ASX ANNOUNCEMENT

3 July 2025

Notice of General Meeting

Pursuant to ASX Listing Rule 3.17.1, European Lithium Limited (ASX: **EUR**, FRA: PF8, OTC: EULIF) (**European Lithium** or the **Company**) provides the attached copy of Notice of General Meeting, accompany notice and access letter and proxy form.

The General Meeting will be held at 32 Harrogate Street, West Leederville, Western Australia, 6007 at 9:00am (WST) on Monday 4 August 2025.

This announcement has been approved by Melissa Chapman, Joint Company Secretary.

–END–

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32 Harrogate Street,
West Leederville, WA 6007

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E info@europeanlithium.com

ASX: EUR
europeanlithium.com

3 July 2025

General Meeting of European Lithium Limited
to be held on 4 August 2025 at 9:00am (WST)

Dear Shareholder,

You are invited to attend the general meeting of the shareholders of European Lithium Limited (**Company**) (ASX: EUR) to be held on 4 August 2025 at 9:00am (WST) at the Company's office at:

32 Harrogate Street, West Leederville, Western Australia 6007

The Company will not be dispatching physical copies of the notice of meeting, accompanying explanatory statement, and annexures (the **Meeting Materials**), other than to those shareholders who have elected to receive a printed copy of the Meeting Materials. A copy of the Meeting Materials can be viewed and downloaded online as follows:

- You are able to access the Meeting Materials online at the Company's website: www.europeanlithium.com.
- A complete copy of the Meeting Materials has been posted on the Company's ASX market announcements page.
- If you have nominated an email address and have elected to receive electronic communications from the Company, you will receive an email to your nominated email address with a link to an electronic copy of the Meeting Materials and the proxy form.

In order to be able to receive electronic communications from the Company in the future, please update your shareholder details online at www.investorvote.com.au (Control Number: 184964) and log in with your unique shareholder identification number and postcode (or country for overseas residents), that you can find on your enclosed personalised proxy form.

Once logged in you can also lodge your proxy vote online by following the prompts. As a valued shareholder in the Company, we look forward to your participation in the meeting. If you prefer not to vote online, please return the attached proxy form to the share registry.

If you are unable to access the Meeting Materials online please contact the Company Secretary on +61 (08) 9380 9555 or MelissaC@europeanlithium.com between 9:00am and 5:00pm (WST) Monday to Friday, to arrange a copy.

Yours sincerely,

Melissa Chapman
Joint Company Secretary
European Lithium Limited

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EUROPEAN LITHIUM LIMITED
ACN 141 450 624
NOTICE OF GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 9:00am (WST)

DATE: 4 August 2025

PLACE: 32 Harrogate Street
WEST LEEDERVILLE WA 6007

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 9:00AM (WST) on 2 August 2025.

BUSINESS OF THE MEETING

AGENDA

1. RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 47,058,824 Shares that were issued to Placement Participants on the terms and conditions set out in the Explanatory Statement."

2. RESOLUTION 2 – RATIFICATION OF PRIOR ISSUE OF EURO OPTIONS TO EVOLUTION

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 10,000,000 EURO Options that were issued to Evolution (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

3. RESOLUTION 3 – RATIFICATION OF PRIOR ISSUE OF EUROC OPTIONS

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 178,418,736 EUROC Options that were issued to Expired Optionholders on the terms and conditions set out in the Explanatory Statement."

4. RESOLUTION 4 – APPROVAL TO ISSUE EUROC OPTIONS TO RELATED PARTY - MR TONY SAGE

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 195(4) of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 22,658,235 EUROC Options to Mr Tony Sage (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

5. RESOLUTION 5 – APPROVAL TO ISSUE EUROC OPTIONS TO RELATED PARTY - MR MALCOLM DAY

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 195(4) of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 14,999,999 EUROC Options to Mr Malcolm Day (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

6. RESOLUTION 6 – APPROVAL TO ISSUE EUROC OPTIONS TO RELATED PARTY - MR MICHAEL CARTER

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 195(4) of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 7,000,000 EUROC Options to Mr Michael Carter (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

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7. RESOLUTION 7 – APPROVAL TO ISSUE EURO OPTIONS TO CRML PLACEMENT ADVISORS

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 35,000,000 EURO Options to the CRML Placement Advisors on the terms and conditions set out in the Explanatory Statement."

8. RESOLUTION 8 – APPROVAL TO ISSUE EUROC OPTIONS TO ODEON

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 5,000,000 Odeon EUROC Options to Odeon (or their nominee(s)), and otherwise on the terms and conditions set out in the Explanatory Statement."

9. RESOLUTION 9 – APPROVAL TO ISSUE EUROC OPTIONS TO GEOSAN CONSULTING

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 5,000,000 EUROC Options to Geosan Consulting or (their nominee(s)), and otherwise on the terms and conditions set out in the Explanatory Statement."

10. RESOLUTION 10 – APPROVAL TO ISSUE SHARES TO GEOSAN CONSULTING

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 819,570 Shares to Geosan Consulting or (their nominee(s)), and otherwise on the terms and conditions set out in the Explanatory Statement."

11. RESOLUTION 11 – APPROVAL TO ISSUE CONSULTANT PERFORMANCE RIGHTS TO GEOSAN CONSULTING

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 35,000,000 Consultant Performance Rights to Geosan Consulting or (their nominee(s)), and otherwise on the terms and conditions set out in the Explanatory Statement."

12. RESOLUTION 12 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO RELATED PARTY - MR TONY SAGE

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 10.11 and for all other purposes, approval is given for the Company to issue 20,000,000 Performance Rights to Mr Tony Sage (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

13. RESOLUTION 13 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO RELATED PARTY - MR MALCOLM DAY

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 10.11 and for all other purposes, approval is given for the Company to issue 15,000,000

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Performance Rights to Mr Malcolm Day (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

14. RESOLUTION 14 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO RELATED PARTY - MR MICHAEL CARTER

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 10.11 and for all other purposes, approval is given for the Company to issue 5,000,000 Performance Rights to Mr Michael Carter (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

15. RESOLUTION 15 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO RELATED PARTY - MR MYKHAILO ZHERNOV

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 10.11 and for all other purposes, approval is given for the Company to issue 5,000,000 Performance Rights to Mr Mykhailo Zhernov (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

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Voting Prohibition Statements

Resolution 12 – Approval to issue Performance Rights to Related Party - Mr Tony Sage	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 Related Party - Mr Malcolm Day	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.
Resolution 14 – Approval to issue Performance Rights to Related Party - Mr Michael Carter	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 14 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 14 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 14 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 15 – Approval to issue Performance Rights to Related Party - Mr Mykhailo Zhernov	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 15 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 15 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 15 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 1 – Ratification of prior issue of Placement Shares	Placement Participants or any other person who participated in the issue or an associate of that person or those persons.
Resolution 2 – Ratification of prior issue of EURO Options to Evolution	Evolution Capital Pty Ltd or any other person who participated in the issue or an associate of that person or those persons.
Resolution 3 – Ratification of prior issue of EUROC Options to Expired Optionholders	Expired Optionholders or any other person who participated in the issue or an associate of that person or those persons.
Resolution 4– Approval to issue EUROC Options to Related Party - Mr Tony Sage	Mr Tony Sage (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 5– Approval to issue EUROC Options to Related Party - Mr Malcolm Day	Mr Malcolm Day (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 6 – Approval to issue EUROC Options to Related Party - Mr Michael Carter	Mr Michael Carter (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 7 – Approval to issue EURO Options to CRML Placement Advisors	CRML Placement Advisors (or their 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 8 – Approval to issue EUROC Options to Odeon	Odeon (or their 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 9 – Approval to issue EUROC Options to Geosan Consulting	Geosan Consulting (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 10 – Approval to issue Shares to Geosan Consulting	Geosan Consulting (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 11 – Approval to issue Consultant Performance Rights to Geosan Consulting	Geosan Consulting (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).

