

2.2 Proxy Holders and Voting Instructions

If the Chair is appointed as your proxy and the Chair is not directed how to vote, you are authorising the Chair to cast your undirected vote on all proposed resolutions.

If a member of the Company's Key Management Personnel, or a Closely Related Party of such member, is appointed as your proxy, they will not be able to vote your proxy on Resolution 1, Resolution 10, and Resolution 11, unless you direct them how to do so.

If you intend to appoint a member of the Company's Key Management Personnel, or a Closely Related Party of such member, or the Chair, as your proxy, you are encouraged to direct them how to vote on Resolution 1, Resolution 10 and Resolution 11, by marking "For", "Against" or "Abstain" for each of those resolutions.

2.3 Submit your Proxy Vote

Online

Vote online at https://investor.automic.com.au/#/loginsah and simply follow the instructions on the enclosed proxy form.

By Paper

If you do not wish to vote online, then it is necessary to complete in accordance with the detailed instructions set out on the enclosed Proxy Form.

The return of your completed form (ONLY if you do NOT vote online) can be done by one of the following ways:

BY MAIL	By post to Automic Group, GPO Box 5193, Sydney NSW 2001
BY EMAIL	meetings@automicgroup.com.au

3. Annual Report

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

Shareholders will be offered the following opportunities:

(a) discuss the Annual Report which is available online at www.globemm.com;

(b) ask questions or make comment on the management of the Company;

(c) 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 the content of the Auditor’s Report;

(b) the conduct of the audit;

(c) accounting policies 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 5 Business Days before the Meeting to the Company Secretary at the Company’s registered office.

4. Resolution 1 – Adoption of Remuneration Report

Section 250R(2) of the Corporations Act provides that the Company is required to put the Remuneration Report to the vote of Shareholders. The Directors’ Report contains the Remuneration Report which sets out the remuneration policy for the Company and reports the remuneration arrangements in place for the executive Directors, specified executives and non-executive Directors.

Section 250R(3) of Corporations Act provides that Resolution 1 is advisory only and does not bind the Directors of the Company of itself, a failure of Shareholders to pass Resolution 1 will not require the Directors to alter any of the arrangements in the Remuneration Report.

However, the Corporations Act also gives Shareholders the opportunity to remove the Board if the Remuneration Report receives a ‘no’ vote of 25% or more at two consecutive annual general meetings (**Two Strikes Rule**).

Under the Two Strikes Rule, where a resolution on the Remuneration Report receives a ‘no’ vote of 25% or more 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) who were in office at the date of approval of the applicable Directors’ Report will cease to hold office immediately before that further meeting but may stand for re-election.

At last year’s AGM, the Company received a Strike in relation to the Remuneration Report. If the Company receives a second Strike at this year’s AGM, Resolution 11 will be put to Shareholders to consider whether the Company ought to convene a Spill Meeting. Further details relating to the Spill Meeting are set out in Section 14 of this Explanatory Memorandum.

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

The Chair intends to exercise all undirected proxies in favour of Resolution 1. If the Chair of the Meeting is appointed as your proxy and you have not specified the way the Chair is to vote on Resolution 1, by signing and returning the Proxy Form, the Shareholder is considered to have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair’s intention.

5. Resolution 2 –Re-election of Director – Mr. Bo Tan

5.1 General

Clause 11.3 of the Constitution provides that at the AGM in every year one-third of the Directors for the time being, or if their number is not 3 or a multiple of 3, then the number nearest one-third, and any other Director not in such one-third who has held office for 3 years or more (except the managing director), must retire from office.

Any Director who retires by rotation in accordance with clause 11.3 of the Constitution is eligible for re-election. The Directors to retire at the AGM are those who have been longest in office since their last election.

Mr Bo Tan, who is one of 2 Directors required under the Constitution to retire by rotation at this year’s AGM, will retire from office at the conclusion of the Meeting and, being eligible, seeks re-election as a Director.

Listing Rule 14.4 provides that a director of an entity must not hold office (without re-election) past the third annual general meeting following the director’s appointment or 3 years, whichever is longer.

Mr Bo Tan was last re-elected on 30 November 2022. Mr Bo Tan therefore retires by rotation in accordance with the Constitution and the Listing Rules and, being eligible, seeks re-election as a Director.

If Resolution 2 is passed, Mr Bo Tan will be re-elected as a Director. If Resolution 2 is not passed, Mr Bo Tan will cease to be a Director at the conclusion of the Meeting.

5.2 Background and qualifications

Details of Mr Bo Tan's background and experience are set out in the Annual Report.

5.3 Independence

If re-elected, the Board considers Mr Bo Tan to not be an independent director.

5.4 Board recommendation

The Board (excluding Mr Bo Tan) recommends that Shareholders vote in favour of Resolution 2. The Chair of the meeting intends to vote undirected proxies in favour of Resolution 2.

6. Resolution 3 –Re-election of Director – Mr. Ricky Lau

6.1 General

Clause 11.3 of the Constitution provides that at the AGM in every year one-third of the Directors for the time being, or if their number is not 3 or a multiple of 3, then the number nearest one-third, and any other Director not in such one-third who has held office for 3 years or more (except the managing director), must retire from office.

Any Director who retires by rotation in accordance with clause 11.3 of the Constitution is eligible for re-election. The Directors to retire at the AGM are those who have been longest in office since their last election.

Mr. Ricky Lau, who is one of 2 Directors required under the Constitution to retire by rotation at this year's AGM, will retire from office at the conclusion of the Meeting and, being eligible, seeks re-election as a Director.

Mr. Ricky Lau was last re-elected on 29 November 2023. Mr. Ricky Lau therefore retires by rotation in accordance with the Constitution and, being eligible, seeks re-election as a Director.

If Resolution 3 is passed, Mr. Ricky Lau will be re-elected as a Director. If Resolution 3 is not passed, Mr. Ricky Lau will cease to be a Director at the conclusion of the Meeting.

6.2 Background and qualifications

Details of Mr. Ricky Lau's background and experience are set out in the Annual Report.

6.3 Independence

If re-elected, the Board considers Mr. Ricky Lau to be an independent director.

6.4 Board recommendation

The Board (excluding Mr. Ricky Lau) recommends that Shareholders vote in favour of Resolution 3. The Chair of the meeting intends to vote undirected proxies in favour of Resolution 3.

7. Resolution 4 – Approval of 10% Placement Facility

7.1 General

Listing Rule 7.1A enables eligible entities to issue Equity Securities up to 10% of its issued share capital through placements commencing from the date of the Meeting where the Company obtains the approval until the earlier of the following:

(a) the date that is 12 months after the date of the Meeting at which the approval is obtained;

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

(c) the time and date of the approval of Shareholders of a transaction under Listing Rule 11.1.2 or 11.2 in respect of the Company,

(**10% Placement Facility**).

The 10% Placement Facility is in addition to the Company's 15% placement capacity under Listing Rule 7.1.

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 has a market capitalisation of approximately $47,483,465 (at the closing price at 14 October 2025 and including the 136,500,000 Tranche 1 Placement Shares to be issued by the Company prior to the date of the Meeting (the subject of Resolutions 7(a) and 7(b)) and is an eligible entity.

The Company is now seeking Shareholder approval by way of a special resolution to have the ability to issue Equity Securities under the 10% Placement Facility.

The exact 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 Section 7.2(c) below).

7.2 Description of Listing Rule 7.1A

(a) **Shareholder approval**

The ability to issue Equity Securities under the 10% Placement Facility is subject to shareholder approval by way of a special resolution at an annual general meeting. Accordingly, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting must be in favour of Resolution 4 for it to be passed.

(b) **Equity Securities**

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 Company.

The Company, as at the date of the Notice, has on issue one class of quoted Equity Securities, being Shares (ASX: GBE).

