

17 October 2025

Notice of Annual General Meeting and Proxy Form

In accordance with Listing Rule 3.17, G50 Corp Limited (G50 or the Company) attaches a copy of the following documents:

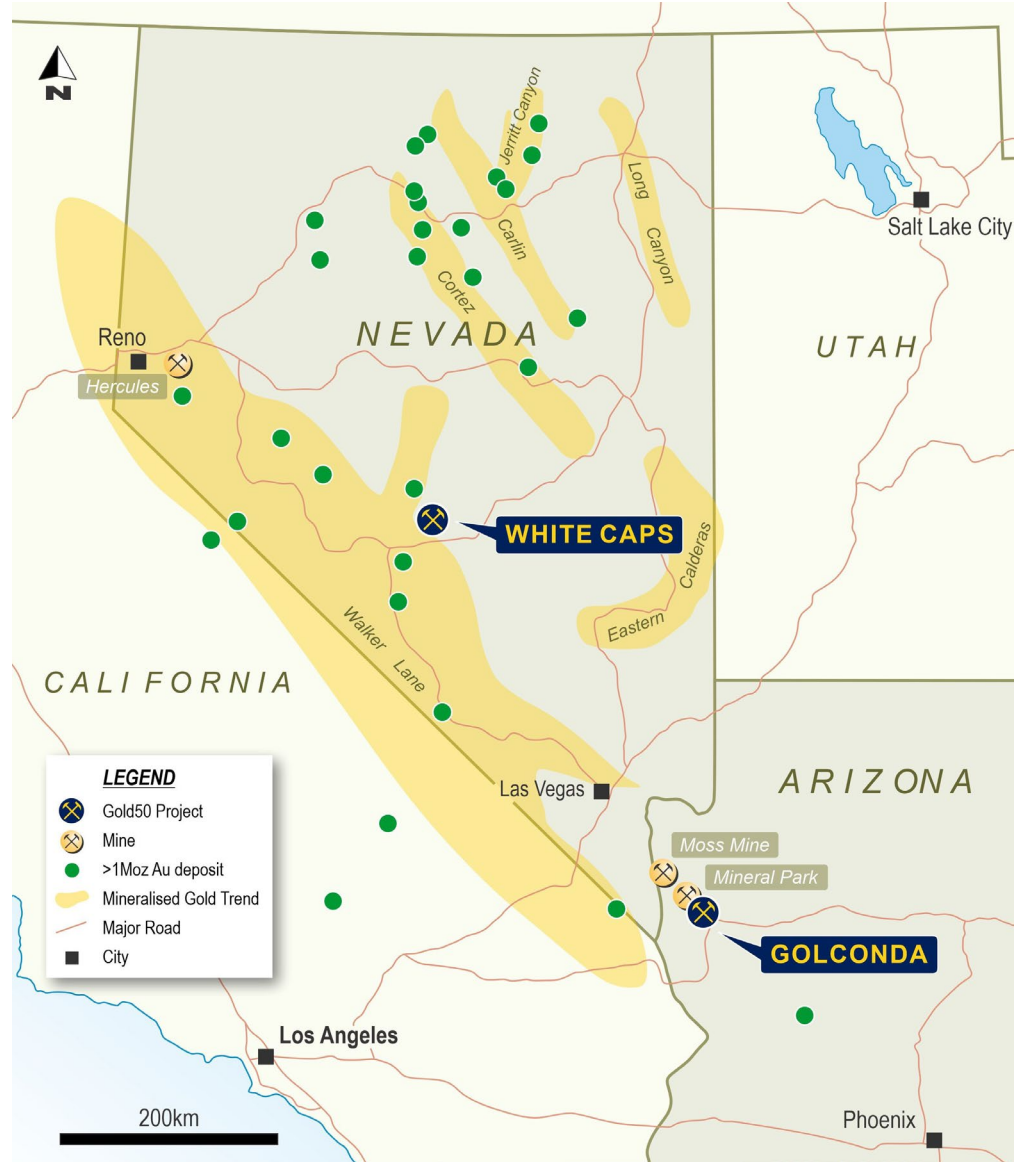
1. Letter to Shareholders regarding arrangements for an Annual General Meeting;
2. Notice of Annual General Meeting; and
3. Proxy Form

This Notice has been authorised for release by the Board of G50.

For enquiries:

Mark Wallace
Managing Director
G50 Corp Limited
queries@g50corp.com
+61 2 8355 1819

For personal use only



ABOUT G50

G50 is exploring for precious and critical metals in the United States of America. G50 operates its Golconda Project in Arizona, its White Caps Project in Nevada and is headquartered in Sydney, Australia. G50 is listed on the Australian Securities Exchange.

G50 Corp Limited (ASX: G50)

17 October 2025

Dear Shareholders,

The Annual General Meeting of G50 Corp Limited (the Company) is scheduled to be held on Tuesday 18 November 2025, commencing at 10.00am (AEDT) (Meeting). On behalf of the Directors of the Company I invite shareholders to join us at the meeting at the Company's office at Suite 16.01 Level 16, 213 Miller Street, North Sydney, NSW 2060.

In accordance with section 110D Corporations Act 2002 we will not be sending you a hard copy of the Notice of Meeting or Proxy Form by post ahead of the Meeting. Instead you are able to view and download a copy of the Notice of Meeting and Proxy Form <https://www.g50corp.com/investors/announcements/> or at our share registry's website www.investorserve.com.au by logging in and selecting Company Announcements from the main menu.

Even if you intend to attend the meeting in person, the Directors strongly encourage all shareholders to lodge a directed proxy form by 10.00am (AEDT) on Sunday 16 November 2025. This will allow your directed proxy vote to be counted if for any reason you cannot attend on the day.

There will be an opportunity to ask questions at the meeting and you may also submit your questions in writing to the queries@g50corp.com at least 7 business before the Meeting.

The Corporations Amendment (Meetings and Documents) Act 2022 (Amendment Act) includes a requirement for public companies and listed companies to give shareholders notice of their right to elect to be sent documents electronically or physically by the company in section 110K of the Corporations Act (Notice). The Company has fulfilled this requirement by making a Notice available on our website at <https://www.g50corp.com/investors/announcements/>.

Any further updates required to be given in relation to the Meeting will be made available to shareholders on the Company's website and the Company's ASX announcements platform.

Yours faithfully,



Robert Reynolds, Chairman

For and on behalf of the Board

ABOUT G50

G50 is exploring for precious and critical metals in the United States of America. G50 operates its Golconda Project in Arizona, its White Caps Project in Nevada and is headquartered in Sydney, Australia. G50 is listed on the Australian Securities Exchange.

G50 Corp Limited (ASX: G50)



Notice of annual general meeting and explanatory memorandum

G50 Corp Limited
ACN 645 022 233

Date: 18 November 2025

Time: 10.00 am (AEDT)

Place: Suite 16.01 Level 16, 213 Miller Street, North Sydney, NSW 2060

NOTICE OF 2025 ANNUAL GENERAL MEETING

Notice is given that the 2025 Annual General Meeting of G50 Corp Limited ACN 645 022 233 (the Company) will be held on Tuesday, 18 November 2025 at 10.00 am (AEDT)

Terms used in this Notice of Meeting are defined in the accompanying Explanatory Memorandum.

The Explanatory Memorandum and the Proxy Form accompanying this Notice of Meeting are incorporated in and comprise part of this Notice of Meeting.

The Board encourages Shareholders to monitor the ASX and the Company's website for any updates in relation to the Annual General Meeting that may need to be provided. In the meantime, the Board encourages Shareholders to submit their proxies as early as possible, even if they intend to attend the Meeting.

How to Ask a Question at the Meeting

Shareholders will have the opportunity to vote and ask questions at the Meeting however, in order to provide for an efficient Meeting, we request that any questions from Shareholders are provided in writing to the Company in advance of the Meeting by emailing the Company Secretary (company.secretary@boardroomlimited.com.au) by 10.00am (AEDT) on Friday, 14 November 2025.

AGENDA

ORDINARY BUSINESS OF THE MEETING

Shareholders are invited to consider the following items of ordinary business at the Annual General Meeting:

1. FINANCIAL AND RELATED REPORTS

Agenda Item 1	Financial and Related Reports
Description	To receive and consider the Company's 2025 Annual Report, comprising the Financial Report of the Company and its controlled entities and the related Directors' and Auditor's Reports in respect of the financial year ended 30 June 2025. Shareholders are not required to vote on this item.

2. ADOPTION OF REMUNERATION REPORT

Resolution 1	Adoption of Remuneration Report
Description	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the 2025 Annual Report and is available from the Company's website (https://www.g50corp.com/financial-reports/). In accordance with section 250R of the Corporations Act, the vote on this resolution will be advisory only and will not bind the Directors or the Company.
Resolution (Advisory)	To consider and, if thought fit, pass the following resolution as an advisory resolution : <i>"That the Remuneration Report for the financial year ended 30 June 2025 (included in the Directors' Report of the Annual Report as required under section 300A of the Corporations Act), be adopted by the Company."</i>
Voting Exclusion and Prohibition	A voting exclusion and prohibition statement applies to this resolution. Please see below.