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Resolution 12 – Approval to issue Performance Rights to Related Party - Mr Tony Sage	Mr Tony Sage (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 13 – Approval to issue Performance Rights to Related Party - Mr Malcolm Day	Mr Malcolm Day (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 14 – Approval to issue Performance Rights to Related Party - Mr Michael Carter	Mr Michael Carter (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 15– Approval to issue Performance Rights to Related Party - Mr Mykhailo Zhernov	Mr Mykhailo Zhernov (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.

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 Proxy Form and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

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

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

Shareholders and their proxies should be aware that:

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

Voting in person

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

Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary, Melissa Chapman or Catherine Grant-Edwards, on +61 (8) 6181 9792.

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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. BACKGROUND TO RESOLUTIONS 1 AND 2 – PLACEMENT

On 6 December 2024, the Company announced that it had completed a private placement to sophisticated and institutional investors (**Placement Participants**) to raise approximately $2,000,000 at $0.0425 per share (**Placement**).

The Placement comprised 47,058,824 shares (**Shares**) that were issued to the Placement Participants using the Company's existing placement capacity pursuant to Listing Rule 7.1A (the subject of Shareholder ratification under Resolution 1).

In addition to the Placement, the Company issued 10,000,000 options to Evolution Capital Pty Ltd (**Evolution**) using its existing placement capacity pursuant to Listing Rule 7.1 (the subject of Shareholder ratification under Resolution 2) in accordance with the Lead Manager Mandate (as defined below).

1.1 Lead Manager

On or about 5 December 2024, the Company entered into a mandate with Evolution pursuant to which Evolution was engaged by the Company to act as lead manager to the Placement (**Lead Manager Mandate**).

(a) In accordance with the terms of the Lead Manager Mandate the Company has agreed to pay Evolution (or its nominee(s)) the following fees (exclusive of GST):

  (i) A management fee of 2.0% and selling fee of 4.0% of the total funds raised under the Placement (plus GST); and

  (ii) 10,000,000 Options (EURO listed options) exercisable at $0.08 on or before 14 November 2025 (**EURO Options**).

(b) Other than as noted above, the Lead Manager Mandate contains terms which are standard for an agreement of this type.

1.2 Use of funds

The funds raised from the Placement are intended to be used for advancing the Company's development milestones at the Wolfsburg Lithium Project and the Company's newly acquired Leinster Lithium Project.

2. RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES

2.1 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 47,058,824 Shares to the Placement Participants.

2.2 Listing Rules 7.1 and 7.1A

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

Under Listing Rule 7.1A however, an Eligible Entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%. The Company obtained this approval at its annual general meeting held on 29 November 2024.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 25% limit in Listing Rules 7.1 and 7.1A, reducing the Company's capacity to issue further equity

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securities without Shareholder approval under Listing Rule 7.1 and 7.1A for the 12 month period following the date of the issue.

2.3 Listing Rule 7.4

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

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

2.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the issue will be excluded in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's combined 25% limit in Listing Rules 7.1 and 7.1A, effectively decreasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

2.5 Technical information required by Listing Rules 7.4 and 7.5 in respect of this Resolution

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	The Shares were issued to professional and sophisticated investors who were identified through a bookbuild process, which involved Evolution seeking expressions of interest to participate in the capital raising from non-related parties of the Company.
Number and class of Securities issued	47,058,824 Shares were issued pursuant to Listing Rule 7.1A.
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities were issued	10 December 2024.
Price or other consideration the Company received for the Securities	$0.0425 per Share
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 1.2 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The Shares were issued pursuant to customary placement agreements between the Company and the Placement Participants.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

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3. RESOLUTION 2 – RATIFICATION OF PRIOR ISSUE OF EURO OPTIONS

3.1 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue 10,000,000 EURO Options to Evolution as consideration for their services provided in relation to the Placement.

3.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

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

3.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 2.3 above.

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

3.4 Technical information required by Listing Rule 14.1A

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

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

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	Evolution. The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	10,000,000 EURO Options were issued.
Terms of Securities	The EURO Options were issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities were issued.	10 December 2024.
Price or other consideration the Company received for the Securities	The EURO Options were issued at a nil issue price, in consideration for lead manager services provided by Evolution in relation to the Placement in accordance with the Lead Manager Mandate.
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 Lead Manager Mandate.
Summary of material terms of agreement to	The EURO Options were issued under the Lead Manager Mandate, a summary of the material terms of which is set

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REQUIRED INFORMATION	DETAILS
issue	out in Section 1.1.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

4. BACKGROUND TO RESOLUTIONS 3 TO 6 – REPLACEMENT OPTIONS OFFER

4.1 Replacement Options Offer

As per the Company's announcement on 11 April 2025, the Company lodged a prospectus with ASIC on 9 April 2025 (**Prospectus**) in respect of an offer of up to 223,076,970 new options (**EUROC Options**) to all registered holders of expired EUROB Options on 31 March 2025 (**Record Date**) with a registered address in Australia and the UAE (**Expired Optionholders**). Under the Prospectus, Expired Optionholders were offered one (1) Replacement Option for every one (1) EUROB Option held on the Record Date at an issue price of $0.002 and an exercise price of $0.10 per New Option, expiring on 30 April 2027 to raise funds of up to $446,154 (before costs) (**Replacement Options Offer**).

The Company issued the 178,418,736 EUROC Options on 9 May 2025 pursuant to its existing capacity under Listing Rule 7.1, the subject of Shareholder approval under Resolution 3.

4.2 Director Participation and Underwriting

As set out in the Prospectus, the Directors of the Company were entitled to participate in the Replacement Options Offer as Expired Optionholders. Accordingly, Mr Tony Sage, Mr Malcolm Day and Mr Michael Carter intend to take up an aggregate of 32,000,000 EUROC Options pursuant to their entitlements under the Replacement Options Offer, subject to obtaining shareholder approval under Resolutions 4 to 6 of this Notice.

Further, in addition to being entitled to participate in the Replacement Options Offer, the Directors of the Company (being, Mr Michael Carter, Mr Malcolm Day, Mr Tony Sage and Mr Mykhailo Zhernov (or their nominees)) each agreed to underwrite the Replacement Options Offer in equal proportions pursuant to an underwriting agreement between the Company and each Director (or their nominees) (**Underwriting Agreements**).

A summary of the material terms of the Underwriting Agreements is set out in Schedule 2.