(c) **Formula for calculating 10% Placement Facility**

Listing Rule 7.1A.2 provides that eligible entities which have obtained shareholder approval at an annual general meeting may issue or agree to issue, during the 12 month period after the annual general meeting, a number of Equity Securities calculated in accordance with the following formula:

(A x D) – E

Where:

A is the number of fully paid ordinary securities on issue at the commencement of the relevant period:

(A) plus the number of fully paid ordinary securities 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 ordinary securities issued in 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 approved, or taken to have been approved, under Listing Rule 7.1 or 7.4;

(C) plus the number of fully paid ordinary securities issued in 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 these rules to have been approved, under rule 7.1 or rule 7.4;

(D) plus the number of any other fully paid ordinary securities issued in the relevant period with approval under rule 7.1 or rule 7.4;

(E) plus the number of partly paid ordinary securities that became fully paid in the relevant period;

(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 an entity's 15% 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 relevant period where the issue or agreement has not been subsequently approved by the holders of its ordinary securities under Listing Rule 7.4.

(d) **Listing Rule 7.1A and Listing Rule 7.3A**

The ability of an entity to issue Equity Securities under Listing Rule 7.1A is in addition to the entity's 15% placement capacity under Listing Rule 7.1.

Assuming that the issue of 136,500,000 Tranche 1 Placement Shares occurs prior to the Meeting date, the Company will have on issue 847,919,027 Shares and subject to Resolutions 5 – 7 being passed, has a capacity to issue:

(i) 127,187,854 Equity Securities under Listing Rule 7.1; and

(ii) 84,791,902 Equity Securities under Listing Rule 7.1A.

The actual number of Equity Securities that the Company will have capacity to issue under Listing Rule 7.1A will be calculated at the date of issue of the Equity Securities in accordance with the formula prescribed in Listing Rule 7.1A.2 (refer to Section 7.2(c) above).

(e) **Minimum Issue Price**

The issue price of Equity Securities issued under Listing Rule 7.1A must be 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; or

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

(f) **10% Placement Period**

Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A is valid from the date of the Meeting at which the approval is obtained and expires on the earlier to occur of:

(i) the date that is 12 months after the date of the Meeting at which the approval is obtained;

(ii) the time and date of the entity's next annual general meeting; or

(iii) the time and date of the approval by shareholders of the eligible entity's ordinary securities 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**).

7.3 Listing Rule 7.1A

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

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) on the Resolution.

7.4 Specific information required by Listing Rule 7.3A

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

(a) The Equity Securities will be issued at an issue price of not less than 75% of the VWAP for the Company's Equity Securities 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; or

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

(b) If Resolution 4 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' voting power in the Company will be diluted as shown in the below table. There is a risk that:

   (i) the market price for the Company's Equity Securities in that class may be significantly lower on the date of the issue of the Equity Securities than of 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.

   The below table shows the dilution of existing Shareholders on the basis of the current market price of Shares and the current number of ordinary securities for variable "A" calculated in accordance with the formula in Listing Rule 7.1A(2) as at the date of this Notice.

   The table shows:

   (i) two examples where variable "A" has increased, by 50% and 100%. Variable "A" is based on the number of ordinary securities the Company has on issue. The number of ordinary securities on issue may increase as a result of issues of ordinary securities that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders' meeting; and

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

Variable "A" in Listing Rule 7.1A.2		Dilution		
		$0.028 50% decrease in Issue Price	$0.056 Issue Price	$0.112 100% increase in Issue Price
Current Variable "A" **847,919,027 Shares**	10% Voting Dilution	84,791,903 Shares	84,791,903 Shares	84,791,903 Shares
	Funds raised	$2,374,173	$4,748,347	$9,496,693
50% increase in current Variable "A **1,271,878,541 Shares**	10% Voting Dilution	127,187,854 Shares	127,187,854 Shares	127,187,854 Shares
	Funds raised	$3,561,260	$7,122,520	$14,245,040
100% increase in current Variable "A" **1,695,838,054 Shares**	10% Voting Dilution	169,583,805 Shares	169,583,805 Shares	169,583,805 Shares
	Funds raised	$4,748,347	$9,496,693	$18,993,386

Note

The table has been prepared on the following assumptions:

1. The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.
2. No Options (including any Options issued under the 10% Placement Facility) are exercised into Shares before the date of the issue of the Equity Securities;
3. 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 at 10%.
4. 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 the Shareholder's holding at the date of the Meeting.
5. The table shows only the effect of issue of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1.
6. The issue of Equity Securities under the 10% Placement Facility consists only of Shares.
7. The issue price is $0.056, being the closing price of the Shares on ASX on 14 October 2025.
8. The number of Shares on issue is inclusive of the 136,500,000 Tranche 1 Placement Shares that the Company intends to issue prior to the Meeting, being the subject of Resolutions 7(a) and 7(b), and the 16,766,017 Shares to be issued to Ms Ping prior to the Meeting on conversion of the May Convertible Notes and the July Convertible Notes.

(c) The Company will only issue and allot the Equity Securities during the 10% Placement Period. The approval under Resolution 4 for the issue of the Equity Securities will cease to be valid in the event that Shareholders approve a transaction under Listing Rule 11.1.2 (a significant change to a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking).

(d) The Company can only issue Equity Securities for cash consideration. In such circumstances, the Company intends to use the funds raised towards an acquisition of new assets or investments (including expenses associated with such acquisition), continued exploration and general working capital.

(e) The Company will comply with the disclosure obligations under the Listing Rule 7.1A(4) upon issue of any Equity Securities.

(f) 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 the Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:

(i) the methods of raising funds that are available to the Company, including but not limited to, rights issue or other issue in which existing security holders can participate;

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

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

(iv) 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 Shareholders who are not Related Parties or associates of a Related Party of the Company.

Further, if the Company is successful in acquiring new assets or investments, it is likely that the allottees under the 10% Placement Facility will be the vendors of the new assets or investments.

(g) The Company previously obtained Shareholder approval under Listing Rule 7.1A at its annual general meeting held on 28 November 2024. In the 12 months preceding the date of the 2025 Annual General Meeting, the Company would have issued a total of 69,100,000 Equity Securities under Listing Rule 7.1A (assuming that the Tranche 1 Placement Shares are issued before the Meeting), representing 9.95% of the total number of Equity Securities on issue at 28 November 2024. Details of the Equity Securities issued to be issued (including the issue of the Tranche 1 Placement Shares to be issued before the Meeting) under Listing Rule 7.1A in the preceding 12 month period are set out in Schedule 2.

(h) For the purpose of ASX Listing Rule 14.1A (and in addition to the disclosure in clause 7.4(b) above):

(i) if Resolution 4 is passed, the Directors will be able to issue the Equity Securities under Listing Rule 7.1A during the 10% Placement Period without using the Company’s 15% placement capacity under Listing Rule 7.1; and

(ii) if Resolution 4 is not passed, the Directors will not be able to issue the Equity Securities under Listing Rule 7.1A, and will have to either rely on the Company's existing 15% placement capacity under Listing Rule 7.1 (from time to time), or (in the event that the Company’s 15% placement capacity is exhausted) the Company will be required to obtain prior shareholder approval under Listing Rules 7.1 before being able to issue such Equity Securities (which may result in the Company incurring further time and expense).

Other than the issue of the Tranche 1 Placement Shares which will occur before the Meeting, at the date of the Notice, the Company has not approached any particular existing Shareholder or security holder or an identifiable class of existing security holder to participate in the issue of the Equity Securities under Listing Rule 7.1A. As such, no voting exclusion statement has been included in the Notice.

The Directors of the Company believe Resolution 4 is in the best interest of the Company and its Shareholders and unanimously recommend that the Shareholders vote in favour of this Resolution.