3. ELECTION OF DIRECTOR

Resolution 2	Re-election of Mr Bernard Rowe as Director
Description	In accordance with ASX Listing Rule 14.5 and the Company's Constitution, Mr Rowe offers himself for re-election as a Director.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>"That, for the purpose of ASX Listing Rule 14.5 and the Company's Constitution, and for all other purposes, and being eligible, Mr Bernard Rowe be re-elected as a Director."</i>

Voting Exclusion and Prohibition	No voting exclusion and prohibition statement is applicable to this resolution.
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4. RATIFICATION OF PLACEMENT SHARES

Resolution 3	Ratification of issue of the Placement Shares
Description	<p>In August 2025, the Company conducted a capital raising to raise funds through the issue of 40,000,000 fully paid ordinary shares in the Company at an issue price of \$0.25 per share ("the Placement Shares"). The Placement Shares were issued pursuant to the Company's placement capacity under ASX Listing Rules 7.1 and 7.1A.</p> <p>The Company seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for issue of the Placement Shares.</p>
Resolution (Ordinary)	<p>To consider and, if thought fit, pass the following resolution as an ordinary resolution:</p> <p>"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the allotment and prior issue of the 40,000,000 Placement Shares on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."</p>
Voting Exclusion	A voting exclusion statement applies to this resolution. Please see below.

5. APPROVAL OF ISSUES OF SHARES TO DIRECTORS IN LIEU OF FEES

Resolution 4	Approval of issue of Shares to Director Mr Ian Davies in lieu of fees
Description	The Company seeks shareholder approval for the issue of 274,602 Shares at 16.27 cents per Share to Mr Ian Davies, Non-Executive Director, in lieu of outstanding Director fees owing to Mr Davies.

Resolution (Ordinary)	<p>To consider and, if thought fit, pass the following resolution as an ordinary resolution:</p> <p><i>"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, shareholder approval is given for the Company to issue 274,602 Shares at 16.27 cents per Share to Mr Ian Davies or his nominee(s) in lieu of Director's fees, on such terms and conditions more particularly described in the Explanatory Memorandum accompanying this Notice."</i></p>
Voting Exclusion	A voting exclusion and prohibition statement applies to this resolution. Please see below.

Resolution 5	Approval of issue of Shares to Director Mr Robert Reynolds in lieu of fees
Description	The Company seeks shareholder approval for the issue of 442,590 Shares at 16.27 cents per Share to Mr Robert Reynolds, Chairman, in lieu of outstanding Director fees owing to Mr Reynolds.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, shareholder approval is given for the Company to issue 442,590 Shares at 16.27 per Share to Mr Robert Reynolds or his nominee(s) in lieu of Chairman’s fees, on such terms and conditions more particularly described in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	A voting exclusion and prohibition statement applies to this resolution. Please see below.

6. ISSUE OF PERFORMANCE RIGHTS TO MR MARK WALLACE

Resolution 6	Approval of issue of Convertible Securities to Mr Mark Wallace
Description	This resolution seeks shareholder approval for the issue of 300,000 Performance Rights and 1,900,000 Options under the Company’s Employee Incentive Securities Plan to Mr Mark Wallace, the Company’s Managing Director, or his nominee(s), on the terms set out in the Explanatory Memorandum accompanying this Notice.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“That, for the purposes of Listing Rule 10.14 and for all other purposes, shareholder approval is given for the Company to grant 300,000 Performance Rights and 1,900,000 Options under the Company’s Employee Incentive Securities Plan to Mr Mark Wallace, the Managing Director of the Company, or his nominee(s) (Convertible Securities) on the terms set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	A voting exclusion statement applies to this resolution. Please see below.

SPECIAL BUSINESS OF THE MEETING

Shareholders are invited to consider the following items of special business at the Annual General Meeting:

7. APPROVAL OF 10% PLACEMENT CAPACITY

Resolution 7	Approval of 10% Placement Capacity under ASX Listing Rule 7.1A
Description	The Company seeks approval of shareholders to be able to issue Equity Securities of up to an additional 10% of its issued capital over a 12-month period under ASX Listing Rule 7.1A.
Resolution (Special)	To consider and, if thought fit, pass the following resolution as a special resolution : <i>“That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to an additional 10% of its issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2, over a 12 month period from the date of the Meeting, at a price not less than that determined pursuant to Listing Rule 7.1A.3 and otherwise on such terms and conditions more particularly described in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	A voting exclusion statement applies to this resolution. Please see below.

VOTING EXCLUSIONS AND PROHIBITION STATEMENTS

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

Resolution 1 – Approval of Remuneration Report	<p>Voting Exclusion</p> <p>The Company will disregard any votes cast on this Resolution:</p> <ul style="list-style-type: none">▪ by or on behalf of a member of the Key Management Personnel (KMP) named in the remuneration report for the year ended 30 June 2025, or that KMP's Closely Related Party, regardless of the capacity in which the vote is cast;▪ as a proxy by a member of the KMP at the date of the Meeting, or that KMP's Closely Related Party. <p>However, the Company will not disregard a vote if it is cast as a proxy for a person who is entitled to vote on this Resolution:</p> <ul style="list-style-type: none">○ in accordance with their directions of how to vote as set out in the proxy appointment; or○ by the Chair of the Meeting pursuant to an express authorisation on the Proxy Form. <p>Voting Prohibition - s250BD and s250R</p> <p>In accordance with Section 250BD and Section 250R of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:</p> <ul style="list-style-type: none">▪ a member of the KMP for the Company; or▪ a closely related party of a member of the KMP for the company. <p>However, a person described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:</p> <ul style="list-style-type: none">▪ the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or▪ the proxy is the Chair of the Meeting, and the appointment of the Chair as proxy:<ul style="list-style-type: none">○ does not specify the way the proxy is to vote on this Resolution; and○ expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the KMP.
Resolution 2 – Re-election of Director	No voting exclusion is applicable to this resolution.

Resolution 3 Ratification of issue of Placement Shares	<p>The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who participated in the issues or is a counterparty to the agreement being approved (namely Placement participants), or any associates of those persons.</p> <p>However, this does not apply to a vote cast in favour of the Resolution by:</p> <ul style="list-style-type: none"> • 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 • the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or • a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: <ul style="list-style-type: none"> o 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 o the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
Resolutions 4 and 5 - Approval of the issue of Shares to Directors in Lieu of Fees	<p>The entity will disregard any votes cast in favour of the resolution by or on behalf of:</p> <ul style="list-style-type: none"> ▪ Resolution 4: Mr Ian Davies (or his nominee(s)) or an associate of Mr Ian Davies (or his nominee(s)); and ▪ Resolution 5: Mr Robert Reynolds (or his nominee(s)) or an associate of Mr Robert Reynolds (or his nominee(s)); and ▪ any other person who will receive a material benefit as a result of the proposed issue of the securities (except a benefit solely by reason of being a Shareholder) <p>However, this does not apply to a vote cast in favour of a resolutions by:</p> <ul style="list-style-type: none"> ▪ a person as proxy or attorney for a person who is entitled to vote on the resolutions, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or ▪ the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolutions, in accordance with a direction given to the Chair to vote on the resolutions as the Chair decides; or ▪ a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: <ul style="list-style-type: none"> o 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

	<p>voting on the resolutions; and</p> <ul style="list-style-type: none"> ○ the holder votes on the resolutions in accordance with directions given by the beneficiary to the holder to vote in that way.
<p>Resolution 6</p> <p>– Approval of the issue of Performance Rights and Options to Mr Mark Wallace</p>	<p>The Company will disregard any votes cast in favour of these resolutions by:</p> <ul style="list-style-type: none"> • Mr Mark Wallace, and his nominee(s); or any associates of Mr Mark Wallace, and his nominee(s). However, this does not apply to a vote cast in favour of a resolution by: • a person as proxy or attorney for a person who is entitled to vote, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; ; or • the chair of the Meeting, as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decided; or • a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: <ul style="list-style-type: none"> • the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and • the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way. <p>Voting Prohibition - s250BD</p> <p>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 the person is either:</p> <ul style="list-style-type: none"> ▪ a member of the KMP for the Company; or ▪ a closely related party of a member of the KMP for the company; and ▪ the appointment does not specify the way the proxy is to vote on the resolution. <p>However, the above prohibition does not apply if:</p> <ul style="list-style-type: none"> ▪ the proxy is the Chairman of the Meeting; and <p>the appointment expressly authorises the Chairman to exercise the proxy even if this resolution is connected directly or indirectly with the remuneration of a member of the KMP for the Company.</p>

Resolution 7 - Approval of 10% Placement Capacity under ASX Listing Rule 7.1A	<p>If, at the time of the Meeting, the Company is proposing to make an issue of securities under rule 7.1A.2, the Company will disregard any votes cast in favour of the Resolution by or on behalf of a person, or any associate of that person, who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue of equity securities under the increased placement capacity under ASX Listing Rule 7.1A (except a benefit solely by reason of being a holder of ordinary securities in the Company).</p> <p>However, this does not apply to a vote cast in favour of the Resolution by:</p> <ul style="list-style-type: none">▪ a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or▪ the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or▪ a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:<ul style="list-style-type: none">○ the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and○ the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way. <p>Under ASX Listing Rule 14.11.1 and the notes under that rule about Rule 7.1A, as at the date of this Notice of Meeting it is not known who may participate in the proposed issue (if any). On that basis, no Shareholders are currently excluded from voting. If an issue is proposed under Rule 7.1A between the date of this Notice of Meeting and the Meeting itself, any Shareholders participating in that proposed issue will be excluded from voting.</p>
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Dated: 17 October 2025

By order of the Board of G50 Corp Limited

Eryl Baron
Company Secretary

QUESTIONS FROM SHAREHOLDERS

In order to provide an equal opportunity for all shareholders to ask questions of the Board, we ask you to submit in writing any questions to the Company or to the Company's auditor, BDJ Partners, in relation to the conduct of the external audit for the year ended 30 June 2025, or the content of its audit report. Please send your questions to:

The Company Secretary, **G50 Corp Limited**

E. company.secretary@boardroomlimited.com.au

Written questions must be received by no later than **10.00am (AEDT) on Friday, 14 November 2025**.