The Company has since been advised via nominee letters dated 7 May 2025 (**Nominee Letters**) that Messrs Zhernov and Carter irrevocably agree to nominate Mr Tony Sage (or his nominee) as both their nominee to take up their underwriting committements under the Underwriting Agremeents. As such, Resolutions 4 and 5 seek Shareholder approval for the issue of an aggregate of 12,658,234 EUROC Options to Messrs Day and Sage pursuant to their underwriting commitments under the Underwriting Agreements.

Accordingly, Resolutions 4 to 6 of this Notice seek Shareholder approval for the issue of an aggregate of 44,658,234 EUROC Options to Messrs Sage, Day and Carter as follows:

DIRECTOR	Mr Tony Sage	Mr Malcolm Day	Mr Michael Carter
RESOLUTION	4	5	6
EUROC OPTIONS	15,000,000	10,000,000	7,000,000
UNDERWRITTEN EUROC OPTIONS	7,658,235	4,999,999	Nil
SUBSCRIPTION ($)	$45,316	$30,000	$14,000
TOTAL OPTIONS	**22,658,235**	**14,999,999**	**7,000,000**

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4.3 Use of funds

As set out in section 3.3 of the Prospectus, the Company intends to apply the funds raised under the Replacement Options Offer towards exploration expenditure at the Leinster Lithium Project and the Austrian Lithium Project and general working capital for the Company.

5. RESOLUTION 3 - RATIFICATION OF PRIOR ISSUE OF EUROC OPTIONS

5.1 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 178,418,736 EUROC Options that were issued to the Expired Options under the Replacement Options Offer pursuant to the Company's existing capacity under Listing Rule 7.1.

5.2 Listing Rules 7.1 and 7.1A

A summary of Listing Rule 7.1 and 7.1A is set out in Section 2.2 above.

5.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 2.3 above.

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

5.4 Technical information required by Listing Rule 14.1A

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

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

5.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	The EUROC Options were issued to the Expired Optionholders unrelated to the Company. The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	178,418,736 EUROC Options were issued.
Terms of Securities	The EUROC Options were issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities were issued	9 May 2025.
Price or other consideration the Company received for the Securities	$0.002 per Replacement Option.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 4.3 for details of the proposed use of funds.

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REQUIRED INFORMATION	DETAILS
Summary of material terms of agreement to issue	The EUROC Options were not issued pursuant to an agreement.
Voting Exclusion Statement	Voting exclusion statements apply to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

6. RESOLUTION 4 – APPROVAL TO ISSUE EUROC OPTIONS TO RELATED PARTY - MR TONY SAGE

6.1 General

As set out in Section 4.2, Resolution 4 seeks Shareholder approval for the purposes of Listing Rule 10.11 to enable Mr Tony Sage (or his nominee(s)) to take up an aggregate of 22,658,235 EUROC Options pursuant to his entitlement and underwriting under the Replacement Options Offer.

6.2 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 of EUROC Options to Mr Sage (or his nominee(s)) constitutes giving a financial benefit and Mr Sage is a related party of the Company by virtue of being a Director.

The Directors (apart from Mr Sage) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of EUROC Options pursuant to Mr Sage's entitlement under the Replacement Options Offer as it is on the same terms as the EUROC Options issued to the unrelated Expired Optionholders and as such the giving of the financial benefit is on arm's length terms.

The Directors (apart from Mr Sage) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of EUROC Options pursuant to Mr Sage's underwriting of the Replacement Options Offer as the Underwriting Agreements are consistent with standard market practice and have been considered on arm's length terms.

6.3 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.

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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.

6.4 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. Accordingly, the Company will not raise a further $64,436.84 under the Replacement Options Offer.

6.5 Technical Information required by Listing Rule 10.13 and section 219 of the Corporations Act in respect of this Resolution

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	Mr Tony Sage (or his nominee(s)).
Categorisation under Listing Rule 10.11	Mr Sage 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 Sage who receives EUROC Options may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	The maximum number of EUROC Options to be issued is 22,658,235 EUROC Options as set out in Section 4.2.
Terms of Securities	The EUROC 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 EUROC Options within 5 Business Days of the Meeting. In any event, the Company will not issue any EUROC 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	$0.002 per Replacement Option. Refer to the table set out in Section 4.2 for the total amounts to be paid by each recipient.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 4.3 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The EUROC Options will not be issued pursuant to an agreement.
Voting exclusion statements	Voting exclusion statements apply to these Resolutions.

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7. RESOLUTION 5 – APPROVAL TO ISSUE EUROC OPTIONS TO RELATED PARTY - MR MALCOLM DAY

7.1 General

As set out in Section 4.2, Resolution 5 seeks Shareholder approval for the purposes of Listing Rule 10.11 to enable Mr Malcolm Day (or his nominee(s)) to take up 14,999,999 EUROC Options pursuant to his entitlement under the Replacement Options Offer on the same terms as the unrelated Expired Optionholders.

7.2 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 of EUROC Options to Mr Day (or his nominee(s)) constitutes giving a financial benefit and Mr Day is a related party of the Company by virtue of being a Director.

The Directors (apart from Mr Day) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of EUROC Options pursuant to Mr Day's entitlement under the Replacement Options Offer as it is on the same terms as the EUROC Options issued to the unrelated Expired Optionholders and as such the giving of the financial benefit is on arm's length terms.

The Directors (apart from Mr Day) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of EUROC Options pursuant to Mr Day's underwriting of the Replacement Options Offer as the Underwriting Agreements are consistent with standard market practice and have been considered on arm's length terms.

7.3 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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7.4 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. Accordingly, the Company will not raise a further $31,478.95 under the Replacement Options Offer.

7.5 Technical Information required by Listing Rule 10.13 and section 219 of the Corporations Act in respect of this Resolution

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	Mr Malcolm Day (or his nominee(s)).
Categorisation under Listing Rule 10.11	Mr Day 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 Day who receives EUROC Options may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	The maximum number of EUROC Options to be issued is 14,999,999 EUROC Options as set out in Section 4.2.
Terms of Securities	The EUROC 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 EUROC Options within 5 Business Days of the Meeting. In any event, the Company will not issue any EUROC 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	$0.002 per Replacement Option. Refer to the table set out in Section 4.2 for the total amounts to be paid by each recipient.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 4.3 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The EUROC Options will not be issued pursuant to an agreement.
Voting exclusion statements	Voting exclusion statements apply to these Resolutions.

8. RESOLUTION 6 – APPROVAL TO ISSUE EUROC OPTIONS TO RELATED PARTY - MR MICHAEL CARTER

8.1 General

As set out in Section 4.2, Resolution 6 seeks Shareholder approval for the purposes of Listing Rule 10.11 to enable Mr Michael Carter (or his nominee(s)) to take up 7,000,000 EUROC Options pursuant to his entitlement under the Replacement Options Offer on the same terms as the unrelated Expired Optionholders.

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8.2 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 of EUROC Options to Mr Carter (or his nominee(s)) constitutes giving a financial benefit and Mr Carter is a related party of the Company by virtue of being a Director.

The Directors (apart from Mr Carter) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue because the EUROC Options will be issued to Mr Carter (or his nominee(s)) on the same terms as the EUROC Options issued to the unrelated Expired Optionholders and as such the giving of the financial benefit is on arm's length terms.