8. Resolution 5 - Ratification of Prior Issue of May Convertible Notes

8.1 General

On 1 May 2025, the Company announced that it had raised $300,000 via the issue of a convertible notes to Ms Jennifer Ping, an overseas investor who is not a related party of the Company (**May Convertible Notes**).

The May Convertible Notes were issued pursuant to a convertible note agreement between the Company and Ms Jennifer Ping dated 28 April 2025 (**May Convertible Note Agreement**).

The key terms of the May Convertible Note Agreement are set out below:

Principal Amount	USD $200,000 (being approximately AUD $300,000 at the time of issue)
Term/Maturity Date	6 months from the issue date (unless earlier converted or repaid)
Interest	Interest at a rate of 20% per annum, accruing daily on a 365-day basis.
Security	Issued on an unsecured basis.
Conversion Rights	The noteholder may elect to convert all or part of the outstanding principal and accrued interest of the convertible note into ordinary shares of the Company at: (a) any time after the six month term; (b) a conversion price representing a 20% discount to the 15 day volume weighted average price (VWAP) of the Company's shares immediately prior to the date of the conversion notice. The noteholder may also elect to convert the convertible note at any time during the six month term, subject to the same conversion price terms, however, no early cash repayment shall be available to the noteholder prior to the maturity date unless otherwise provided in the Agreement. If during the six month term, the Company conducts a placement of shares to third party investors, the noteholder shall have the option to convert at the better of: (a) the placement price; (b) the price determined using the 20% discount to the 15 day VWAP
Most Favoured Nation Clause	If, during the term of the convertible note, the Company issues any equity securities or securities convertible into equity securities at a price, discount rate, or on other terms that are more favourable to investors than the terms applicable to the noteholder under the agreement (including, without limitation, a discount to market price greater than 20%), the noteholder shall be entitled to the benefit of such more favourable terms,

	including the ability to convert the convertible note on such improved terms.
Early Repayment (Issuer Only)	The Company may elect, at its sole discretion, to repay all or part of the outstanding principal and accrued interest at any time prior to the Maturity Date. Upon early repayment, the Company shall pay the outstanding principal amount, accrued interest up to the date of repayment, plus an early repayment premium equal to 5% of the total principal amount advanced.
Redemption at Maturity	Unless otherwise converted or repaid earlier, the outstanding principal and accrued interest shall be payable in full in cash by the Company on the Maturity Date.

On 1 May 2025, the Company lodged an Appendix 3B notice in relation to the May Convertible Notes and specified that up to a maximum of 14,340,104 Shares may be issued on conversion of the May Convertible Notes.

On 1 May 2025, the Company issued the 300,000 May Convertible Notes pursuant to the May Convertible Note Agreement.

On 9 October 2025, the Company received a notice from Ms Ping to convert the May Convertible Notes into Shares at $0.051, being the issue price of the Placement Shares (the subjects of Resolutions 7(a), 7(b) and 8). 6,591,845 Shares will be issued to Ms Ping prior to the Meeting, subject to the settlement of the Tranche 1 Placement Shares, on conversion of the May Convertible Notes, being less than the amount specified in the Appendix 3B lodged on 1 May 2025. The issue of Shares on conversion of the May Convertible Notes fall within Listing Rule 7.2 Exception 9.

Resolution 5 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the May Convertible Notes on 1 May 2025.

8.2 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.

The issue of the May Convertible Notes 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 issue of the May Convertible Note.

8.3 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.

8.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the issue of the May Convertible Notes 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.

8.5 Technical information required by Listing Rule 7.5

Pursuant to and in accordance with ASX Listing Rule 7.5, the following information is provided in relation to the Ratification:

(a) the May Convertible Notes were issued to Ms Jennifer Ping, an overseas investor who is not a related party of the Company;

(b) 300,000 May Convertible Notes were issued;

(c) the May Convertible Notes were issued on the terms set out in Section 8.1;

(d) any Shares issued on the conversion of the May Convertible Notes will be ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares;

(e) the May Convertible Notes were issued on the 1 May 2025;

(f) the May Convertible Notes have a face value of $1.00 each and are convertible into Shares;

(g) the purpose of the issue was to assist the Company with its short-term working capital requirements;

(h) the May Convertible Notes were issued under the May Convertible Note Agreement, a summary of which is set out in Section 8.1; and

(i) a voting exclusion statement is included in Resolution 5 of this Notice.

8.6 Dilution upon conversion of the May Convertible Notes

As set out in Section 8.1, the Company received a notice from Ms Ping to convert the May Convertible Notes into Shares at $0.051, being the issue price of the Placement Shares (the subject of Resolutions 7(a), 7(b) and 8). 6,591,845 Shares will be issued to Ms Ping prior to the Meeting, subject to the settlement of the Tranche 1 Placement Shares, on conversion of the May Convertible Notes with the effect that the shareholding of existing Shareholders will be diluted by an aggregate of approximately 0.76% (calculation includes the 136,500,000 Tranche 1 Placement Shares that the Company intends to issue prior to the Meeting).

9. Resolution 6 - Ratification of Prior Issue of July Convertible Notes

9.1 General

On 29 July 2025, the Company announced that it has raised $520,000 via the issue of a convertible note to Ms Jennifer Ping, an overseas investor who is not a related party of the Company (**July Convertible Note**).

The July Convertible Notes were issued pursuant to a convertible note agreement between the Company and Ms Jennifer Ping dated 26 July 2025 (**July Convertible Note Agreement**).

The key terms of the July Convertible Note Agreement are set out below:

Principal Amount	USD $340,000 (being approximately AUD $520,000 at the time of issue)
Term/Maturity Date	6 months from the issue date (unless earlier converted or repaid)
Interest	Interest at a rate of 20% per annum, accruing daily on a 365-day basis.
Security	Issued on an unsecured basis.
Conversion Rights	The noteholder may elect to convert all or part of the outstanding principal and accrued interest of the convertible note into ordinary shares of the Company at: (a) any time after the six month term; (b) a conversion price representing a 20% discount to the 15 day volume weighted average price (VWAP) of the Company's shares immediately prior to the date of the conversion notice. The noteholder may also elect to convert the convertible note at any time during the six month term, subject to the same conversion price terms, however, no early cash repayment shall be available to the noteholder prior to the maturity date unless otherwise provided in the Agreement. If during the six month term, the Company conducts a placement of shares to third party investors, the noteholder shall have the option to convert at the better of: (a) the placement price; (b) the price determined using the 20% discount to the 15 day VWAP
Most Favoured Nation Clause	If, during the term of the convertible note, the Company issues any equity securities or securities convertible into equity securities at a price, discount rate, or on other terms that are more favourable to investors than the terms applicable to the noteholder under the agreement (including, without limitation, a discount to market price greater than 20%), the noteholder shall be entitled to the benefit of such more favourable terms,

	including the ability to convert the convertible note on such improved terms.
Early Repayment (Issuer Only)	The Company may elect, at its sole discretion, to repay all or part of the outstanding principal and accrued interest at any time prior to the Maturity Date. Upon early repayment, the Company shall pay the outstanding principal amount, accrued interest up to the date of repayment, plus an early repayment premium equal to 5% of the total principal amount advanced.
Redemption at Maturity	Unless otherwise converted or repaid earlier, the outstanding principal and accrued interest shall be payable in full in cash by the Company on the Maturity Date.

On 29 July 2025, the Company lodged an Appendix 3B notice in relation to the July Convertible Notes and specified that up to a maximum of 18,765,397 Shares may be issued on conversion of the July Convertible Notes.

On 31 July 2025, the Company issued the 520,000 July Convertible Notes pursuant to the July Convertible Note Agreement.