Your questions should relate to matters that are relevant to the business of the Annual General Meeting, as outlined in this Notice of Meeting and Explanatory Memorandum.

In accordance with the *Corporations Act 2001* (Cth) and the Company's policy, a reasonable opportunity will also be provided to shareholders attending the Annual General Meeting to ask questions about, or make comments upon, matters in relation to the Company including Remuneration Report.

During the course of the Annual General Meeting, the Chair will seek to address as many shareholder questions as reasonably practicable, and where appropriate, will give a representative of the Auditor the opportunity to answer written questions addressed to it. However, there may not be sufficient time to answer all questions at the Annual General Meeting. Please note that individual responses may not be sent to shareholders.

VOTING INFORMATION

Voting by proxy

(a) A shareholder entitled to attend and vote at the

Annual General Meeting may appoint one proxy or, if the shareholder is entitled to cast two or more votes at the Meeting, two proxies, to attend and vote instead of the shareholder.

- (b) Where two proxies are appointed to attend and vote at the Meeting, each proxy may be appointed to represent a specified proportion or number of the shareholder's voting rights at the Meeting.
- (c) A proxy need not be a shareholder of the Company.
- (d) A proxy may be an individual or a body corporate. If a body corporate is appointed, the proxy form must indicate the full name of the body corporate and the full name or title of the individual representative of the body corporate for the Meeting.
- (e) A proxy form accompanies this notice. If a shareholder wishes to appoint more than one proxy, they may make a copy of the proxy form attached to this notice. For the proxy form to be valid it must be received together with the power of attorney or other authority (if any) under which the form is signed, or a (notarially) certified copy of that power of authority by **10.00am (AEDT) on Sunday, 16 November 2025**, being no later than 48 hours before the commencement of the Meeting. Any proxy forms received after that time will not be valid for the scheduled Meeting. Proxy forms can be submitted:
 - online by going to: <https://www.votingonline.com.au/g50Corp2025> or
 - by post to Boardroom Pty Limited; GPO Box 3993, Sydney NSW 2001; or
 - by facsimile: Australia – +61 2 9290 9655.

Voting and other entitlements at the Annual General Meeting

A determination has been made by the Board of the Company under regulation 7.11.37 of the *Corporations Regulations* 2001 that shares in the Company which are on issue at **7.00pm (AEDT) on Sunday, 16 November 2025** will be taken to be held by the persons who held them at that time for the purposes of the Annual General Meeting (including determining voting entitlements at the Meeting).

Proxy voting by the Chair

The *Corporations Amendment (Improving Accountability on Director and Executive Remuneration) Act* 2011 (Cth) imposes prohibitions on Key Management Personnel and their Closely Related Parties from voting their shares (or voting undirected proxies) on, amongst other things, remuneration matters.

However, the chair of a meeting may vote an undirected proxy (i.e. a proxy that does not specify how it is to be voted), provided the shareholder who has lodged the proxy has given an express voting direction to the chair to exercise the undirected proxy, even if the resolution is connected with the remuneration of a member of Key Management Personnel. If you complete a proxy form that authorises the Chair of the Meeting to vote on your behalf as proxy, and you do not mark any of the boxes so as to give him directions about how your vote should be cast, then you will be taken to have expressly authorised the Chair to exercise your proxy on Resolution 1. In accordance with this express authority provided by you, the Chair will vote in favour of Resolution 1. If you wish to appoint the Chair of the Meeting as your proxy, and you wish to

direct him how to vote, please tick the appropriate boxes on the form. If you appoint as your proxy any Director of the Company, except the Chair, or any other Key Management Personnel or any of their Closely Related Parties and you do not direct your proxy how to vote on Resolution 1, he or she will not vote your proxy on that item of business.

The Chair of the Meeting intends to vote all available undirected proxies in favour of each item of business.

**EXPLANATORY MEMORANDUM
TO NOTICE OF 2025 ANNUAL GENERAL MEETING**

1. FINANCIAL AND RELATED REPORTS

Agenda Item 1	Financial and Related Reports
Explanation	<p>Section 317 of the Corporations Act requires the Company's financial report, directors' report and auditor's report for the financial year ended 30 June 2025 to be laid before the Company's 2025 Annual General Meeting. There is no requirement for a formal resolution on this item.</p> <p>The financial report contains the financial statements of the consolidated entity consisting of the Company and its controlled entities.</p> <p>As permitted by the Corporations Act, a printed copy of the Company's 2025 Annual Report has been sent only to those Shareholders who have elected to receive a printed copy. A copy of the 2025 Annual Report is available from the Company's website (https://www.g50corp.com/financial-reports/).</p> <p>The Chair of the Meeting will allow a reasonable opportunity at the Meeting for Shareholders to ask questions. Shareholders will also be given a reasonable opportunity at the Meeting to ask the Company's auditor, BDJ Partners, questions about its audit report, the conduct of its audit of the Company's financial report for the year ended 30 June 2025, the preparation and content of its audit report, the accounting policies adopted by the Company in its preparation of the financial statements and the independence of BDJ Partners in relation to the conduct of the audit.</p>

2. ADOPTION OF REMUNERATION REPORT (ADVISORY RESOLUTION)

Resolution 1	Adoption of Remuneration Report
Explanation	<p>Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the Company's 2025 Annual Report and is available from the Company's website (https://www.g50corp.com/financial-reports/).</p> <p>The Remuneration Report:</p>

	<ul style="list-style-type: none"> describes the policies behind, and the structure of, the remuneration arrangements of the Company and the link between the remuneration of executives and the Company's performance; sets out the remuneration arrangements in place for each director and for certain members of the senior management team; and explains the differences between the basis for remunerating non-executive directors and senior executives, including the Managing Director (or equivalent). <p>The vote on this resolution is advisory only and does not bind the Directors. However, the Board will take into account any discussion on this resolution and the outcome of the vote when considering the future remuneration policies and practices of the Company.</p>
Voting Exclusion	A voting exclusion statement applies to this resolution, as set out in the Notice.
Board Recommendation	As the resolution relates to matters including the remuneration of the Directors, the Board, as a matter of corporate governance and in accordance with the spirit of section 250R(4) of the <i>Corporations Act 2001</i> (Cth), makes no recommendation to Shareholders in relation to this resolution.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this resolution.

3. ELECTION OF DIRECTOR

Resolution 2	Re-election of Mr Bernard Rowe as Director
Explanation	In accordance with ASX Listing Rule 14.5, Mr Rowe offers himself for re-election as a Director.
About Mr Bernard Rowe	<p>Mr Rowe was appointed to the Board on 12 October 2020.</p> <p>Mr Rowe has more than 30 years' international experience in mineral exploration and mine development. His diverse mineral industry experience includes gold, copper, zinc, diamond, lithium and boron projects in Australia, Europe, Russia, Africa, North America and South America.</p> <p>He is the founder and Managing Director of Ioneer Ltd. In 2016 he was directly responsible for the identification and acquisition of the Rhyolite Ridge Lithium-Boron Project in Nevada (USA) which is now regarded as a Tier 1 lithium deposit and the only vat/heap leachable lithium deposit known globally.</p>

	<p>Mr Rowe holds a Bachelor of Applied Science (Hons) in Geology and is a member of the Australian Institute of Geoscientists, the Society of Economic Geologist and the Geological Society of Nevada.</p> <p>Mr Rowe is a non-Independent Non-Executive Director.</p>
Board Recommendation	The Board, with Mr Rowe abstaining, recommends that Shareholders vote in favour of Mr Rowe's re-election.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this Resolution.

4. RATIFICATION OF PLACEMENT SHARES

Resolution 3	Ratification of issue of the Placement Shares
Explanation	<p>In August 2025, the Company conducted a capital raising to raise funds through the issue of 40,000,000 fully paid ordinary shares in the Company at an issue price of \$0.25 per share ("the Placement Shares") pursuant to the Company's placement capacity under ASX Listing Rules 7.1 and 7.1A.</p> <p>Although Shareholder approval was not required for the Company to issue the Placement Shares (as they were issued under the Company's existing placement capacity as noted 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, as required under Listing Rule 7.1.</p> <p>Accordingly, the Company is seeking ratification by Shareholders of the prior issue of the Placement Shares pursuant to Listing Rule 7.4. Approval of this Resolution will refresh the Company's ability, to the extent of the Placement Shares, to issue further capital during the next 12 months under Listing Rule 7.1 (if required) without the need to obtain further Shareholder approval, therefore providing the Company with greater flexibility in managing its future capital requirements.</p>
ASX Listing Rules	<p>An issue of, or agreement to issue, securities made without approval under ASX Listing Rule 7.1 and/or Listing Rule 7.1A are treated as having been made with approval for the purpose of ASX Listing Rule 7.1 and/or Listing Rule 7.1A if each of the following apply:</p> <ul style="list-style-type: none"> • The issue or agreement did not breach rule 7.1; and • The holders of the entity's ordinary securities subsequently approve it.

