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DUNDAS MINERALS LIMITED
ACN 640 432 819
NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 10:30 am (WST)

DATE: Thursday, 29 October 2026

PLACE: Level 8, 216 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 4:00 pm (WST) on Tuesday, 27 October 2026.

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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 2026 together with the declaration of the Directors, the Directors' 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 2026."

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

2. RESOLUTION 2 – ELECTION OF DIRECTOR – STEVEN FORMICA

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

"That, for the purpose of clause 15.4 of the Constitution, Listing Rule 14.4 and for all other purposes, Mr Steven Formica, a Director who was appointed as an additional Director on 5 March 2026, retires, and being eligible, is elected as a Director."

3. RESOLUTION 3 – ELECTION OF DIRECTOR – DAVID GREIG

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

"That, for the purpose of clause 15.4 of the Constitution, Listing Rule 14.4 and for all other purposes, Mr David Greig, a Director who was appointed as an additional Director on 1 May 2026, retires, and being eligible, is elected as a Director."

4. RESOLUTION 4 – APPOINTMENT OF AUDITOR

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

"That, for the purposes of section 327B(1)(b) of the Corporations Act and for all other purposes, PKF Perth, having been nominated by a Shareholder and given its consent in writing to act as auditor, be appointed as the auditor of the Company to hold office from the conclusion of this Meeting until it resigns or is removed from the office of auditor of the Company."

5. RESOLUTION 5 – APPROVAL TO ISSUE DEFERRED CONSIDERATION SHARES TO CAZALY

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 9,116,094 Shares to Cazaly (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

6. RESOLUTION 6 – APPROVAL TO ISSUE OPTION CONSIDERATION SHARES TO BLACK MOUNTAIN GOLD

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to that number of Shares to BMGL (or its nominee(s)) which, when multiplied by the Option Share Issue Price, equals $1,000,000, on the terms and conditions set out in the Explanatory Statement."

7. RESOLUTION 7 – 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."

8. RESOLUTION 8 – APPROVAL TO ISSUE OPTIONS TO DAVID GREIG

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 8,000,000 Options to Mr David Greig (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

9. RESOLUTION 9 – APPROVAL TO ISSUE SECURITIES UNDER THE EMPLOYEE SECURITIES INCENTIVE PLAN

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 7.2 (Exception 13(b)) and for all other purposes, approval is given for the Company to issue up to a maximum of 11,751,259 Securities under the employee incentive scheme titled Employee Securities Incentive Plan, on the terms and conditions set out in the Explanatory Statement."

10. RESOLUTION 10 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO JONATHAN DOWNES

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 4,500,000 Performance Rights to Mr Jonathan Downes (or his nominee(s)) under the Employee Securities Incentive Plan on the terms and conditions set out in the Explanatory Statement."

11. RESOLUTION 11 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO STEVEN FORMICA

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 3,000,000 Performance Rights to Mr Steven Formica (or his nominee(s)) under the Employee Securities Incentive Plan on the terms and conditions set out in the Explanatory Statement."

12. RESOLUTION 12 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO GRAEME PURCELL

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 1,500,000 Performance Rights to Mr Graeme Purcell (or his nominee(s)) under the Employee Securities Incentive Plan on the terms and conditions set out in the Explanatory Statement."

13. RESOLUTION 13 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DAVID GREIG

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

"That, for the purposes of section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 1,500,000 Performance Rights to Mr David Greig (or his nominee(s)) under the Employee

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Securities Incentive Plan on the terms and conditions set out in the Explanatory Statement."

Dated: 29 September 2026

By order of the Board

Aida Tabakovic
Company Secretary

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Voting Prohibition Statements

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.
Resolution 8 – Approval to issue Options to David Greig	A person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. However, the above prohibition does not apply if: (a) the proxy is the Chair; and (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 9 – Approval to issue Securities under the Employee Securities Incentive Plan	A person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. However, the above prohibition does not apply if: (a) the proxy is the Chair; and (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 10 – Approval to issue Performance Rights to Jonathan Downes	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (**Resolution 10 Excluded Party**). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 10 Excluded Party. In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. Provided the Chair is not a Resolution 10 Excluded Party, the above prohibition does not apply if: (a) the proxy is the Chair; and (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

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Resolution 11 – Approval to issue Performance Rights to Steven Formica	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (**Resolution 11 Excluded Party**). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 11 Excluded Party. In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. Provided the Chair is not a Resolution 11 Excluded Party, the above prohibition does not apply if: (a) the proxy is the Chair; and (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 12 – Approval to issue Performance Rights to Graeme Purcell	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (**Resolution 12 Excluded Party**). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 12 Excluded Party. In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. Provided the Chair is not a Resolution 12 Excluded Party, the above prohibition does not apply if: (a) the proxy is the Chair; and (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 13 – Approval to issue Performance Rights to David Greig	In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (**Resolution 13 Excluded Party**). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of a Resolution 13 Excluded Party. In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. Provided the Chair is not a Resolution 13 Excluded Party, the above prohibition does not apply if: (a) the proxy is the Chair; and (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Voting Exclusion Statements

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

Resolution 5 – Approval to issue Deferred Consideration Shares to Cazaly	Cazaly (or its nominee(s)) or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 6 – Approval to issue Option Consideration Shares to Black Mountain Gold	BMGL (or its nominee(s)), MRT or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).

Resolution 7 – Approval of 7.1A Mandate	A person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 8 – Approval to issue Options to David Greig	David Greig (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 9 – Approval to issue Securities under the Employee Securities Incentive Plan	A person who is eligible to participate in the employee incentive scheme or an associate of that person or those persons.
Resolution 10 – Approval to issue Performance Rights to Jonathan Downes	Jonathan Downes (or his nominee(s)) or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.
Resolution 11 – Approval to issue Performance Rights to Steven Formica	Steven Formica (or his nominee(s)) or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.
Resolution 12 – Approval to issue Performance Rights to Graeme Purcell	Graeme Purcell (or his nominee(s)) or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.
Resolution 13 – Approval to issue Performance Rights to David Greig	David Greig (or his nominee(s)) or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question 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.

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Voting by proxy

To vote by proxy, please complete 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 (08) 9481 0389.

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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 2026 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://dundasminerals.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 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 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 DIRECTOR – STEVEN FORMICA

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 Steven Formica, having been appointed by the other Directors on 5 March 2026 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 Formica is set out below.

Qualifications, experience and other material directorships	Mr Formica is an experienced mining executive who brings extensive management and business development expertise, with over 35 years' experience in several privately held companies across various sectors. Mr Formica is currently the Non-Executive Chairman of Kaiser Reef Limited (ASX: KAU), Non-Executive Chairman of Albion Resources Limited (ASX: ALB), Non-Executive Chairman of Ragnar Metals Limited (ASX: RAG), Non-Executive Director of EchoIQ Limited (ASX: EIQ) and Non-Executive Director of Bindi Metals Limited (ASX: BIM), and is an investor in a number of ASX listed entities.
Term of office	Mr Formica has served as a Director since 5 March 2026.
Independence	If elected, the Board considers that Mr Formica 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 Formica and no material adverse information was revealed.
Board recommendation	Having received an acknowledgement from Mr Formica that he will have sufficient time to fulfil his responsibilities as a Director and having reviewed the performance of Mr Formica since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Formica) 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 Formica will be elected to the Board as an independent Director.

If this Resolution is not passed, Mr Formica will not continue in his role as an independent Director and Chairman. 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 DIRECTOR – DAVID GREIG

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.

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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 Greig, having been appointed by the other Directors on 1 May 2026 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 Greig is set out below.

Qualifications, experience and other material directorships	Mr Greig (B Com, GAICD) has more than 30 years of experience across the international construction, open-cut and underground mining and mineral processing sectors, including postings in the United States, Canada and Chile. He has extensive experience leading the development and implementation of growth, consolidation and diversification strategies across competitive markets. Mr Greig is currently Group Executive – Australia West at Thiess, a position he assumed in 2023 following MACA Limited's integration into the Thiess Group in late 2022. Before this appointment, he served as Chief Executive Officer of MACA Limited, having previously led its Strategy and Growth function before being appointed Chief Operating Officer in 2020. Mr Greig holds a Bachelor of Commerce, has completed postgraduate studies at INSEAD in Singapore and is a graduate of the Australian Institute of Company Directors. Mr Greig also serves on the General Council of the Chamber of Commerce and Industry of Western Australia and is a board member of Murlpirrmarra Connection, a not-for-profit organisation providing education and support services. Mr Greig has not held any other directorships of ASX listed companies during the preceding three years.
Term of office	Mr Greig has served as a Director since 1 May 2026.
Independence	If elected, the Board considers that Mr Greig 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 Greig and no material adverse information was revealed.
Board recommendation	Having received an acknowledgement from Mr Greig that he will have sufficient time to fulfil his responsibilities as a Director and having reviewed the performance of Mr Greig since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Greig) 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 Greig will be elected to the Board as an independent Director.

If this Resolution is not passed, Mr Greig will not continue in his role as an independent 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.

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5. RESOLUTION 4 – APPOINTMENT OF AUDITOR

5.1 Background

On 30 January 2026, in accordance with section 327C of the Corporations Act, the Company appointed PKF Perth (**PKF**) as auditor of the Company following ASIC's consent to the resignation of the previous auditor of the Company, Moore Australia Audit (WA), in accordance with section 329(5) of the Corporations Act.

