28 October 2025

Vital Metals Limited Annual General Meeting
Notice and Access Letter

Notice is hereby given that the Annual General Meeting (**Meeting**) of Shareholders of Vital Metals Limited (**Company** or **Vital**) will be held at Level 5, 56 Pitt Street, Sydney NSW 2000 at 1:00 pm (AEDT) on 28 November 2025.

As permitted by the *Corporations Act 2001* (Cth), the Company will not be sending hard copies of the Notice of Meeting and accompanying Explanatory Memorandum (**Notice of Meeting**) to shareholders unless a shareholder has requested a hard copy. The Notice of Meeting can be viewed and downloaded from the link set out below:
https://vitalmetals.com/investor-centre/asx-announcements/

Alternatively, the Notice of Meeting will also be available on the ASX website, ticker code: VML, at the following link:
https://www.asx.com.au/markets/company/VML

In order for your proxy to count, you will need to either complete an online proxy, or lodge your completed hard copy Proxy Form as per the instructions on the enclosed Proxy Form, by no later than 1.00pm (AEDT) on 26 November 2025.

The Company strongly encourages all shareholders to lodge their directed proxy votes prior to the Meeting and appoint the Chair as their proxy. All voting at the Meeting will be conducted by poll.

If it becomes necessary or appropriate to make alternative arrangements to those set out in the Notice of Meeting, the Company will notify shareholders accordingly via the Company's website and the ASX Market Announcements Platform. In order to receive electronic communications from the Company in the future, please update your Shareholder details online at https://investor.xcend.app/register and log in with your unique shareholder identification number and postcode (or country for overseas residents).

The Notice of Meeting is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser. If you have any difficulties obtaining a copy of the Notice of Meeting please contact the Company's share registry, Xcend on +61 (02) 8591 8509.

Yours faithfully,

Louisa Martino
Company Secretary

T (61) 2 8823 3179I E vital@vitalmetals.com.au I W www.vitalmetals.com.au

A Level 5, 56 Pitt Street, Sydney NSW 2000

VITAL METALS LIMITED
ACN 112 032 596
NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 1:00pm (AEDT)

DATE: Friday, 28 November 2025

PLACE: Level 5
56 Pitt Street
SYDNEY NSW 2000

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 7:00PM AEDT on Wednesday, 26 November 2025.

BUSINESS OF THE MEETING

FINANCIAL STATEMENTS AND REPORTS

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

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.

2. RESOLUTION 2 – ELECTION OF A DIRECTOR – ALEXIUS CHAN

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 7.6 of the Constitution, Listing Rule 14.4 and for all other purposes, Alexius Chan, a Director who was appointed casually on 22 September 2025, retires, and being eligible, is elected as a Director."*

3. RESOLUTION 3 – ELECTION OF A DIRECTOR – DAVID DIKKEN

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 7.6 of the Constitution, Listing Rule 14.4 and for all other purposes, David Dikken, a Director who was appointed as an additional Director on 22 September 2025, retires, and being eligible, is elected as a Director."*

4. RESOLUTION 4 – ELECTION OF A DIRECTOR – DOUGLAS MACLENNAN

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 7.6 of the Constitution, Listing Rule 14.4 and for all other purposes, Douglas MacLennan, a Director who was appointed as an additional Director on 22 September 2025, retires, and being eligible, is elected as a Director."*

5. RESOLUTION 5 – ELECTION OF A DIRECTOR – ANDREW NESBITT

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 7.6 of the Constitution, Listing Rule 14.4 and for all other purposes, Andrew Nesbitt, a Director who was appointed casually on 10 October 2025, retires, and being eligible, is elected as a Director."*

6. RESOLUTION 6 – RATIFICATION OF PRIOR ISSUE OF OPTIONS TO ASIA PACIFIC HOLDINGS LIMITED – LOAN AGREEMENT

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

> *"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of Options to Asia Pacific Holdings Limited on the terms and conditions set out in the Explanatory Statement."*

7. RESOLUTION 7 – RATIFICATION OF PRIOR ISSUE OF SHARES TO STRATEGIC RESOURCES UNDER TRANCHE 1 OF THE PLACEMENT - LISTING RULE 7.1

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 16,804,890 Shares to Strategic Resources on the terms and conditions set out in the Explanatory Statement."

8. RESOLUTION 8 – RATIFICATION OF PRIOR ISSUE OF SHARES TO STRATEGIC RESOURCES UNDER TRANCHE 1 OF THE PLACEMENT - LISTING RULE 7.1A

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 11,789,926 Shares to Strategic Resources on the terms and conditions set out in the Explanatory Statement."

9. RESOLUTION 9 – APPROVAL TO ISSUE SHARES UNDER TRANCHE 2 OF THE PLACEMENT TO RICHARD KAO

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 47,290,000 Shares to Mr Ricard Kao (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

10. RESOLUTION 10 – APPROVAL TO ISSUE SHARES UNDER TRANCHE 2 OF THE PLACEMENT TO SHENGHE

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 11,814,613 Shares to Shenghe Resources (Singapore) Pte. Ltd. (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

11. RESOLUTION 11 – APPROVAL TO ISSUE SHARES UNDER TRANCHE 2 OF THE PLACEMENT TO A RELATED PARTY – ASIA PACIFIC HOLDINGS LIMITED

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

"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 12,380,952 Shares to Asia Pacific Holdings Limited (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

12. RESOLUTION 12 – APPROVAL OF 7.1A MANDATE

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

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

13. RESOLUTION 13 – APPROVAL TO ISSUE SHARES UNDER TRANCHE 2 OF THE PLACEMENT TO A RELATED PARTY – STRATEGIC RESOURCES

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

"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 18,700,000 Shares to Strategic Resources LLC (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