Reasons for Resolution 3	<p>The effect of ratification (in accordance with ASX Listing Rule 7.4) of the issue of the Placement Shares is the reinstatement of the Company's capacity under ASX Listing Rule 7.1. This will effectively enable the Company to issue further shares of up to 15% of the issued capital of the Company.</p> <p>If this Resolution is not passed, the Placement Shares will be included in calculating the Company's placement capacity under ASX Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date/s on which the Placement Shares were issued.</p>										
Information required to be provided under the ASX Listing Rules 7.5	<p>In accordance with ASX Listing Rule 7.5, which contains requirements as to the contents of a notice sent to shareholders for the purposes of ASX Listing Rule 7.4, the following information is provided to shareholders:</p> <table> <tr> <td>No. and class of securities issued</td><td>40,000,000 fully paid ordinary shares (Placement Shares).</td></tr> <tr> <td>Issue price per security</td><td>\$0.25 per Placement Share.</td></tr> <tr> <td>Date of Issue</td><td>29 August 2025 (39,150,000 Placement Shares) 5 September 2025 (850,000 Placement Shares)</td></tr> <tr> <td>Recipients of the Placement Shares</td><td> <p>The Placement Shares were issued to participants who were determined on the basis of applications received from institutional, sophisticated, professional or qualified investors who are clients of the Joint Lead Managers and Bookrunners, Bell Potter Securities Limited and Morgan Corporate Limited.</p> <p>The Company confirms that no related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company's shares, advisers of the Company or associates of any of these parties were issued more than 1% of the issued capital of the Company.</p> </td></tr> <tr> <td>Terms of securities</td><td>Fully paid ordinary shares ranking pari-passu with other existing fully paid ordinary shares in the Company. The</td></tr> </table>	No. and class of securities issued	40,000,000 fully paid ordinary shares (Placement Shares).	Issue price per security	\$0.25 per Placement Share.	Date of Issue	29 August 2025 (39,150,000 Placement Shares) 5 September 2025 (850,000 Placement Shares)	Recipients of the Placement Shares	<p>The Placement Shares were issued to participants who were determined on the basis of applications received from institutional, sophisticated, professional or qualified investors who are clients of the Joint Lead Managers and Bookrunners, Bell Potter Securities Limited and Morgan Corporate Limited.</p> <p>The Company confirms that no related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company's shares, advisers of the Company or associates of any of these parties were issued more than 1% of the issued capital of the Company.</p>	Terms of securities	Fully paid ordinary shares ranking pari-passu with other existing fully paid ordinary shares in the Company. The
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Terms of securities	Fully paid ordinary shares ranking pari-passu with other existing fully paid ordinary shares in the Company. The										

	Purpose of the issue	Placement Shares were not issued under an agreement. The Placement Shares were issued for the purpose of supporting the Company’s working capital cycle, and the funds raised from the issue of the Placement Shares will primarily support the continuation of exploration programs at Golconda and White Caps, working capital and the costs of issue.
	Voting exclusion statement	A voting exclusion statement is set out above in the Notice of Meeting.
Board Recommendation	The Directors unanimously recommend that Shareholders vote in favour of this resolution.	
Chair’s available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this resolution.	

5. APPROVAL OF AN ISSUE OF SHARES TO DIRECTORS IN LIEU OF FEES

Resolutions 4 to 5	Approval of issue of Shares to Directors in lieu of fees
Explanation	<p>Resolutions 4 and 5 seek prior shareholder approval for the issue of shares to two Directors in lieu of outstanding fees, to preserve the Company's funds. This is considered by the Board as an appropriate and responsible measure to reduce the cash burn rate of the Company, and concurrently further aligns the interests of the Directors with that of shareholders.</p> <p><u>Director Ian Davies</u></p> <p>Mr Ian Davies, a Non-Executive Director of the Company, is currently entitled to receive remuneration of \$48,000 per annum, inclusive of superannuation, for his services as Non-Executive Director.</p> <p>During the period from 1 September 2024 and 31 August 2025, the total fees due to Mr Davies totalled \$48,000, of which \$3,332 was paid as a contribution to superannuation. Subject to Shareholder approval being obtained under Resolution 4, the Board intends to make, and Mr Davies has agreed to receive, payment of the outstanding fees of \$44,668 owed by the Company to Mr Davies through the issue of 274,602 Shares at an issue price of 16.27 cents per Share.</p> <p><u>Director Robert Reynolds</u></p> <p>Mr Robert Reynolds, Chairman of the Company, is currently entitled to receive remuneration of \$72,000 per annum for his services as Chairman. No superannuation is payable to Mr Reynolds as part of his remuneration package.</p> <p>During the period from 1 September 2024 and 31 August 2025, the total fees which have accrued and are owing to Mr Reynolds is \$72,000. Subject to Shareholder approval being obtained under Resolution 5, the Board intends to make, and Mr Reynolds has agreed to receive, payment of the outstanding fees of \$72,000 owed by the Company to Mr Reynolds through the issue of 442,590 Shares at an issue price of 16.27 cents per Share.</p> <p>The Shares proposed to be issued to Mr Davies and Mr Reynolds under Resolutions 4 and 5 (respectively) (together, the Director Fee Shares) are the result of the Directors agreeing to forego cash payments for part of their normal remuneration and do not constitute additional payments.</p> <p>The issue price of the Director Fee Shares has been calculated on the basis of the</p>

average volume weighted average price (**VWAP**) of the Company's Shares taken on the last five trading days of each month between 1 September 2024 and 31 August 2025, as follows:

Month	5-trading day VWAP
30/09/2024	\$0.1538
31/10/2024	\$0.1649
30/11/2024	\$0.1827
31/12/2024	\$0.1559
31/01/2025	\$0.1884
28/02/2025	\$0.1353
31/03/2025	\$0.1455
30/04/2025	\$0.1114
31/05/2025	\$0.1727
30/06/2025	\$0.1289
31/07/2025	\$0.2899
31/08/2025	\$0.2659
VWAP	\$0.1627

Approval for the allotment of the Director Fee Shares is sought in accordance with Listing Rule 10.11 and for the purposes of Exception 14 of Listing Rule 7.2. As approval is being sought under Listing Rule 10.11, approval will not be required under Listing Rule 7.1.

If Shareholder approval is received for Resolutions 4 and 5, the Company will issue the Director Fee Shares to Mr Davies and Mr Reynolds, and there will be no outstanding fees owed by the Company to Mr Davies and Mr Reynolds for the period up to and including 31 August 2025.

If Shareholder approval is not received for Resolutions 4 and 5, or for only one of the Resolutions, the Company will be required to make payment of the outstanding fees owed to either or both of Mr Davies and Mr Reynolds (as applicable) in cash. Whilst the Board remains mindful of the need to minimise dilution to shareholders, the Board considers that the issue of the Director Fee Shares to these Directors in lieu of fees is an appropriate and responsible cash-free method of reducing corporate