Following the above appointment, and in accordance with section 327C(2) of the Corporations Act, PKF holds office as auditor of the Company until the Company's next annual general meeting, being the meeting the subject of this Notice.

In accordance with section 327B(1)(b) of the Corporations Act, the Company now seeks Shareholder approval for the ongoing appointment of PKF as the auditor of the Company.

In accordance with section 328B of the Corporations Act, notice in writing nominating PKF as auditor has been given to the Company by a Shareholder. A copy of this notice is attached to this Notice as Annexure A.

PKF has provided to the Company, and has not withdrawn, its written consent to act as auditor of the Company, in accordance with section 328A(1) of the Corporations Act.

If this Resolution is passed, the appointment of PKF as the Company's auditor will take effect at the close of this Meeting.

If this Resolution is not passed, PKF will cease to hold office as auditor at the conclusion of the Meeting and the Company will need to appoint another auditor in accordance with the Corporations Act.

5.2 Board recommendation

The Board recommends that Shareholders vote in favour of this Resolution. The Chair of the Meeting intends to vote undirected proxies in favour of this Resolution.

6. RESOLUTION 5 – APPROVAL TO ISSUE DEFERRED CONSIDERATION SHARES TO CAZALY

6.1 Background – Romano Project

As announced on 30 December 2025, the Company entered into a binding term sheet dated 24 December 2025 (**Cazaly Agreement**) with Cazaly Resources Limited (ACN 101 049 334) (**Cazaly**), pursuant to which the Company is entitled to earn an 80% interest in the tenements comprising the Romano Project in the north eastern Goldfields of Western Australia by incurring exploration expenditure of $2,000,000 within two years of the date of the Cazaly Agreement (**Acquisition**).

In consideration for the Acquisition, on 6 January 2026 the Company paid $150,000 to Cazaly and issued Cazaly 9,188,764 Shares at a deemed issue price of $0.038 per Share. Shareholders ratified the issue of those Shares at the general meeting of the Company held on 10 April 2026.

The Company also agreed that, on the grant of each of the exploration licence applications E38/3983, E38/3995, E38/4000 and E38/4002 (each, a **Milestone**), it would pay Cazaly a further $150,000 in cash and, subject to Shareholder approval, issue Cazaly (or its nominee) $150,000 worth of Shares (**Deferred Consideration Shares**) at a deemed issue price equal to the volume weighted average price of Shares on ASX for the five trading days immediately prior to the grant date of the relevant tenement (**Deemed Issue Price**). Under the Cazaly Agreement, if Shareholder approval is not obtained, or a general meeting to seek that approval is not convened within 45 days after the grant date (or such later date as the parties agree in writing), the Company must instead pay Cazaly a further $150,000 in cash in respect of that Milestone.

Shareholders approved the issue of up to $600,000 worth of Deferred Consideration Shares at the general meeting held on 10 April 2026 (**April Approval**). Following the grant of E38/3983 on 12 February 2026, the Company issued 3,661,930 Deferred Consideration Shares to Cazaly on 7 May 2026 in reliance on the April Approval. Under Listing Rule 7.3.4, the April Approval only permitted the Company to issue Deferred Consideration Shares

within three months after the date of that meeting, being by 10 July 2026. The April Approval has therefore lapsed in respect of the remaining Milestones.

Tenement E38/3995 was granted on 13 March 2026, tenement E38/4000 was granted on 16 July 2026 and tenement E38/4002 was granted on 18 August 2026, each of which constitutes satisfaction of a Milestone. Although E38/3995 was granted before the April Approval was obtained, the Company did not issue the Deferred Consideration Shares in respect of that Milestone before the April Approval lapsed. The Company has paid (or will pay) the $150,000 cash component of the consideration for each of those Milestones in accordance with the Cazaly Agreement. The application for tenement E38/4000 remains pending as at the date of this Notice.

Accordingly, this Resolution seeks fresh Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to $450,000 worth of Deferred Consideration Shares to Cazaly (or its nominee(s)) at the Deemed Issue Price, being $150,000 worth of Shares in respect of each of E38/3995, E38/4000 and E38/4002 (which the Company intends to issue as soon as practicable after the Meeting).

Mr Jonathan Downes, the Managing Director of the Company, is also a non-executive director of Cazaly, however Cazaly is not a related party of the Company. Cazaly is a substantial holder of the Company, holding approximately 5.47% of the Shares on issue as at the date of this Notice.

The Cazaly Agreement otherwise contains terms and conditions considered standard for an agreement of its type. Refer to the Company's announcements dated 30 December 2025 and 1 September 2026 for further information on the Acquisition.

6.2 Listing Rule 7.1

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

The proposed issue falls within exception 17 of Listing Rule 7.2 which excludes from the restrictions in Listing Rules 7.1 and 7.1A an agreement to issue equity securities that is conditional on the holders of its ordinary securities approving the issue under Listing Rule 7.1 before the issue is made. The proposed issue therefore requires the approval of Shareholders under Listing Rule 7.1.

6.3 Technical information required by Listing Rule 14.1A

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

If this Resolution is not passed, the Company will not be able to proceed with the issue. As a consequence, pursuant to the terms of the Cazaly Agreement, the Company will be required to pay Cazaly a further $150,000 in cash in respect of each Milestone (being up to $450,000 in aggregate), which would reduce the cash reserves of the Company available for exploration and working capital.

6.4 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	Cazaly (or its nominee(s)).

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REQUIRED INFORMATION	DETAILS
Number of Securities and class to be issued	The Company will issue 9,116,094 Deferred Consideration Shares, being $150,000 worth of Shares in respect of each of E38/3995, E38/4000 and E38/4002 at the Deemed Issue Price applicable to the relevant Milestone. The Deemed Issue Price for E38/3995 is $0.0513 (being the 5 day VWAP of Shares immediately prior to 13 March 2026), resulting in 2,923,977 Shares. The Deemed Issue Price for E38/4000 is $0.0487 (being the 5 day VWAP of Shares immediately prior to 16 July 2026), resulting in3,080,083 Shares. The Deemed Issue Price for E38/4002 is $0.0482 (being the 5 day VWAP of Shares immediately prior to 18 August 2026), resulting in 3,112,034 Shares. Based on the Deemed Issue Prices for E38/3995, E38/4000 and E38/4002 set out above, a total of 9,116,094 Deferred Consideration Shares will be issued in respect of those Milestones, representing approximately 3.73% of the Shares on issue following that issue.
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 Deferred Consideration Shares in respect of E38/3995, E38/4000 and E38/4002 within 5 Business Days of the Meeting. In any event, the Company will not issue any Shares later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	The Shares will be issued at a nil cash issue price, in part consideration for the Acquisition. The Company will not receive any other consideration for the issue of the Shares.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy the Company's obligations under the Cazaly Agreement. No funds will be raised by the issue.
Summary of material terms of agreement to issue	The Shares are being issued under the Cazaly Agreement, a summary of the material terms of which is set out in Section 6.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

7. RESOLUTION 6 – APPROVAL TO ISSUE OPTION CONSIDERATION SHARES TO BLACK MOUNTAIN GOLD

7.1 Background – MRT Option

On 29 August 2023, the Company entered into an option and sale deed with Black Mountain Gold Limited (ACN 009 253 221) (**BMGL**) and its parent company, Horizon Minerals Limited (ACN 007 761 186) (now named Maritana Minerals Limited, ASX: MRT) (**MRT**), which was varied by a deed of variation dated 11 December 2024 (together, the **MRT Option Deed**). Under the MRT Option Deed, BMGL granted the Company an option to acquire an 85% legal and beneficial interest in the tenements comprising the Baden-Powell and Windanya Gold Projects, located approximately 40km north of Kalgoorlie, Western Australia, being M24/959, M24/919, M24/1004, M24/1020, P24/4817, P24/5046, P24/5059, P24/5464, P24/5507 and P24/5508 (**MRT Tenements**) (**MRT Option**).

In consideration for the grant of the MRT Option, the Company paid BMGL an option fee of $250,000 in cash (in two instalments) and, in September 2023, issued MRT 3,234,327 Shares at a deemed issue price of $0.0773 per Share (being $250,000 worth of Shares) within the Company's placement capacity under Listing Rule 7.1. The Company was also required to incur a minimum of $500,000 of exploration expenditure on the MRT Tenements before exercising the MRT Option.

Following the grant of Mining Lease M24/1004 on 8 April 2026, the MRT Option is exercisable at any time until 8 January 2027 (being nine months after the date of grant). If the Company exercises the MRT Option, completion of the acquisition of the 85% interest in the MRT Tenements will occur on the date that is 10 Business Days after the Company gives its exercise notice to BMGL (**Completion Date**), at which time the Company must pay BMGL consideration of $1,000,000 (**Completion Consideration**). Following completion, BMGL's remaining 15% interest will be free carried by the Company until a decision to mine is made and the parties will form an unincorporated joint venture in respect of the MRT Tenements.

Under the MRT Option Deed, the Completion Consideration may, at the Company's election, be satisfied in cash, by the issue of Shares, or by a combination of both. Any Shares issued in satisfaction of the Completion Consideration (**Option Consideration Shares**) will be issued to BMGL (or its nominee) at a deemed issue price equal to the volume weighted average price of Shares traded on ASX over the 20 trading days immediately prior to (but excluding) the date of issue (**Option Share Issue Price**). The issue of Option Consideration Shares is subject to the Company obtaining any Shareholder approval required under the Listing Rules and, if that approval is not obtained before the Completion Date, the Company must satisfy the Completion Consideration in cash.