Dated: 28 October 2025

Voting Prohibition Statement

Resolution 1 – Adoption of Remuneration Report	In accordance with sections 250(BD)(2) and 250R, a vote on this Resolution must not be cast: (a) 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, regardless of the capacity in which the vote is cast; or (b) as a proxy by a member of the Key Management Personnel at the date of the Meeting, or their Closely Related Parties. However, a person (the **voter**) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either: (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or (b) the voter is the Chair and the appointment of the Chair as proxy: (i) does not specify the way the proxy is to vote on this Resolution; and (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Voting Exclusion Statements

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of the Resolution set out below by or on behalf of the following persons:

Resolution 6 - Ratification of prior issue of options to Asia Pacific Holdings Limited – Loan Agreement	Asia Pacific Holdings Limited or any other person who participated in the issue or an associate of that person or those persons.
Resolution 7 – Ratification of Prior Issue of Shares to Strategic Resources under Tranche 1 of the Placement - Listing Rule 7.1	Strategic Resources LLC (or its nominee(s)) or any other person who participated in the issue or an associate of that person or those persons.
Resolution 8 – Ratification of Prior Issue of Shares to Strategic Resources under Tranche 1 of the Placement - Listing Rule 7.1A	Strategic Resources LLC (or its nominee(s)) or any other person who participated in the issue or an associate of that person or those persons.
Resolution 9 – Approval to Issue Shares under Tranche 2 of the Placement to Richard Kao	Richard Kao or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 10 – Approval to Issue Shares under Tranche 2 of the Placement to Shenghe	Shenghe Resources (Singapore) Pte. Ltd. or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 11 – Approval to issue shares under Tranche 2 of the placement to a related party – Asia Pacific Holdings Limited	Asia Pacific Holdings Limited (or their nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 13 – Approval to Issue Shares under Tranche 2 of the Placement to Strategic Resources	Strategic Resources LLC or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).

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

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

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

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

    (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

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

Voting by proxy

To vote by proxy, please complete the Proxy Form and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

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

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

Shareholders and their proxies should be aware that:

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

Voting in person

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

Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary on (+61) 2 8823 3179.

EXPLANATORY STATEMENT

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

1. FINANCIAL STATEMENTS AND REPORTS

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

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The Company's annual financial report is available on its website at www.vitalmetals.com.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

2.1 General

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

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

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

2.2 Voting consequences

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

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

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

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

2.3 Previous voting results

At the Company's previous annual general meeting the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Meeting.

3. RESOLUTION 2 – ELECTION OF A DIRECTOR – ALEXIUS CHAN

3.1 General

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

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

Mr Alexius Chan, having been appointed by other Directors on 22 September 2025 in accordance with the Constitution, will retire in accordance with the Constitution and Listing Rule 14.4 and being eligible, seeks election from Shareholders.

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

Qualifications, experience and other material directorships	Mr Chan is the Managing Director of Sotepi Pty Ltd and has a background in law. Prior to his role at Sotepi, Mr Chan was an analyst at DVA Capital and Van Eyk Research. Mr Chan holds a Bachelor of Arts, Bachelor of Laws, Master of Commerce, Master of Law and Master of Applied Finance.
Term of office	Mr Chan has served as a Director since 22 September 2025.
Independence	If re-elected, the Board does not consider that Mr Chan will be an independent Director. Mr Alexius Chan is the son of a director of Asia Pacific Holdings Limited (Company No. 1-120995) (**Asia Pacific**), an entity which: (a) subject to Shareholder approval under Resolution 11, will be issued 10,633,066 Shares under Tranche 2 of the Placement; (b) is a counterparty to the Loan Agreement with the Company, the details of which are summarised Section 7.1 of this Notice. It is for these reasons that the Board does not consider that Mr Alexius Chan will be an independent Director.
Other material information	The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board. These include checks as to a person's experience, educational qualifications, character, criminal record and bankruptcy history. The Company undertook such checks prior to the appointment of Mr Chan.
Board recommendation	Having received an acknowledgement from Mr Chan that they will have sufficient time to fulfil their responsibilities as a Director and having reviewed the performance of Mr Chan since their appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Chan) recommend that Shareholders vote in favour of this Resolution.

3.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr Chan will be elected to the Board as a non-independent Director.

If this Resolution is not passed, Mr Chan will not continue in their role as a 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.

4. RESOLUTION 3 – ELECTION OF A DIRECTOR – DAVID DIKKEN

4.1 General

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

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

Mr David Dikken, having been appointed by other Directors on 22 September 2025 in accordance with the Constitution, will retire in accordance with the Constitution and Listing Rule 14.4 and being eligible, seeks election from Shareholders.

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

Qualifications, experience and other material directorships	Mr Dikken is the Managing Director and Chief Executive Officer of Strategic Resources' parent company Measurement Technology Laboratories. He has nearly 30 years' experience as a senior executive, as a CEO and Chief Technology Officer. He has also been Technical Expert and Lead Assessor for the United States National Institute of Standards and Technology. Mr Dikken graduated with a BA (Hon) Physics/Geology and Teaching License in Physics/Chemistry from the University of Minnesota.
Term of office	Mr Dikken has served as a Director since 22 September 2025
Independence	If re-elected, the Board does not consider that Mr Dikken will be an independent Director.
Other material information	The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board. These include checks as to a person's experience, educational qualifications, character, criminal record and bankruptcy history. The Company undertook such checks prior to the appointment of Mr Dikken.
Board recommendation	Having received an acknowledgement from Mr Dikken that they will have sufficient time to fulfil their responsibilities as a Director and having reviewed the performance of Mr Dikken since their appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Dikken) recommend that Shareholders vote in favour of this Resolution.