On 9 October 2025, the Company received a notice from Ms Ping to convert the July Convertible Notes into Shares at $0.051, being the issue price of the Placement Shares (the subject of Resolutions 7(a), 7(b) and 8). 10,472,000 Shares will be issued to Ms Ping prior to the Meeting, subject to the settlement of the Tranche 1 Placement Shares, on conversion of the July Convertible Notes, being less than the amount specified in the Appendix 3B lodged on 29 July 2025. The issue of Shares on conversion of the July Convertible Notes fall within Listing Rule 7.2 Exception 9.

Resolution 6 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the July Convertible Note on 31 July 2025.

9.2 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.

The issue of the July Convertible Note 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 issue of the July Convertible Note.

9.3 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.

9.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the issue will be excluded in calculation 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.

9.5 Technical information required by Listing Rule 7.5

Pursuant to and in accordance with ASX Listing Rule 7.5, the following information is provided in relation to the Ratification:

(a) the July Convertible Notes were issued to Ms Jennifer Ping, an overseas investor who is not a related party of the Company;

(b) 520,000 July Convertible Notes were issued;

(c) the July Convertible Notes were issued on the terms set out in Section 9.1;

(d) any Shares issues on the conversion of the July Convertible Notes will be ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares;

(e) the July Convertible Notes were issued on the 31 July 2025;

(f) the July Convertible Notes have a face value of $1.00 each and are convertible into Shares;

(g) the purpose of the issue was to assist the Company with its short-term working capital requirements;

(h) the July Convertible Notes were issued under the July Convertible Note Agreement, a summary of which is set out in Section 9.1; and

(i) a voting exclusion statement is included in Resolution 6 of this Notice.

9.6 Dilution upon conversion of the July Convertible Notes

As set out in Section 9.1, the Company received a notice from Ms Ping to convert the July Convertible Notes into Shares at $0.051, being the issue price of the Placement Shares (the subject of Resolutions 7(a), 7(b) and 8). 10,472,000 Shares will be issued to Ms Ping prior to the Meeting, subject to the settlement of the Tranche 1 Placement Shares, on conversion of the July Convertible Notes with the effect that the shareholding of existing Shareholders will be diluted by an aggregate of approximately 1.22% (calculation includes the 136,500,000 Tranche 1 Placement Shares that the Company intends to issue prior to the Meeting).

10. Resolutions 7(a) and 7(b) – Ratification of Tranche 1 Placement Shares

10.1 Background

On 7 October 2025, the Company announced that it had entered into subscription agreements with Suitable Pioneer Limited and Avocado Mining Limited, who are both unrelated overseas sophisticated and professional investors, pursuant to which Suitable Pioneer Limited and Avocado Mining Limited agreed to subscribe for a total of 170,000,000 Shares (**Placement Shares**) to raise up to $8.67 million (before costs) at an issue price of $0.051 per Share, along with 190,000,000 free attaching Options (exercisable at $0.069 and expiring on 1 December 2026) (**Placement Options**) on the basis of approximately 1.12 Placement Options for every Placement Share subscribed for and issued (**Placement**).

A summary of the material terms of the subscription agreement with Avocado Mining Limited (**Avocado Subscription Agreement**) is as follows:

(a) (**Subscription**): Avocado Mining Limited agrees to subscribe for 136,500,000 fully paid ordinary shares in the Company at an issue price of $0.051 per Tranche 1 Placement Share, along with 152,560,000 free attaching Placement Options, exercisable at $0.069 and expiring one year from the date of issue.

(b) (**Shareholder Approval**): The Company and Avocado Mining Limited agreed to issue the Tranche 1 Placement Shares under its Listing Rule 7.1 capacity, and that the issue of the Placement Options will be subject to Shareholder approval.

(c) (**Expiry date of Options**): The Company and Avocado Mining Limited agree that if for a period of 20 consecutive trading days, the VWAP of the Company's Shares is 150% greater than the exercise price of the Placement Options, then the Company may, subject to obtaining shareholder approval, elect to bring forward the expiry date of the Placement Options to a date that is 30 days after receipt of such shareholder approval.

(d) (**Transfer of Options**): Avocado Mining Limited agrees not to dispose of the Placement Options unless (among other things) the proposed transferee agrees to be bound by the terms of the Placement Options and the holding lock over the Shares issued on exercise of the Placement Options as if it were the original holder of the Placement Options.

(e) (**Holding lock**): Avocado Mining Limited agrees not to dispose of the Tranche 1 Placement Shares until the date that is 12 months from the date of issue of the Tranche 1 Placement Shares, and agrees not to dispose of any Shares issued on exercise of the Placement Options until the date that is 12 months from the date of issue of the Shares issued on exercise of the Placement Options.

(f) (**Sophisticated and Professional Investor**): Avocado Mining Limited warrants and represents (among other things) that it comes within the stated exceptions in sections 708(8), 708(11) or 708(10) of the Corporations Act.

The Avocado Subscription Agreement otherwise contains terms and conditions considered customary in an agreement of this nature.

A summary of the material terms of the subscription agreement with Suitable Pioneer Limited (**Pioneer Subscription Agreement**) is as follows:

(a) (**Subscription**): Suitable Pioneer Limited agrees to subscribe for 33,500,000 fully paid ordinary shares in the Company at an issue price of $0.051 per Tranche 2

Placement Share, along with 37,440,000 free attaching Placement Options, exercisable at $0.069 and expiring one year from the date of issue.

(b) (**Shareholder Approval**): The Company and Suitable Pioneer Limited agrees that the issue of Tranche 2 Placement Shares and Placement Options will be subject to Shareholder approval.

(c) (**Expiry date of Options**): The Company and Suitable Pioneer Limited agree that if for a period of 20 consecutive trading days, the VWAP of the Company's Shares is 150% greater than the exercise price of the Placement Options, then the Company may, subject to obtaining shareholder approval, elect to bring forward the expiry date of the Placement Options to a date that is 30 days after receipt of such shareholder approval.

(d) (**Transfer of Options**): Suitable Pioneer Limited agrees not to dispose of the Placement Options unless (among other things) the proposed transferee agrees to be bound by the terms of the Placement Options and the holding lock over the Shares issued on exercise of the Placement Options as if it were the original holder of the Placement Options.

(e) (**Holding Lock**): Suitable Pioneer Limited agrees not to dispose of the Tranche 2 Placement Shares until the date that is 12 months from the date of issue of the Tranche 2 Placement Shares, and agrees not to dispose of any Shares issued on exercise of the Placement Options until the date that is 12 months from the date of issue of the Shares issued on exercise of the Placement Options.

(f) (**Sophisticated and Professional Investor**): Suitable Pioneer Limited warrants and represents (among other things) that it comes within the stated exceptions in sections 708(8), 708(11) or 708(10) of the Corporations Act.

The Pioneer Subscription Agreement otherwise contains terms and conditions considered customary in an agreement of this nature.

The Company intends to issue the 136,500,000 Placement Shares to Avocado Mining Limited prior to the Meeting as follows:

(a) 67,400,000 Placement Shares under the Company's existing Listing Rule 7.1 capacity (the subject of Resolution 7(a)); and

(b) 69,100,000 Placement Shares under the Company's existing Listing Rule 7.1A capacity (the subject of Resolution 7(b)),

(**Tranche 1 Placement Shares**).

The remaining 33,500,000 Placement Shares (**Tranche 2 Placement Shares**) and 190,000,000 Placement Options will be issued subject to Shareholder approval as follows:

(g) 33,500,000 Tranche 2 Placement Shares will be issued to Suitable Pioneer Limited (the subject of Resolution 8); and

(h) 152,560,000 Placement Options will be issued to Avocado Mining Limited and 37,440,000 Placement Options will be issued to Suitable Pioneer Limited (the subject of Resolution 9).

Funds raised from the Placement will be applied towards repayment or part repayment of the Company's loans, acquisition of further mining/exploration/prospecting permits, commencing mining activities at the Kanyika Niobium project and general working capital.

