All Registry communications to:
Automic Group GPO
Box 5193
Sydney NSW 2001
Telephone (free call within Australia): 1300 288 664
ASX Code: RMI
Email: hello@automicgroup.com.au

27 October 2025

Upcoming Annual General Meeting of Shareholders

Dear Shareholder,

Resource Minerals International Ltd ACN 008 045 083 (ASX: RMI or "the **Company**"), advises the 2025 Annual General Meeting will be held in person at Level 5, 191 St Georges Tce, Perth, Western Australia on Tuesday, 25 November 2025 at 10:00am (AWST) (**Meeting**).

Notice of Meeting
The Notice of Meeting and Explanatory Memorandum (**Notice**) for the Meeting is available online and can be viewed and downloaded by shareholders of the Company (**Shareholders**) from the Company's website at https://resmin.com.au/investor-centre/asx-announcements/ or the Company's ASX market announcements platform at www.asx.com.au (ASX: RMI).

In accordance with sections 110C-110K of the Corporations Act 2001 (Cth) (as inserted by the Treasury Laws Amendment (2021 Measures No.1) Act 2021 (Cth), Shareholders will not be sent a hard copy of the Notice or Proxy Form unless Shareholders have already notified the Company that they wish to receive documents such as the Notice and Proxy Form in hard copy.

Online scan the QR code below using your smartphone	Lodge the Proxy Form online at https://investor.automic.com.au/#/loginsah by following the instructions: 1. Login to the Automic website using the holding details as shown on your holding statement. 2. Click on 'View Meetings' – 'Vote'. To use the online lodgment facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown at the top of your holding statement.

For further information on the online proxy lodgment process, or if you require a hard copy Proxy Form, please contact the Company's Share Registry, Automic Registry Services (**Automic**), at hello@automicgroup.com.au or via phone on 1300 288 664 (within Australia) or +61 2 9698 5414 (overseas).

Shareholder queries in relation to the Meeting
Shareholders can contact the Company Secretary with any questions prior to the meeting via email at rmc@resmin.com.au.

Copies of all Meeting related material including the Notice and the Company's Annual Report, are available to download from the Company's website and the Company's ASX market announcements platform. In the event it is necessary or appropriate for the Company to make alternative arrangements for the Meeting, information will be provided to Shareholders via the ASX and the Company's website.

Authorised for ASX release by the Board of Resource Minerals International Ltd.

RESOURCE MINERALS INTERNATIONAL LTD
ACN 008 045 083
NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 10:00am (WST)

DATE: Tuesday, 25 November 2025

PLACE: Level 5, 191 St Georges Terrace, Perth WA 6000

The business of the Meeting affects your shareholding and your vote is important.

This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 10:00am (WST) on 23 November 2025.

BUSINESS OF THE MEETING

AGENDA

FINANCIAL STATEMENTS AND REPORTS

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

The reports referred to above are included in the 2025 Annual Report. A copy of the report is available on the Company's website at **https://resmin.com.au/investor-centre/company-reports/**.

Terms and abbreviations used in this Notice are defined in the Glossary.

1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

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

> *"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2025."*

Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company. However, if at least 25% of the votes cast on this Resolution are against it, the conditional spill resolution (Resolution 7) will be put to the Meeting.

Voting Prohibition Statement

In accordance with the Corporations Act, the Company will disregard any votes cast on the Resolution:

- by or on behalf of a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report, or their Closely Related Parties (including spouses, dependents and controlled companies), regardless of the capacity in which the votes are cast; or
- by a person who is a member of the Key Management Personnel at the date of the Meeting, or their Closely Related Parties, as a proxy.

However, votes will not be disregarded if they are cast as a proxy for a person entitled to vote on the Resolution:

- in accordance with a direction as to how the proxy is to vote on the Resolution; or
- the person is the Chair and the appointment of the Chair as proxy:
  - does not specify the way the proxy is to vote on the Resolution; and
  - expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

2. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – TREVOR MATTHEWS

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

"That, for the purpose of clause 14.2 of the Constitution, Listing Rules 14.4 and 14.5 and for all other purposes, Mr Trevor Matthews, a Director, retires, and being eligible, is re-elected as a Director."

3. RESOLUTION 3 – RE-ELECTION OF DIRECTOR – NOEL O'BRIEN

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

"That, for the purpose of clause 14.2 of the Constitution, Listing Rules 14.4 and 14.5 and for all other purposes, Mr Noel O'Brien, a Director, retires, and being eligible, is re-elected as a Director."

4. RESOLUTION 4 – RATIFICATION OF PRIOR ISSUE OF OPTIONS TO RIVERFORT

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

"That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 10,833,333 Options, each exercisable at $0.03 and expiring on 31 July 2027, to RiverFort, on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of RiverFort or any of its associates.

However, this does not apply to a vote cast in favour of Resolution 4 by:

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

- the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

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

5. RESOLUTION 5 – RATIFICATION OF PRIOR ISSUE OF CONVERTIBLE SECURITIES TO RIVERFORT

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

"That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 1,100,000 Convertible Securities, with a conversion price of $0.021 and a maturity date of 31 July 2026, to RiverFort, on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 5 by or on behalf of RiverFort or any of its associates.