4.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr Dikken will be elected to the Board as a non-independent Director.

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

5. RESOLUTION 4 – ELECTION OF A DIRECTOR – DOUGLAS MACLENNAN

5.1 General

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

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

Mr Douglas MacLennan, having been appointed by other Directors on 22 September 2025 in accordance with the Constitution, will retire in accordance with the Constitution and Listing Rule 14.4 and being eligible, seeks election from Shareholders.

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

Qualifications, experience and other material directorships	Mr MacLennan is a business development and finance executive who has been Senior Financial Advisor and Strategy Director, Middle East and North Africa of Measurement Technology Laboratories since 2021. He has also served in Managing Director roles and has experience across the US and Middle East business operations. He holds a Master of Business Administration with a finance major from New York University and a Bachelor of Arts, majoring in History.
Term of office	Mr MacLennan has served as a Director since 22 September 2025.
Independence	If re-elected, the Board does not consider that Mr MacLennan will be an independent Director.
Other material information	The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board. These include checks as to a person's experience, educational qualifications, character, criminal record and bankruptcy history. The Company undertook such checks prior to the appointment of Mr MacLennan.
Board recommendation	Having received an acknowledgement from Mr MacLennan that they will have sufficient time to fulfil their responsibilities as a Director and having reviewed the performance of Mr MacLennan since their appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr MacLennan) recommend that Shareholders vote in favour of this Resolution.

5.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr MacLennan will be elected to the Board as a non-independent Director.

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

6. RESOLUTION 5 – ELECTION OF A DIRECTOR – ANDREW NESBITT

6.1 General

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

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

Mr Andrew Nesbitt, having been appointed by other Directors on 10 October 2025 in accordance with the Constitution, will retire in accordance with the Constitution and Listing Rule 14.4 and being eligible, seeks election from Shareholders.

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

Qualifications, experience and other material directorships	Mr Nesbitt is the Chief Executive Officer of Australian Mines Limited (ASX: AUZ), an exploration and development company with assets in Australia and Brazil. He has nearly 30 years of international experience across the mining industry, spanning technical, operational, corporate, and investment roles. Andrew previously served as CEO of Resource Mining Corporation Limited (ASX: RMI) and has extensive capital markets experience through senior roles with RiverFort Global Opportunities Plc (AIM) and Craton Capital Pty Limited, where he managed funds of over US$400 million. He holds a BSc (Eng) in Mining Engineering and an MBA.
Term of office	Mr Nesbitt has served as a Director since 10 October 2025.
Independence	If re-elected, the Board considers that Mr Nesbitt will be an independent Director.
Other material information	The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board. These include checks as to a person's experience, educational qualifications, character, criminal record and bankruptcy history. The Company is in the process of obtaining such checks.
Board recommendation	Having received an acknowledgement from Mr Nesbitt that they will have sufficient time to fulfil their responsibilities as a Director and having reviewed the performance of Mr Nesbitt since their appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Nesbitt) recommend that Shareholders vote in favour of this Resolution.

6.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr Nesbitt will be elected to the Board as an independent executive Director.

If this Resolution is not passed, Mr Nesbitt will not continue in their role as independent 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.

7. RESOLUTION 6 – RATIFICATION OF PRIOR ISSUE OF OPTIONS TO ASIA PACIFIC HOLDINGS LIMITED – LOAN AGREEMENT

7.1 Loan Agreement

On 23 June 2025, the Company entered into a loan agreement with Asia Pacific for the amount of $300,000 in which the Company agreed to issue 880,000 Options exercisable at $0.05 (**Loan Agreement**).

The key terms of the Loan Agreement are set out below.

LOAN AGREEMENT	
Loan	Asia Pacific agreed to provide A$300,000 in cleared funds (**Principal Amount**).
Maturity Date	2 months from receipt of the loan.
Interest Rate	Nil.
Options	880,000 Options, exercisable at $0.05, issued with 10 business days of receipt of the loan.
Security	Nil.

7.2 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 880,000 Options to Asia Pacific at a nil issue price. The Options are exercisable at $0.05 each on or before 4 January 2027.

7.3 Listing Rule 7.1

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

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue.

7.4 Listing Rule 7.4

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

7.5 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

7.6 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	Asia Pacific (or its nominee(s)). The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	880,000 Options were issued.
Terms of Securities	The Options were issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities were issued	4 July 2025.
Price or other consideration the Company received for the Securities	Nil per Option.
Purpose of the issue, including the intended use of any funds raised by the issue	No funds were raised. The Options were issued as consideration under the Loan Agreement.
Summary of material terms of agreement to issue	The Options were issued under the Loan Agreement, a summary of the material terms of which is set out in Section 7.1.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

8. BACKGROUND TO RESOLUTIONS 7 TO 11 AND 13

8.1 Placement

As announced on 25 August 2025, the Company received firm commitments of $6,800,000 from Strategic Resources LLC (**Strategic Resources**) and accredited US investors under a Placement, for the issue of 65,184,816 Shares and an issue price of $0.105 per Share in two tranches, Tranche 1 being for 28,594,816 Shares and Tranche 2 for approximately 36,590,000 Shares. For further details refer to Section 8.1(a) below which set outs the details of the shares issued in Tranche 1 and Tranche 2.

As announced on 15 October 2025, the Company received further commitments of $5,600,000 from Strategic Resources, Shenghe, Asia Pacific and accredited US investors (**Existing Shareholders**) for the issue of approximately 53,595,565 Shares under Tranche 2 of the Placement at an issue price of $0.105 per Share, subject to Shareholder approval. By way of the provision of context, the Existing Shareholders hold participation rights that are enlivened by a prescribed equity offer. Under these rights, the Company must use best endeavours to give eligible holders a reasonable opportunity to participate, subject to any required approvals and a cap that prevents any holder from exceeding 19.99% following participation (**Participation Rights**). As detailed above, the Existing Shareholders elected to exercise their Participation Rights.