As at the date of this Notice, the Company has not exercised the MRT Option and has not determined whether it will do so. This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to $1,000,000 worth of Option Consideration Shares to BMGL (or its nominee(s)) at the Option Share Issue Price so that, if the Company exercises the MRT Option, it has the flexibility to satisfy all or part of the Completion Consideration in Shares and preserve its cash reserves for exploration and working capital.

MRT holds 3,234,327 Shares, representing approximately 1.38% of the Shares on issue as at the date of this Notice. Neither BMGL nor MRT is a related party of the Company. The MRT Option Deed otherwise contains terms and conditions considered standard for an agreement of its type. Refer to the Company's announcements dated 30 August 2023 and 13 April 2026 for further information on the MRT Option.

7.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.2 above.

The proposed issue falls within exception 17 of Listing Rule 7.2 which excludes from the restrictions in Listing Rules 7.1 and 7.1A an agreement to issue equity securities that is conditional on the holders of its ordinary securities approving the issue under Listing Rule 7.1 before the issue is made. The proposed issue therefore requires the approval of Shareholders under Listing Rule 7.1.

7.3 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to satisfy all or part of the Completion Consideration by issuing Option Consideration Shares if it exercises the MRT Option. 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. The Company is not obliged to issue the Option Consideration Shares and may elect to satisfy the Completion Consideration wholly in cash.

If this Resolution is not passed, the Company will not be able to issue the Option Consideration Shares in reliance on this approval. If the Company exercises the MRT Option, it will be required to satisfy the Completion Consideration of $1,000,000 in cash, which would reduce the cash reserves of the Company available for exploration and working capital.

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7.4 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	BMGL (or its nominee(s)), being the holder of the MRT Tenements and a wholly owned subsidiary of MRT.
Number of Securities and class to be issued	The Company will issue up to that number of Option Consideration Shares which, when multiplied by the Option Share Issue Price, equals $1,000,000. The Option Share Issue Price will be the 20 day VWAP of Shares immediately prior to the date of issue and cannot be determined until that time. Refer to Section 7.5 below for a worked example of the number of Option Consideration Shares that may be issued under this Resolution and the dilutive effect of that issue.
Terms of Securities	The Option Consideration 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	If the Company exercises the MRT Option and elects to satisfy all or part of the Completion Consideration in Shares, the Company expects to issue the Option Consideration Shares on the Completion Date, being 10 Business Days after the Company gives its exercise notice to BMGL. In any event, the Company will not issue any Option Consideration Shares later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	The Option Consideration Shares will be issued at a nil cash issue price, in full or part satisfaction of the Completion Consideration payable for the acquisition of an 85% interest in the MRT Tenements. The Company will not receive any other consideration for the issue of the Option Consideration Shares.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy the Company's obligation to pay the Completion Consideration under the MRT Option Deed. No funds will be raised by the issue.
Summary of material terms of agreement to issue	The Option Consideration Shares will be issued under the MRT Option Deed, 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.

7.5 Dilution

Set out below is a worked example of the number of Option Consideration Shares that may be issued under this Resolution based on assumed Option Share Issue Prices of $0.041,

$0.021 and $0.062 per Share, being the closing price of Shares on ASX on 16 September 2026 and the prices which are 50% lower and 50% higher than that closing price:

ASSUMED OPTION SHARE ISSUE PRICE	MAXIMUM NUMBER OF SHARES WHICH MAY BE ISSUED[1]	CURRENT SHARES ON ISSUE AS AT THE DATE OF THIS NOTICE[2]	DILUTION EFFECT ON EXISTING SHAREHOLDERS[3]
$0.021	47,619,047	235,025,183	16.85%
$0.041	24,390,243	235,025,183	9.40%
$0.062	16,129,032	235,025,183	6.42%

Notes:

1. Rounded down to the nearest whole number.
2. There are currently 235,025,183 Shares on issue as at the date of this Notice and this table assumes that no Options are exercised, no convertible securities are converted and no additional Shares are issued, other than the maximum number of Option Consideration Shares which may be issued pursuant to this Resolution (based on the assumed Option Share Issue Prices set out in the table).
3. The dilution effect is the maximum number of Option Consideration Shares which may be issued expressed as a percentage of the number of Shares on issue following that issue. The workings above are an example only and the actual Option Share Issue Price may differ, which will result in the maximum number of Option Consideration Shares to be issued and the dilution percentage also differing.

As the Option Share Issue Price under this Resolution is linked to the market price of the Company's Shares, the issue could be highly dilutive to existing Shareholders if the market price of the Shares falls substantially between the date of this Notice and the date of issue.

8. RESOLUTION 7 – APPROVAL OF 7.1A MANDATE

8.1 General

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

A summary of Listing Rule 7.1 is set out in Section 6.2 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 at the date of this Notice, the Company's market capitalisation is approximately $9,636,033. The Company is therefore an Eligible Entity.

8.2 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.

8.3 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

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<table>
<tr><th>REQUIRED INFORMATION</th><th>DETAILS</th></tr>
<tr><td></td><td>(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).</td></tr>
<tr><td>Minimum price</td><td>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.</td></tr>
<tr><td>Use of funds</td><td>The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate for the continued exploration of the Company's current assets and projects, for project feasibility studies and ongoing project administration, the development of the Company's current business, including potential acquisitions, and to conclude the acquisition of the Romano Project and for general working capital.</td></tr>
<tr><td>Risk of economic and voting dilution</td><td>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 16 September 2026.
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.
<table>
<tr><th colspan="5">DILUTION</th></tr>
<tr><th colspan="2" rowspan="3">Number of Shares on Issue (Variable A in Listing Rule 7.1A.2)</th><th rowspan="3">Shares issued – 10% voting dilution</th><th colspan="3">Issue Price</th></tr>
<tr><th>$0.021</th><th>$0.041</th><th>$0.062</th></tr>
<tr><th>50% decrease</th><th>Issue Price</th><th>50% increase</th></tr>
<tr><th colspan="3"></th><th colspan="3">Funds Raised</th></tr>
<tr><td>Current</td><td>235,025,183</td><td>23,502,518</td><td>$493,552</td><td>$963,603</td><td>$1,457,156</td></tr>
<tr><td>50% increase</td><td>352,537,774</td><td>35,253,777</td><td>$740,329</td><td>$1,445,404</td><td>$2,185,734</td></tr>
<tr><td>100% increase</td><td>470,050,366</td><td>47,005,036</td><td>$987,105</td><td>$1,927,206</td><td>$2,914,312</td></tr>
</table>
*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.</td></tr>
</table>

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REQUIRED INFORMATION	DETAILS
	The table above uses the following assumptions: **Notes:** 1. There are currently 235,025,183 Shares on issue as at the date of this Notice. 2. The issue price set out above is the closing market price of the Shares on the ASX on 16 September 2026 (being $0.041) (**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 (or subsequent ratification) under Listing Rule 7.1. 5. The issue of Equity Securities under the 7.1A Mandate consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders. 6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances. 7. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1, including the Shares that may be issued under Resolutions 5 and 6. 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	The Company previously obtained approval from its Shareholders pursuant to Listing Rule 7.1A at its annual general meeting held on 26 November 2025 (**Previous Approval**).

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<table>
<tr><th>REQUIRED INFORMATION</th><th>DETAILS</th></tr>
<tr><td>Rule 7.1A.2</td><td>
During the 12 month period preceding the date of the Meeting, being on and from 29 October 2025, the Company issued 15,638,501 Shares pursuant to the Previous Approval (Previous Issue), which represent approximately 9.15% of the total diluted number of Equity Securities on issue in the Company on 29 October 2025, which was 170,985,015.

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: 23 February 2026
Date of Appendix 2A: 23 February 2026</td></tr>
<tr><td>Number and Class of Equity Securities Issued</td><td>15,638,501 Shares[2]</td></tr>
<tr><td>Issue Price and discount to Market Price[1] (if any)</td><td>$0.038 per Share (at a discount of 30.9% to the Market Price of $0.055 on 20 February 2026 and an approximately 8% discount to the 15 day VWAP of $0.0409).</td></tr>
<tr><td>Recipients</td><td>Professional and sophisticated investors as part of a two tranche placement announced on 12 February 2026. The placement participants were identified through a bookbuild process, which involved Salient Corporate Pty Ltd and the Company seeking expressions of interest to participate in the placement from non-related parties of the Company.

None of the participants in the placement were Material Persons who were issued more than 1% of the Company's issued capital at the time of the issue.</td></tr>
<tr><td>Total Cash Consideration and Use of Funds</td><td>Amount raised: $594,263

Amount spent: $594,263

Use of funds: Exploration at the Company's Western Australian gold projects (including drilling at the Kalgoorlie gold projects), evaluation of new project opportunities, costs of the placement and general working capital.

Amount remaining: $Nil

Proposed use of remaining funds:[3] Not applicable. The funds raised have been fully expended.</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: DUN (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>
<tr><td>Voting exclusion</td><td>As at the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A. Notwithstanding this,</td></tr>
</table>

REQUIRED INFORMATION	DETAILS
statement	a voting exclusion statement has been included in the Notice in respect of this Resolution.