Resolutions 7(a) and 7(b) seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of a total of 136,500,000 Tranche 1 Placement Shares.

10.2 ASX Listing Rules 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.

The issue of the Tranche 1 Placement Shares 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 issue of the Tranche 1 Placement Shares.

10.3 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.

10.4 Technical information required by ASX Listing Rule 14.1A

If Resolutions 7(a) and 7(b) are passed, the Tranche 1 Placement Shares will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolutions 7(a) and 7(b) are not passed, the Tranche 1 Placement Shares will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the issue date.

10.5 Technical information required by ASX Listing Rule 7.5

Pursuant to and in accordance with ASX Listing Rule 7.5, the following information is provided in relation to Resolutions 7(a) and 7(b):

(a) the Tranche 1 Placement Shares were issued to Avocado Mining Limited, an unrelated sophisticated and institutional investor;

(b) 136,500,000 Tranche 1 Placement Shares were issued as follows:

    (i) 67,400,000 Tranche 1 Placement Shares under the Company's existing Listing Rule 7.1 capacity (the subject of Resolution 7(a)); and

    (ii) 69,100,000 Tranche 1 Placement Shares under the Company's existing Listing Rule 7.1A capacity (the subject of Resolution 7(b)),

(c) the Tranche 1 Placement Shares issued were all fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares;

(d) the Tranche 1 Placement Shares will be issued on or around 28 October 2025;

(e) the issue price of the Tranche 1 Placement Shares was $0.051 each;

(f) the purpose of the Tranche 1 Placement Shares was to raise approximately $6,961,500 (before costs). Funds raised from the issue of the Tranche 1 Placement Shares will be used in the manner set out in Section 10.1;

(g) the Tranche 1 Placement Shares were issued under the Avocado Subscription Agreement. A summary of the material terms of the Avocado Subscription Agreement is set out in Section 10.1; and

(h) a voting exclusion statement is included in Resolutions 7(a) and 7(b) of this Notice.

10.6 Board recommendation

The Directors of the Company believe Resolutions 7(a) and 7(b) are in the best interest of the Company and its Shareholders and unanimously recommend that the Shareholders vote in favour of the Resolutions.

11. Resolution 8 – Approval to issue Tranche 2 Placement Shares

11.1 General

As set out in Section 10.1 above, the issue of the Tranche 2 Placement Shares to Suitable Pioneer Limited is subject to Shareholder approval.

Resolution 8 seeks Shareholder approval for the issue of up to 33,500,000 Tranche 2 Placement Shares to the Suitable Pioneer Limited.

11.2 ASX Listing Rules 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.

The effect of Resolution 8 will be to allow the Company to issue the Tranche 2 Placement Shares to Suitable Pioneer Limited during the period of 3 months after the Meeting (or longer period if allowed by ASX), without using the Company's 15% annual placement capacity.

11.3 Technical information required by ASX Listing Rule 14.1A

If Resolution 8 is passed, the Company will be able to proceed with the issue of the Tranche 2 Placement Shares and the Tranche 2 Placement Shares will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12 month period following the issue date. The Company will also raise up to approximately $1,708,500 (before costs) from the issue of the Tranche 2 Placement Shares.

If Resolution 8 is not passed, the Company cannot proceed with the issue of the Tranche 2 Placement Shares and an amount of approximately $1,708,500 (before costs) will not be raised and the Company is required to negotiate the issue of alternative securities on different terms and conditions in lieu of the Tranche 2 Placement Shares.

11.4 Technical information required by ASX Listing Rule 7.3

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided in relation to Resolution 8:

(a) the Tranche 2 Placement Shares will be issued to Suitable Pioneer Limited, an unrelated sophisticated and institutional investor;

(b) a total of 35,500,000 Tranche 2 Placement Shares will be issued;

(c) the Tranche 2 Placement Shares to be issued 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;

(d) the Tranche 2 Placement Shares will be issued no later than 3 months after the date of the Meeting;

(e) the issue price of the Tranche 2 Placement Shares is $0.051 each;

(f) the purpose of the Tranche 2 Placement Shares is to raise approximately $1,708,500 (before costs). Funds raised from the issue of the Tranche 2 Placement Shares will be used in the manner set out in Section 10.1;

(g) the Tranche 2 Placement Shares are being issued under the Pioneer Subscription Agreement. A summary of the material terms of the Pioneer Subscription Agreement is set out in Section 10.1;

(h) the Tranche 2 Placement Shares are not being issued under, or to fund, a reverse takeover; and

(i) a voting exclusion statement is included in Resolution 8 of this Notice.

11.5 Board recommendation

The Directors believe that Resolution 8 is in the best interest of the Company and its Shareholders and unanimously recommend that the Shareholders vote in favour of this Resolution.

12. Resolution 9 – Approval to issue Placement Options

12.1 General

As set out in Section 10.1 above, the issue of the Placement Options to Avocado Mining Limited and Suitable Pioneer Limited is subject to Shareholder approval.

Resolution 9 seeks Shareholder approval for the issue of up to 190,000,000 Placement Options to Avocado Mining Limited and Suitable Pioneer Limited.

12.2 ASX Listing Rules 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.

The effect of Resolution 9 will be to allow the Company to issue the Placement Options to Avocado Mining Limited and Suitable Pioneer Limited during the period of 3 months after the Meeting (or longer period if allowed by ASX), without using the Company's 15% annual placement capacity.

12.3 Technical information required by ASX Listing Rule 14.1A

If Resolution 9 is passed, the Company will be able to proceed with the issue of the Placement Options and the Placement Options will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12 month period following the issue date.

If Resolution 9 is not passed, the Company cannot proceed with the issue of the Placement Options and the Company is required to negotiate the issue of alternative securities on different terms and conditions in lieu of the Placement Options.

12.4 Technical information required by ASX Listing Rule 7.3

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided in relation to Resolution 9:

(a) the Placement Options will be issued to Avocado Mining Limited and Suitable Pioneer Limited, who are unrelated sophisticated and institutional investors;

(b) a total of 190,000,000 Placement Options will be issued as follows:

   (i) 152,560,000 Placement Options to Avocado Mining Limited; and

   (ii) 37,440,000 Placement Options to Suitable Pioneer Limited;

(c) the Placement Options will be issued on the terms and conditions set out in Schedule 3;

(d) the Placement Options will be issued no later than 3 months after the date of the Meeting;

(e) the Placement Options will be issued for nil consideration as free attaching to the Placement Shares;

(f) the Placement Options will be issued to satisfy the terms of the Placement;

(g) the Placement Options are being issued under the Avocado Subscription Agreement and the Pioneer Subscription Agreement. Summaries of the Avocado Subscription Agreement and the Pioneer Subscription Agreement are set out in Section 10.1;

(h) the Placement Options are not being issued under, or to fund, a reverse takeover; and

(i) a voting exclusion statement is included in Resolution 9 of this Notice.

12.5 Board recommendation

The Directors believe that Resolution 9 is in the best interest of the Company and its Shareholders and unanimously recommend that the Shareholders vote in favour of this Resolution.

13. Resolution 10 Approval to enter Variation of Loan Agreement and Approval to Issue Director Shares to Bo Tan (or his nominee)

13.1 Background

On 31 July 2024, the Company announced to ASX that it had agreed to a loan facility of $2,300,000 (**Facility**) with Director Mr Bo Tan, who is also a substantial shareholder (being 8.19%, taking into account the 136,500,000 Tranche 1 Shares to be issued prior to the Meeting) in the Company. The formal terms of the Facility were documented in a loan agreement entered into between the Company and Mr Tan and announced to ASX on 26 September 2024, as varied by the agreements noted below (**Loan Agreement**). The proceeds of the Facility are being and will be used by the Company for working capital and general corporate purposes. The Facility is subject to interest of 25% per annum and is for a term of 8 months after the first drawdown, being 24 September 2024 (**Repayment Date**).