8.3 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.

8.4 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. Accordingly, the Company will not raise a further $14,000 under the Replacement Options Offer.

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8.5 Technical Information required by Listing Rule 10.13 and section 219 of the Corporations Act in respect of this Resolution

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	Mr Michael Carter (or his nominee(s)).
Categorisation under Listing Rule 10.11	Mr Carter 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 Carter who receives EUROC Options may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	The maximum number of EUROC Options to be issued is 7,000,000 EUROC Options as set out in Section 4.2.
Terms of Securities	The EUROC 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 EUROC Options within 5 Business Days of the Meeting. In any event, the Company will not issue any EUROC 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	$0.002 per Replacement Option. Refer to the table set out in Section 4.2 for the total amounts to be paid by each recipient.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 4.3 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The EUROC Options will not be issued pursuant to an agreement.
Voting exclusion statements	Voting exclusion statements apply to these Resolutions.

9. RESOLUTION 7 – APPROVAL TO ISSUE EURO OPTIONS TO CRML PLACEMENT ADVISORS

9.1 Background

The Company holds 66,416,641 fully paid ordinary shares in the capital of Critical Metals Corp (Nasdaq: CRML) (**CRML**), amounting to an approximate 70.4% voting interest in the capital of CRML.

As announced on 7 February 2025, CRML completed a private placement to raise approximately US$22.5million (**CRML Placement**).

The Company and CRML entered into mandates with Jett Capital Advisors LLC, (**Jett Capital**) and EAS Advisors LLC (**EAS**), acting through Odeon Capital Group LLC (**Odeon**) (together, the **CRML Placement Advisors**) pursuant to which the CRML Placement Advisors were engaged to provide advisory services in relation to the CRML Placement (**Advisory Mandate/s**). In consideration for these advisory services the Company has agreed to issue the CRML Placement Advisors, subject to Shareholder approval to be sought at a general meeting of the Company, 35,000,000 EURO Options.

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The material terms of the Advisory Mandates are summarised below:

Advisory Mandate – EAS/Odeon

TERMS	
Engagement	Provision of general corporate advice, guidance and strategic services as the Company may reasonably request.
Fees	Monthly retainer of $10,000 per month; and A total of 10,000,000 EURO listed options exercisable at $0.08 each on or before 14 November 2025.
Autorenewal of Term	The term shall commence on the date of the agreement and continue for a period of 12 months. Upon conclusion of the initial 12 months, all provisions of the Advisory Mandate will, subject to written agreement of the Parties, renew for a successive 12 month period.
Other Terms	Other than as noted above, the Advisory Mandate contains terms which are standard for an agreement of this type.

Advisory Mandate – Jett Capital

TERMS	
Engagement	Facilitating the corporate development of the Company and CRML
Fee	A total of 25,000,000 EURO listed options exercisable at $0.08 each on or before 14 November 2025.
Other Terms	Other than as noted above, no other terms pertain to the Advisory Mandate which are not standard for an arrangement of this type.

9.2 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 35,000,000 EURO Options to the CRML Placement Advisors (or its nominee(s)) in consideration for their advisory services provided in the CRML Placement.

9.3 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

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

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. 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 the Resolution is not passed, the Company will not be able to proceed with the issue. Accordingly, the Company would have to pay its fees owing to CPS Capital for its lead manager services in cash which would further deplete the Company's existing cash reserves.

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9.5 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	The EURO Options will be issued to the CRML Placement Advisors (or their nominee(s)).
Number of Securities and class to be issued	(a) 25,000,000 EURO Options to Jett Capital (or its nominee(s)); and (b) 10,000,000 EURO Options to EAS/Odeon (or its nominee(s)).
Terms of Securities	The EURO 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 of the Options 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 EURO Options will be issued at a nil issue price in consideration for advisory services provided in the CRML Placement.
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 Advisory Mandate/s.
Summary of material terms of agreement to issue	The EURO Options are being issued pursuant to the Advisory Mandate/s, a summary of the material terms of which are set out in Section 9.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

10. RESOLUTION 8 – APPROVAL TO ISSUE EUROC OPTIONS TO ODEON

10.1 General

As set out in Section 9.1, the Company entered into the Advisory Mandate with EAS and Odeon to facilitate the provision of general corporate advisory services to the Company. The Company agreed to issue EUROC Options to Odeon to further reward their efforts in respect to the fees payable under the Advisory Mandate.

Accordingly, this Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 5,000,000 EUROC Options to Odeon (or its nominee(s)) in consideration for its services provided under the Advisory Mandate.

10.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

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

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10.3 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 the Resolution is not passed, the Company will not be able to proceed with the issue. Accordingly, the Company would have to pay its fees owing to CPS Capital for its lead manager services in cash which would further deplete the Company's existing cash reserves.

10.4 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	Odeon (or its nominee(s)).
Number of Securities and class to be issued	5,000,000 EUROC Options.
Terms of Securities	The EUROC 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 EUROC Options within 5 Business Days of the Meeting. In any event, the Company will not issue any of the EUROC Options 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 EUROC Options will be issued at a nil issue price in consideration for the Consultancy Services.
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 Advisory Mandate.
Summary of material terms of agreement to issue	The EUROC Options are being issued pursuant to the revised Advisory Mandate, a summary of the material terms of which are set out in Section 9.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

11. BACKGROUND TO RESOLUTIONS 9 TO 11

11.1 Consultancy Agreement

On 22 November 2024, the Company entered into a consultancy agreement (**Consultancy Agreement**) with Mr George Karageorge as trustee for the Geosan Family Trust trading as Geosan Consulting (ACN 154 319 838) (**Geosan Consulting**) pursuant to which Geosan Consulting would provide the consultancy services, including but not limited to:

(a) the strategic design, execution, and oversight of exploration programs, including data analysis, resource modelling, stakeholder engagement, and corporate strategy; and

(b) business development, operational improvement, and collaboration with internal and external parties to enhance discovery efforts and project outcomes,

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(together, the **Consultancy Services**).

The material terms of the Consultancy Agreement are summarised in the table below:

TERMS	
Fees	The Company has agreed to pay the Geosan Consulting $20,000 per month (exclusive of GST) to be paid in equal proportions of cash and Shares (subject to shareholder approval). The deemed issue price of the Shares will be equal to the VWAP of the Company's Shares for each trading day during the relevant month, calculated at the end of that month (**Deemed Issue Price**).
Short-term incentive	The Company has agreed to issue the following equity incentives, subject to shareholder approval: (a) 5,000,000 Performance Rights vesting upon the Company's Share price being $0.10 or above for 2 consecutive trading days (based on the volume average weighted price of Shares for each trading day during that period) on or before 25 November 2026; (b) 30,000,000 Performance Rights vesting upon completion of a positive pre-feasibility study demonstrating a minimum net present value of at least A$250,000,000 (at 8%) with a minimum resource target of 20,000,000 tonnes of at least 1% lithium oxide on or before 25 November 2028, (together, **Consultant Performance Rights**); and (c) 5,000,000 EUROC Options.
Other Terms	Other than as noted above, the Consultancy Agreement contains terms which are standard for an agreement of this type.