The Company previously noted that on 25 August 2025 it may raise an additional $2 million subject to Shareholder approval. The additional $5.6 million commitment from Existing Shareholders includes this previously announced $2 million. For further details refer to Section 8.1(a) below which set outs details of the Shares to be issued in Tranche 2 which includes the additional 53,595,565 Shares to be issued pursuant to Participation Rights held by Existing Shareholders.

Together, the issue of these Shares comprises the **Placement.**

(a) **Tranche 1**

On 4 September 2025, the Company issued 28,594,816 Shares at an issue price of $0.105 per Share under tranche one of the Placement (**Tranche 1**) to Strategic Resources, comprising:

(i) 16,804,890 Shares issued under the Company's Listing Rule 7.1 placement capacity (being the subject of Resolution 7); and

(ii) 11,789,926 Shares issued under the Company's Listing Rule 7.1A placement capacity (being the subject of Resolution 8).

Resolutions 7 and 8 of this Notice seek Shareholder approval for the ratification of an aggregate of 28,594,816 Shares issued under Tranche 1 of the Placement.

(b) **Tranche 2**

The Company is proposing to issue an aggregate of 90,185,565 Shares subject to Shareholder approval, which includes the issue of:

(i) 47,290,000 Shares to Mr Richard Kao (or their nominee(s)) consisting of:

(A) 36,590,000 Shares under tranche two of the Placement, subject to Shareholder approval under Resolution 9 for the purposes of Listing Rule 7.1. The Company entered into a subscription agreement with Mr Kao pursuant to which the Company agreed to issue and Mr Kao agreed to subscribe for 36,590,000 Shares at an issue price of $0.105 per Share to raise approximately $3,841,950; and

(B) 10,700,000 Shares to Mr Richard Kao (or their nominee(s)) under tranche two of the Placement at an issue price of $0.105 per Share to raise approximately $1,123,500, pursuant to Mr Richard Kao's Participation Rights and subject to Shareholder approval under Resolution 9 for the purposes of Listing Rule 7.1;

(ii) 11,814,613 Shares to Shenghe (or their nominee(s)) under tranche two of the Placement at an issue price of $0.105 per Share to raise approximately $1,240,534, pursuant to Shenghe's Participation Rights and subject to Shareholder approval under Resolution 10 for the purposes of Listing Rule 7.1;

(iii) 12,380,952 Shares to Asia Pacific (or its nominee(s)) under tranche two of the Placement at an issue price of $0.105 per Share to raise approximately $1,300,000, pursuant to Asia Pacific's Participation Rights and subject to Shareholder approval under Resolution 11 for the purposes of Listing Rule 10.11; and

(iv) 18,700,000 Shares to Strategic Resources (or its nominee(s)) under tranche two of the Placement at an issue price of $0.105 per Share to raise approximately $1,963,500, pursuant to Strategic Resources' Participation Rights and subject to Shareholder approval under Resolution 13 for the purposes of Listing Rule 7.1,

(together, **Tranche 2**).

8.2 Use of Funds

The funds raised under the Placement will be applied towards funding test work and studies at the Nechalacho Upper Zone Project which includes the Company's Tardiff Rare Earth and Niobium deposit in NWT, Canada.

9. RESOLUTION 7 AND 8 – RATIFICATION OF PRIOR ISSUE OF SHARES TO STRATEGIC RESOURCES UNDER TRANCHE 1 OF THE PLACEMENT

9.1 Background

The Company entered into a subscription agreement with Strategic Resources (the **Subscription Agreement**) pursuant to which the Company agreed to issue and Strategic Resources agreed to subscribe for 28,594,816 Shares at an issue price of $0.105 per Share to raise approximately $3,002,455.

On 4 September 2025, 16,804,890 Shares were issued pursuant to the Company's capacity under Listing Rule 7.1 (being, the subject of Resolution 7) and 11,789,926 Shares were issued pursuant to the Company's placement capacity under Listing Rule 7.1A (being, the subject of Resolution 7).

These Resolutions seek Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of an aggregate of 28,594,816 Shares to Strategic Resources at an issue price of $0.105 per Share to raise $2,496,024 and otherwise on the terms and conditions set out in the Subscription Agreement.

The CEO and Managing Director of Strategic Resources is Mr Dikken. At the time of entering into the Subscription Agreement, by virtue of Listing Rule 10.11 Exception 12, Mr Dikken was not a related party even though one of the terms of the Subscription Agreement ppermitted Strategic Resources to nominate a person to be appointed to the Company's Board (further details set out below).

The material terms and conditions of the Subscription Agreement are summarised below:

Subscription	Under the Subscription Agreement, the Company agreed to issue, and Strategic Resources agreed to subscribe for 28,594,816 Shares up to the value of $3,002,455.68, subject to Shareholder approval, at an issue price of $0.105, with the quantum of Shares to be issued to be determined in accordance with the share calculation.
Subscription Shares	The number of Shares to be issued to Strategic Resources shall be 28,594,816.
Right to Appoint Director(s)	For so long as Strategic Resources, alone or with a Related Body Corporate (as defined in the Corporations Act), holds a Relevant Interest (as defined in sections 608 and 609 in the Corporations Act) of at least 10% of the Shares in the Company, Strategic Resources may nominate two individuals (each, a **Nominee Director**) acceptable to the Company (acting reasonably) for appointment to the Board.
Participation Right	If the Company proposes to make an issue of Equity Securities, the Company will use its best endeavours to give Strategic Resources a Participation Right, provided that the Participation Right automatically terminates if: (a) Strategic Resources' Voting Power (as defined in the Corporations Act) in the Company falling below 10% for a three consecutive day period on which the ASX is open for trading; or (b) Strategic Resources' post-participation holding does not exceed 19.9%, and shareholder approval is not required under applicable laws or the Listing Rules unless, at Strategic Resources' request, the Company convenes a general meeting and uses reasonable endeavours to help the Investor obtain such approval.