	<p>overhead expenditure, whilst concurrently aligning the interests of Directors with the interests of Shareholders.</p> <p>The Shares are to be issued to in lieu of his outstanding fees, and no funds will be raised as a result.</p>																																		
Information required under Listing Rule 10.13	<p>In accordance with ASX Listing Rule 10.13, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of ASX Listing Rule 10.11, the following information is provided to Shareholders:</p> <table border="1"> <thead> <tr> <th>Listing Rule 10.13</th><th>Resolution 4</th><th>Resolution 5</th></tr> </thead> <tbody> <tr> <td>(10.13.1) The name of the person</td><td>Mr Ian Davies</td><td>Mr Robert Reynolds</td></tr> <tr> <td>(10.13.2) Which category in rules 10.11.1 – 10.11.5 the person falls within and why</td><td>Mr Ian Davies is a director of the Company and is therefore a Related Party of the Company for the purpose of Listing Rule 10.11.1.</td><td>Mr Robert Reynolds is a director of the Company and is therefore a Related Party of the Company for the purpose of Listing Rule 10.11.1.</td></tr> <tr> <td>(10.13.3) The number and class of securities to be issued to the person</td><td>274,602</td><td>442,590</td></tr> <tr> <td>(10.13.4) If the securities are not fully paid ordinary securities, a summary of the material terms of the securities</td><td>N/A</td><td>N/A</td></tr> <tr> <td>(10.13.5) The date or dates on or by which the entity will issue the securities</td><td colspan="2">The Director Fee Shares will be issued as soon as possible after the approval of Resolution 4 and Resolution 5 after the Meeting (as applicable), or such other time and date agreed between the Company and the Directors that is no later than 1 month after the date upon which Shareholder Approval is obtained, or such later date to the extent permitted by an ASX waiver or modification of the Listing Rules.</td></tr> <tr> <td>(10.13.6) The price or other consideration the entity will receive for the issue</td><td>The shares are issued in lieu of Director fees.</td><td>The shares are issued in lieu of Director fees.</td></tr> <tr> <td>(10.13.7) The purpose of the issue, including the intended use of any funds raised by the issue</td><td>As described above</td><td>As described above</td></tr> <tr> <td>(10.13.8) Details of the director's current total remuneration package</td><td>Mr Ian Davies' remuneration package is \$48,000 (including superannuation) for the financial year ended 30 June 2025.</td><td>Mr Robert Reynolds' remuneration package is \$72,000 (excluding superannuation) for the financial year ended 30 June 2025.</td></tr> <tr> <td>(10.13.9) If the securities are being issued under an agreement, a summary of any other material terms of the agreement</td><td>N/A</td><td>N/A</td></tr> <tr> <td>(10.13.10) Voting exclusion</td><td>A voting exclusion</td><td>A voting exclusion</td></tr> </tbody> </table>		Listing Rule 10.13	Resolution 4	Resolution 5	(10.13.1) The name of the person	Mr Ian Davies	Mr Robert Reynolds	(10.13.2) Which category in rules 10.11.1 – 10.11.5 the person falls within and why	Mr Ian Davies is a director of the Company and is therefore a Related Party of the Company for the purpose of Listing Rule 10.11.1.	Mr Robert Reynolds is a director of the Company and is therefore a Related Party of the Company for the purpose of Listing Rule 10.11.1.	(10.13.3) The number and class of securities to be issued to the person	274,602	442,590	(10.13.4) If the securities are not fully paid ordinary securities, a summary of the material terms of the securities	N/A	N/A	(10.13.5) The date or dates on or by which the entity will issue the securities	The Director Fee Shares will be issued as soon as possible after the approval of Resolution 4 and Resolution 5 after the Meeting (as applicable), or such other time and date agreed between the Company and the Directors that is no later than 1 month after the date upon which Shareholder Approval is obtained, or such later date to the extent permitted by an ASX waiver or modification of the Listing Rules.		(10.13.6) The price or other consideration the entity will receive for the issue	The shares are issued in lieu of Director fees.	The shares are issued in lieu of Director fees.	(10.13.7) The purpose of the issue, including the intended use of any funds raised by the issue	As described above	As described above	(10.13.8) Details of the director's current total remuneration package	Mr Ian Davies' remuneration package is \$48,000 (including superannuation) for the financial year ended 30 June 2025.	Mr Robert Reynolds' remuneration package is \$72,000 (excluding superannuation) for the financial year ended 30 June 2025.	(10.13.9) If the securities are being issued under an agreement, a summary of any other material terms of the agreement	N/A	N/A	(10.13.10) Voting exclusion	A voting exclusion	A voting exclusion
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(10.13.8) Details of the director's current total remuneration package	Mr Ian Davies' remuneration package is \$48,000 (including superannuation) for the financial year ended 30 June 2025.	Mr Robert Reynolds' remuneration package is \$72,000 (excluding superannuation) for the financial year ended 30 June 2025.																																	
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	<table><tr><td>statement</td><td>statement is set out under Resolution 4 in the Notice of Meeting.</td><td>statement is set out under Resolution 5 in the Notice of Meeting.</td></tr></table>	statement	statement is set out under Resolution 4 in the Notice of Meeting.	statement is set out under Resolution 5 in the Notice of Meeting.
statement	statement is set out under Resolution 4 in the Notice of Meeting.	statement is set out under Resolution 5 in the Notice of Meeting.		
Chapter 2E of the Corporations Act – Financial benefits	<p>Chapter 2E of the Corporations Act prohibits a public company from giving a ‘financial benefit’ to a ‘related party’ of a public company unless either:</p> <p>(a) the giving of the financial benefit falls within one of the exceptions to the provisions; or</p> <p>(b) prior Shareholder approval is obtained to the giving of the financial benefit.</p> <p>A “Related Party” is defined widely in section 228 of the Corporations Act and includes, relevantly, a director (or proposed director) of a public company, any entity that controls (or is reasonably likely to control) a public company, and any entity that is controlled by a person or entity which is otherwise a related party, or there are reasonable grounds to believe that a person/entity is likely to become a related party of the public company.</p> <p>For the purposes of Chapter 2E of the Corporations Act, Mr Davies and Reynolds are related parties of the Company by virtue of section 228(2) of the Corporations Act.</p> <p>A “Financial Benefit” is defined in the Corporations Act in broad terms and expressly includes a public company issuing securities. The giving of a financial benefit to a related party of a public company is ordinarily prohibited by Chapter 2E of the Corporations Act.</p> <p>Resolutions 4 and 5, if passed, will confer a financial benefit to each of Mr Davies and Mr Reynolds (who, as discussed above, are each a Related Party of the Company).</p> <p>The exceptions to the general prohibition under Chapter 2E include where the financial benefit is given with the approval of shareholders or the financial benefit is given in one or more of the limited circumstances, including where the financial benefit constitutes “reasonable remuneration” in respect of the duties and responsibilities of the related party in the management of the public company.</p> <p>In the view of the Board (other than Mr Davies and Mr Reynolds), the Director Fee Shares to be issued to Mr Davies and Mr Reynolds in lieu of a cash payment of their respective director fees constitute “reasonable remuneration” and, as the provision</p>			

	of such benefits is expressly permitted by section 211(1) of the Corporations Act, the Board (other than Mr Davies and Mr Reynolds) considers that Shareholder approval is not required under Chapter 2E of the Corporations Act in order to give Mr Davies and Mr Reynolds the financial benefit that is inherent in the issue of the Director Fee Shares to them.
Board Recommendation	The Board, with Mr Davies abstaining, recommends that Shareholders vote in favour of Resolution 4. The Board, with Mr Reynolds abstaining, recommends that Shareholders vote in favour of Resolution 5.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of this resolution.

6. APPROVAL OF ISSUE OF CONVERTIBLE SECURITIES TO MR MARK WALLACE

Resolution 6	Approval of the issue of Convertible Securities to Mark Wallace
Description	Resolution 6 seeks Shareholder approval for the issue of the 300,000 Performance Rights and the 1,900,000 Options (Convertible Securities) under the Employee Incentive Securities Plan (Plan) to Mr Mark Wallace, the Company's Managing Director, or his nominee(s).