9. RESOLUTION 8 – APPROVAL TO ISSUE OPTIONS TO DAVID GREIG

9.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 10.11 for the issue of 8,000,000 Options to Mr David Greig (or his nominee(s)), comprising 4,000,000 Options exercisable at $0.08 each and 4,000,000 Options exercisable at $0.12 each, in each case expiring four years from the date of issue and otherwise on the terms and conditions set out in Schedule 1.

The Options are proposed to be issued to Mr Greig pursuant to the terms of his letter of appointment as a Non-Executive Director dated 30 April 2026 (**Letter of Appointment**), as announced by the Company on 4 May 2026, and form part of his remuneration package.

9.2 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 Mr Greig is a related party of the Company by virtue of being a Director.

The Directors (other than Mr Greig 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 agreement to issue the Options, reached as part of the remuneration package for Mr Greig, is considered reasonable remuneration in the circumstances and was negotiated on an arm's length basis.

9.3 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.

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9.4 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). 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. If the Company is unable to proceed with the issue, it may be required to offer alternative forms of incentive to Mr Greig, which may reduce the cash reserves of the Company.

9.5 Technical information required by Listing Rule 10.13

REQUIRED INFORMATION	DETAILS
Name of the person to whom Securities will be issued	Mr David Greig (or his nominee(s)).
Categorisation under Listing Rule 10.11	Mr Greig falls within the category set out in Listing Rule 10.11.1 as he is a related party of the Company by virtue of being a Director. Any nominee(s) of Mr Greig who receive Securities may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	8,000,000 Options will be issued, comprising: (a) 4,000,000 Options exercisable at $0.08 each; and (b) 4,000,000 Options exercisable at $0.12 each, in each case expiring four years from the date of issue.
Terms of Securities	The Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Options within 5 Business Days of the Meeting. In any event, the Company will not issue any Options 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	The Options will be issued at a nil issue price. The Company will receive $0.08 or $0.12 (as applicable) per Option on exercise of the Options.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to provide a performance linked incentive component in the remuneration package for Mr Greig to motivate and reward his performance as a Director and to provide cost effective remuneration to Mr Greig, enabling the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to Mr Greig. Any funds raised on exercise of the Options will be applied towards the Company's exploration activities and general working capital.
Remuneration package	The current total remuneration package for Mr Greig is $67,200 per annum, comprising directors' fees of $60,000 and superannuation contributions of $7,200. If the Options are issued, the total remuneration package of Mr Greig will increase by $180,000 to $247,200, being the value of the Options (based on the Black-Scholes methodology) as attributed by the Company and set out in Schedule 2.

REQUIRED INFORMATION	DETAILS
Summary of material terms of agreement to issue	The Options are being issued to Mr Greig pursuant to the Letter of Appointment. Pursuant to the Letter of Appointment, the Company agreed to pay Mr Greig directors' fees of $60,000 per annum (exclusive of statutory superannuation) and, subject to Shareholder approval, to issue the Options the subject of this Resolution. Either party may terminate the Letter of Appointment on 30 days' written notice. The Letter of Appointment is otherwise on terms considered standard for an agreement of its nature.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.
Voting prohibition statement	A voting prohibition statement applies to this Resolution.

10. RESOLUTION 9 – APPROVAL TO ISSUE SECURITIES UNDER THE EMPLOYEE SECURITIES INCENTIVE PLAN

10.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.2 (Exception 13(b)) for the issue of a maximum of 11,751,259 Securities under the employee incentive scheme titled "Employee Securities Incentive Plan" (**Plan**).

The Plan was adopted by the Board and approved by Shareholders for the purposes of Listing Rule 7.2 (Exception 13(b)) at the Company's annual general meeting held on 21 October 2024 (**2024 Approval**). The 2024 Approval will expire on 21 October 2027 and the Company is seeking to refresh the approval at this Meeting so that it continues to have the benefit of Listing Rule 7.2 (Exception 13(b)) for a further three year period. The terms of the Plan have not changed since the 2024 Approval.

The objective of the Plan is to attract, motivate and retain key employees, contractors and other persons who provide services to the Company, and the Company considers that the future issue of Securities under the Plan will provide these parties with the opportunity to participate in the future growth of the Company.

A summary of Listing Rule 7.1 is set out in Section 6.2 above.

Listing Rule 7.2 (Exception 13(b)) provides that Listing Rule 7.1 does not apply to an issue of securities under an employee incentive scheme if, within three years before the date of issue of the securities, the holders of the entity's ordinary securities have approved the issue of equity securities under the scheme as an exception to Listing Rule 7.1.

Exception 13(b) is only available if and to the extent that the number of equity securities issued under the scheme does not exceed the maximum number set out in the entity's notice of meeting dispatched to shareholders in respect of the meeting at which shareholder approval was obtained pursuant to Listing Rule 7.2 (Exception 13(b)). Exception 13(b) also ceases to be available if there is a material change to the terms of the scheme from those set out in the notice of meeting.

10.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to issue Securities under the Plan to eligible participants over a period of three years. The issue of any Securities to eligible participants under the Plan (up to the maximum number of Securities stated in Section 10.3 below) 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.

For the avoidance of doubt, the Company must seek Shareholder approval under Listing Rule 10.14 in respect of any future issues of Securities under the Plan to a related party or a person whose relationship with the Company or the related party is, in ASX's opinion, such that approval should be obtained.

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If this Resolution is not passed, the Company will be able to proceed with the issue of Securities under the Plan to eligible participants in reliance on the 2024 Approval until it expires on 21 October 2027 (up to the remaining balance of the maximum number of Securities approved at that time), but any issues of Securities thereafter (or in excess of that maximum number) will reduce, to that extent, the Company's capacity to issue equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the issue of the Securities.

10.3 Technical information required by Listing Rule 7.2 (Exception 13)

REQUIRED INFORMATION	DETAILS
Terms of the Plan	A summary of the material terms and conditions of the Plan is set out in Schedule 5.
Number of Securities previously issued under the Plan	The Company has issued 4,000,000 Options under the Plan since the Plan was last approved by Shareholders on 21 October 2024, comprising 2,000,000 Options exercisable at $0.05 each and 2,000,000 Options exercisable at $0.10 each, each expiring on 5 January 2029, which were issued to employees of the Company on 5 February 2026. The maximum number of Securities approved under the 2024 Approval was 5,288,902 Securities.
Maximum number of Securities proposed to be issued under the Plan	The maximum number of Securities proposed to be issued under the Plan in reliance on Listing Rule 7.2 (Exception 13), following Shareholder approval, is 11,751,259 Securities. It is not envisaged that the maximum number of Securities for which approval is sought will be issued immediately. In accordance with ASX Compliance Update 13/25, Securities issued to Directors and their associates with Shareholder approval under Listing Rule 10.14 (including the Performance Rights the subject of Resolutions 10 to 13) do not count towards this maximum number. The Company may also seek Shareholder approval under Listing Rule 10.14 in respect of any future issues of Securities under the Plan to a related party or a person whose relationship with the Company or the related party is, in ASX's opinion, such that approval should be obtained.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.
Voting prohibition statement	A voting prohibition statement applies to this Resolution.

11. RESOLUTIONS 10 TO 13 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTORS

11.1 General

These Resolutions seek Shareholder approval for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.14 for the issue of an aggregate of 10,500,000 Performance Rights to Mr Jonathan Downes, Mr Steven Formica, Mr Graeme Purcell and Mr David Greig (or their respective nominee(s)) (**Related Parties**) pursuant to the Plan on the terms and conditions set out below.

The Board considers that the Performance Rights are an appropriate mechanism to align the interests of the Directors with the creation of sustainable Shareholder value while preserving the Company's cash resources. Vesting requires either a substantial operating outcome (Commercial Production and, for the later classes, cumulative Production Revenue of at least $50,000,000 and $100,000,000 together with a defined profit outcome) or a sustained market value outcome (a 10 day VWAP of Shares of at least $0.10, $0.125 and $0.15 respectively, being approximately 2.4, 3.0 and 3.7 times the closing price of Shares on 16 September 2026 of $0.041). The Performance Rights will vest automatically,

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and convert into Shares, if a Change of Control Event occurs, whether or not the applicable Vesting Condition has been satisfied. Shareholders approving these Resolutions are approving that term.

Further details in respect of the Performance Rights proposed to be issued are set out in the table below.

CLASS	MR DOWNES (RES 11)	MR FORMICA (RES 12)	MR PURCELL (RES 13)	MR GREIG (RES 14)	TOTAL	VESTING CONDITION	EXPIRY DATE
A	1,500,000	1,000,000	500,000	500,000	3,500,000	The earlier of: (a) the Company achieving Commercial Production; and (b) the 10 Day VWAP being at least $0.10.	Four years from the date of issue
B	1,500,000	1,000,000	500,000	500,000	3,500,000	The earlier of: (a) cumulative Production Revenue of at least $50,000,000 and the Company recording a Production Profit for a completed financial quarter ending after that threshold is reached; and (b) the 10 Day VWAP being at least $0.125.	Four years from the date of issue
C	1,500,000	1,000,000	500,000	500,000	3,500,000	The earlier of: (a) cumulative Production Revenue of at least $100,000,000 and the Company recording a Production Profit for a separate completed financial quarter ending after that threshold is reached; and (b) the 10 Day VWAP being at least $0.15.	Four years from the date of issue
Total	**4,500,000**	**3,000,000**	**1,500,000**	**1,500,000**	**10,500,000**		

Capitalised terms used in the table above are defined in Schedule 3. The full terms and conditions of the Performance Rights are set out in Schedule 3.