Otherwise, the Subscription Agreement is on standard and customary terms for an agreement of this nature.

9.2 Listing Rules 7.1 and 7.1A

A summary of Listing Rule 7.1 is set out in Section 7.3 above.

Under Listing Rule 7.1A however, an Eligible Entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%. The Company obtained this approval at its annual general meeting held on 21 November 2024. The Company's ability to utilise the additional 10% capacity is conditional on Resolution 12 being passed at this Meeting.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 25% limit in Listing Rules 7.1 and 7.1A, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 and 7.1A for the 12 month period following the date of the issue.

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 Resolution 7 is passed, the issue of 16,804,890 Shares 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 Resolution 7 is not passed, the issue of 16,804,890 Shares 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.

If Resolution 8 is passed, the issue of 11,789,926 Shares will be included in calculating the Company's 10% limit in Listing Rule 7.1A, effectively increasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If Resolution 8 is not passed, the issue of 11,789,926 Shares will be included in calculating the Company's 10% limit in Listing Rule 7.1A, 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.

The Company's ability to utilise the additional 10% capacity provided for in Listing Rule 7.1A remains conditional on Resolution 12 being passed at this Meeting.

9.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	Strategic Resources. The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	28,594,816 Shares were issued on the following basis: (a) 16,804,890 Shares were issued under Listing Rule 7.1 (ratification of which is sought under Resolution 7); and

REQUIRED INFORMATION	DETAILS
	(b) 11,789,926 Shares issued pursuant to Listing Rule 7.1A (ratification of which is sought under Resolution 8).
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities were issued	4 September 2025.
Price or other consideration the Company received for the Securities	$0.105 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 8.2 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The 28,594,816 Shares were issued pursuant to the Subscription Agreement which is summarised in Section 9.1 above.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

10. RESOLUTION 9 – APPROVAL TO ISSUE SHARES UNDER TRANCHE 2 OF THE PLACEMENT TO RICHARD KAO

10.1 General

As set out in Section 8.1(b)(i) this Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to 47,290,000 Shares to Mr Richard Kao (or his nominee(s)) at an issue price of $0.105 per Share to raise up to approximately $4,965,450.

A summary of Listing Rule 7.1 is set out in Section 7.3 above.

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

10.2 Technical information required by Listing Rule 14.1A

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

If this Resolution is not passed, the Company will not be able to proceed with the issue, and the Company may need to consider alternative capital raising alternatives.

10.3 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	Mr Richard Kao (or his nominee(s)).
Number of Securities and class to be issued	Up to 47,290,000 Shares will be issued.

REQUIRED INFORMATION	DETAILS
Terms of Securities	The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Shares within 5 Business Days of the Meeting. In any event, the Company will not issue any Shares later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	$0.105 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 8.2 for details of the proposed use of funds.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

11. RESOLUTION 10 – APPROVAL TO ISSUE SHARES UNDER TRANCHE 2 OF THE PLACEMENT TO SHENGHE

11.1 General

As set out in Section 8.1(b)(ii) this Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to 11,814,613 Shares to Shenghe (or its nominee(s)) at an issue price of $0.105 per Share to raise up to approximately $1,240,534.

A summary of Listing Rule 7.1 is set out in Section 7.3 above.

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

11.2 Technical information required by Listing Rule 14.1A

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

If this Resolution is not passed, the Company will not be able to proceed with the issue, and the Company may need to consider alternative capital raising alternatives.

11.3 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	Shenghe Resources (Singapore) Pte. Ltd (or its nominee(s)). The Company confirms that no Material Persons will be issued more than 1% of the issued capital of the Company.
Number of Securities and class to be issued	Up to 11,814,613 Shares will be issued.
Terms of Securities	The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Shares within 5 Business Days of the Meeting. In any event, the Company will not

REQUIRED INFORMATION	DETAILS
	issue any Shares later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	$0.105 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 8.2 for details of the proposed use of funds.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

12. RESOLUTION 11 – APPROVAL TO ISSUE SHARES UNDER TRANCHE 2 OF THE PLACEMENT TO A RELATED PARTY – ASIA PACIFIC HOLDINGS LIMITED

12.1 General

As set out in Section 8.1(b)(iii), this Resolution seeks Shareholder approval for purposes of Listing Rule 10.11 for the issue of up to 12,380,952 Shares to Asia Pacific Holdings Limited (or its nominee(s)), to enable their participation in Tranche 2 of the Placement on the same terms as unrelated participants in Tranche 2 of the Placement.

12.2 Chapter 2E of the Corporations Act

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

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

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

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

The issue constitutes giving a financial benefit and Asia Holdings is a related party of the Company by virtue of being an entity of which a parent of a Company Director is a director of Asia Holdings.

The Directors (other than Mr Alexius Chan who has a material personal interest in the Resolution) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue because the Securities will be issued to Asia Holdings (or their nominee(s)) on the same terms as Shares issued to non-related party participants in Tranche 2 of the Placement and as such the giving of the financial benefit is on arm's length terms.

12.3 Listing Rule 10.11

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

10.11.1 a related party;

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

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

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

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

unless it obtains the approval of its shareholders.

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

12.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue within one month after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules) and will raise additional funds which will be used in the manner set out in Section 8.2. As approval pursuant to Listing Rule 7.1 is not required for the issue (because approval is being obtained under Listing Rule 10.11), the issue will not use up any of the Company's 15% annual placement capacity.