However, this does not apply to a vote cast in favour of Resolution 5 by:

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

6. RESOLUTION 6 – RATIFICATION OF PRIOR ISSUE OF SHARES ISSUED ON CONVERSION OF CONVERTIBLE SECURITIES

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

"That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 13,857,143 Shares in connection with the conversion of Convertible Securities by RiverFort, on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 6 by or on behalf of RiverFort or any of its associates.

However, this does not apply to a vote cast in favour of Resolution 6 by:

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

- the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

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

7. RESOLUTION 7 – APPROVAL OF 7.1A MANDATE

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

> *"That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement."*

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 7 by or on behalf of:

- any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of Shares); or

- an associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 7 by:

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

- the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

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

8. RESOLUTION 8 – CONDITIONAL SPILL RESOLUTION

Condition for Resolution 8: Resolution 8 will be considered at the Meeting subject to, and conditional on, at least 25% of the votes cast on Resolution 1 being cast against the adoption of the Remuneration Report. The Explanatory Statement accompanying this Notice further explains the circumstances in which Resolution 8 will be put to the Meeting.

If the condition (described above) is satisfied, to consider, and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

"*That, as required by the Corporations Act:*

a. *an extraordinary general meeting of the Company (**Spill Meeting**) be held within 90 days of the passing of this resolution;*
b. *all of the directors who:*
    i. *were in office when the Directors' Report for the year ended 30 June 2025 was approved and who remain in office at the time of the Spill Meeting; and*
    ii. *are not a managing director of the Company who may, in accordance with the Listing Rules, continue to hold office indefinitely without being re-elected to the office,*

    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 then end of the Spill Meeting be put to the vote at the Spill Meeting.*"

Note: If you do not want a Spill Meeting to take place, you should vote "against" Resolution 8. If you want a Spill Meeting to take place, you should vote "for" Resolution 8.

Voting Prohibition Statement

In accordance with the Corporations Act, the Company will disregard any votes cast on the Resolution:

- by or on behalf of a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report, or their Closely Related Parties (including spouses, dependents and controlled companies), regardless of the capacity in which the votes are cast; or

- by a person who is a member of the Key Management Personnel at the date of the Meeting, or their Closely Related Parties, as a proxy.

However, votes will not be disregarded if they are cast as a proxy for a person entitled to vote on the Resolution:

- in accordance with a direction as to how the proxy is to vote on the Resolution; or

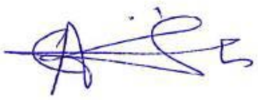
- the person is the Chair and the appointment of the Chair as proxy:

    - does not specify the way the proxy is to vote on the Resolution; and

    - expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Dated: 27 October 2025

By order of the Board



Asimwe Kabunga
Executive Chairman

Voting by proxy

To vote by proxy, please follow the instructions set out on the Proxy Form accompanying this Notice.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the Shareholder appoints two proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Proxy forms should be returned to the Company in accordance with the instructions on the enclosed Proxy Form by 10:00am (WST) on Sunday, 23 November 2025. Proxy Forms received later than this time will be invalid. The following methods of delivery for proxies are specified:

Online:	https://investor.automic.com.au/#/loginsah or scan the QR code on the Proxy Form using your smartphone
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 fax:	+61 2 8583 3040

Voting in person

To vote in person, attend the Meeting at the time, date and place set out above.

Chair's voting intentions

If the Chair is to act as your proxy (whether by appointment or by default) and you have not given directions on how to vote in the voting directions section of the Proxy Form for Resolutions 1 and/or 8, the Proxy Form expressly directs and authorises the Chair to cast your votes **FOR** Resolution 1 and **AGAINST** Resolution 8. This express authorisation is included because without it the Chair would be precluded from casting your votes as these Resolutions are connected with the remuneration of Key Management Personnel. Subject to any voting prohibitions that may apply to the Chair in respect of Resolutions 1 and 8 to restrict the Chair from voting undirected proxies, the Chair intends to vote all undirected proxies **FOR** of Resolutions 1 to 7 and **AGAINST** Resolution 8 (if that Resolution is required to be considered at the Meeting).

Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary on + 61 8 6245 9438.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

FINANCIAL STATEMENTS AND REPORTS

In accordance with the Corporations Act, the business of the Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2025 together with the declaration of the Directors, the Directors' report, the Remuneration Report and the auditor's report.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The Company's annual financial report is available on its website at **https://resmin.com.au/**.

1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

1.1 General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the company or the directors of the company.

The remuneration report sets out the company's remuneration arrangements for the directors and senior management of the company. The remuneration report is part of the directors' report contained in the annual financial report of the company for a financial year.

The chair of the meeting must allow a reasonable opportunity for its shareholders to ask questions about or make comments on the remuneration report at the annual general meeting.

1.2 Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company (**Spill Resolution**) if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting (**Spill Meeting**) within 90 days of the second annual general meeting.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the most recent financial year) was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

1.3 Previous voting results

At the Company's 2024 annual general meeting, 35.11% of the votes cast on the resolution to adopt the Company's 2024 remuneration report voted against its adoption. This 'against vote' of at least 25% constituted what is referred to as a 'first strike'. If a 'second strike' is received at the 2025 annual general meeting in relation to the adoption of the 2025 Remuneration Report, Resolution 8 (Conditional Spill Resolution) will be put to a vote in accordance with the Corporations Act. The operation and consequences of a Spill Resolution are set out in section 6 below.