11.2 Director recommendation

Each Director has a material personal interest in the outcome of these Resolutions on the basis that all of the Directors (or their nominee(s)) are to be issued Performance Rights should these Resolutions be passed. For this reason, the Directors do not believe that it is appropriate to make a recommendation on these Resolutions.

11.3 Chapter 2E of the Corporations Act

A summary of Chapter 2E of the Corporations Act is set out in Section 9.2 above.

The issue constitutes giving a financial benefit and each of the Related Parties is a related party of the Company by virtue of being a Director.

As Performance Rights are proposed to be issued to all of the Directors, the Directors are unable to form a quorum to consider whether one of the exceptions set out in sections 210 to 216 of the Corporations Act applies to the issue. Accordingly, Shareholder approval for the issue is sought in accordance with Chapter 2E of the Corporations Act.

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11.4 Listing Rule 10.14

Listing Rule 10.14 provides that an entity must not permit any of the following persons to acquire equity securities under an employee incentive scheme without the approval of the holders of its ordinary securities:

10.14.1 a director of the entity;

10.14.2 an associate of a director of the entity; or

10.14.3 a person whose relationship with the entity or a person referred to in Listing Rules 10.14.1 to 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by security holders.

The issue falls within Listing Rule 10.14.1 and therefore requires the approval of Shareholders under Listing Rule 10.14.

11.5 Technical information required by Listing Rule 14.1A

If these Resolutions are passed, the Company will be able to proceed with the issue within 15 months after the date of the Meeting. As approval pursuant to Listing Rule 7.1 is not required for the issue (because approval is being obtained under Listing Rule 10.14), the issue will not use up any of the Company's 15% annual placement capacity.

If these Resolutions (or any of them) are not passed, the Company will not be able to proceed with the issue of Performance Rights to the relevant Related Party. If the Company is unable to proceed with the issue, it may be required to offer alternative forms of incentive to the relevant Related Party, which may reduce the cash reserves of the Company.

11.6 Technical information required by Listing Rule 10.15 and section 219 of the Corporations Act

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	The proposed recipients of the Performance Rights are the Related Parties, being Mr Jonathan Downes (Resolution 10), Mr Steven Formica (Resolution 11), Mr Graeme Purcell (Resolution 12) and Mr David Greig (Resolution 13), or their respective nominee(s).
Categorisation under Listing Rule 10.14	Each of the Related Parties falls within the category set out in Listing Rule 10.14.1 as they are a related party of the Company by virtue of being a Director. Any nominee(s) of the Related Parties who receive Performance Rights may constitute 'associates' for the purposes of Listing Rule 10.14.2.
Number of Securities and class to be issued	The maximum number of Performance Rights to be issued (being the nature of the financial benefit proposed to be given) is 10,500,000 Performance Rights, which will be allocated as set out in the table in Section 11.1 above.
Terms of Securities	The Performance Rights will be issued on the terms and conditions set out in Schedule 3.
Material terms of the Plan	A summary of the material terms and conditions of the Plan is set out in Schedule 5.
Material terms of any loan	No loan is being made in connection with the acquisition of the Performance Rights.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Performance Rights within 5 Business Days of the Meeting. In any event, the Company will not issue any Performance Rights later than 15 months after the date of the Meeting.

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<table>
<tr><th>REQUIRED INFORMATION</th><th>DETAILS</th></tr>
<tr><td>Price or other consideration the Company will receive for the Securities</td><td>The Performance Rights will be issued at a nil issue price and no consideration will be payable on conversion of the Performance Rights into Shares.</td></tr>
<tr><td>Purpose of the issue, including the intended use of any funds raised by the issue</td><td>The purpose of the issue is to provide a performance linked incentive component in the remuneration package for each of the Related Parties to motivate and reward their performance as Directors and to provide cost effective remuneration to the Related Parties, enabling the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to the Related Parties. No funds will be raised by the issue.</td></tr>
<tr><td>Consideration of type of Security to be issued</td><td>The Company has agreed to issue the Performance Rights for the following reasons:
(a) the issue of the Performance Rights has no immediate dilutionary impact on Shareholders;
(b) the Vesting Conditions attaching to the Performance Rights will align the interests of the Related Parties with those of Shareholders, as the Performance Rights will only vest on the achievement of material operating or market value outcomes;
(c) the issue is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to the Related Parties; and
(d) it is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Performance Rights on the terms proposed.</td></tr>
<tr><td>Consideration of quantum of Securities to be issued</td><td>The number of Performance Rights to be issued has been determined based upon a consideration of:
(a) current market standards and practices of other ASX listed companies of a similar size and stage of development to the Company;
(b) the remuneration and responsibilities of the Related Parties; and
(c) incentives to retain the services of the Related Parties who have appropriate knowledge and expertise, while maintaining the Company's cash reserves.
The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Performance Rights upon the terms proposed.</td></tr>
<tr><td>Remuneration package</td><td>The total remuneration package for each of the Related Parties for the previous financial year and the proposed total remuneration package for the current financial year are set out below:
<table>
<tr><th>RELATED PARTY</th><th>CURRENT FINANCIAL YEAR ENDING 30 JUNE 2027</th><th>PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2026</th></tr>
<tr><td>Jonathan Downes</td><td>$280,000[1] plus $184,500[5]</td><td>$561,956</td></tr>
<tr><td>Steven Formica</td><td>$84,000[2] plus $123,000[5]</td><td>$328,000</td></tr>
<tr><td>Graeme Purcell</td><td>$44,800[3] plus $61,500[5]</td><td>$94,800</td></tr>
</table></td></tr>
</table>

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REQUIRED INFORMATION	DETAILS

David Greig	$247,200[4] plus $61,500[5]	$11,200

Notes:

1. Comprising base salary and superannuation of $280,000 (inclusive of superannuation) under Mr Downes' executive services agreement. Mr Downes' remuneration for the financial year ended 30 June 2026 included share based payments of $355,000 in respect of the 15,000,000 Options issued to him on 16 December 2025 with Shareholder approval. Mr Downes was appointed as Managing Director effective 7 October 2025.
2. Comprising directors' fees of $75,000 and superannuation contributions of $9,000. Mr Formica's remuneration for the financial year ended 30 June 2026 included share based payments of $300,000 in respect of the 10,000,000 Options issued to him on 17 April 2026 with Shareholder approval. Mr Formica was appointed as Non-Executive Chairman effective 5 March 2026.
3. Comprising directors' fees of $40,000 and superannuation contributions of $4,800. Mr Purcell's remuneration for the financial year ended 30 June 2026 included share based payments of $50,000 in respect of the 2,500,000 Options issued to him on 16 December 2025 with Shareholder approval.
4. Comprising directors' fees of $60,000 and superannuation contributions of $7,200, together with the value of the Options the subject of Resolution 8 (if approved) as set out in Schedule 2. Mr Greig was appointed as Non-Executive Director effective 1 May 2026.
5. Being the value of the Performance Rights proposed to be issued to the relevant Related Party as set out in Schedule 4.

Valuation

The Company values the Performance Rights at $430,500 in aggregate (being $0.041 per Performance Right), comprising $184,500 for Mr Downes, $123,000 for Mr Formica, $61,500 for Mr Purcell and $61,500 for Mr Greig, based on internal management valuation using the Company's share price. Further information in respect of the valuation of the Performance Rights and the pricing methodology is set out in Schedule 4.

Interest in Securities

The relevant interests of the Related Parties in Securities as at the date of this Notice and following completion of the issue are set out below:

As at the date of this Notice

RELATED PARTY	SHARES[1]	OPTIONS	PERFORMANCE RIGHTS	UNDILUTED	FULLY DILUTED
Jonathan Downes	3,844,920	15,000,000 [2]	Nil	1.64%	5.88%
Steven Formica	10,000,000	10,000,000 [3]	Nil	4.25%	6.24%
Graeme Purcell	263,158	2,500,000	Nil	0.11%	0.86%
David Greig	657,895	Nil	Nil	0.28%	0.21%

Post issue

RELATED PARTY	SHARES[1]	OPTIONS	PERFORMANCE RIGHTS
Jonathan Downes	3,844,920	15,000,000	4,500,000
Steven Formica	10,000,000	10,000,000	3,000,000
Graeme Purcell	263,158	2,500,000	1,500,000
David Greig	657,895	8,000,000	1,500,000

Notes:

1. Fully paid ordinary shares in the capital of the Company (ASX: DUN). Holdings are as disclosed in the Company's 2026 Annual Report and the most recent Appendix 3Y notices lodged by each Director.
2. Comprising 5,000,000 Options exercisable at $0.04 expiring 15 December 2028, 5,000,000 Options exercisable at $0.08 expiring 15 December 2029 and 5,000,000 Options exercisable at $0.16 expiring 15 December 2030.