Shareholder Approval	<p>Shareholder approval of the issue of the Convertible Securities is sought in accordance with the provisions of Listing Rules 10.14. As approval is being sought under Listing Rule 10.14, approval will not be required under Listing Rules 7.1 or Listing Rule 10.11.</p> <p>ASX Listing Rule 10.14</p> <p>In general, Listing Rule 10.14 provides that a company must not permit a director, an associate of a director, or a person whose relationship with the Company is, in ASX's opinion, such that approval should be obtained, to acquire securities under an employee incentive scheme without shareholder approval.</p> <p>In accordance with the Listing Rules, shareholders are being asked under Resolution 6 to approve the grant of the Convertible Securities, and to the extent those Convertible Securities vest and are exercised, the underlying Shares.</p> <p>Chapter 2E of the Corporations Act</p> <p>As set out above, Chapter 2E of the Corporations Act regulates the provision of financial benefits to related parties of a public company. Section 208 of the Corporations Act prohibits a public company from giving a financial benefit to a related party unless one of a number of exceptions applies or shareholder approval is obtained.</p> <p>A "financial benefit" is defined in the Corporations Act in broad terms and expressly includes a public company issuing securities. The giving of financial benefit to a related party of a public company is ordinarily prohibited by Chapter 2E of the Corporations Act. One exception to the general rule is where the benefit constitutes "reasonable remuneration" in respect of the duties and responsibilities of the related party in the management of the public company.</p> <p>Mr Mark Wallace is the Company's Managing Director and is therefore a related party of the Company within the meaning of Chapter 2E of the Corporations Act.</p> <p>As Mr Wallace is a recipient under the Plan and an Executive Director, financial benefits will be given by the Company when the Convertible Securities are granted to Mr Wallace.</p> <p>Section 211 of the Corporations Act provides an exception to the prohibition in section 208 of the Corporations Act where the financial benefit is given to a related party as an officer of the Company and to give the remuneration would be reasonable given the circumstances of the Company and the related party's circumstances (including the responsibilities involved in the office or employment) (Reasonable Remuneration</p>
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	<p>Exemption).</p> <p>It is the view of the Directors that the proposed grant of Convertible Securities to Mr Wallace (as contemplated in Resolution 6) falls within the Reasonable Remuneration Exemption given the circumstances of the Company and the position held by Mr Wallace. The Company considers that the issue of Convertible Securities with vesting conditions is a market standard way to incentivise and reward executives such as Mr Wallace and is consistent with remuneration for roles in similar organisations.</p> <p>Accordingly, Resolution 6 does not seek approval for the purposes of Chapter 2E of the Corporations Act.</p>												
Terms of Convertible Securities	<p>The terms of the Convertible Securities are as follows:</p> <p>Performance Rights</p> <table> <tr> <td>Number of Performance Rights</td><td>300,000 Performance Rights.</td></tr> <tr> <td>Issue Price</td><td>\$nil per Performance Right.</td></tr> <tr> <td>Exercise Price</td><td>\$nil per Performance Right.</td></tr> <tr> <td>Grant Date</td><td> <p>The Grant Date is the date on which the Performance Rights are issued to the Participant, subject to Shareholder approval being obtained under Listing Rule 10.14.</p> <p>Where shareholder approval is obtained, the relevant securities will be issued within three (3) years from the date on which Shareholder approval is obtained.</p> </td></tr> <tr> <td>Expiry Date</td><td> <p>The date which is two (2) years and three (3) months from the Grant Date.</p> <p>The Expiry Date is the set date that the Performance Rights will lapse, unless earlier exercised (subject to the satisfaction of any Vesting Conditions or the exercise of a relevant Board discretion).</p> </td></tr> <tr> <td>Vesting Conditions</td><td> <p>Unless they lapse earlier, the Performance Rights will vest (and, therefore become exercisable) upon the following Vesting Condition being satisfied:</p> <ul style="list-style-type: none"> 150,000 Performance Rights, on the 12-month anniversary of the Grant Date subject to the Participant continuing to be engaged or employed by the Company (as the case may be) on the date that is twelve (12) months after the Grant Date; and 150,000 Performance Rights, on the 24-month anniversary of the Grant Date subject to the Participant continuing to be engaged or employed by the Company (as the case may be) on the date that is twenty-four (24) months after the Grant Date. <p>If the Vesting Conditions in respect of the Performance Rights are satisfied and these Performance Rights have not otherwise lapsed, the Participant will be notified by the Company and the recipient will be entitled to exercise these Performance Rights.</p> <p>In certain special circumstances the Performance Rights may vest even though the Vesting Conditions have not been satisfied.</p> </td></tr> </table>	Number of Performance Rights	300,000 Performance Rights.	Issue Price	\$nil per Performance Right.	Exercise Price	\$nil per Performance Right.	Grant Date	<p>The Grant Date is the date on which the Performance Rights are issued to the Participant, subject to Shareholder approval being obtained under Listing Rule 10.14.</p> <p>Where shareholder approval is obtained, the relevant securities will be issued within three (3) years from the date on which Shareholder approval is obtained.</p>	Expiry Date	<p>The date which is two (2) years and three (3) months from the Grant Date.</p> <p>The Expiry Date is the set date that the Performance Rights will lapse, unless earlier exercised (subject to the satisfaction of any Vesting Conditions or the exercise of a relevant Board discretion).</p>	Vesting Conditions	<p>Unless they lapse earlier, the Performance Rights will vest (and, therefore become exercisable) upon the following Vesting Condition being satisfied:</p> <ul style="list-style-type: none"> 150,000 Performance Rights, on the 12-month anniversary of the Grant Date subject to the Participant continuing to be engaged or employed by the Company (as the case may be) on the date that is twelve (12) months after the Grant Date; and 150,000 Performance Rights, on the 24-month anniversary of the Grant Date subject to the Participant continuing to be engaged or employed by the Company (as the case may be) on the date that is twenty-four (24) months after the Grant Date. <p>If the Vesting Conditions in respect of the Performance Rights are satisfied and these Performance Rights have not otherwise lapsed, the Participant will be notified by the Company and the recipient will be entitled to exercise these Performance Rights.</p> <p>In certain special circumstances the Performance Rights may vest even though the Vesting Conditions have not been satisfied.</p>
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Vesting Conditions	<p>Unless they lapse earlier, the Performance Rights will vest (and, therefore become exercisable) upon the following Vesting Condition being satisfied:</p> <ul style="list-style-type: none"> 150,000 Performance Rights, on the 12-month anniversary of the Grant Date subject to the Participant continuing to be engaged or employed by the Company (as the case may be) on the date that is twelve (12) months after the Grant Date; and 150,000 Performance Rights, on the 24-month anniversary of the Grant Date subject to the Participant continuing to be engaged or employed by the Company (as the case may be) on the date that is twenty-four (24) months after the Grant Date. <p>If the Vesting Conditions in respect of the Performance Rights are satisfied and these Performance Rights have not otherwise lapsed, the Participant will be notified by the Company and the recipient will be entitled to exercise these Performance Rights.</p> <p>In certain special circumstances the Performance Rights may vest even though the Vesting Conditions have not been satisfied.</p>												

	Lapse of Performance Rights	<p>The Performance Rights shall lapse on the first to occur of:</p> <ul style="list-style-type: none"> the Expiry Date; where the Participant becomes a Leaver because of an Uncontrollable Event, the earlier of: <ul style="list-style-type: none"> the Expiry Date; or six months (or such other period as the Board shall, in its absolute discretion, determine) from the date on which the Participant becomes a Leaver; where the Participant becomes a Leaver because of a Controllable Event, the earlier of: <ul style="list-style-type: none"> the Expiry Date; or three months (or such other period as the Board shall, in its absolute discretion, determine) from the date on which the Participant becomes a Leaver; or the Participant ceases to be employed or engaged by the Company or an associated body corporate of the Company due to fraud, dishonesty or being in material breach of their obligations to the Company or an associated body corporate (as is more particularly detailed in clause 9.2 of the Plan). <p>Controllable Event means cessation of employment or engagement other than by an Uncontrollable Event.</p> <p>Leaver has the meaning given to that term in the Plan.</p> <p>Uncontrollable Event means:</p> <ul style="list-style-type: none"> death, serious injury, disability or illness which renders the Participant incapable of continuing their employment or engagement (or providing the services the subject of the engagement) with the Company or associated body corporate; forced early retirement, retrenchment or redundancy; or such other circumstances which results in the Participant leaving the employment of or ceasing their engagement with the Company or associated body corporate and which the Board determines is an Uncontrollable Event.
	Attributed Value	The Board has attributed a value of 22c to each Performance Right, being the share price at the time the grant was approved by the Board.
	Board Discretion	The Board retains a degree of discretion across a number of matters related to the Performance Rights. Full details in respect of these discretionary matters are contained in the Plan.
	Performance Rights terms	The Performance Rights will otherwise have the terms as set out in the Plan.
	Options	
	Number of Performance Rights	1,900,000 Options.
	Issue Price	\$nil per Option.
	Exercise Price	\$0.40 per Option.
	Grant Date	The Grant Date is the date on which the Options are issued to the Participant, subject to Shareholder approval being obtained under Listing Rule 10.14.

		Where shareholder approval is obtained, the relevant securities will be issued within three (3) years from the date on which Shareholder approval is obtained.
	Expiry Date	<p>The Expiry Date is the date which is three (3) years and three (3) months from the Grant Date.</p> <p>This is the date that the Options will automatically lapse, unless earlier exercised (subject to the satisfaction of any Vesting Conditions or the exercise of a relevant Board discretion).</p>
	Vesting Conditions	<p>The Options will vest as follows:</p> <ul style="list-style-type: none"> • 633,333 Options, on the 12-month anniversary of the Grant Date; • 633,333 Options, on the 24-month anniversary of the Grant Date; and • 633,334 Options, on the 36-month anniversary of the Grant Date. <p>If the Vesting Conditions in respect of the Options are satisfied and these Options have not otherwise lapsed, the Participant will be notified by the Company and the Participant will be entitled to exercise these Options.</p> <p>In certain special circumstances the Options may vest even though the Vesting Conditions have not been satisfied. Refer to the Plan Rules for further information.</p>
	Lapse of Options	<p>Unless the Board exercises a relevant discretion under the Plan, then notwithstanding anything else in this Invitation, the Options shall lapse on the earlier to occur of:</p> <ul style="list-style-type: none"> • the Expiry Date; • where the Participant becomes a Leaver because of an Uncontrollable Event, the earlier of: <ul style="list-style-type: none"> • the Expiry Date; or • six months (or such other period as the Board shall, in its absolute discretion, determine) from the date on which the Participant becomes a Leaver; • where the Participant becomes a Leaver because of a Controllable Event, the earlier of: <ul style="list-style-type: none"> • the Expiry Date; or • three months (or such other period as the Board shall, in its absolute discretion, determine) from the date on which the Participant becomes a Leaver; or • the Participant ceases to be employed or engaged by the Company or an associated body corporate of the Company due to fraud, dishonesty or being in material breach of their obligations to the Company or an associated body corporate (as is more particularly detailed in clause 9.2 of the Plan). <p>Controllable Event means cessation of employment or engagement other than by an Uncontrollable Event.</p> <p>Leaver has the meaning given to that term in the Plan.</p> <p>Uncontrollable Event means:</p> <ul style="list-style-type: none"> • death, serious injury, disability or illness which renders the Participant incapable of continuing their employment or engagement (or providing the services the subject of the engagement) with the Company or associated body corporate; • forced early retirement, retrenchment or redundancy; or