1.4 Response to the first strike

In response to the first strike, the Board spent considerable time reflecting on improvements to remuneration arrangements and outcomes to ensure Shareholder concerns were fully addressed.

In arriving at the overall remuneration outcomes for Key Management Personnel in the financial year ending 30 June 2025:

- The Company reduced the number of Directors on the Board,
- There were no Director fee increases, and
- The Company issued Shares in lieu of Director fees, the issue of which was approved by Shareholders at the General Meeting held on 30 July 2025.

The Company will continue to review its remuneration framework in accordance with market conditions and wider Shareholder expectations.

1.5 Board recommendation

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

2. RESOLUTIONS 2 AND 3 – RE-ELECTION OF DIRECTORS – TREVOR MATTHEWS AND NOEL O'BRIEN

2.1 General

Clause 14.2 of the Constitution provides that, at each annual general meeting (**AGM**) of the Company, one-third of the Directors must retire, provided that no Director (except a managing director) shall hold office for a period in excess of 3 years, or until the third AGM following their appointment (whichever is longer) without submitting themselves for re-election.

Similarly, Listing Rule 14.4 requires that a director of a company (except a managing director) must not hold office (without re-election) past the third AGM following their appointment or 3 years, whichever is longer. Listing Rule 14.5 requires a company to hold an election of directors at each AGM.

In accordance with clause 14.2 of the Constitution and Listing Rules 14.4 and 14.5, Mr Trevor Matthews and Mr Noel O'Brien being Directors, retire by way of rotation and, being eligible, offer themselves for re-election as a Director.

2.2 Qualifications and other material directorships

(a) **Trevor Matthews**

Mr Trevor Matthews was appointed as a Director by the Board on 22 November 2021 and elected as a Director by Shareholders on 29 November 2022.

Mr Matthews has an accounting and finance background with 38 years' experience in the resources industry, including roles with diversified mining houses North and WMC Resources in executive-level positions, and most recently, he was Managing Director/CEO of ASX-listed Volt Resources Limited for a six-year term. Previously he held the role of Managing Director at MZI Resources (2012-16), advancing the $110 million Keysbrook mineral sands project from feasibility study stage through to production, and Murchison Metals (2005-12), developing an operating iron ore mine and associated logistics infrastructure in WA's Midwest as part of a larger JV with Mitsubishi Corporation to develop a large-scale iron ore mine and the multi-user Oakajee Port and Rail infrastructure project. Consequently, he has extensive executive management experience in feasibility studies, project planning/development, coordination, and effectively leveraging capital markets to secure the appropriate mix of debt/equity funding to successfully complete a mining project.

(b) **Noel O'Brien**

Mr Noel O'Brien was appointed as a Director by the Board on 20 June 2022 and elected as a Director by Shareholders on 29 September 2022.

Mr O'Brien is a highly experienced metallurgist and company executive with broad experience across a distinguished career of over 40 years. Mr O'Brien has a depth of technical knowledge across metallurgy as well as processing strategy and analysis. Mr O'Brien has been a Non-Executive Director of Galileo Mining Limited (ASX:GAL) since December 2017 , and during his tenure the company's market capitalisation has increased tenfold. Mr O'Brien also holds a number of advisory roles across other listed and unlisted exploration and mining companies.

2.3 Independence

(a) **Trevor Matthews**

Trevor Matthews currently holds 5,047,619 fully paid ordinary shares in the Company. He has no other interests, position or relationship that might influence, or reasonably be perceived to influence, in a material respect his capacity to bring an independent judgement to bear on issues before the Board and to act in the best interest of the Company as a whole rather than in the interests of an individual security holder or other party.

(b) **Noel O'Brien**

Noel O'Brien currently holds 3,011,365 fully paid ordinary shares in the Company. He has no other interests, position or relationship that might influence, or reasonably be perceived to influence, in a material respect his capacity to bring an independent judgement to bear on issues before the Board and to act in the best interest of the Company as a whole rather than in the interests of an individual security holder or other party.

2.4 Other material information

Trevor Matthews has confirmed that he considers he will have sufficient time to fulfil his responsibilities as a Non-Executive Director of the Company and does not consider that any other commitment will interfere with his availability to perform his duties as a Non-Executive Director of the Company.

Noel O'Brien has confirmed that he considers he will have sufficient time to fulfil his responsibilities as a Non-Executive Director of the Company and does not consider that any other commitment will interfere with his availability to perform his duties as a Non-Executive Director of the Company.

2.5 Technical information required by Listing Rule 14.1A

If Resolution 2 is passed, Trevor Matthews will be re-elected to the Board as a Non-Executive Director.

If Resolution 3 is passed, Noel O'Brien will be re-elected to the Board as a Non-Executive Director.

In the event that Resolution 2 is not passed, Trevor Matthews will not be re-elected as Non-Executive Director. The Company may seek nominations or otherwise identify suitably qualified candidates to join the Company. As an additional consequence, this may detract from the Board and Company's ability to execute on its strategic vision.

In the event that Resolution 3 is not passed, Noel O'Brien will not be re-elected as a Non-Executive Director. The Company may seek nominations or otherwise identify suitably qualified candidates to join the Company. As an additional consequence, this may detract from the Board and Company's ability to execute on its strategic vision.