Accordingly:

(a) Resolution 9 seeks Shareholder approval for the issue of 5,000,000 EUROC Options to Geosan Consulting (or its nominee(s));

(b) Resolution 10 seeks Shareholder approval for the issue of up to 819,570 Shares at the Deemed Issue Price to Geosan Consulting (or its nominee(s)); and

(c) Resolution 11 seeks Shareholder approval for the issue of an aggregate of 35,000,000 Consultant Performance Rights to Geosan Consulting (or its nominee(s)).

12. RESOLUTION 9 – APPROVAL TO ISSUE EUROC OPTIONS TO GEOSAN CONSULTING

12.1 General

As set out in section 11.1 above, this Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 5,000,000 EUROC Options to Geosan Consulting (or its nominee(s)) in consideration for the Consultancy Services provided under the Consultancy Agreement.

12.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

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

12.3 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.

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If this Resolution is not passed, the Company will not be able to proceed with the issue. Consequently, the Company would have to re-negotiate the means by which incentives are payable to Geosan Consulting under the Consultancy Agreement.

12.4 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	Geosan Consulting (or its nominee(s)).
Number of Securities and class to be issued	5,000,000 EUROC Options.
Terms of Securities	The EUROC 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 EUROC Options within 5 Business Days of the Meeting. In any event, the Company will not issue any of the EUROC Options 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 EUROC Options will be issued at a nil issue price as part of the equity securities to be issued to Geosan Consulting (or its nominee(s)) under the Consultancy Agreement.
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 Consultancy Agreement.
Summary of material terms of agreement to issue	The EUROC Options are being issued pursuant to the Consultancy Agreement, a summary of the material terms of which are set out in Section 11.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

13. RESOLUTION 10 – APPROVAL TO ISSUE SHARES TO GEOSAN CONSULTING

13.1 General

As set out in section 11.1 above, this Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of up to 819,570 Shares at the Deemed Issue Price to Geosan Consulting (or its nominee(s)) in consideration for the Consultancy Services provided under the Consultancy Agreement.

13.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

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

13.3 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.

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If this Resolution is not passed, the Company will not be able to proceed with the issue. Consequently, the Company would have to re-negotiate the means by which the fees are payable to Geosan Consulting under the Consultancy Agreement.

13.4 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	Geosan Consulting (or its nominee(s)).
Number of Securities and class to be issued	Up to 819,570 Shares.
Terms of Securities	The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Shares within 5 Business Days of the Meeting. In any event, the Company will not issue any of the 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 issue price in consideration for consulting fees payable by the Company to Geosan Consulting for the months of February 2025 to May 2025, in accordance with the terms of the Consultancy Agreement. Refer to Section 11.1 for how the Deemed Issue Price will be calculated.
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 Consultancy Agreement.
Summary of material terms of agreement to issue	The Shares are being issued pursuant to the Consultancy Agreement, a summary of the material terms of which are set out in Section 11.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

14. RESOLUTION 11 – APPROVAL TO ISSUE CONSULTANT PERFORMANCE RIGHTS TO GEOSAN CONSULTING

14.1 General

As set out in section 11.1 above, this Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of an aggregate of 35,000,000 Consultant Performance Rights to Geosan Consulting (or its nominee(s)) in consideration for the Consultancy Services provided under the Consultancy Agreement.

The Consultant Performance Rights comprise:

(a) 5,000,000 Consultant Performance Rights vesting upon the Company's Share price being $0.10 or above for 5 consecutive trading days (based on the volume average weighted price of Shares for each trading day during that period) on or before 25 November 2026; and

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(b) 30,000,000 Consultant Performance Rights vesting upon completion of a positive pre-feasibility study demonstrating a minimum net present value of at least A$400,000,000 (at 8%) with a minimum resource target of 20,000,000 tonnes of at least 1% lithium oxide on or before 25 November 2028.

14.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 2.2 above.

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

14.3 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. Consequently, the Company would have to re-negotiate the means by which incentives are payable to Geosan Consulting under the Consultancy Agreement.

14.4 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	Geosan Consulting (or its nominee(s)).
Number of Securities and class to be issued	35,000,000 Consultant Performance Rights.
Terms of Securities	The Consultant Performance Rights will be issued on the terms and conditions set out in Schedule 3.
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 of the Consultant Performance Rights 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 Consultant Performance Rights will be issued at a nil issue price as part of the equity securities to be issued to Geosan Consulting (or its nominee(s)) under the Consultancy Agreement.
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 Consultancy Agreement.
Summary of material terms of agreement to issue	The Consultant Performance Rights are being issued pursuant to the Consultancy Agreement, a summary of the material terms of which are set out in Section 11.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

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15. RESOLUTIONS 12 TO 15 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO RELATED PARTIES

15.1 General

The Company has agreed, subject to Shareholder approval being obtained at this Meeting, to issue a total of 45,000,000 Performance Rights to all of the Directors of the Company (**Related Parties**) as follows:

RESOLUTION	QUANTUM	RECIPIENT
12	20,000,000	Mr Tony Sage
13	15,000,000	Mr Malcolm Day
14	5,000,000	Mr Michael Carter
15	5,000,000	Mr Mykhailo Zhernov

The Performance Rights will vest into Shares upon the Company's undiluted market capitalisation being equal or greater than A$250,000,000 for 20 consecutive trading days (based on the volume average weighted price of Shares for each trading day during that period) at any time prior to 31 March 2026.

Accordingly, these Resolutions seek Shareholder approval for the issue of an aggregate of 45,000,000 Performance Rights to the Related Parties.

15.2 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 nominees) are to be issued Performance Rights should Resolutions 12 to 15 be passed. For this reason, the Directors do not believe that it is appropriate to make a recommendation on these Resolutions.

15.3 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 each of the proposed recipients is a related party of the Company by virtue of being a Director.

As the 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 of the Performance Rights. Accordingly, Shareholder approval for the issue of Performance Rights to the Related Parties is sought in accordance with Chapter 2E of the Corporations Act.

15.4 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;

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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.

15.5 Technical information required by Listing Rule 14.1A

If these Resolutions are passed, the Company will be able to proceed with the issue within 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 these Resolutions are not passed, the Company will not be able to proceed with the issue to the Related Parties. Consequently, the Company may have to find alternative ways to incentivise the Related Parties, which may be less cost effective to the Company.

15.6 Technical Information required by Listing Rule 10.13 and section 219 of the Corporations Act

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	The Related Parties, as set out in Section 15.1 above.
Categorisation under Listing Rule 10.11	Each of the proposed recipients falls within the category set out in Listing Rule 10.11.1 as they are a related party of the Company by virtue of being a Director. Any nominee(s) of the proposed recipients who receive Securities may constitute 'associates' for the purposes of Listing Rule 10.11.4.
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 45,000,000, to be allocated in the amounts set out in Section 15.1 above.
Terms of Securities	The Performance Rights will be issued on the terms and conditions set out in Schedule 4.
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 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 Performance Rights will be issued at a nil issue price.
Purpose of the issue, including the intended	The purpose of the issue is to provide a performance linked incentive component in the remuneration package for the

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REQUIRED INFORMATION	DETAILS
use of any funds raised by the issue	proposed recipients to align the interests of the proposed recipients with those of Shareholders, to motivate and reward the performance of the proposed recipients in their roles as Directors and to provide a cost effective way from the Company to remunerate the proposed recipients, which 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 proposed recipients.
Consideration of type of Security to be issued	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 issue to the Related Parties will align the interests of the recipient with those of Shareholders; (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 Incentive Performance Rights on the terms proposed.
Consideration of quantum of Securities to be issued	The number of Securities to be issued has been determined based upon a consideration of: (a) current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company; (b) the remuneration of the proposed recipients; and (c) incentives to attract and ensure continuity of service/retain the service of the proposed recipients 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 Securities upon the terms proposed.