		<ul style="list-style-type: none"> such other circumstances which results in the Participant leaving the employment of or ceasing their engagement with the Company or associated body corporate and which the Board determines is an Uncontrollable Event.
	Options terms	The Options will otherwise have the terms as set out in the Plan
	Attributed value	The Board has attributed a value of 13.4c to each Option based on an Options Pricing Model.
Disclosures made for the purposes of Listing Rule 10.15	<p>For the purposes of Listing Rule 10.15, the Company advises as follows:</p> <ul style="list-style-type: none"> (Listing Rule 10.15.1) Mr Wallace (or his respective nominees) is to be the recipients of the Convertible Securities. (Listing Rule 10.15.2) Mr Wallace as a Director falls within the category stipulated by Listing Rule 10.14.1. In the event the Convertible Securities are issued to a nominee of Mr Wallace, that person will fall within the category stipulated by Listing Rule 10.14.2. (Listing Rule 10.15.3) the maximum number of Convertible Securities to be issued to Mr Wallace is set out in above. (Listing rule 10.15.4) Mr Wallace's base salary for FY25 is \$350,000 (excluding superannuation). Shareholders are referred to the Company's FY25 Remuneration Report for further details of Mr Wallace's remuneration. (Listing Rule 10.15.5) Mr Wallace has previously been granted 4,650,000 convertible securities under the Plan. The average acquisition price for the previous issue was nil and they have a nil exercise price. (Listing Rule 10.15.6) A summary of the material terms of the Convertible Securities is set out above. <p>Resolution 6 seeks the required Shareholder approval to issue the Convertible Securities under and for the purposes of Listing Rule 10.14.</p> <p>If Resolution 6 is passed, the Company will be able to proceed with the issue of the Convertible Securities to Mr Wallace under ASX Listing Rule 10.14, further approval is not required (and will not be sought) under ASX Listing Rule 7.1 for the issue of the abovementioned Convertible Securities nor any resulting Shares following the vesting and exercise of those Convertible Securities.</p> <p>If Resolution 6 is not passed, the Company will not be able to proceed with the issue of the Convertible Securities and the Company may need to consider other forms of performance-based remuneration in that regard.</p>	
Details of the EIP	<p>A copy of the Plan was lodged on the ASX platform on 1 October 2024 and can be found at:</p> <p>https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02860688-2A1552398&v=c2533a54e2514fb77a8f93f84db686e1125273e9</p>	

Other Information	The Directors are not aware of any other information that is reasonably required by Shareholders to allow them to make a decision as to whether it is in the best interests of the Company to pass Resolution 6.
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7. APPROVAL OF 10% PLACEMENT CAPACITY

Resolution 7	Approval of 10% Placement Capacity under Listing Rule 7.1A
Explanation	<p>Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.</p> <p>Under ASX 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% (10% Placement Capacity) to 25%.</p> <p>An 'eligible entity means an entity which is not included in the S&P/ASX 300 Index and which has a market capital of \$300million or less. The Company is an eligible entity for these purposes.</p> <p>Resolution 7 seeks shareholder approval by way of special resolution for the Company to have the additional 10% Placement Capacity provided for in ASX Listing Rule 7.1A to issue equity securities without shareholder approval.</p> <p>If Resolution 7 is passed, the Company will be able to issue equity securities up to the combined 25% limit in ASX Listing Rules 7.1 and 7.1A without any further shareholder approval.</p> <p>If Resolution 7 is not passed, the Company will not be able to access the additional 10% capacity to issue equity securities provided for in ASX Listing Rule 7.1A and will remain subject to the 15% limit on issuing equity securities without shareholder approval set out in Listing Rule 7.1.</p> <p>Resolution 7 is a special resolution. Accordingly, at least 75% of votes cast by shareholders present and eligible to vote (in person or by proxy) at the meeting must be in favour of this resolution for it to be passed.</p>
10% Placement Capacity Period <i>Listing Rule 7.1A.1</i>	Assuming Resolution 7 is passed, Shareholder approval of the 10% Placement Capacity under Listing Rule 7.1A is valid from the date of the Meeting and expires on the earlier occurrence of:

	<ul style="list-style-type: none"> the date that is 12 months after the date of the Meeting; the time and date of the Company's next annual general meeting; or the time and date of the approval by Shareholders of a transaction under Listing Rule 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking), <p>or such longer period if allowed by ASX (Approval Period).</p> <p>If Resolution 7 is passed by Shareholders, then the approval will expire on 18 November 2026 unless the Company holds its next annual general meeting or Shareholder approval is granted pursuant to Listing Rules 11.1.2 or 11.2 prior to that date.</p>
Formula <i>Listing Rule 7.1A.2</i>	<p>The exact number of additional Equity Securities that the Company may issue under the 10% Placement Capacity will be determined by a formula set out ASX Listing Rule 7.1A.2 as follows:</p> <p>$(A \times D) - E$</p> <p>where:</p> <p>A = the number of fully paid ordinary securities on issue at the commencement of the relevant period,</p> <ul style="list-style-type: none"> plus the number of fully paid ordinary securities issued in the relevant period under an exception in rule 7.2 other than exception 9, 16 or 17, plus the number of fully paid ordinary securities issued in the relevant period on the conversion of convertible securities within rule 7.2 exception 9 where: <ul style="list-style-type: none"> the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or the issue of, or agreement to issue, the convertible securities was approved, or taken under these rules to have been approved, under rule 7.1 or rule 7.4, plus the number of fully paid ordinary securities issued in the relevant period under an agreement to issue securities within rule 7.2 exception 16 where: <ul style="list-style-type: none"> the agreement was entered into before the commencement of the relevant period; or the agreement or issue was approved, or taken under these rules to have been approved, under rule 7.1 or rule 7.4, plus the number of any other fully paid ordinary securities issued in the relevant period with approval under rule 7.1 or rule 7.4,

	<ul style="list-style-type: none"> plus the number of partly paid ordinary securities that became fully paid in the relevant period), less the number of fully paid ordinary securities cancelled in the relevant period; <p><i>'A' has the same meaning in ASX Listing Rule 7.1 when calculating an entity's 15% placement capacity</i></p> <p>D is 10%.</p> <p>E is the number of equity securities issued or agreed to be issued under rule 7.1A.2 in the relevant period where the issue or agreement has not been subsequently approved by the holders of its ordinary securities under rule 7.4; and "relevant period" means:</p> <ul style="list-style-type: none"> if the entity has been admitted to the official list for 12 months or more, the 12-month period immediately preceding the date of the issue or agreement; or if the entity has been admitted to the official list for less than 12 months, the period from the date the entity was admitted to the official list to the date immediately preceding the date of the issue or agreement.
<p>Conditions of issue under the 10% Placement Capacity <i>Listing Rule 7.1A.3</i></p>	<p>There are a number of conditions applicable to the issue of equity securities under ASX Listing Rule 7.1A, including a limitation on the discount to prevailing market price at which they may be issued, and additional disclosure requirements. A summary of these conditions is as follows:</p> <p>(a) (Equity Securities) Equity Securities issued under the 10% Placement Capacity can only be issued for a cash consideration and only be in a class of securities already quoted. At the date of this Notice, the Company only has one class of securities which are quoted, being fully paid, ordinary shares.</p> <p>(b) (Minimum Issue Price) The issue price of each equity security issued under the 10% Placement Capacity must be no less than 75% of the volume weighted average market price (VWAP) for Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before either:</p> <ol style="list-style-type: none"> the date on which the price at which the equity securities are to be issued is agreed; or if the equity securities are not issued within 10 trading days of the date in paragraph (i), the date on which the securities are issued.
<p>Information to be given to ASX <i>Listing Rule 7.1A.4</i></p>	<p>If Resolution 7 is passed and the Company issues any Placement Securities under Listing Rule 7.1A, the Company will comply with the requirements of 7.1A.4.</p>

INFORMATION TO BE PROVIDED TO SHAREHOLDERS UNDER ASX LISTING RULE 7.3A	
Approval Period <i>Listing Rule 7.3A.1</i>	<p>Subject to Resolution 7 being approved by Shareholders the Company will only issue and allot the securities during the Approval Period (described above), which will commence on the date of the Meeting and expire on the first to occur of:</p> <ol style="list-style-type: none"> 1. the date that is 12 months after the date of this Meeting; 2. the time and date of the Company's next annual general meeting; and 3. the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities of the Company) or Listing Rule 11.2 (disposal of the main undertaking of the Company).
Minimum price of Equity Securities issued under 10% Placement Capacity <i>Listing Rule 7.3A.2</i>	<p>Pursuant to and in accordance with Listing Rule 7.1A.3, the securities issued under the 10% Placement Capacity must:</p> <ul style="list-style-type: none"> • be in an existing quoted class of Equity Securities; • be issued for cash consideration; and • have an issue price of not less than 75% of the VWAP for the Equity Securities over the 15 trading days immediately before: <ul style="list-style-type: none"> ○ the date on which the price at which the Placement Securities are to be issued is agreed; or ○ if the Placement Securities are not issued within ten trading days of the date in paragraph (a) above, the date on which the Placement Securities are issued. <p>The Company will disclose to the ASX the issue price on the date of issue of the relevant securities.</p>
Purpose for which the funds raised may be used <i>Listing Rule 7.3A.3</i>	<p>The Company may seek to issue the Equity Securities to raise capital for the Company's existing and future activities, including research and development and commercialisation of the Company's product offerings; the acquisition of new assets, businesses or investments; marketing activities, appraisal of corporate opportunities, investment in new businesses (if any), the costs incurred in undertaking placement(s) of shares under ASX Listing Rule 7.1.A and for general working capital.</p> <p>The Company will comply with the disclosure obligations under ASX Listing Rules 7.1A.4 and 3.10.3 upon issue of any equity securities.</p>
Risk of economic and voting dilution	<p>If Resolution 7 is approved by shareholders, any issue of Equity Securities under</p>

to shareholders*Listing Rule 7.3A.4*

the 10% Placement Capacity may present a risk of economic and voting dilution of existing shareholders, including the risk that:

- the market price of the Company's Equity Securities may be significantly lower on the relevant issue date than on the date of this Meeting; and
- the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date.