2.6 Board recommendation

The Board considers that Mr Matthew's skills and experience will continue to enhance the Board's ability to perform its role. Accordingly, the Board (other than Mr Matthews) supports the election of Mr Matthews and recommends that Shareholders vote in favour of Resolution 2.

The Board considers that Mr O'Brien's skills and experience will continue to enhance the Board's ability to perform its role. Accordingly, the Board (other than Mr O'Brien) supports the election of Mr O'Brien and recommends that Shareholders vote in favour of Resolution 3.

3. RESOLUTIONS 4 AND 5 – RATIFICATION OF PRIOR ISSUE OF OPTIONS AND CONVERTIBLE SECURITIES TO RIVERFORT

3.1 Background

On 31 July 2025, the Company announced that it had entered into a funding agreement with [RiverFort Global Opportunities Fund PCC Ltd] (**RiverFort**) for the provision of funding of up to $5,000,000 (**Funding Agreement**) by the issue of convertible securities (**Convertible Securities**). The first drawdown under the Funding Agreement was for $1,300,000 (before fees) and the funds were drawn on 31 July 2025 (**First Drawdown**). The use of funds from the First Drawdown were as follows:

- Rotary Air Blast (**RAB**) drilling at the Mpanda copper-gold project,
- Progress on the option to acquire and commence gold exploration activities in Saudi Arabia,
- Maintaining limited exploration activities on the Company's Tanzanian nickel projects and the Finland lithium projects, and

- General working capital.

The key terms of the Funding Agreement are as follows:

Facility	Funding Agreement
Headline Amount	$5,000,000
Execution Date	The date on which the agreement is signed by all relevant parties and is executed, being 30 July 2025.
Facility Term	Three years from the Execution Date.
First Drawdown and First Drawdown Date	RiverFort will advance A$1,300,000 before fees to the Company on 31 July 2025 (**First Drawdown Date**) and the Company will issue 1,300,000 Convertible Securities (with a face value of A$1 each) on the First Drawdown Date.
Conversion Price	The Convertible Securities can be converted into Shares by dividing the face value of the Convertible Securities to be converted by the conversion price. At the time of converting Convertible Securities into Shares, accrued but unpaid interest can, at the election of RiverFort, be converted into Shares at the conversion price. The First Drawdown conversion price is A$0.021 (2.1 cents).
Interest	7% fixed coupon. To be paid in cash on the Maturity Date, unless accrued but unpaid interest is converted into Shares at the conversion price.
Maturity Date	Each drawdown under the Facility (**Drawdown**) matures on the day which is 12 months after the date that the Convertible Securities in respect of that Drawdown were issued, unless earlier redeemed or converted.
Early Redemption	The Company has the option of early redemption on outstanding Convertible Securities prior to the Maturity Date. There is a 10% fee payable on the amount redeemed.
Drawdown Fee and Options	Drawdown Fee of 5% of the relevant Drawdown paid in cash and deducted from gross proceeds. On the First Drawdown Date the Company will issue 10,833,333 unlisted Options with a 24 month maturity and exercise price of A$0.03 (3 cents). Each Option is convertible into one Share upon payment of the exercise price.
Further Drawdowns	Convertible Securities with a Conversion Price of 130% of the relevant Reference Price, 12 month maturity from Drawdown, 5% Drawdown Fee, 7% fixed coupon and Options equal to 25% of the further Drawdown amount divided by the relevant Reference Price with a 24 month maturity and exercise price at a 50% premium to the relevant Reference Price.
Security	A first ranking general security over all present and after acquired property of the Company and subsidiary guarantees.

Reference Price	The average of 5 daily volume weighted average prices of Shares on the ASX preceding the relevant Drawdown.
Other	The Funding Agreement contains representations, warranties, undertakings and events of default considered by the Company to be customary for agreements of this nature.

Pursuant to the terms of the Funding Agreement, the Company issued 10,833,333 Options and 1,300,000 Convertible Securities to RiverFort on 1 August 2025 using the Company's existing 15% placement capacity under Listing Rule 7.1.

On 14 October 2025:

(a) 200,000 Convertible Securities were converted into 9,523,810 Shares; and

(b) an additional 4,333,333 Shares were issued in respect of A$91,000 worth of interest that had accrued (but was unpaid) in relation to the First Drawdown,

for a total of 13,857,143 Shares. The Company is separately seeking Shareholder approval for the ratification of these 13,857,143 Shares pursuant to Resolution 6.

3.2 Listing Rules 7.1 and 7.4

Resolution 4 seeks Shareholder approval for the ratification of the prior issue and allotment of 10,833,333 Options exercisable at $0.03 each and expiring on 31 July 2027 (**Drawdown Fee Options**) to RiverFort, which were issued on 1 August 2025 (**Issue Date**).

Resolution 5 seeks Shareholder approval for the ratification of the prior issue and allotment of 1,100,000 Convertible Securities with a conversion price of A$0.021 and a maturity date of 31 July 2026 to RiverFort, which were issued on the Issue Date.

All of the Drawdown Fee Options and Convertible Securities were issued by utilising the Company's existing capacity under Listing Rule 7.1.

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

The issue of the Drawdown Fee Options and Convertible Securities does not fit within any of the exceptions to Listing Rule 7.1 and, as it has not been approved by the Company's 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 Issue Date.