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<table>
<tr><th>REQUIRED INFORMATION</th><th>DETAILS</th></tr>
<tr><td></td><td>3. Comprising 5,000,000 Options exercisable at $0.08 and 5,000,000 Options exercisable at $0.12, each expiring 17 April 2030.
4. Comprising 2,500,000 Options exercisable at $0.08 expiring 15 December 2028.
5. Assumes the issue of 8,000,000 Options to Mr Greig under Resolution 8.</td></tr>
<tr><td>Dilution</td><td>If the Vesting Conditions attaching to the Performance Rights issued under these Resolutions are met and the Performance Rights are converted, a total of 10,500,000 Shares would be issued. This will increase the number of Shares on issue from 235,025,183 (being the total number of Shares on issue as at the date of this Notice) to 245,525,183 (assuming that no other Shares are issued and no other convertible securities vest or are exercised) with the effect that the shareholding of existing Shareholders would be diluted by an aggregate of 4.28%, comprising 1.83% by Mr Downes, 1.22% by Mr Formica, 0.61% by Mr Purcell and 0.61% by Mr Greig.</td></tr>
<tr><td>Trading history</td><td>The trading history of the Shares on ASX in the 12 months before the date of this Notice is set out below:
<table>
<tr><th></th><th>PRICE</th><th>DATE</th></tr>
<tr><td>Highest</td><td>$0.058</td><td>12 and 16 February 2026</td></tr>
<tr><td>Lowest</td><td>$0.018</td><td>17 September 2025</td></tr>
<tr><td>Last</td><td>$0.041</td><td>15 September 2026</td></tr>
</table></td></tr>
<tr><td>Securities previously issued to the Related Parties under the Plan</td><td>No Securities have previously been issued to any of the Related Parties under the Plan. The Options held by Messrs Downes, Formica and Purcell referred to above were issued outside the Plan with Shareholder approval under Listing Rules 7.1 and 10.11 (as applicable).</td></tr>
<tr><td>Additional information</td><td>Details of any Securities issued under the Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14.

Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of Securities under the Plan after these Resolutions are approved and who were not named in this Notice will not participate until approval is obtained under Listing Rule 10.14.</td></tr>
<tr><td>Other information</td><td>The Board is not aware of any other information that is reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass these Resolutions.</td></tr>
<tr><td>Voting exclusion statements</td><td>Voting exclusion statements apply to these Resolutions.</td></tr>
<tr><td>Voting prohibition statements</td><td>Voting prohibition statements apply to these Resolutions.</td></tr>
</table>

GLOSSARY

$ means Australian dollars.

7.1A Mandate has the meaning given in Section 8.1.

10 Day VWAP has the meaning given in Schedule 3.

2024 Approval has the meaning given in Section 10.1.

Acquisition has the meaning given in Section 6.1.

April Approval has the meaning given in Section 6.1.

ASIC means the Australian Securities & Investments Commission.

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

BMGL means Black Mountain Gold Limited (ACN 009 253 221), a wholly owned subsidiary of MRT.

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.

Cazaly means Cazaly Resources Limited (ACN 101 049 334).

Cazaly Agreement has the meaning given in Section 6.1.

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.

Commercial Production has the meaning given in Schedule 3.

Company means Dundas Minerals Limited (ACN 640 432 819).

Completion Consideration has the meaning given in Section 7.1.

Completion Date has the meaning given in Section 7.1.

Constitution means the Company's constitution.

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

Deemed Issue Price has the meaning given in Section 6.1.

Deferred Consideration Shares has the meaning given in Section 6.1.

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.

Explanatory Statement means the explanatory statement accompanying the Notice.

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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.

Letter of Appointment has the meaning given in Section 9.1.

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.

Milestone has the meaning given in Section 6.1.

MRT means Horizon Minerals Limited (ACN 007 761 186), now named Maritana Minerals Limited.

MRT Option has the meaning given in Section 7.1.

MRT Option Deed has the meaning given in Section 7.1.

MRT Tenements has the meaning given in Section 7.1.

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

Option means an option to acquire a Share.

Option Consideration Shares has the meaning given in Section 7.1.

Option Share Issue Price has the meaning given in Section 7.1.

Performance Right means a right to acquire a Share subject to satisfaction of vesting conditions, issued under the Plan on the terms and conditions set out in Schedule 3.

PKF means PKF Perth.

Plan means the Company's Employee Securities Incentive Plan, a summary of which is set out in Schedule 5.

Previous Approval has the meaning given in Section 8.3.

Previous Issue has the meaning given in Section 8.3.

Production Profit has the meaning given in Schedule 3.

Production Revenue has the meaning given in Schedule 3.

Proxy Form means the proxy form accompanying the Notice.

Related Parties has the meaning given in Section 11.1.

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 2026.

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

Section means a section of the Explanatory Statement.

Security means a Share, Option or Performance Right (as applicable).

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

Shareholder means a registered holder of a Share.

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

Vesting Condition has the meaning given in Schedule 3.

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

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SCHEDULE 1 – TERMS AND CONDITIONS OF OPTIONS

1.	**Entitlement**	Subject to paragraph 12, 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 (**Exercise Price**) will be: (a) for 4,000,000 of the Options: $0.08; and (b) for 4,000,000 of the Options: $0.12.
3.	**Expiry Date**	Each Option will expire at 5:00 pm (WST) on the date that is four years from the date of issue (**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.	**Exercise Notice**	The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Exercise Notice**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
6.	**Exercise Date**	An Exercise Notice is only effective on and from the later of the date of receipt of the Exercise Notice and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).
7.	**Timing of issue of Shares on exercise**	Within five Business Days after the Exercise Date, the Company will: (a) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Exercise Notice and for which cleared funds have been received by the Company; (b) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and (c) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options. If a notice delivered under paragraph 7(b) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.
8.	**Shares issued on exercise**	Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

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9.	**Reorganisation**	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of the holder will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
10.	**Participation in new issues**	There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.
11.	**Change in exercise price**	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.	**Adjustment for bonus issues of Shares**	If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment): (a) the number of Shares or other securities which must be issued on the exercise of an Option will be increased by the number of Shares or other securities which the holder would have received if the holder had exercised the Option before the record date for the bonus issue; and (b) no change will be made to the Exercise Price.
13.	**Quotation**	The Company will not apply for quotation of the Options on ASX.
14.	**Transferability**	The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

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SCHEDULE 2 – VALUATION OF OPTIONS

The Options to be issued pursuant to Resolution 8 have been valued by internal management using the Black-Scholes option pricing model and based on the assumptions set out below. The market price of Shares used in the valuation is the closing price of Shares on ASX on 16 September 2026.

ASSUMPTIONS:	
Valuation date	16 September 2026
Number of Options	4,000,000 / 4,000,000
Market price of Shares	$0.041
Exercise Price	$0.08 / $0.12
Expected volatility	100%
Life of Options (years)	4
Risk free rate	4.87%
Dividend yield	Nil
Indicative value per Option	**$0.024 / $0.021**
Total value of Options	**$180,000**

Note: The valuation noted above is not necessarily the market price that the Options could be traded at and is not automatically the market price for taxation purposes.

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SCHEDULE 3 – TERMS AND CONDITIONS OF PERFORMANCE RIGHTS

The following is a summary of the terms and conditions of the Performance Rights proposed to be issued to the Related Parties under Resolutions 10 to 13.

<table>
<tr><td>1.</td><td>Entitlement</td><td>Each Performance Right entitles the holder to subscribe for one Share upon conversion of the Performance Right.</td></tr>
<tr><td>2.</td><td>Plan</td><td>The Performance Rights are granted under the Company's Employee Securities Incentive Plan (Plan). Defined terms in these terms and conditions have the same meaning as in the Plan. In the event of any inconsistency between the Plan and these terms and conditions, these terms and conditions will apply to the extent of the inconsistency.</td></tr>
<tr><td>3.</td><td>Consideration</td><td>The Performance Rights will be issued for nil consideration and no consideration will be payable upon the conversion of the Performance Rights into Shares.</td></tr>
<tr><td>4.</td><td>Vesting Conditions</td><td>The Performance Rights are divided into three classes, each of which shall vest on satisfaction of the following vesting condition:
<table><tr><th>CLASS</th><th>VESTING CONDITION</th></tr><tr><td>A</td><td>The earlier to occur of: (a) the Company achieving Commercial Production; and (b) the 10 Day VWAP being at least $0.10.</td></tr><tr><td>B</td><td>The earlier to occur of: (a) cumulative Production Revenue reaching at least $50,000,000 and the Company recording a Production Profit for a completed financial quarter ending after that threshold is reached; and (b) the 10 Day VWAP being at least $0.125.</td></tr><tr><td>C</td><td>The earlier to occur of: (a) cumulative Production Revenue reaching at least $100,000,000 and the Company recording a Production Profit for a completed financial quarter (being a different quarter to that relied on for the Class B Performance Rights) ending after that threshold is reached; and (b) the 10 Day VWAP being at least $0.15.</td></tr></table>(each, a Vesting Condition).