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<table>
<tr><th>REQUIRED INFORMATION</th><th>DETAILS</th></tr>
<tr><td>Remuneration</td><td>The total remuneration package for each of the proposed recipients 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 2025</th><th>PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2024</th></tr>
<tr><td>Tony Sage</td><td>$391,133[1]</td><td>$393,417[4]</td></tr>
<tr><td>Malcolm Day</td><td>$95,350[2]</td><td>$89,750[5]</td></tr>
<tr><td>Michael Carter</td><td>$67,783[3]</td><td>$65,917[6]</td></tr>
<tr><td>Mykhailo Zhernov</td><td>$67,783[3]</td><td>$65,917[6]</td></tr>
</table>
Notes:
1. Comprising short term benefits (salary & fees) of $360,000 and share-based payment expense of $31,133.
2. Comprising short term benefits (salary & fees) of $72,000 and share-based payment expense of $17,750.
3. Comprising short term benefits (salary & fees) of $60,000 and share-based payment expense of $7,783.
4. Comprising short term benefits (salary & fees) of $360,000 and share-based payment expense of $23,666.
5. Comprising short term benefits (salary & fees) of $72,000 and share-based payment expense of $17,750.
6. Comprising short term benefits (salary & fees) of $60,000 and share-based payment expense of $5,917.</td></tr>
<tr><td>Valuation</td><td>The value of the Performance Rights and the pricing methodology is set out in Schedule 5.</td></tr>
<tr><td>Summary of material terms of agreement to issue</td><td>The Performance Rights are not being issued pursuant to an agreement.</td></tr>
<tr><td>Interest in Securities</td><td>The relevant interests of the proposed recipients in Securities as at the date of this Notice and following completion of the issue are set out below:
As at the date of the meeting:
<table>
<tr><th>RELATED PARTY</th><th>SHARES[1]</th><th>OPTIONS</th><th>INCENTIVE SHARES</th><th>FULLY DILUTED</th></tr>
<tr><td>Tony Sage</td><td>28,341,509</td><td>15,185,299</td><td>7,500,000</td><td>2.82%</td></tr>
<tr><td>Malcolm Day</td><td>20,737,887</td><td>15,585,299</td><td>-</td><td>2.00%</td></tr>
<tr><td>Michael Carter</td><td>5,000,000</td><td>5,335,298</td><td>-</td><td>0.57%</td></tr>
<tr><td>Mykhailo Zhernov</td><td>52,631,580</td><td>5,585,298</td><td>-</td><td>3.21%</td></tr>
</table>
Notes:
1. Based on 1,811,822,165 Shares in the capital of the Company on a fully diluted basis.
Post issue
<table>
<tr><th>RELATED PARTY</th><th>SHARES[1]</th><th>OPTIONS[2]</th><th>PERFORMANCE RIGHTS</th><th>INCENTIVE SHARES</th><th>FULLY DILUTED[3]</th></tr>
<tr><td>Tony Sage</td><td>28,341,509</td><td>15,185,299</td><td>20,000,000</td><td>7,500,000</td><td>3.83%</td></tr>
<tr><td>Malcolm</td><td>20,737,887</td><td>15,585,299</td><td>15,000,00</td><td>-</td><td>2.76%</td></tr>
</table></td></tr>
</table>

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<table>
<tr><th>REQUIRED INFORMATION</th><th>DETAILS</th></tr>
<tr><td></td><td>
<table>
<tr><td>Day</td><td></td><td></td><td>0</td><td></td><td></td></tr>
<tr><td>Michael Carter</td><td>5,000,000</td><td>5,335,298</td><td>5,000,000</td><td>-</td><td>0.83%</td></tr>
<tr><td>Mykhailo Zhernov</td><td>52,631,580</td><td>5,585,298</td><td>5,000,000</td><td>-</td><td>3.40%</td></tr>
</table>
Notes:
1. Fully paid ordinary shares in the capital of the Company (ASX: EUR).
2. These numbers do not take into account the EUROC Options proposed to be issued to the Directors upon reciept of Shareholder approval under Resolutions 4 to 6.
3. Based on 1,856,822,165 Shares in the capital of the Company on a fully diluted basis.
</td></tr>
<tr><td>Dilution</td><td>If the Performance Rights issued under these Resolutions vest, a total of 45,000,000 Shares would be issued. This will increase the number of Shares on issue from 1,445,181,464 (being the total number of Shares on issue as at the date of this Notice) to 1,490,181,464 (assuming that no 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 3.02%, comprising 1.34% by Tony Sage, 1.01% by Malcolm Day, 0.34% by Michael Carter and 0.34% by Mykhailo Zhernov.</td></tr>
<tr><td>Market price</td><td>The Performance Rights will not be quoted securities. Accordingly, there is no market for the Performance Rights.</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>$0.087</td><td>20 January 2025</td></tr>
<tr><td>Lowest</td><td>$0.022</td><td>14 November 2024</td></tr>
<tr><td>Last</td><td>$0.043</td><td>10 June 2025</td></tr>
</table>
</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.

Advisory Mandate/s has the meaning given in Section 9.1.

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.

Board means the current board of directors of the Company.

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

Chair means the chair of the Meeting.

CRML means Critical Metals Corp (Nasdaq: CRML).

CRML Placement has the meaning given in Section 9.1.

CRML Placement Advisors means Jett Capital Advisors, LLC and EAS Advisors, LLC.

Company means European Lithium Limited (ACN (141 450 624).

Constitution means the Company's constitution.

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

Consultant Performance Rights has the meaning given in Section 11.1.

Directors means the current directors of the Company, Messrs Day, Sage, Carter and Zhernov.

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.

EURO Options means Options in the Company's exisiting listed class ASX:EURO.

EUROC Options means Options in the Company's new listed class ASX:EUROC.

Evolution means Evolution Capital Pty Ltd.

Explanatory Statement means the explanatory statement accompanying the Notice.

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

Lead Manager Mandate has the meaning given in Section 1.1.

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.

Nominee Letters has the meaning given in Section 4.2.

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

Option means an option to acquire a Share.

Placement has the meaning given in Section 1.

Placement Participants has the meaning given in Section 1.

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Proxy Form means the proxy form accompanying the Notice.

Prospectus means the Options Prospectus lodged by the Company with ASIC and ASX on 8 April 2025.

Replacement Options Offer has the meaning given in Section 4.1.

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

Section means a section of the Explanatory Statement.

Security means a Share or Option (as applicable).

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

Shareholder means a registered holder of a Share.

Underwriting Agreements means the letters of agreement between the Directors and the Company to equally underwrite the Replacement Options Offer dated on or about 13 March 2025.