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 Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

To this end, Resolution 4 seeks Shareholder approval to the issue of the Drawdown Fee Options and Resolution 5 seeks Shareholder approval to the issue of the Convertible Securities, each for the purposes of Listing Rule 7.4 and for all other purposes.

If the relevant Resolution is passed, the issue of the Drawdown Fee Options or Convertible Securities (as applicable) 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 the relevant Resolution is not passed, the issue of Drawdown Fee Options or Convertible Securities (as applicable) will be included in calculating the Company's 15% limit in 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.

3.3 Information required by Listing Rule 7.5

The following information is provided for the purposes of Listing Rule 7.5:

(a) 10,833,333 Drawdown Fee Options were issued on 1 August 2025. As at last practicable date prior to finalising the Notice, all of these Drawdown Fee Options remain on issue. The 10,833,333 Drawdown Fee Options are convertible into a maximum of 10,833,333 Shares. Accordingly, a maximum of 10,833,333 Shares may be issued on conversion of the Drawdown Fee Options the subject of Resolution 4.

(b) 1,300,000 Convertible Securities were issued on 1 August 2025. As at last practicable date prior to finalising the Notice, 1,100,000 Convertible Securities remain on issue. The 1,100,000 Convertible Securities are convertible into a maximum of 52,380,952 Shares at the conversion price of A$0.021 (2.1 cents). As noted in section 3.1 above, accrued but unpaid interest can also be converted at the conversion price of A$0.021 (2.1 cents). A maximum of 52,380,952 Shares (which assumes that all of the 1,100,000 Convertible Securities are converted, and accrued interest has been repaid as noted in Section 3.1 (b) above, on the First Drawdown maturity date of 31 July 2026). Accordingly, a maximum of 52,380,952 Shares may be issued on conversion of the Convertible Securities the subject of Resolution 5.

(c) The Drawdown Fee Options and Convertible Securities were issued to RiverFort, who is not a related party or substantial holder of the Company, a member of the Company's key management personnel, an adviser to the Company or an associate of any of those persons.

(d) The 10,833,333 Drawdown Fee Options are unlisted Options each exercisable at $0.03 and expiring on 31 July 2027. Shares issued on exercise of the Drawdown Fee Options will be fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue. Full terms and conditions of the Drawdown Fee Options are set out in Annexure A.

(e) The Drawdown Fee Options were issued by the Company pursuant to the terms of the Funding Agreement as part of the fees provided to RiverFort for RiverFort providing the initial drawdown of $1,300,000. Accordingly, no funds were raised from the issue of the Drawdown Fee Options. If any Drawdown Fee Options are exercised, RiverFort must pay the Company the exercise price of $0.03 per Option exercised (i.e. $325,000 if all Options are exercised), which funds are currently intended to be applied towards reducing any amount outstanding under the Funding Agreement or otherwise used for general corporate and working capital purposes.

(f) The 1,100,000 Convertible Securities are unlisted convertible notes with a conversion price of $0.021 and a maturity date of 31 July 2026. Shares issued on conversion of the Convertible Securities (and any Shares issued in respect of accrued but unpaid interest) will be fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue. A summary of the material terms of the Convertible Securities is set out in section 3.1.

(g) The Convertible Securities were issued by the Company pursuant to the terms of the Funding Agreement, specifically as part of the First Drawdown under the Funding Agreement of $1,300,000. The use of funds from the issue of the Convertible Securities were as follows:

- RAB drilling at the Mpanda copper-gold project,
- Progress on the option to acquire and commence gold exploration activities in Saudi Arabia,
- Maintaining limited exploration activities on the Company's Tanzanian nickel projects and the Finland lithium projects, and
- General working capital.

(h) The key terms of the Funding Agreement are set out in Section 3.1.

(i) A voting exclusion statement is included in the Notice.

3.4 Board recommendation

The Board recommends that Shareholders vote in favour of Resolutions 4 and 5.

4. RESOLUTION 6 – RATIFICATION OF PRIOR ISSUE OF SHARES ISSUED ON CONVERSION OF CONVERTIBLE SECURITIES

4.1 General

As summarised in Section 3.1 above, the Company has entered into a Funding Agreement with RiverFort pursuant to which 1,300,000 Convertible Securities have been issued in relation to the First Drawdown.

On 14 October 2025:

(a) 200,000 of these Convertible Securities were converted into 9,523,810 Shares; and

(b) an additional 4,333,333 Shares were issued in respect of A$91,000 worth of interest that had accrued (but was unpaid) in relation to the First Drawdown,

for a total of 13,857,143 Shares (**Conversion Shares**).

4.2 Listing Rules 7.1 and 7.4

Resolution 6 seeks Shareholder approval for the ratification of the prior issue and allotment of the 13,857,143 Conversion Shares.

As summarised in Section 3.2 above, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that 12-month period.

The issue of the Conversion 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 Conversion Shares.

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 Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

To this end, Resolution 6 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the Conversion Shares.

If the Resolution is passed, the issue of the Conversion Shares will be <u>excluded</u> 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 date of issue of the Conversion Shares.

If the Resolution is not passed, the issue of the Conversion Shares will be <u>included</u> in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12 month period following the date of issue of the Conversion Shares.

4.3 Information required by Listing Rule 7.5

The following information is provided for the purposes of Listing Rule 7.5:

(a) The Conversion Shares were issued to RiverFort, who is not a related party or substantial holder of the Company, a member of the Company's key management personnel, an adviser to the Company or an associate of any of those persons.