If this Resolution is not passed, the Company will not be able to proceed with the issue and may need to consider alternative capital raising alternatives.

12.5 Technical Information required by Listing Rule 10.13

REQUIRED INFORMATION	DETAILS
Name of the person to whom Securities will be issued	Asia Holdings (or its nominee(s)).
Categorisation under Listing Rule 10.11	Asia Holdings falls within the category set out in Listing Rule 10.11.1 as they are a related party of the Company by virtue of being an entity of which a parent of a Company Director is a director of Asia Holdings. Any nominee(s) of Asia Holdings who receive Shares may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	Up to 12,380,952 Shares will be issued.
Terms of Securities	The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than one month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	$0.105 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 8.2 for details of the proposed use of funds.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

13. RESOLUTION 12 – APPROVAL OF 7.1A MANDATE

13.1 General

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

A summary of Listing Rule 7.1 is set out in Section 7.3 above.

Under Listing Rule 7.1A, an Eligible Entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**7.1A Mandate**). An Eligible Entity means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of $300,000,000 or less. As of the date of this Notice, the Company's market capitalisation is approximately $54,202,811. The Company is therefore an Eligible Entity.

13.2 Technical information required by Listing Rule 14.1A

For this Resolution to be passed, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting must be cast in favour of the Resolution.

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

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

13.3 Technical information required by Listing Rule 7.3A

REQUIRED INFORMATION	DETAILS
Period for which the 7.1A Mandate is valid	The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following: (a) the date that is 12 months after the date of this Meeting; (b) the time and date of the Company's next annual general meeting; and (c) the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).
Minimum price	Any Equity Securities issued under the 7.1A Mandate must be in an existing quoted class of Equity Securities and be issued for cash consideration at a minimum price of 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before: (a) the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or (b) if the Equity Securities are not issued within 10 trading days of the date in paragraph (a) above, the date on which the Equity Securities are issued.
Use of funds	The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate for the acquisition of new resources, assets and investments (including expenses associated with such an acquisition), continued exploration expenditure on the Company's current

REQUIRED INFORMATION	DETAILS
	assets/or projects (funds would then be used for project, feasibility studies and ongoing project administration), the development of the Company's current business and general working capital.

Risk of economic and voting dilution

Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue.

If this Resolution is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Equity Securities on issue or proposed to be issued as at 15 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.

		DILUTION			
Number of Shares on Issue (Variable A in Listing Rule 7.1A.2)		**Shares issued – 10% voting dilution**	**Issue Price**		
			$0.185	**$0.370**	**$0.555**
			50% decrease	**Issue Price**	**50% increase**
			Funds Raised		
Current	146,494,084 Shares	14,649,408 Shares	$2,710,140	$5,420,280	$8,130,421
50% increase	219,741,126 Shares	21,974,112 Shares	$4,065,210	$8,130,421	$12,195,632
100% increase	292,988,168 Shares	29,298,816 Shares	$5,420,280	$10,840,561	$16,260,842

*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 146,494,084 Shares on issue.
2. The issue price set out above is the closing market price of the Shares on the ASX on 15 October 2025 (being $0.37) (**Issue Price**). The Issue Price at a 50% increase and 50% decrease are each rounded to three decimal places prior to the calculation of the funds raised.
3. The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.
4. The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1.
5. The issue of Equity Securities under the 7.1A Mandate consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.

REQUIRED INFORMATION	DETAILS
	6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances. 7. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed. 8. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%. 9. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A Mandate, based on that Shareholder's holding at the date of the Meeting. Shareholders should note that there is a risk that: (a) the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and (b) the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.
Allocation policy under 7.1A Mandate	The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company. The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to the following factors: (a) the purpose of the issue; (b) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement or other offer where existing Shareholders may participate; (c) the effect of the issue of the Equity Securities on the control of the Company; (d) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company; (e) prevailing market conditions; and (f) advice from corporate, financial and broking advisers (if applicable).
Previous approval under Listing Rule 7.1A.2	The Company previously obtained approval from its Shareholders pursuant to Listing Rule 7.1A at its annual general meeting held on 21 November 2024 (**Previous Approval**). During the 12-month period preceding the date of the Meeting, being on and from 27 November 2024, the Company issued 11,789,926 Shares pursuant to the Previous Approval (**Previous Issue**), which represent approximately 0.19% of the total diluted number of Equity Securities on issue in the Company on 27 November 2024, which was 6,280,566,951 (pre-Consolidation). For further details on the Consolidation of Shares, refer to Company Announcement released to the ASX on 23 March 2025.

<table>
<tr><th>REQUIRED INFORMATION</th><th>DETAILS</th></tr>
<tr><td></td><td>
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:
<table>
<tr><td>Date of Issue and Appendix 2A</td><td>Date of Issue: 4 September 2025

Date of Appendix 2A: 4 September 2025</td></tr>
<tr><td>Number and Class of Equity Securities Issued</td><td>11,789,926[2]</td></tr>
<tr><td>Issue Price and discount to Market Price[1] (if any)</td><td>$0.105 per Share (at a discount of 43.24% to Market Price).</td></tr>
<tr><td>Recipients</td><td>Strategic Resources LLC in accordance with the Subscription Agreement.</td></tr>
<tr><td>Total Cash Consideration and Use of Funds</td><td>Amount raised: $1,237,942

Amount spent: $950,000

Use of funds: Funding exploration activities including flying detailed drone-based aeromagnetic surveys across the Nechalacho Project, Canada and general working capital.