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

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SCHEDULE 1 – TERMS AND CONDITIONS OF OPTIONS

(a) **Entitlement**

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

(b) **Exercise Price**

Subject to paragraph (j), the amount payable upon exercise of each:

(i) EUROC Option will be $0.10; and

(ii) EURO Option will be $0.08

(each, the **Exercise Price**).

(c) **Expiry Date**

(i) Each EUROC will expire at 5:00 pm (WST) on 30 April 2027; and

(ii) each EURO Option will expire at 5:00 pm (WST) on or before 14 November 2025,

(each, the **Expiry Date**).

An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise Period**

The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(e) **Notice of Exercise**

The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) **Exercise Date**

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

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

Within five Business Days after the Exercise Date, the Company will:

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

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

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

If a notice delivered under (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

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(h) **Shares issued on exercise**

Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

(i) **Quotation of Shares issued on exercise**

Application will be made by the Company to ASX for quotation of the Shares issued upon exercise of the Options.

(j) **Reconstruction of capital**

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

(k) **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.

(l) **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.

(m) **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 – MATERIAL TERMS OF UNDERWRITING AGREEMENTS

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

TERMS	UNDERWRITING AGREEMENT
Fees	Nil
Conditions Precedent and Termination Events	The underwriting commitment is conditional upon: (a) the Company lodging a prospectus in relation to the Offer with ASIC; and (b) receipt of shareholder approval of the issue of Shares pursuant to the Underwriting Agreement to the Directors of the Company at an upcoming general meeting of shareholders of the Company. (c) If the conditions set out above are not satisfied or waived, the Underwriting Agreement shall immediately terminate. The Company confirms that there are no other conditions precedent or termination events under the Underwriting Agreement.
Warranties	(a) Pursuant to the Underwriting Agreement, each Underwriter warrants that: (i) they have the power to enter into and perform their obligations under the Underwriting Agreement and have obtained all necessary consents and taken all necessary action to do so; (ii) the Underwriting Agreement is a valid and binding obligation on them; (iii) an investment in the New Options involves a degree of risk and is, therefore, a speculative investment; (iv) they agree to be bound by the Constitution of the Company and agree to subscribe for New Options on the terms of the Prospectus; and (v) they are duly empowered to enter into the Underwriting Agreement and perform each and every obligation on their part contained in the Underwriting Agreement.

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SCHEDULE 3 – TERMS AND CONDITIONS OF CONSULTANT PERFORMANCE RIGHTS

The following is a summary of the key terms and conditions of the Consultant Performance Rights (**Performance Rights**):

(a) **Milestone**

(i) Class A Performance Rights: 5,000,000 Performance Rights vesting upon the Company's Share price being $0.10 or above for 2 consecutive trading days (based on the volume average weighted price of Shares for each trading day during that period) on or before 25 November 2026; and

(ii) Class B Performance Rights: 30,000,000 Performance Rights vesting upon completion of a positive pre-feasibility study demonstrating a minimum net present value of at least A$2500,000,000 (at 8%) with a minimum resource target of 20,000,000 tonnes of at least 1% lithium oxide on or before 25 November 2028.

(b) **Notification to holder**

The Company shall notify the holder in writing when the relevant Milestone has been satisfied.

(c) **Conversion**

Subject to paragraph (o), upon vesting, each Performance Right will, at the election of the holder, convert into one Share.

(d) **Lapse of a Performance Right**

(i) Class A Performance Rights will automatically lapse the earlier of 25 November 2026 and the termination of the Consultancy Agreement; and

(ii) Class B Performance Rights will automatically lapse the earlier of 25 November 2028 and the termination of the Consultancy Agreement.

(e) **Consideration**

The Performance Rights will be issued for nil consideration and no consideration will be payable upon the conversion of the Performance Rights into Shares.

(f) **Share ranking**

All Shares issued upon the vesting of Performance Rights will upon issue rank pari passu in all respects with other existing Shares.

(g) **Application to ASX**

The Performance Rights will not be quoted on ASX. The Company must apply for the official quotation of a Share issued on conversion of a Performance Right on ASX within the time period required by the ASX Listing Rules.

(h) **Timing of issue of Shares on conversion**

Within 5 business days after the date that the Performance Rights are converted, the Company will:

(i) issue the number of Shares required under these terms and conditions in respect of the number of Performance Rights converted;

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

(iii) if admitted to the Official List of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the conversion of the Performance Rights; and

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(iv) If a notice delivered under paragraph (h)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 business days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(i) **Transfer of Performance Rights**

The Performance Rights are not transferable.

(j) **Participation in new issues**

A Performance Right does not entitle a holder (in their capacity as a holder of a Performance Right) to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues without exercising the Performance Right.

(k) **Reorganisation of capital**

If at any time the issued capital of the Company is reorganised (including consolidation, subdivision, reduction or return), all rights of a holder will be changed in a manner consistent with the applicable ASX Listing Rules and the Corporations Act at the time of reorganisation.

(l) **Adjustment for bonus issues of Shares**

If the Company makes a bonus issue of Shares or other securities to the Company's existing shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment) the holder of Performance Rights is entitled, upon exercise 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 exercised.

(m) **Dividend and voting rights**

The Performance Rights do not confer on the holder an entitlement to vote (except as otherwise required by law) or receive dividends.

(n) **Change in control**

If a change of control event occurs, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the holder's Performance Rights 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.

(o) **Deferral of conversion if resulting in a prohibited acquisition of Shares**

If the conversion of a Performance Right under paragraphs (c) or (n) would result in any person being in contravention of section 606(1) of the *Corporations Act 2001 (Cth)* (**General Prohibition**) then the conversion of that Performance Right shall be deferred until such later time or times that the conversion would not result in a contravention of the General Prohibition. In assessing whether a conversion of a Performance Right would result in a contravention of the General Prohibition:

(i) holders may give written notification to the Company if they consider that the conversion of a Performance Right may result in the contravention of the General Prohibition. The absence of such written notification from the holder will entitle the Company to assume the conversion of a Performance Right will not result in any person being in contravention of the General Prohibition; and

(ii) the Company may (but is not obliged to) by written notice to a holder request a holder to provide the written notice referred to in paragraph (o)(i) within 7 days if the Company considers that the conversion of a Performance Right may result in a contravention of the General Prohibition. The absence of such written notification from the holder will entitle the Company to assume the conversion

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of a Performance Right will not result in any person being in contravention of the General Prohibition.

(p) **No rights to return of capital**

A Performance Right does not entitle the holder to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.

(q) **Rights on winding up**

A Performance Right does not entitle the holder to participate in the surplus profits or assets of the Company upon winding up.

(r) **ASX Listing Rule compliance**

The Board reserves the right to amend any term of the Performance Rights to ensure compliance with the ASX Listing Rules.

(s) **No other rights**

A Performance Right gives the holder no rights other than those expressly provided by these terms and conditions and those provided at law where such rights at law cannot be excluded by these terms.

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SCHEDULE 4 – TERMS AND CONDITIONS OF PERFORMANCE RIGHTS

The following is a summary of the key terms and conditions of the Performance Rights:

(a) **Milestone**

The Performance Rights will vest into Shares upon the Company's undiluted market capitalisation being equal or greater than A$200,000,000 for 5 consecutive trading days (based on the volume average weighted price of Shares for each trading day during that period) at any time prior to the Expiry Date.