(b) 13,857,143 Conversion Shares were issued and the Conversion 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.

(c) The Conversion Shares were issued on 14 October 2025.

(d) The Conversion Shares were issued in respect of the conversion of:

  (i) 200,000 Convertible Securities; and

  (ii) A$91,000 worth of accrued but unpaid interest in relation to the First Drawdown,

  at the conversion price of A$0.021 (2.1 cents).

(e) The purpose of the issue of the Conversion Shares was to satisfy the Company's obligations under the Funding Agreement. No funds were raised from the issue of the Conversion Shares.

(f) The Conversion Shares were issued to RiverFort under the Funding Agreement. A summary of the Funding Agreement is set out in Section 3.1.

(g) A voting exclusion statement is included in the Notice.

4.4 Board recommendation

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

5. RESOLUTION 7 – APPROVAL OF 7.1A MANDATE

5.1 General

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

However, under Listing Rule 7.1A, an eligible entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**7.1A Mandate**).

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of $300,000,000 or less. The Company is an eligible entity for these purposes.

As at the date of the Notice, the Company is an eligible entity as it is not included in the S&P/ASX 300 Index and has a current market capitalisation of $20,718,755 (based on the number of Shares on issue and the closing price of Shares on the ASX on 10 October 2025).

Resolution 7 seeks Shareholder approval by way of special resolution for the Company to have the additional 10% placement capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

If Resolution 7 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If Resolution 7 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval under Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

Resolution 7 is a special resolution. Accordingly, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting must be in favour of Resolution 7 for it to be passed.

5.2 Technical information required by Listing Rule 7.1A

Pursuant to and in accordance with Listing Rule 7.3A, the information below is provided in relation to Resolution 7:

(a) **Period for which the 7.1A Mandate is valid**

The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following:

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

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

(iii) the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).

(b) **Minimum price**

Any Equity Securities issued under the 7.1A Mandate must be in an existing quoted class of Equity Securities and be issued for cash consideration at a minimum price of 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:

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

(ii) if the Equity Securities are not issued within 10 trading days of the date in Section 5.2(b)(i), the date on which the Equity Securities are issued.

(c) **Use of funds raised under the 7.1A Mandate**

The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate for continued exploration expenditure on the Company's current projects, for potential future exploration activities, for corporate administration and working capital purposes.

(d) **Risk of Economic and Voting Dilution**

Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue. If Resolution 7 is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Equity Securities on issue or proposed to be issued as at 16 October 2025.

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 7.1A Mandate.

Number of Shares on Issue (Variable A in Listing Rule 7.1A.2)		Dilution			
		Shares issued – 10% voting dilution	Issue Price		
			$0.0145	$0.029	$0.0435
			50% decrease	Issue Price	50% increase
			Funds Raised		
Current	781,218,435 Shares	78,121,844 Shares	$1,132,767	$2,265,533	$3,398,300
50% increase	1,171,827,653 Shares	117,182,765 Shares	$1,699,150	$3,398,300	$5,097,450
100% increase	1,562,436,870 Shares	156,243,687 Shares	$2,265,533	$4,531,067	$6,796,600

*The number of Shares on issue (Variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.

The table above uses the following assumptions:

1. There are currently 781,218,435 Shares as at the date of the Notice.
2. The issue price set out above is the closing market price of the Shares on the ASX on 16 October 2025 (being $0.029).
3. The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.
4. The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1.
5. The issue of Equity Securities under the 7.1A Mandate consists only of Shares. It is assumed that no convertible Equity Securities are converted into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.
6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.

7. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed.

8. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.

9. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A Mandate, based on that Shareholder's holding at the date of the Meeting.

Shareholders should note that there is a risk that:

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

(ii) the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.

(e) **Allocation policy under the 7.1A Mandate**

The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.

The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to the following factors:

(i) the purpose of the issue;

(ii) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement or other offer where existing Shareholders may participate;

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

(iv) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;

(v) prevailing market conditions; and

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

(f) **Previous approval under Listing Rule 7.1A**

The Company has previously sought approval under Listing Rule 7.1A on 28 November 2024 (**Previous Approval**). During the 12-month period preceding the date of the Meeting, being on and from 28 November 2024, and as at the date of this Notice, the Company has issued 15,443,854 Shares pursuant to the Previous Approval (**Previous Issue**), which represent approximately 2.14% of the total fully-diluted number of Equity Securities on issue in the Company on 28 November 2024, which was 720,473,768.

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

The following information is provided in accordance with Listing Rule 7.3A.6(b) in respect of the Previous Issue:

Date of Issue and Appendix 2A	**Date of Issue**: 28 May 2025 **Date of Appendix 2A**: 28 May 2025
Recipients	Professional and sophisticated investors as part of a placement announced on 22 May 2025 (**Placement**). The Placement participants were identified by the Company as investors who may be interested in participating in the Placement. The Company invited these investors to participate in the Placement following discussions with these investors. None of the investors to whom the Company issued Shares under the Placement in reliance on the Previous Approval were a related party, Key Management Personnel, substantial holder or adviser of the Company (or an associate of any of these).
Number and Class of Equity Securities Issued	15,443,854 Shares[2]
Issue Price and discount to Market Price[1] (if any)	AUD0.021 per Share (at a discount of 8% to Market Price)
Total Cash Consideration and Use of Funds	**Amount raised under the Placement**: AUD2,000,000 (before costs), of which AUD324,321 (before costs) was raised from the issue of Shares in reliance on the Previous Approval. **Amount spent**: AUD2,000,000 (before costs) **Amount remaining**: nil **Use of funds[3]**: The Placement funds augmented existing funds and have been used for: • Copper-gold exploration including soil and auger sample analysis and RAB drilling programme in Tanzania, • Assessment of near-term mining and processing opportunities, • Debt repayment, and • General working capital and Placement costs.