Satisfaction of a Vesting Condition must be determined by the Board (excluding the holder, if a Director) on the basis of objective evidence, including (in the case of Commercial Production, Production Revenue and Production Profit) confirmation from a suitably qualified independent technical or accounting expert, and announced to ASX.</td></tr>
<tr><td>5.</td><td>Definitions</td><td>For the purposes of the Vesting Conditions:

10 Day VWAP means the volume weighted average price of Shares traded on ASX over 10 consecutive trading days on which Shares actually trade, calculated by reference to an independent market data source and excluding block trades, large portfolio trades, special crossings, out of hours trades and any other transactions that the Board (acting reasonably) determines on objective grounds should be excluded;

Commercial Production means the production of saleable mineral product from a project in which the Company (or a subsidiary of the Company) holds an interest, on a continuous commercial scale basis for a period of at least 30 consecutive operating days, excluding commissioning, testing, trial mining and bulk sampling, as confirmed by a suitably qualified independent technical expert and announced to ASX;

Production Revenue means revenue from the sale of mineral products produced from the Company's operations after the achievement of Commercial Production, recognised in accordance with the Australian Accounting Standards, but excluding grants, proceeds of asset sales,</td></tr>
</table>

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		extraordinary items and revenue from related party or non-arm's length transactions; and **Production Profit** means positive earnings before interest, tax, depreciation and amortisation from the Company's production operations for a completed financial quarter, determined in accordance with the Australian Accounting Standards and excluding corporate overheads, exploration expenditure and non-cash items.
6.	**Expiry Date**	Each Performance Right will expire on the earlier to occur of: (a) the Performance Right lapsing and being forfeited under the Plan or these terms and conditions; and (b) 5:00 pm (WST) on the date that is four years from the date of issue of the Performance Rights, (**Expiry Date**). For the avoidance of doubt, any unconverted Performance Rights (whether vested or unvested) will automatically lapse on the Expiry Date.
7.	**Notice of vesting**	The Company shall notify the holder in writing when the relevant Vesting Condition has been satisfied.
8.	**Rights attaching to Performance Rights**	Prior to a Performance Right being converted, the holder: (a) does not have any interest (legal, equitable or otherwise) in any Share which may be issued on conversion of the Performance Right other than as expressly set out in the Plan; (b) is not entitled to receive notice of, vote at or attend a meeting of the shareholders of the Company; (c) is not entitled to receive any dividends declared by the Company; (d) is not entitled to a return of capital, whether in a winding up, upon a reduction of capital or otherwise, or to participate in the surplus profits or assets of the Company upon a winding up; and (e) is not entitled to participate in any new issue of Shares (refer to paragraph 17).
9.	**Restrictions on dealing with Performance Rights**	The Performance Rights cannot be sold, assigned, transferred, have a security interest granted over or otherwise dealt with unless in Special Circumstances under the Plan (including in the case of death or total and permanent disability of the holder) with the consent of the Board. A holder must not enter into any arrangement for the purpose of hedging their economic exposure to a Performance Right that has been granted to them.
10.	**Cessation of office**	Any unvested Performance Rights will automatically be forfeited on the holder ceasing to be a Director or employee of the Company for any reason, subject to the Board's overriding discretion to determine an alternate treatment.
11.	**Forfeiture**	Performance Rights will be forfeited in the following circumstances: (a) in the case of unvested Performance Rights only, where the holder ceases to be an Eligible Participant (subject to paragraph 10); (b) where the holder acts fraudulently, dishonestly, negligently, in contravention of any Company policy or wilfully breaches their duties to the Company and the Board exercises its discretion to deem some or all of the Performance Rights held by the holder to have been forfeited;

		(c) where there is a failure to satisfy the Vesting Conditions in accordance with the Plan; (d) on the date the holder becomes insolvent or their nominated party (if applicable) becomes insolvent; or (e) on the Expiry Date.
12.	**Conversion**	The Performance Rights can be converted at any time on and from the delivery of a vesting notice until the Expiry Date (**Conversion Period**). The Performance Rights may be converted during the Conversion Period by delivery of a written notice specifying the number of Performance Rights being converted (**Conversion Notice**).
13.	**Timing of issue of Shares and quotation of Shares on conversion**	Within five Business Days after the issue of a Conversion Notice by the holder, the Company will: (a) issue, allocate or cause to be transferred to the holder the number of Shares to which the holder is entitled; and (b) if required, issue a substitute certificate for any remaining unconverted Performance Rights held by the holder. Additionally, the Company will do all such acts, matters and things to obtain the grant of quotation of the Shares by ASX in accordance with the Listing Rules and subject to the expiry of any restriction period that applies to the Shares under the Corporations Act or the Listing Rules, as soon as reasonably practicable.
14.	**Restrictions on transfer of Shares on conversion**	Shares issued on conversion of the Performance Rights are subject to the following restrictions: (a) if the Company is required but is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, Shares issued on conversion of the Performance Rights may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act; (b) all Shares issued on conversion of the Performance Rights are subject to restrictions imposed by applicable law on dealing in Shares by persons who possess material information likely to affect the value of the Shares and which is not generally available; and (c) all Shares issued on conversion of the Performance Rights are subject to the terms of the Company's Securities Trading Policy as set out on the Company's website.
15.	**Rights attaching to Shares on conversion**	Shares issued upon conversion of the Performance Rights will rank equally with the then Shares of the Company.
16.	**Change of Control**	Subject at all times to the Listing Rules, if a Change of Control Event occurs (being an event which results in any person (either alone or together with its associates) acquiring a relevant interest in, or becoming entitled to acquire, more than 50% of the Company's issued capital, or a takeover bid for more than 50% of the Company's issued capital becoming unconditional), all unvested Performance Rights will automatically vest and convert into Shares, without any further act being required by the Company, the Board or the holder, and regardless of whether the applicable Vesting Condition has been satisfied. These terms and conditions are specified in the invitation for the purposes of rule 12.1(b) of the Plan and apply to the exclusion of any Board discretion under rule 12.1(a) of the Plan.
17.	**Participation in new issues**	Subject always to the rights under paragraphs 18 and 19, holders of Performance Rights will not be entitled to participate in new issues of

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		capital offered to holders of Shares such as bonus issues and entitlement issues.
18.	**Adjustment for bonus issue**	If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Performance Rights is entitled, upon conversion of the Performance Rights, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Performance Rights are converted.
19.	**Reorganisation**	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each holder holding Performance Rights (including the 10 Day VWAP thresholds in the Vesting Conditions) will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
20.	**Quotation**	The Performance Rights will not be quoted on ASX.
21.	**Transferability**	The Performance Rights are not transferable, except as set out in paragraph 9.
22.	**Buy-Back**	Subject to applicable law, the Company may at any time buy-back the Performance Rights in accordance with the terms of the Plan.
23.	**Tax deferral**	Subdivision 83A-C of the *Income Tax Assessment Act 1997* (Cth) applies (subject to the conditions in that Act) to the Performance Rights.
24.	**Listing Rule compliance**	The Board reserves the right to amend any term of the Performance Rights to ensure compliance with the Listing Rules.

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SCHEDULE 4 – VALUATION OF PERFORMANCE RIGHTS

The Performance Rights to be issued pursuant to Resolutions 10 to 13 have been valued by internal management using the Company's share price and based on the assumptions set out below. No discount has been applied for the probability of the Vesting Conditions being satisfied, and the risk free interest rate and volatility set out below were not applied in deriving the value. Each Performance Right has been valued at the market price of a Share on the valuation date.

ASSUMPTIONS	CLASS A	CLASS B	CLASS C
Valuation date	16/09/2026	16/09/2026	16/09/2026
Number of Performance Rights	3,500,000	3,500,000	3,500,000
Market price of Shares	$0.041	$0.041	$0.041
Share price hurdle (10 Day VWAP)	$0.10	$0.125	$0.15
Expiry date (from issue)	4 years	4 years	4 years
Risk free interest rate	4.87%	4.87%	4.87%
Volatility	100%	100%	100%
Indicative value per Performance Right	**$0.041**	**$0.041**	**$0.041**
Total value of Performance Rights	**$143,500**	**$143,500**	**$143,500**
– Mr Downes (Resolution 10)	$61,500	$61,500	$61,500
– Mr Formica (Resolution 11)	$41,000	$41,000	$41,000
– Mr Purcell (Resolution 12)	$20,500	$20,500	$20,500
– Mr Greig (Resolution 13)	$20,500	$20,500	$20,500

Note: The valuation noted above is not necessarily the market price that the Performance Rights could be traded at and is not automatically the market price for taxation purposes.

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SCHEDULE 5 – SUMMARY OF EMPLOYEE SECURITIES INCENTIVE PLAN

A summary of the material terms of the Company's Employee Securities Incentive Plan (**Plan**) is set out below.

1.	**Eligible Participant**	Eligible Participant means a person that is a 'primary participant' (as that term is defined in Division 1A of Part 7.12 of the Corporations Act) in relation to the Company or an Associated Body Corporate (as defined in the Corporations Act) and has been determined by the Board to be eligible to participate in the Plan from time to time.
2.	**Purpose**	The purpose of the Plan is to: (a) assist in the reward, retention and motivation of Eligible Participants; (b) link the reward of Eligible Participants to Shareholder value creation; and (c) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive a security in the capital of the Company granted under the Plan, including Shares, Options, Performance Rights or other convertible securities (Securities).
3.	**Maximum number of Convertible Securities**	The Company will not make an invitation under the Plan which involves monetary consideration if the number of Shares that may be issued, or acquired upon exercise of Convertible Securities offered under an invitation, when aggregated with the number of Shares issued or that may be issued as a result of all invitations under the Plan during the 3 year period ending on the day of the invitation, will exceed 10% of the total number of issued Shares at the date of the invitation (unless the Constitution specifies a different percentage and subject to any limits approved by Shareholders under Listing Rule 7.2 (Exception 13(b)) – refer to Resolution 10 and Section 10.3).
1.	**Plan administration**	The Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Plan rules in its sole and absolute discretion (except to the extent that it prevents the Participant relying on the deferred tax concessions under Subdivision 83A-C of the *Income Tax Assessment Act 1997* (Cth)). The Board may delegate its powers and discretion.
2.	**Eligibility, invitation and application**	The Board may from time to time determine that an Eligible Participant may participate in the Plan and make an invitation to that Eligible Participant to apply for any (or any combination of) the Securities provided under the Plan on such terms and conditions as the Board decides. On receipt of an invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part. If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation.
3.	**Grant of Securities**	The Company will, to the extent that it has accepted a duly completed application, grant the Eligible Participant the relevant number and type of Securities, subject to the terms and conditions set out in the invitation, the Plan rules and any ancillary documentation required.