On 30 April 2025, the Company and Mr Bo Tan agreed to vary the Loan Agreement to amend the Repayment Date to 25 August 2025. On or about 21 August 2025, the Company and Mr Bo Tan agreed to further vary the Loan Agreement to amend the Repayment Date to 30 November 2025.

Subject to obtaining shareholder approval, the Company and Mr Tan now wish to amend the Loan Agreement to allow the aggregate principal amount of all funding portions outstanding under the Loan Agreement, as adjusted for any capitalised interest, prepayments or repayments (**Principal Outstanding**) to be repaid via the issue of Shares at a deemed issue price of $0.051 (**Director Shares**) (being the same issue price of the Placement Shares (the subjects of Resolutions 7(a), 7(b) and 8)) (**Variation Agreement**).

The Director Shares are proposed to be issued in lieu of all or part of the Principal Outstanding owed to Mr Tan pursuant to the Loan Agreement, being approximately $2,865,811 at 10 October 2025, inclusive of capitalised interest.

Resolution 10 seeks Shareholder approval for the purposes of Listing Rule 10.11 and for all other purposes for the Company to enter the Variation Agreement and to issue up to 56,192,373 Director Shares to Mr Tan on the terms and conditions set out in this Explanatory Statement.

Refer to the Company's ASX announcements dated 31 July 2024 and 26 September 2024 for further details of the Facility.

13.2 Chapter 2E of the Corporations Act

Section 208 of the Corporations Act provides 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.

For the purposes of Chapter 2E of the Corporations Act, the entry into Variation Agreement and the issue of the Director Shares to Mr Tan constitutes the giving of a financial benefit to Mr Tan, who is a related party of the Company by virtue of him being a Director.

It is the view of the Directors (other than Mr Tan) that the exception set out in section 210 of the Corporations Act applies to the Variation Agreement and issue of the Director Shares to Mr Tan, as the Variation Agreement and the issue of the Director Shares will be on arm's length terms.

Accordingly, Shareholder approval is not being sought for the issue of the Director Shares to Mr Tan for the purposes of section 208 of the Corporations Act.

13.3 ASX Listing Rule 10.11

ASX 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:

(a) a related party;

(b) 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;

(c) 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;

(d) an associate of a person referred to in ASX Listing Rules 10.11.1 to 10.11.3; or

(e) a person whose relationship with the company or a person referred to in ASX 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.

Given Mr Tan is a Director, the issue of the Director Shares to Mr Tan 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.

This Resolution seeks Shareholder approval for the purposes of Listing Rule 10.11 and for all other purposes for the Variation Agreement and to issue the Director Shares to Mr Tan on the terms and conditions set out in this Explanatory Statement.

13.4 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the entry into the Variation Agreement and issue of the Director Shares to Mr Tan (and/or his nominees). As approval pursuant to Listing Rule 7.1 is not required for the issue of the Director Shares (because approval is being obtained under ASX Listing Rule 10.11), the issue of the Director Shares will not use up any of the Company's 15% placement capacity under ASX Listing Rule 7.1.The issue of the Director Shares will also allow the Company to preserve its existing cash reserves, which can otherwise be focused on operations, instead of allocating funds to pay out accrued fees owing in cash

If this Resolution is not passed, the Company will not be able to proceed with the entry into the Variation Agreement with, nor will it issue the Director Shares to Mr Tan (and/or his nominees), leaving the Company liable to repay the Principal Outstanding owing to Mr Tan under the Facility in cash.

13.5 Technical Information required by ASX Listing Rule 10.13

Pursuant to and in accordance with Listing Rule 10.13, the following information is provided in relation to Resolution 10:

(a) the Director Shares will be issued to Mr Bo Tan, a current Director of the Company (and/or his nominees);

(b) Mr Tan falls within the category of Listing Rule 10.11.1 by virtue of being a Director of the Company, and if applicable, his nominees will fall within the category of Listing Rule 10.11.4 by virtue of being associates of a Director;

(c) up to a maximum of 56,192,373 Director Shares will be issued to Mr Tan;

(d) the Director Shares to be issued 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;

(e) the Director Shares will be issued on a date which will be no later than 1 month after the date of the Meeting;

(f) the deemed issue price of the Director Shares will be $0.051 per Director Share (being the same price as Shares to be issued pursuant to the Placement, the subjects of Resolutions 7(a), 7(b) and 8). Accordingly, no funds will be raised;

(g) the purpose of the issue of the Director Shares is to preserve the cash reserves of the Company and convert all or part of the debt owing to Mr Tan (being the Principal Outstanding) to equity. This will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if it had to pay out the Principal Outstanding owing to Mr Tan in cash;

(h) the issue of the Director Shares is not intended to remunerate or incentivise Mr Tan;

(i) the Company proposes to enter into the Variation Agreement in respect of the Director Shares having the terms set out in Section 13.1 above; and

(j) a voting exclusion statement is included in Resolution 10 of this Notice.

13.6 Board recommendation

The Directors (except Mr Bo Tan) believe Resolution 10 is in the best interest of the Company and its Shareholders and unanimously recommend that the Shareholders vote in favour of the Resolution.

The Directors are not aware of any other information that would reasonably be required by the Shareholders to allow them to make a decision whether it is in the best interests of the Company to pass this Resolution.

14. Resolution 11 – Spill Resolution (Conditional Item)

14.1 General

Resolution 11 is a conditional item of business (called a “**Spill Resolution**”) and will only be put to the vote at the Meeting if at least 25% of the votes validly cast on Resolution 1 are against the adoption of the Remuneration Report, which will constitute a second Strike for the Company.

If less than 25% of the votes validly cast on Resolution 1 are against the adoption of the Remuneration Report, the Spill Resolution will not be put to the Meeting.

If the Company receives a second Strike and the Spill Resolution is passed at the Meeting, the Board will need to convene a Spill Meeting within 90 days after the Spill Resolution is passed to consider the composition of the Board. If a Spill Meeting is required, details of that meeting will be notified to Shareholders in due course.

If a Spill Meeting is held, the following Directors will cease to hold office immediately before the end of the Spill Meeting unless they are willing to stand for re-election, and are re-elected, at the Spill Meeting:

(a) Alice Wong;

(b) Bo Tan*;

(c) Ricky Lau*;

(d) Michael Choi; and

(e) Michael Barrett.

*This assumes that Bo Tan and Ricky Lau are re-elected at the Meeting under Resolutions 2 and 3 respectively.

The Directors listed above are those who held on office on 26 September 2025 when the Directors’ Report (including the Remuneration Report) for the year ended 30 June 2025 was approved. Each of those Directors will be eligible to seek re-election at the Spill Meeting, however there is no assurance that any or all of them will do so.

If Mr Tan and Mr Lau are re-elected at the Meeting pursuant to Resolutions 2 and 3 respectively, they will still need to be re-elected at the Spill Meeting to remain in office after that time. If any additional directors are appointed before the Spill Meeting, they will not need to stand for election at the Spill Meeting to remain in office.

Resolutions to appoint individuals to the offices vacated immediately before the end of the Spill Meeting will be put to the vote at the Spill Meeting. Eligibility for election as a Director at the Spill Meeting will be determined in accordance with the Constitution.

For the Spill Resolution to be passed at the Meeting, more than 50% of the votes validly cast will need to be in favour of it. In deciding how to vote on the Spill Resolution, the Board recommends that Shareholders take the following factors into account:

(a) substantial additional costs will be incurred if the Company is required to call and hold the Spill Meeting;

(b) disruption to the Board, which could undermine the Company’s stability;

(c) the current Board already has the requisite skills and experience to provide effective oversight of the Company; and

(d) there is no assurance that any or all of the Directors will stand for re-election at the Spill Meeting.