Notes:

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

5.3 Voting Exclusion Statement

A voting exclusion statement is included in the Notice. As at the date of the Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A. Therefore, no existing Shareholders will be excluded from voting on Resolution 7.

5.4 Board recommendation

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

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6. RESOLUTION 8 – CONDITIONAL SPILL RESOLUTION

6.1 General

This Spill Resolution will only be put to the Meeting if at least 25% of the votes cast on Resolution 1 are cast against that Resolution.

If less than 25% of the votes cast on Resolution 1 are cast against that Resolution, there will be no "second strike" and the Spill Resolution (this Resolution 8) will not be put to the Meeting.

If this Spill Resolution is put to the Meeting, it will only be passed if a simple majority (more than 50%) of the votes validly cast on it are in favour of it.

6.2 Effect of Spill Resolution if passed

If this Spill Resolution is put to the Meeting and passed, an extraordinary meeting of Shareholders (**Spill Meeting**) must be held within 90 days.

In that event, all of the Directors (except any managing director) who were in office when the Directors' Report for the year ended 30 June 2025 was approved and who remain in office at the time of the Spill Meeting will cease to hold office immediately before the end of the Spill Meeting (unless they are elected at the Spill Meeting).

The Directors who were in office when the Directors' Report for the year ended 30 June 2025 was approved are:

Asimwe Kabunga
Trevor Matthews
Noel O'Brien

If Resolution 8 is put to, and passed at, the Meeting, then all of the above Directors (except any managing director), assuming they are, and wish to continue as, Directors of the Company, will need to stand for election at the Spill Meeting, notwithstanding that they may have been recently re-elected at the Meeting.

The Board notes that convening a Spill Meeting would cause significant disruption, uncertainty and cost to the Company, which the Board does not consider would be in the best interests of the Company or its Shareholders given that Shareholders will already have had the opportunity to consider whether to re-elect a majority of the existing Board members at the Meeting.

6.3 Board recommendation

The Board does not consider Resolution 8 to be in the best interests of the Company and its Shareholders, and unanimously recommends that Shareholders vote **against** the Resolution.

The Board acknowledges that the Directors have a personal interest in some aspects of the Remuneration Report.

GLOSSARY

$** or **A$ means Australian dollars.

7.1A Mandate has the meaning given in Section 5.1.

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

Board means the board of directors of the Company.

Chair means the chair of the Meeting.

Closely Related Party of a member of the Key Management Personnel means:

(a) a spouse or child of the member;

(b) a child of the member's spouse;

(c) a dependent of the member or the member's spouse;

(d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;

(e) a company the member controls; or

(f) a person prescribed by the Corporations Regulations 2001 (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

Company means Resource Minerals International Ltd (ACN 008 045 083).

Constitution means the Company's constitution.

Convertible Securities has the meaning given in Section 3.1.

Conversion Shares has the meaning given in Section 4.1.

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

Directors means the directors of the Company.

Drawdown Fee Options has the meaning given in Section 3.2.

Equity Securities includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

Explanatory Statement means the explanatory statement accompanying the Notice.

First Drawdown has the meaning given in Section 3.1.

Funding Agreement has the meaning given in Section 3.1.

Key Management Personnel has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

Listing Rules means the Listing Rules of ASX.

Meeting means the Company's 2025 annual general meeting.

Notice means the notice convening the Meeting including this Explanatory Statement and the Proxy Form.

Option means an option to acquire a Share.

Proxy Form means the proxy form accompanying the Notice.

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

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

RiverFort has the meaning given in Section 3.1.

Section means a section of this Explanatory Statement.

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

Shareholder means a registered holder of a Share.

Spill Resolution has the meaning given in Section 1.2.

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

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

ANNEXURE A – TERMS AND CONDITIONS OF DRAWDOWN FEE OPTIONS

The Drawdown Fee Options have the following terms:

(a) **Entitlement**: Each Option entitles the Option Holder to subscribe for one fully-paid ordinary Share in the Company upon payment of the Exercise Price for each Option.

(b) **No payment on grant**: The Option Holder is not required to pay any amount on the grant of an Option.

(c) **Exercise price**: The exercise price of each Option is:

(i) For options issued on the First Drawdown Date:

(a) A$0.03 for such number of Options equal to 25% of the First Drawdown divided by the Reference Price;

(ii) For options issued on each Further Drawdown Date:

(a) 150% of the Reference Price in respect of the relevant Drawdown for such number of Options equal to 25% of the relevant Further Drawdown divided by the Reference Price.

(d) **Expiry date:** Each Option may be exercised at any time before 5.00pm (WST) on the date that is 24 months after their grant (**Expiry Date**). Any Option not exercised by the Expiry Date will automatically expire.