Amount remaining: $287,942

Proposed use of remaining funds:[3] Funding exploration activities at the Nechalacho Project, Canada and general working capital</td></tr>
</table>
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 last trading day on which a sale was recorded prior to the date of issue of the relevant Equity Securities.
2. Fully paid ordinary shares in the capital of the Company, ASX Code: VML (terms are set out in the Constitution).
3. This is a statement of current intentions as at the date of this 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.
</td></tr>
</table>

14. RESOLUTION 13 – APPROVAL TO ISSUE SHARES UNDER TRANCHE 2 OF THE PLACEMENT TO A RELATED PARTY - STRATEGIC RESOURCES

14.1 General

As set out in Section 8.1(b)(iv), this Resolution seeks Shareholder approval for purposes of Listing Rule 10.11 for the issue of up to 18,700,000 Shares to Strategic Resources (or their nominee(s)), to enable their participation in Tranche 2 of the Placement on the same terms as unrelated participants in Tranche 2 of the Placement.

14.2 Chapter 2E of the Corporations Act

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

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

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

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

The issue constitutes giving a financial benefit and Strategic Resources is a related party of the Company by virtue of being an entity controlled by a Director of the Company.

The Directors (other than Mr David Dikken and Mr Douglas MacLennan who have a material personal interest in the Resolution) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue because the Securities will be issued to Strategic Resources (or their nominee(s)) on the same terms as Shares issued to non-related party participants in Tranche 2 of the Placement and as such the giving of the financial benefit is on arm's length terms.

14.3 Listing Rule 10.11

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

10.11.1 a related party;

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

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

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

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

unless it obtains the approval of its shareholders.

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

14.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue within one month after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules) and will raise additional funds which will be used in the manner set out in Section 8.2. As approval pursuant to Listing Rule 7.1 is not required for the issue (because approval is being obtained under Listing Rule 10.11), the issue will not use up any of the Company's 15% annual placement capacity.

If this Resolution is not passed, the Company will not be able to proceed with the issue and may need to consider alternative capital raising alternatives.

14.5 Technical Information required by Listing Rule 10.13

REQUIRED INFORMATION	DETAILS
Name of the person to whom Securities will be issued	Strategic Resources (or its nominee(s)).
Categorisation under Listing Rule 10.11	Strategic Resources falls within the category set out in Listing Rule 10.11.1 as it is a related party of the Company by virtue of being an entity controlled by a Director of the Company. Any nominee(s) of Strategic Resources who receive Shares may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	Up to 18,700,000 Shares will be issued.
Terms of Securities	The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than one month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	$0.105 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 8.2 for details of the proposed use of funds.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

15. GLOSSARY

$ means Australian dollars.

7.1A Mandate has the meaning given in Section 13.1.

AEDT means Australian Eastern Daylight Time as observed in Sydney, New South Wales.

Asia Pacific means Asia Pacific Holdings Limited (Company No. 1-120995).

ASIC means the Australian Securities & Investments Commission.

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

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

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

(a) a spouse or child of the member;

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

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

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

(e) a company the member controls; or

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

Company means Vital Metals Limited (ACN 112 032 596).

Constitution means the Company's constitution.

Conversion Date has the meaning given in Section 7.1.

Loan Agreement has the meaning given in Section 7.1.

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

Directors means the current directors of the Company.

Eligible Entity means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of $300,000,000 or less.

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

Existing Shareholders has the meaning set out in Section 8.1.

Explanatory Statement means the explanatory statement accompanying the Notice.

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

Listing Rules means the Listing Rules of ASX.

Material Person means a related party of the Company, member of the Key Management Personnel, substantial holder of the Company, adviser of the Company or associate of any of these parties.

Meeting means the meeting convened by the Notice.

Notice means this notice of meeting including the Explanatory Statement and the Proxy Form.

Option means an option to acquire a Share.

Participation Rights has the meaning set out in Section 8.1.

Placement has the meaning given in Section 8.1.

Principal Amount has the meaning given in Section 7.1.

Proxy Form means the proxy form accompanying the Notice.

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

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

Section means a section of the Explanatory Statement.

Security means a Share or Option (as applicable).

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

Shareholder means a registered holder of a Share.

Shenghe means Shenghe Resources (Singapore) Pte. Ltd.

Strategic Resources means Strategic Resources LLC.

Subscription Agreement has the meaning given in Section 9.1.

Tranche 1 has the meaning given in Section 8.1(a).

Tranche 2 has the meaning given in Section 8.1(b).

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

SCHEDULE 1 – TERMS OF OPTIONS

1.	**Entitlement**	Each Option entitles the holder to subscribe for one Share upon exercise of the Option.
2.	**Exercise Price**	Subject to paragraph 9, the amount payable upon exercise of each Option will be $0.05 (**Exercise Price**).
3.	**Expiry Date**	Each Option will expire at 5:00 pm (AEDT) on 4 January 2027 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date
4.	**Exercise Period**	The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).
5.	**Notice of Exercise**	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.
6.	**Exercise Date**	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**).
7.	**Timing of issue of Shares on exercise**	Within five Business Days after the Exercise Date, the Company will: (a) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company; (b) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and (c) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options. If a notice delivered under 7(b) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors. Any Shares issued upon exercise of the Options may be issued to the holder of the Options or a nominee of the holder at its sole discretion.
8.	**Shares issued on exercise**	Shares issued on exercise of the Options rank equally with the then issued shares of the Company.
9.	**Reconstruction of capital**	If at any time the issued capital of the Company is reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.

10.	**Participation in new issues**	There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.
11.	**Change in exercise price**	An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.
12.	**Transferability**	The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

VITAL METALS

XCEND INVESTOR SUPPORT

www.xcend.co
+61 (2) 8591 8509
support@xcend.co

VITAL METALS LIMITED
ACN 112 032 596

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Your Annual General Meeting Proxy

Voting Instructions

Appointment of a Proxy
A shareholder entitled to cast two or more votes may appoint up to two proxies (whether shareholders or not) to attend the meeting and vote. A separate Proxy form should be used for each Proxy appointment.