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4.	**Rights attaching to Convertible Securities**	A Convertible Security represents a right to acquire one or more Shares in accordance with the Plan (for example, an Option or a Performance Right). Prior to a Convertible Security being exercised, the holder: (a) does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security other than as expressly set out in the Plan; (b) is not entitled to receive notice of, vote at or attend a meeting of the shareholders of the Company; (c) is not entitled to receive any dividends declared by the Company; and (d) is not entitled to participate in any new issue of Shares (see "Participation in entitlements and bonus issues" below).
5.	**Restrictions on dealing with Convertible Securities**	Convertible Securities issued under the Plan cannot be sold, assigned, transferred, have a security interest granted over or otherwise dealt with unless in Special Circumstances as defined under the Plan (including in the case of death or total or permanent disability of the holder) with the consent of the Board, in which case the Convertible Securities may be exercisable on terms determined by the Board. A holder must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.
6.	**Vesting of Convertible Securities**	Any vesting conditions applicable to the Convertible Securities will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that security will lapse.
7.	**Forfeiture of Convertible Securities**	Convertible Securities will be forfeited in the following circumstances: (a) in the case of unvested Convertible Securities only, where the holder ceases to be an Eligible Participant (eg is no longer employed or their office or engagement is discontinued with the Company and any Associated Bodies Corporate (as defined in the Corporations Act) (the **Group**)); (b) where there is a failure to satisfy the vesting conditions in accordance with the Plan; (c) on the date the Participant becomes insolvent; or (d) on the Expiry Date.
8.	**Listing of Convertible Securities**	Convertible Securities granted under the Plan will not be quoted on ASX or any other recognised exchange. The Board reserves the right in its absolute discretion to apply for quotation of Convertible Securities granted under the Plan on ASX or any other recognised exchange.

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9.	**Exercise of Convertible Securities and cashless exercise**	To exercise a security, the Participant must deliver a signed notice of exercise and, subject to a cashless exercise (see below), pay the exercise price (if any) to or as directed by the Company, at any time following vesting of the Convertible Securities (if subject to vesting conditions) and prior to the expiry date as set out in the invitation or vesting notice. An invitation to apply for Convertible Securities may specify that at the time of exercise of the Convertible Securities, the Participant may elect not to be required to provide payment of the exercise price for the number of Convertible Securities specified in a notice of exercise, but that on exercise of those Convertible Securities the Company will transfer or issue to the Participant that number of Shares equal in value to the positive difference between the Market Value of the Shares at the time of exercise and the exercise price that would otherwise be payable to exercise those Convertible Securities. **Market Value** means, at any given date, the volume weighted average price per Share traded on ASX over the 5 trading days immediately preceding that given date, unless otherwise specified in an invitation. Convertible Securities may not be exercised unless and until that security has vested in accordance with the Plan rules, or such earlier date as set out in the Plan rules.
10.	**Timing of issue of Shares and quotation of Shares on exercise**	Within five business days after the issue of a valid notice of exercise by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Plan rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.
11.	**Restriction periods and restrictions on transfer of Shares on exercise**	If the invitation provides that any Shares issued upon the valid exercise of a Convertible Security are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction. Additionally, Shares issued on exercise of the Convertible Securities are subject to the following restrictions: (a) if the Company is required but is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, Shares issued on exercise of the Convertible Securities may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act; (b) all Shares issued on exercise of the Convertible Securities are subject to restrictions imposed by applicable law on dealing in Shares by persons who possess material information likely to affect the value of the Shares and which is not generally available; and (c) all Shares issued on exercise of the Convertible Securities are subject to the terms of the Company's Securities Trading Policy.
12.	**Rights attaching to Shares on exercise**	All Shares issued upon exercise of Convertible Securities will rank equally in all respects with the then Shares of the Company.

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13.	**Change of control**	If a change of control event occurs (being an event which results in any person (either alone or together with associates) owning more than 50% of the Company's issued capital), the Board may in its discretion determine the manner in which any or all of the holder's Convertible Securities will be dealt with, including, without limitation, in a manner that allows the holder to participate in and/or benefit from any transaction arising from or in connection with the change of control event. The Board may specify in the invitation how the Convertible Securities will be treated on a change of control event occurring, or the Board determining that such event is likely to occur, which may vary depending upon the circumstances in which the Participant becomes a leaver and preserve some or all of the Board's discretion under this rule.
14.	**Participation in entitlements and bonus issues**	Subject always to the rights under the following two paragraphs, Participants will not be entitled to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues.
15.	**Adjustment for bonus issue**	If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the Participant is entitled, upon exercise of the Convertible Securities, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.
16.	**Reorganisation**	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Convertible Securities will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
17.	**Buy-Back**	Subject to applicable law, the Company may at any time buy-back Securities in accordance with the terms of the Plan.
18.	**Employee Share Trust**	The Board may in its sole and absolute discretion use an employee share trust or other mechanism for the purposes of holding Convertible Securities for holders under the Plan and delivering Shares on behalf of holders upon exercise of Convertible Securities.
19.	**Amendment of Plan**	Subject to the following paragraph, the Board may at any time amend any provisions of the Plan rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the Plan and determine that any amendments to the Plan rules be given retrospective effect, immediate effect or future effect. No amendment to any provision of the Plan rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.
20.	**Plan duration**	The Plan continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the Plan for a fixed period or indefinitely and may end any suspension. If the Plan is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants. If a Participant and the Company (acting by the Board) agree in writing that some or all of the Securities granted to that Participant are to be cancelled on a specified date or on the occurrence of a particular event, then those Securities may be cancelled in the manner agreed between the Company and the Participant.

ANNEXURE A – NOTICE OF NOMINATION OF AUDITOR

18 September 2026

The Directors
Dundas Minerals Limited
Suite 13, 100 Railway Road
Daglish WA 6008

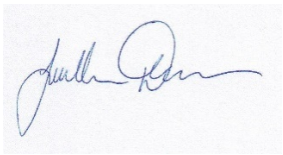
Dear Directors

Nomination of auditor

I, Jonathan Charles Downes, being a member of Dundas Minerals Limited (ACN 640 432 819) (**Company**), nominate PKF Perth (ABN 64 591 268 274) in accordance with section 328B(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**) to fill the office of auditor of the Company.

Please distribute copies of this notice of nomination as required by section 328B(3) of the Corporations Act.

Yours faithfully



_____
Jonathan Charles Downes
76 Broome Street
Cottesloe WA 6011

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DUNDAS MINERALS LIMITED

Dundas Minerals Limited | ABN 14 640 432 819

Proxy Voting Form

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

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Your proxy voting instruction must be received by **10:30am (AWST) on Tuesday, 27 October 2026**, 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://portal.automic.com.au/investor/home 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 Dundas Minerals Limited, to be held at **10:30am (AWST) on Thursday, 29 October 2026 at Level 8, 216 St Georges Terrace, Perth WA 6000** hereby:

Appoint the Chair of the Meeting (Chair) to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the Chair sees fit) at this meeting and at any adjournment thereof.

Please note: 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. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by marking 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, 8, 9, 10, 11, 12 and 13 (except where I/we have indicated a different voting intention below) even though Resolutions 1, 8, 9, 10, 11, 12 and 13 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain	Resolutions		For	Against	Abstain
1	ADOPTION OF REMUNERATION REPORT	☐	☐	☐	8	APPROVAL TO ISSUE OPTIONS TO DAVID GREIG	☐	☐	☐
2	ELECTION OF DIRECTOR – STEVEN FORMICA	☐	☐	☐	9	APPROVAL TO ISSUE SECURITIES UNDER THE EMPLOYEE SECURITIES INCENTIVE PLAN	☐	☐	☐
3	ELECTION OF DIRECTOR – DAVID GREIG	☐	☐	☐	10	APPROVAL TO ISSUE PERFORMANCE RIGHTS TO JONATHAN DOWNES	☐	☐	☐
4	APPOINTMENT OF AUDITOR	☐	☐	☐	11	APPROVAL TO ISSUE PERFORMANCE RIGHTS TO STEVEN FORMICA	☐	☐	☐
5	APPROVAL TO ISSUE DEFERRED CONSIDERATION SHARES TO CAZALY	☐	☐	☐	12	APPROVAL TO ISSUE PERFORMANCE RIGHTS TO GRAEME PURCELL	☐	☐	☐
6	APPROVAL TO ISSUE OPTION CONSIDERATION SHARES TO BLACK MOUNTAIN GOLD	☐	☐	☐	13	APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DAVID GREIG	☐	☐	☐
7	APPROVAL OF 7.1A MANDATE	☐	☐	☐					

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution and your votes will not be counted in computing the required majority on a poll.

STEP 3 – Signatures and contact details

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY) ☐☐ / ☐☐ / ☐☐

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

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