(e) **Certificate or Holding Statement**: The Company must give the Option Holder a certificate or holding statement stating:

(i) the number of Options issued to the Option Holder;

(ii) the Exercise Price of the Options; and

(iii) the date of issue of the Options.

(f) **Transfer:** The Options are non-transferable.

(g) **Quotation of Options**: The Company will not apply to ASX for quotation of the Options.

(h) **Quotation of Shares:** The Company will apply to ASX for quotation of the Shares issued on exercise of the Options as soon as practicable after such Shares are issued.

(i) **New issues**: The Option Holder is not entitled to participate in any new issue to Shareholders of Securities in the Company unless it has exercised its Options before the record date for determining entitlements to the new issue of Securities and participate as a result of holding Shares.

(j) **Bonus issues**: If the Company makes a bonus issue of Shares or other Securities to Shareholders (except an issue in lieu of dividends or by way of dividend reinvestment) and no Share has been issued in respect of the Option before the record date for determining entitlements to the issue, then the number of underlying Shares over which the Option is exercisable will be increased by the number of Shares which the Option Holder would have received if the Option Holder had exercised the Option before the record date for determining entitlements to the issue.

(k) **Reorganisation:** If there is a reorganisation (including consolidation, sub-division, reduction or return) of the share capital of the Company, then the rights of the Option Holder (including the number of Options to which the Option Holder is entitled to and the Exercise Price) will be changed to the extent necessary to comply with the Listing Rules applying to a reorganisation of capital at the time of the reorganisation.

Any calculations or adjustments which are required to be made will be made by the Company's Board and will, in the absence of manifest error, be final and conclusive and binding on the Company and the Option Holder.

The Company must, within a reasonable period, give to the Option Holder notice of any change to the Exercise Price of any Options held by the Option Holder or the number of Shares which the Option Holder is entitled to subscribe for on exercise of an Option.

(l) **Notices:** The provisions of the Constitution regarding notices to be given to holders of Shares shall apply *mutatis mutandis* to notices to be given to Option Holders.

(m) **Cashless Exercise:** Subject to these terms, an Option Holder may satisfy its obligation to pay the Exercise Price in respect of an Option by providing the Company with a notice of offset of monetary indebtedness owed by the Company to the Option Holder under the Funding Agreement to the extent of the Exercise Price.

(n) **Exercise of Options:**

(i) To exercise Options, the Option Holder must give the Company or its Share Registry, at the same time:

(a) a written exercise notice (in the form approved by the board of the Company from time to time) specifying the number of Options being exercised and Shares to be issued;

(b) payment of the Exercise Price for the Options the subject of the exercise notice, by way of bank cheque or by other means of payment approved by the Company (including by way of a notice of cashless exercise as mentioned in paragraph (m)); and

(c) any certificate for the Options.

(ii) The Option Holder may only exercise Options in multiples of 10,000 Options unless the Option Holder exercises all Options held by the Option Holder.

(iii) Options will be deemed to have been exercised 30 days after the exercise notice and Exercise Price are received by the Company.

(iv) If the Option Holder exercises less than the total number of Options registered in the Option Holder's name:

(a) the Option Holder must surrender their Option certificate (if any); and

(b) the Company must cancel the Option certificate (if any) and issue the Option Holder a new Option certificate or holding statement stating the remaining number of Options held by the Option Holder.

(o) **Issue of Shares on exercise of Options:**

(i) Within five Business Days after receiving an application for exercise of Options and payment by the Option Holder of the Exercise Price, the Company must issue the Option Holder the number of Shares specified in the application.

(ii) Subject to the Constitution, all Shares issued on the exercise of Options will rank in all respects (including rights relating to dividends) equally with the existing Shares of the Company at the date of issue.

(p) **Governing law**: These terms and the rights and obligations of the Option Holder are governed by the laws of Western Australia. The Option Holder irrevocably and unconditionally submits to the non-exclusive jurisdiction of the courts of Western Australia.

RESOURCE MINERALS INTERNATIONAL LTD

Proxy Voting Form

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

Resource Minerals International Ltd | ABN 97 008 045 083

Your proxy voting instruction must be received by **10:00am (AWST) on Sunday, 23 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 Resource Minerals International Ltd, to be held at **10:00am (AWST) on Tuesday, 25 November 2025 at Level 5, 191 St Georges Terrace, Perth WA 6000** hereby:

Appoint the Chair of the Meeting (Chair) OR if you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

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

AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS
Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 1 and 8 (except where I/we have indicated a different voting intention below) even though Resolutions 1 and 8 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

AUTOMIC

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	ADOPTION OF REMUNERATION REPORT			
2	RE-ELECTION OF DIRECTOR – TREVOR MATTHEWS			
3	RE-ELECTION OF DIRECTOR – NOEL O'BRIEN			
4	RATIFICATION OF PRIOR ISSUE OF OPTIONS TO RIVERFORT			
5	RATIFICATION OF PRIOR ISSUE OF CONVERTIBLE SECURITIES TO RIVERFORT			
6	RATIFICATION OF PRIOR ISSUE OF SHARES ISSUED ON CONVERSION OF CONVERTIBLE SECURITIES			
7	APPROVAL OF 7.1A MANDATE			
8	CONDITIONAL SPILL RESOLUTION			

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.

RMI

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).