(b) **Notification to holder**

The Company shall notify the holder in writing when the relevant Milestone has been satisfied.

(c) **Conversion**

Subject to paragraph (o), upon vesting, each Performance Right will, at the election of the holder, convert into one Share.

(d) **Lapse of a Performance Right**

A Performance Right will automatically lapse upon the earlier to occur of:

(i) 31 March 2026 from the date of issue of the Performance Right (**Expiry date**); and

(ii) the holder ceasing to be an officer (and employee, if applicable) or an employee of the Company (where they are not an officer at the time of issue), as applicable, unless otherwise determined by the Board at its absolute discretion.

(e) **Consideration**

The Performance Rights will be issued for nil consideration and no consideration will be payable upon the conversion of the Performance Rights into Shares.

(f) **Share ranking**

All Shares issued upon the vesting of Performance Rights will upon issue rank pari passu in all respects with other existing Shares.

(g) **Application to ASX**

The Performance Rights will not be quoted on ASX. The Company must apply for the official quotation of a Share issued on conversion of a Performance Right on ASX within the time period required by the ASX Listing Rules.

(h) **Timing of issue of Shares on conversion**

Within 5 business days after the date that the Performance Rights are converted, the Company will:

(i) issue the number of Shares required under these terms and conditions in respect of the number of Performance Rights converted;

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

(iii) if admitted to the Official List of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the conversion of the Performance Rights; and

(iv) If a notice delivered under paragraph (h)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 business days after becoming

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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.

(i) **Transfer of Performance Rights**

The Performance Rights are not transferable.

(j) **Participation in new issues**

A Performance Right does not entitle a holder (in their capacity as a holder of a Performance Right) to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues without exercising the Performance Right.

(k) **Reorganisation of capital**

If at any time the issued capital of the Company is reorganised (including consolidation, subdivision, reduction or return), all rights of a holder will be changed in a manner consistent with the applicable ASX Listing Rules and the Corporations Act at the time of reorganisation.

(l) **Adjustment for bonus issues of Shares**

If the Company makes a bonus issue of Shares or other securities to the Company's existing shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment) the holder of Performance Rights is entitled, upon exercise 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 exercised.

(m) **Dividend and voting rights**

The Performance Rights do not confer on the holder an entitlement to vote (except as otherwise required by law) or receive dividends.

(n) **Change in control**

If a change of control event occurs, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the holder's Performance Rights 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.

(o) **Deferral of conversion if resulting in a prohibited acquisition of Shares**

If the conversion of a Performance Right under paragraphs (c) or (n) would result in any person being in contravention of section 606(1) of the *Corporations Act 2001 (Cth)* (**General Prohibition**) then the conversion of that Performance Right shall be deferred until such later time or times that the conversion would not result in a contravention of the General Prohibition. In assessing whether a conversion of a Performance Right would result in a contravention of the General Prohibition:

(i) holders may give written notification to the Company if they consider that the conversion of a Performance Right may result in the contravention of the General Prohibition. The absence of such written notification from the holder will entitle the Company to assume the conversion of a Performance Right will not result in any person being in contravention of the General Prohibition; and

(ii) the Company may (but is not obliged to) by written notice to a holder request a holder to provide the written notice referred to in paragraph (o)(i) within 7 days if the Company considers that the conversion of a Performance Right may result in a contravention of the General Prohibition. The absence of such written notification from the holder will entitle the Company to assume the conversion of a Performance Right will not result in any person being in contravention of the General Prohibition.

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(p) **No rights to return of capital**

A Performance Right does not entitle the holder to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.

(q) **Rights on winding up**

A Performance Right does not entitle the holder to participate in the surplus profits or assets of the Company upon winding up.

(r) **ASX Listing Rule compliance**

The Board reserves the right to amend any term of the Performance Rights to ensure compliance with the ASX Listing Rules.

(s) **No other rights**

A Performance Right gives the holder no rights other than those expressly provided by these terms and conditions and those provided at law where such rights at law cannot be excluded by these terms.

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SCHEDULE 5 – VALUATION OF PERFORMANCE RIGHTS

The Performance Rights to be issued pursuant to Resolutions 12 to 15 have been independently valued.

Using Monte Carlo Simulation (MCS) Methodology, which utilises the Binomial Option Pricing Model and based on the assumptions set out below, the Performance Rights were ascribed the following value:

ASSUMPTIONS	
Valuation date	5 June 2025
Market price of Shares	$0.046
Expiry date (length of time from issue)	0.83 years
Risk free interest rate	3.458%
Volatility (discount)	90%
Indicative value per Performance Right	**$0.0111**
Total value of Performance Rights	**$499,500**
Resolution 12	$222,000
Resolution 13	$166,500
Resolution 14	$55,500
Resolution 15	$55,500

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ABN 45 141 450 624

Need assistance?

Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **9:00am (WST) on Saturday, 2 August 2025.**

Proxy Form

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How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders 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 form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative
If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

Control Number: 184964

SRN/HIN:

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with '**X**') should advise your broker of any changes.

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of European Lithium Limited hereby appoint

☐ **the Chairman of the Meeting** **OR** _____

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the General Meeting of European Lithium Limited to be held at 32 Harrogate Street, West Leederville, WA 6007 on Monday, 4 August 2025 at 9:00am (WST) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 12, 13, 14 and 15 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 12, 13, 14 and 15 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 12, 13, 14 and 15 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Ratification of prior issue of Placement Shares	☐	☐	☐
Resolution 2	Ratification of prior issue of EURO Options to Evolution	☐	☐	☐
Resolution 3	Ratification of prior issue of EUROC Options	☐	☐	☐
Resolution 4	Approval to issue EUROC Options to Related Party - Mr Tony Sage	☐	☐	☐
Resolution 5	Approval to issue EUROC Options to Related Party - Mr Malcolm Day	☐	☐	☐
Resolution 6	Approval to issue EUROC Options to Related Party - Mr Michael Carter	☐	☐	☐
Resolution 7	Approval to issue EURO Options to CRML Placement Advisors	☐	☐	☐
Resolution 8	Approval to issue EUROC Options to Odeon	☐	☐	☐
Resolution 9	Approval to issue EUROC Options to Geosan Consulting	☐	☐	☐
Resolution 10	Approval to issue Shares to Geosan Consulting	☐	☐	☐
Resolution 11	Approval to issue Consultant Performance Rights to Geosan Consulting	☐	☐	☐
Resolution 12	Approval to issue Performance Rights to Related Party - Mr Tony Sage	☐	☐	☐
Resolution 13	Approval to issue Performance Rights to Related Party - Mr Malcolm Day	☐	☐	☐
Resolution 14	Approval to issue Performance Rights to Related Party - Mr Michael Carter	☐	☐	☐
Resolution 15	Approval to issue Performance Rights to Related Party - Mr Mykhailo Zhernov	☐	☐	☐

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s)

This section must be completed.

Individual or Securityholder 1	Securityholder 2	Securityholder 3	
			/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details *(Optional)*

Mobile Number _____

Email Address _____

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

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