Directing your Proxy How to Vote: If you wish to direct your Proxy how to vote (or to abstain from voting) on any resolution, place a mark ("X") in the "For", "Against" or "Abstain" box for each resolution. If you mark more than one box on a resolution, your vote on that resolution will be invalid. If you mark the "Abstain" box for a particular resolution, you are directing your Proxy not to vote on your behalf and your votes will not be counted in computing the required majority.

Voting Exclusions and Prohibitions
Refer to the Notice of Meeting for detailed information of the voting exclusions and prohibitions, relating to Resolutions 1, 6, 7, 8, 9, 10, 11 & 13.

Signing Instructions
You must sign this Proxy form as follows in the spaces provided:

- **Individual:** Where the holding is in one name, the Proxy form must be signed by the shareholder or the shareholder's attorney.
- **Joint holding:** Where the holding is in more than one name, all of the shareholders should sign.
- **Power of Attorney:** To sign under Power of Attorney, you must have already lodged the Power of Attorney with the Share Registrar for notation. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this Proxy form when you return it.
- **Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this Proxy form must be signed by that person. If the company (in accordance with section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise, this Proxy form must be signed by a Director jointly with either another Director or a Company Secretary. The director or authorised signatory should also print their name and state their position under their signature.

ALL your Shares will be voted in accordance with your directions or if no directions have been given and to the extent permitted by law, as the Proxy sees fit. The Chair of the Meeting intends to vote undirected proxies in favour of ALL Resolutions.

Attending the Meeting

Attending in person: please bring this form with you as this will assist in registering your attendance.

If a representative of a corporate securityholder or Proxy is to participate in the meeting, you will need to provide the appropriate "Appointment of Corporate Representative" Form.

HOW TO

Lodge Your Proxy

Online Voting

Lodge your Proxy vote online by scanning the QR Code with your tablet or mobile, or enter the URL below into your internet browser:
https://investor.xcend.app/sha

You can also vote by the following:

- **Registered User:** enter your existing username & password and click voting.
- **New User,** firstly register at: https://investor.xcend.app/register Then once logged in, you may proceed to vote.

Post to Vote

Xcend Pty Ltd
PO Box R1905
Royal Exchange NSW 1225

Scan & Email to Vote

meetings@xcend.co

SRN/HIN: «AccountNumber»

Registered Name & Address
«EntityRegistrationDetailsLine1Envelope»
«EntityRegistrationDetailsLine2Envelope»
«EntityRegistrationDetailsLine3Envelope»
«EntityRegistrationDetailsLine4Envelope»
«EntityRegistrationDetailsLine5Envelope»
«EntityRegistrationDetailsLine6Envelope»

Change of Address
If incorrect, provide the correct address in the space below. Securityholders sponsored by a broker (reference number commences with 'X') should advise their broker of any changes.

Your Proxy Form

Appoint a Proxy

I/we being members of **Vital Metals Limited ("Company")** and entitled to attend and vote hereby appoint:

The Chair of the Meeting (Mark box) **OR** If you are **NOT** appointing the Chair of the Meeting as your Proxy, please write the name of the person or body corporate you are appointing as your Proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or if no directions have been given and to the extent permitted by law, as the Proxy sees fit) at the Annual General Meeting of the Company to be held at Level 5, 56 Pitt Street Sydney NSW 2000 on Friday, 28 November 2025 at 1:00pm (AEDT) and at any postponement or adjournment of the Meeting.

The Chair of the Meeting intends to vote undirected proxies in favour of ALL Resolutions.

By appointing the Chair as a proxy (or where the Chair becomes proxy by default) the relevant Shareholder gives the Chair express authority to exercise the proxy on Resolution 1 (except where the Shareholder has indicated a different voting intention on this Proxy Form) even though Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

Provide Your Voting Directions

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting, being **Wednesday, 26 November 2025 at 1:00pm (AEDT). Please read the Notice of Meeting and voting instructions before marking any boxes with an X.** If you mark the Abstain box for a Resolution, you are directing your Proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	Resolutions	For	Against	Abstain
1	Adoption of Remuneration Report			
2	Election of a Director – Alexius Chan			
3	Election of a Director – David Dikken			
4	Election of a Director – Douglas MacLennan			
5	Election of a Director – Andrew Nesbitt			
6	Ratification of Prior Issue of Options to Asia Pacific Holdings Limited – Loan Agreement			
7	Ratification of Prior Issue of Shares to Strategic Resources under Tranche 1 of the Placement – Listing Rule 7.1			
8	Ratification of Prior Issue of Shares to Strategic Resources under Tranche 1 of the Placement – Listing Rule 7.1A			
9	Approval to Issue Shares under Tranche 2 of the Placement to Richard Kao			
10	Approval to Issue Shares under Tranche 2 of the Placement to Shenghe			
11	Approval to Issue Shares under Tranche 2 of the Placement to a Related Party - Asia Pacific Holdings Limited			
12	Approval of 7.1A Mandate (**special resolution**)			
13	Approval to Issue Shares under Tranche 2 of the Placement to a Related Party - Strategic Resources			

Please Sign and Return

* This section must be completed.

Securityholder 1	Joint Securityholder 2	Joint Securityholder 3
Sole Director/Sole Company Secretary	Director/Company Secretary	Director/Company Secretary
Print Name of Securityholder	Print Name of Securityholder	Print Name of Securityholder

Update your communication details:

Email Address

Phone Number (Contactable during business hours)

By providing your email address, you consent to receive all future Securityholder communications electronically.