The table below shows the potential dilution of existing shareholders under various scenarios on the basis of:

- an issue price of \$0.27 per Share which was the closing price of the Company's shares on the ASX on 9 September 2025 and
- the variable 'A' being calculated as the number of fully paid ordinary shares on issue on the date of this Notice, being 201,097,659.

The table also shows:

- (a) two examples where variable 'A' (being the Shares on issue) has increased by 50% and 100%. The number of shares on issue in the Company may increase as a result of the issue of shares that do not require approval of shareholders (for example, pro-rata entitlement issues or scrip issues under takeover offers) or future placements of shares under ASX Listing Rule 7.1 of up to 15% of issued capital that are approved at future general meetings of shareholders; and
- (b) two examples of where the issue price of shares has decreased by 50% and increased by 100%.

		Dilution		
		50% decrease in Issue Price \$0.135 per Share	Issue Price \$0.270 per Share	100% increase in Issue Price \$0.540 per Share
Current Variable "A" 201,097,659 Shares	10% voting dilution	20,109,766	20,109,766	20,109,766
	Funds raised	\$2,714,818	\$5,429,637	\$10,859,274
50% increase in current Variable "A" 301,646,489 Shares	10% voting dilution	30,164,649	30,164,649	30,164,649
	Funds raised	\$4,072,228	\$8,144,455	\$16,288,910
100% increase in current Variable "A" 402,195,318 Shares	10% voting dilution	40,219,532	40,219,532	40,219,532
	Funds raised	\$5,429,637	\$10,859,274	\$21,718,547

The table has been prepared on the following assumptions:

- (a) the Company issues the maximum number of shares available under the 10% Placement Capacity;
- (b) no options to acquire shares on issue in the Company are exercised and no convertible notes on issue are converted;

	<p>(c) the 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue;</p> <p>(d) the table does not show an example of dilution that may be caused to a particular shareholder as a result of placements under the 10% Placement Capacity based on that shareholder's holding at the date of the Meeting;</p> <p>(e) the table shows only the effect of issues of Equity Securities under the 10% Placement Capacity in accordance with ASX Listing Rule 7.1A and not under the 15% placement capacity under ASX Listing Rule 7.1;</p> <p>(f) the issue of Equity Securities under the 10% Placement Capacity consists only of shares; and</p> <p>(g) the issue price is \$0.27 being the closing price of the Company's shares on the ASX on 9 September 2025.</p>
<p>Allocation policy <i>Listing Rule 7.3A.5</i></p>	<p>The Company may not issue any or all the equity securities for which approval is given and may issue the equity securities progressively as the Company places the equity securities with investors.</p> <p>The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Capacity. The identity of the allottees of equity securities will be determined on a case-by-case basis having regard to factors such as:</p> <ol style="list-style-type: none"> 1. fund raising options (and their viability) available to the Company at the relevant time; 2. the effect of the issue of the equity securities on the control of the Company; 3. the financial situation of the Company and the urgency of the requirement for funds; and 4. advice from the Company's corporate, financial, legal and broking advisers. <p>The allottees under the 10% Placement Capacity have not been determined as at the date of this Notice. It is intended that the allottees will be suitable professional and sophisticated investors, and other investors not requiring a disclosure document under section 708 of the Corporations Act, that are known to the Company and/or introduced by third parties.</p> <p>The allottees may include existing substantial shareholders and/or new shareholders, but the allottees will not be related parties of the Company.</p> <p>In the event that the shares under the 10% Placement Capacity are issued as consideration for the acquisition of businesses, assets or investments, it is likely that the allottees will be the vendors of such businesses, assets or investments.</p>
<p>Previous issues under Shareholder approval previously obtained under Listing Rule 7.1A <i>Listing Rule 7.3A.6</i></p>	<p>The Company previously obtained approval under ASX Listing Rule 7.1A at the 2024 AGM (2024 Approval).</p> <p>Listing Rule 7.3A.6(a): The Company has issued 16,059,766 fully paid ordinary shares under ASX Listing Rule 7.1A since obtaining the 2024 Approval, representing 13% of the total Equity Securities on issue at the commencement of the relevant approval</p>

period (2024 LR7.1A Shares).

Listing Rule 7.3A.6(b): The Company confirms that the 2024 LR7.1A Shares were issued as set out in the table below.

<i>Date of issue</i>	29 August 2025
<i>Names of persons who have been issued, or have agreed to be issued, securities or basis on which those persons were identified or selected</i>	The shares were issued to participants of the Placement who were determined on the basis of applications received from institutional, sophisticated, professional or qualified investors who are clients of the Joint Lead Managers and Bookrunners, Bell Potter Securities Limited and Morgan Corporate Limited.
<i>Number and class of securities issued or agreed to be issued</i>	16,059,766 fully paid ordinary shares
<i>Price at which Equity Securities were issued or agreed to be issued</i>	\$0.25
<i>Discount to Market Price on date of issue or agreement (if any)</i>	Nil
<i>Total cash consideration received or to be received</i>	\$4,014,941
<i>Amount of cash consideration that has been spent</i>	\$0
<i>How cash consideration spent will be used</i>	<p>Funds raised from the issue of shares to participants of the Placement will primarily support the continuation of exploration programs at Golconda and White Caps, working capital and the costs of the issue.</p> <p>The Company confirms that no related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company's shares, advisers of the Company or associates of any of these parties were issued more than 1% of the issued capital of the Company.</p>

Voting and Prohibition	Exclusion	A voting exclusion statement applies to this item of business, as set out in the Notice.
Board Recommendation		The Board unanimously recommend that shareholders vote in favour of this resolution.
Chair's proxies	available	The Chair of the Meeting intends to vote all available proxies in favour of this resolution.

DEFINITIONS

Board	means the Company's Board of Directors.
Company	means G50 Corp Limited.
Constitution	means the constitution of G50 Corp Limited.
Convertible Securities	means the 300,000 Performance Rights and the 1,900,000 Options proposed to be issued to Mr Mark Wallace under the Employee Incentive Securities Plan on the terms set out in the Explanatory Memorandum, pursuant to Resolution 6.
Corporations Act	means <i>Corporations Act 2001 (C'th)</i> .
Director	means a director of the Board of G50 Corp Limited.
Closely Related Party (of a member of KMP of an entity)	has the definition given to it by section 9 of the Corporations Act, and means: <ul style="list-style-type: none"> a) a spouse or child of the member; or b) a child of the member's spouse; or c) a dependant of the member or of the member's spouse; or d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or e) a company the member controls; or f) a person prescribed by the regulations for the purposes of this definition (nothing at this stage).
Employee Incentive Securities Plan or Plan	means equity incentive plan lodged on the ASX platform on 1 October 2024 (as amended from time to time). https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02860688-2A1552398&v=c2533a54e2514fb77a8f93f84db686e1125273e9
Explanatory Memorandum	means this explanatory memorandum accompanying and forming part of this Notice.
FY25	means the financial year from 1 July 2024 to 30 June 2025.
Key Management Personnel or KMP	means those people described as Key Management Personnel in the Remuneration Report and includes all directors.
Meeting	means the annual general meeting of the Company for 2025 to which the Notice relates.

Notice	means this notice of meeting of the Company, including the accompanying Explanatory Memorandum.
Option	means an option to acquire a Share issued pursuant to the Plan.
Performance Right	means a performance right convertible to a Share upon the satisfaction of any vesting conditions issued pursuant to the Plan.
Placement	means the placement of the Placement Shares by the Company to institutional, sophisticated and professional investors across two tranches, on 29 August 2025 and 5 September 2025, to raise \$10,000,000.
Placement Shares	means the 40,000,000 fully paid ordinary shares issued by the Company to pursuant to the August Placement.
Resolution	means a resolution set out in this Notice.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means a holder of at least one Share.

All Correspondence to:

- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia
- 📠 **By Fax:** +61 2 9290 9655
- 💻 **Online:** www.boardroomlimited.com.au
- ☎ **By Phone:** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 10:00am (AEDT) on Sunday, 16 November 2025**

📧 TO APPOINT A PROXY ONLINE

📱 BY SMARTPHONE

STEP 1: VISIT <https://www.votingonline.com.au/g50corp2025>

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **10:00am (AEDT) on Sunday, 16 November 2025**. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

- 💻 **Online** <https://www.votingonline.com.au/g50corp2025>
- 📠 **By Fax** + 61 2 9290 9655
- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia
- 👤 **In Person** Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

☐ **Your Address**
This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.
Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **G50 Corp Limited** (Company) and entitled to attend and vote hereby appoint:

☐

the **Chair of the Meeting (mark box)**

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at **Suite 16.01 Level 16, 213 Miller Street, North Sydney, NSW 2060 on Tuesday, 18 November 2025 at 10.00 am (AEDT)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chair of the Meeting intends to vote undirected proxies in favour of each of the items of business. Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolutions 1 & 6, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of these Resolutions even though Resolutions 1 & 6 are connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolutions 1 & 6). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Mr Bernard Rowe as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Ratification of issue of the Placement Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Approval of issue of Shares to Director Mr Ian Davies in lieu of fees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval of issue of Shares to Director Mr Robert Reynolds in lieu of fees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval of issue of Convertible Securities to Mr Mark Wallace	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Approval of 10% Placement Capacity under ASX Listing Rule 7.1A (Special Resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2025

For personal use only