14.2 Proxy restrictions

Pursuant to the Corporations Act, if you elect to appoint the Chair or another member of Key Management Personnel whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such a member, as your proxy to vote on Resolution 11, you must direct the proxy how they are to vote.

Where you do not direct the Chair or another member of Key Management Personnel whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such a member, on how to vote on Resolution 11, the proxy is prevented by the Corporations Act from exercising your vote and your vote will not be counted in relation to Resolution 11.

14.3 Board recommendation

The Board recommends that Shareholders vote against any Spill Resolution put to the vote at the Meeting.

15. Resolution 12 – Election of Non-Board Endorsed Director – Mr Xuedong Li

15.1 General

Clause 11.7 of the Constitution provides that no person (other than a Director seeking re-election) shall be eligible for election to the office of Director at any general meeting unless that person or some Shareholder intending to propose the nominee has, within the time frame specified by the Company, left at the Company's registered office a notice in writing duly signed by the nominee giving his/her consent to the nomination and signifying the nominee's candidature for the office or the intention of such Shareholder to propose the nominee. Notice of each and every candidature for election as a Director shall be given to each Shareholder with or as part of the notice of the Meeting at which the election is to take place.

On 24 October 2025, the Company received a notice from a Shareholder, nominating Mr Xuedong Li in accordance with Clause 11.7 of the Constitution and Mr Xuedong Li having consented to the nomination, is eligible for election as Director pursuant to this Resolution 12.

15.2 Background and qualifications

The information on Mr Xuedong Li's background and experience is set out in Schedule 4 and was provided by Mr Xuedong Li, which **has not** been independently verified by the Company, nor does the Company make any representation as to its accuracy.

15.3 Independence

If elected, the Board considers Mr Xuedong Li to be an independent Director.

15.4 Board recommendation

Director appointments and Board succession planning are an ongoing responsibility of the Board. The Board regularly reviews its current and future needs and considers whether these align with the skills and experience of the current Directors.

The Board, acting in the capacity as the Remuneration and Nomination Committee (**Committee**), which is responsible for (amongst other things) periodical reviews and considering the structure and balance of the Board and making recommendations regarding appointments of Directors.

In considering new Director appointments, the Committee's usual practice is to undertake a search, using professional recruiting firms (where appropriate), for the best available candidates with the skills and expertise that best complement the skill set and experience of the existing Directors and enhance the overall effectiveness of the Board. Further, the Committee considers the current diversity of the Board, the composition and size of the Board and the strategic direction of the Company when determining whether a candidate will add value to the Board.

Having regard to the Company's skill matrix, the current Board composition and the skills and experience of Mr Xuedong Li, the Board has unanimously formed the view that Mr Xuedong Li does not offer relevant experience or skills required at this time to support his appointment as a Director of the Company.

Accordingly, the Board does not endorse the appointment of Mr Xuedong Li as a Director and unanimously recommends that Shareholders vote against this Resolution 12.

SCHEDULE 1 – Definitions

In this Notice and the Explanatory Memorandum:

$ means Australian Dollars.

10% Placement Facility has the meaning given in Section 7.1.

10% Placement Period has the meaning given in Section 7.2(f).

Annual Report means the Directors' Report, the Financial Report and the Auditor's Report in respect to the financial year ending 30 June 2025.

Associate has the meaning given in sections 12 and 16 of the Corporations Act. Section 12 is to be applied as if paragraph 12(1)(a) included a reference to the Listing Rules and on the basis that the Company is the "designated body" for the purposes of that section. A related party of a director or officer of the Company or of a Child Entity of the Company is to be taken to be an associate of the director or officer unless the contrary is established.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

Auditor's Report means the auditor's report on the Financial Report.

Avocado Subscription Agreement has the meaning given in Section 10.1.

Board means the board of Directors.

Business Day means:

(a) for determining when a notice, consent or other communication is given, a day that is not a Saturday, Sunday or public holiday in the place to which the notice, consent or other communication is sent; and

(b) for any other purpose, a day (other than a Saturday, Sunday or public holiday) on which banks are open for general banking business in Perth.

Chair means the person appointed to chair the Meeting convened by this 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 Globe Metals & Mining Limited (ACN 114 400 609).

Constitution means the constitution of the Company as at the commencement of the Meeting.

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

Director means a director of the Company.

Director Shares has the meaning given in Section 13.1.

Directors' Report means the annual directors' report prepared under chapter 2M of the Corporations Act for the Company and its controlled entities contained in the Annual Report.

Equity Securities has the same meaning as in the Listing Rules.

Explanatory Memorandum means the explanatory memorandum attached to the Notice.

Facility has the meaning given in Section 13.1.

Financial Report means the annual financial report prepared under Chapter 2M of the Corporations Act of the Company and its controlled entities.

July Convertible Note has the meaning given in Section 9.1.

July Convertible Note Agreement has the meaning given in Section 9.1.

Key Management Personnel means persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

Listing Rules means the listing rules of ASX.

Loan Agreement has the meaning given in Section 13.1.

Placement has the meaning given in Section 10.1.

Placement Options has the meaning given in Section 10.1.

Placement Shares has the meaning given in Section 10.1.

Principal Outstanding has the meaning given in Section 13.1.

Proposed Variation Agreement has the meaning given in Section 13.1.

May Convertible Notes has the meaning given in Section 8.1.

May Convertible Note Agreement has the meaning given in Section 8.1.

Meeting has the meaning in the introductory paragraph of the Notice.

Notice means this notice of meeting.

Option means an option which entities the holder to subscribe for one Share.

Pioneer Subscription Agreement has the meaning given in Section 10.1.

Principal Outstanding has the meaning given in Section 13.1.

Proxy Form means the proxy form attached to the Notice.

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

Repayment Date has the meaning given in Section 13.1.

Resolution means resolution contained in the Notice.

Schedule means a schedule to this Notice.

Section means a section contained in this Explanatory Memorandum.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a shareholder of the Company.

Trading Day means a day determined by ASX to be a trading day in accordance with the Listing Rules.

Tranche 1 Placement Shares has the meaning given in Section 10.1.

Tranche 2 Placement Shares has the meaning given in Section 10.1.

Two Strikes Rule has the meaning in Section 4.

VWAP means volume weight average price.

WST means Western Standard Time, being the time in Perth, Western Australia.

In this Notice and the Explanatory Memorandum words importing the singular include the plural and vice versa.

SCHEDULE 2 – Equity Shares Issued under Listing Rule 7.1A in 12 Months Preceding AGM

Date of issue	Number issued	Class/Type of equity security and Summary of terms	Names of persons who received securities or basis on which those persons was determined	Issue Price and discount	Rule pursuant to which the Issue is made	Consideration	
On or around 28 October 2025	69,100,000	Fully paid ordinary Share issued on the same terms and conditions of the ordinary Shares in the Company	The fully paid ordinary shares were issued to Avocado Mining Limited, an unrelated sophisticated and institutional investor	Issue Price: $0.051 Discount: 25%	69,100 000 fully paid ordinary shares issued pursuant to Listing Rule 7.1A	Total cash consideration	$3,524,100
						Amount of cash consideration spent and Description of what consideration was spent on	$Nil
						Amount of cash consideration remaining and Intended use for remaining cash consideration	$3,526,370 Intended use of remaining funds: The funds will be directed towards will be applied towards repayment or part repayment of the Company's loans, acquisition of further mining / exploration / prospecting permits, commencing mining activities at the Kanyika Niobium project and general working capital
						Non-cash consideration paid and current value of that non-cash consideration	N/A

SCHEDULE 3 – Terms of Placement Option

(a) **Entitlement**

Each Option entitles the holder to subscribe for one (1) Share upon exercise of the Option.

(b) **Exercise Price**

Subject to paragraph (i), the amount payable upon exercise of each Option is $0.069 (**Exercise Price**).

(c) **Expiry Date**

(i) Subject to paragraph (c)(ii), each Option will expire at 5:00pm (WST) on 1 December 2026 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(ii) If for a period of 20 consecutive trading days, the volume weighted average price of the Company's Shares is 150% greater than the Exercise Price of the Options, then the Company may, subject to obtaining shareholder approval, elect to bring forward the Expiry Date to a date that is 30 days after receipt of such shareholder approval.

(d) **Exercise Period**

Subject to paragraphs (e)(ii) and (e)(iii), the Options are exercisable at any time on or prior to the Expiry Date (subject to clause (c)(ii)) (**Exercise Period**).

(e) **Notice of Exercise**

(i) Subject to paragraph (e)(ii) and (e)(iii), the Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) 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.

(ii) If exercise of all or part of the Options (and subsequent issue of the Shares) would result in any person being in contravention of section 606(1) of the *Corporations Act 2001 (Cth)* (**Corporations Act**) (in the reasonable opinion of the Company) then the exercise of each Option (and subsequent issue of the Shares) that would cause the contravention will be deferred until such time that (at the sole discretion of the Company):

(A) the Company obtains shareholder approval for the purposes of item 7 of section 611 of the Corporations Act to permit the issue of any Shares on exercise of the Options; or

(B) the Company's capital structure is such that the exercise (and subsequent issue) would not result in a contravention of section 606(1) of the Corporations Act.

If the Company considers that the exercise of all or part of the Options may result in the contravention of section 606(1) of the Corporations Act, the holder must provide the Company with the necessary information to assist the Company in determining this matter.

(iii) The Subscriber agrees that the exercise of the Options is also subject to any approvals required under the *Foreign Acquisitions and Takeovers Act 1975* (Cth) (if any).

(f) **Exercise Date**

Subject to paragraph (e)(ii) and (e)(iii), a Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(g) **Timing of issue of Shares on exercise**

Following the Exercise Date and within the time period specified by the ASX Listing Rules, the Company will:

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

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

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

If a notice delivered under (g)(ii) 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.

(h) **Shares issued on exercise**

Subject to (l), Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

(i) **Reconstruction of capital**

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

(j) **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.

(k) **Transferability**

The Options are not transferable unless:

(i) the proposed transfer complies with any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws;

(ii) the proposed transferee of the Options enters into a deed of accession with the Company, in a form approved by the Company, agreeing to be bound by terms of the Options and the Holding Lock over the Shares issued on exercise of the Options as if it were the original holder of the Options;

(iii) the proposed transferee provides to the Company any documentation or evidence that the Company considers reasonably necessary to comply with its Know Your Client Procedures;

(iv) if required, a prospectus is prepared and lodged with ASIC in accordance with the Corporations Act to cleanse the Options and underlying securities for on-sale; and

(v) the Company confirms in writing that the requirements in (i)-(iv) above have been satisfied and that the Company consents to the transfer of the Options to the transferee (such consent not to be unreasonably withheld

(l) **Holding Lock**

The Shares issued on exercise of the Options will be subject to a holding lock until the date that is 12 months of the date of issue of the Options.

SCHEDULE 4 – Biography of Mr Xuedong Li

BACKGROUND SUMMARY

- Over 20 years of professional experience in geological engineering, geotechnical engineering, and the management of largescale projects, with expertise in mineral resource investigation, assessment, and complex engineering technology management.
- As a core project leader, has successfully directed multiple national and provincial key projects, possessing deep technical expertise in deep excavation, rail transit, and tunnel engineering.
- Demonstrated strong scientific research and innovation capabilities, with numerous professional publications and patents, and the recipient of several industry honours including nationallevel awards.
- Member of the Suzhou Deep Excavation Engineering Expert Database.

EDUCATION

- Ph.D., Underground Construction Engineering, China University of Geosciences (Wuhan), 2011
- M.Eng., Geological Engineering, China University of Geosciences (Wuhan), 2003
- B.Eng., Underground Construction Engineering, China University of Geosciences (Wuhan), 2000

PROFESSIONAL WORK EXPERIENCE

2024 – Present | Director

- Jiangsu Shanshui Resources Development Group Co., Ltd. & Jiangsu Eastern China Nonferrous Metals Investment Holding Co., Ltd.
- Overseeing strategic investment functions and responsible for evaluating and executing domestic and overseas equity investments.

<u>*2016 – 2024 | Fourth Geological Team, Jiangsu Provincial Bureau of Geology & Mineral Exploration | Jiangsu Suzhou Geological Engineering Investigation Institute*</u>

<u>*Deputy Leader | Vice President & Chief Engineer (2021–Present)*</u>

- Oversee overall technical management, major project review, and quality control for the geological team and the engineering institute.
- Lead business development and technological advancement in geotechnical engineering design and monitoring.

<u>*Deputy Leader | Vice President (2016–2021)*</u>

- Managed the geotechnical engineering division, establishing and improving technical quality management systems.

<u>*2008 – 2012 | Chief Engineer, Geotechnical Engineering Department*</u>

- Responsible for core technical work, leading the design and monitoring schemes for multiple complex deep excavation projects.

SELECTED PROJECT EXPERIENCE

- Foundation Pit Support Design, Zone C of Suzhou HighSpeed Railway Station Hub Complex (Project Leader)
- ThirdParty Survey & Monitoring for Suzhou Rail Transit Line 4 (Technical Leader)
- Foundation Pit Monitoring for Suzhou Rail Transit Line 3 Leyuan Station (Project Leader)
- ThirdParty Monitoring for Wuxi Metro Line 4, Phase 1 (Project Leader)

PATENTS & INTELLECTUAL PROPERTY

- Holds 6 utility model patents, including "An Intelligent Realtime Inclinometer for Foundation Pit Monitoring" and "A Structure for Posttensioned Bored Piles used in Foundation Pit Support."

SELECTED HONOURS & AWARDS

- Third Prize, National Excellent Engineering Survey & Design Award (2015) – For the Suzhou HighSpeed Railway Station Hub Project.
- First Prize, Science and Technology Progress Award, Jiangsu Society of Rock Mechanics and Engineering (2022) – For key technologies in wide subway tunnel excavations.
- Outstanding Contributor, National Quality Engineering Project Award (2016) – For the Suzhou New District Tram Line 1 Project.
- ThirdLevel Cultivation Talent, Jiangsu Provincial "333 HighLevel Talent Cultivation Project"

Proxy Voting Form

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

Globe Metals & Mining Limited | ABN 33 114 400 609

Your proxy voting instruction must be received by **10:00am (AWST) on Tuesday, 25 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 Globe Metals & Mining Limited, to be held at **10:00am (AWST) on Thursday, 27 November 2025 at 45 Ventnor Ave, 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 except Resolutions 11 and 12, in which the Chair will vote against.

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 Resolutions 1 and 11 (except where I/we have indicated a different voting intention below) even though Resolutions 1 and 11 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	Adoption of Remuneration Report			
2	Re-election of Director – Mr. Bo Tan			
3	Re-election of Director – Mr. Ricky Lau			
4	Approval of 10% Placement Facility			
5	Ratification of Prior Issue of May Convertible Notes			
6	Ratification of Prior Issue of July Convertible Notes			
7a	Ratification of Tranche 1 Placement Shares - Listing Rule 7.1			
7b	Ratification of Tranche 1 Placement Shares - Listing Rule 7.1A			
8	Approval to issue Tranche 2 Placement Shares			
9	Approval to issue Placement Options			
10	Approval to enter Variation of Loan Agreement and Approval to Issue Director Shares to Bo Tan (or his nominee)			
11	Spill Resolution (Conditional Item)			
12	Election of Non-Board Endorsed Director – Mr Xuedong Li			

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).

AUTOMIC

GBE