

29 April 2026

Dear Shareholder

**Annual General Meeting – 29 May 2026**

The Annual General Meeting (**AGM**) of shareholders of Vita Resources NL (the **Company**) will be held at Level 2, 25 Richardson Street, West Perth WA 6005 on **29 May 2026 at 10:00 am (AWST)**.

The Notice of Meeting and accompanying explanatory statement are being made available to shareholders electronically and a hard copy will not be dispatched. You are able to access the Notice of Meeting and explanatory statement via the website of the Company's share registry, Boardroom Pty Limited (**Boardroom**), using the link below, or via the ASX market announcements platform using code "VTA".

To view the Notice of Meeting, please follow the link:

<https://vitaresources.au/investors/asx-announcements/>

The AGM is being held in person meaning participation at the meeting is via physical attendance on the day. A copy of your personalised proxy form is enclosed for your convenience. Shareholders are encouraged to complete and lodge their proxies online or otherwise in accordance with the instructions set out in the proxy form and the Notice. Further information on how to vote is contained in the Notice of Meeting. Alternatively, if you have been nominated as a third-party proxy, or for any enquiries relating to voting or participation at the Meeting, please contact Boardroom on 1300 737 760 or +61 02 9290 9600.

Yours sincerely

**John Ribbons**

Company Secretary

Vita Resources NL

For personal use only

VITA RESOURCES NL  
ABN 19 147 948 883

**NOTICE OF ANNUAL GENERAL MEETING**

**AND**

**EXPLANATORY STATEMENT**

**AND**

**PROXY FORM**

**Date of Meeting**  
29 May 2026

**Time of Meeting**  
10:00 am (AWST)

**Place of Meeting**  
Level 2, 25 Richardson Street  
WEST PERTH WA 6005

*This Notice of Annual General Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.*

*The **2025 Annual Report** may be viewed on the Company's website at [www.vitaresources.au](http://www.vitaresources.au)*

For personal use only

## PART A: ABOUT THESE DOCUMENTS

The Annual General Meeting of Vita Resources NL (ACN 147 948 883) (**Vita** or the **Company**) is to be held at 10:00 am (AWST) on 29 May 2026 at Level 2, 25 Richardson Street, WEST PERTH WA (**AGM** or **Meeting**).

### Voting

Shareholders in the Company are requested to consider and vote upon each of the Resolutions set out in the Notice.

You can vote by:

- (a) lodging your vote online prior to the AGM by logging onto the Share Registry website at <https://www.votingonline.com.au/vtaagm2026> and following the instructions on the Proxy Form;
- (b) appointing someone as your proxy to attend and vote at the Meeting on your behalf, by:
  - (i) logging online onto the Share Registry website at: <https://www.votingonline.com.au/vtaagm2026> and following the instructions on the Proxy Form; or
  - (ii) completing and returning the Proxy Form **DIRECTLY** to the Share Registry in the manner set out on the Proxy Form. The Share Registry must receive your duly completed Proxy Form by no later than 10:00 am (AWST) on 27 May 2026; or
- (c) attending and voting at the Meeting.

A glossary of capitalised terms used throughout this Document (including the Proxy Form) is contained in **Part D**. Unless expressly provided otherwise in this Document, each capitalised term used in this Document has the same meaning as is ascribed to it in **Part D**.

**Please read the whole of this Document carefully before determining how you wish to vote and then cast your vote accordingly.**

For personal use only

## PART B: NOTICE OF ANNUAL GENERAL MEETING

Vita Resources NL  
ACN 147 948 883

### Section 1: Time and Place of Meeting

**NOTICE** is hereby given that the Annual General Meeting of the members of Vita Resources NL (ACN 147 948 883) (**Vita** or the **Company**) will be held at the following time and location, and will conduct the business specified in **Section 3** below:

**Date:** 29 May 2026  
**Time:** 10:00 am (AWST)  
**Location:** Level 2, 25 Richardson Street, WEST PERTH WA 6005

### Section 2: Directions Regarding Meeting

#### How to Vote

You may vote by attending the Meeting in person, by proxy or authorised representative.

(a) **Voting online**

You may vote online prior to the AGM by logging onto the Share Registry website at <https://www.votingonline.com.au/vtaagm2026> and following the instructions on the Proxy Form.

(b) **Voting by Proxy**

To vote by proxy, please complete and sign the Proxy Form enclosed with this Document as soon as possible and either send, deliver, courier or mail the duly completed Proxy Form:

- (i) online, by logging onto the Share Registry website at <https://www.votingonline.com.au/vtaagm2026> and following the instructions on the Proxy Form; or
- (ii) by mail to Boardroom Pty Limited, GPO BOX 3993 Sydney NSW 2001; or
- (iii) in person to Boardroom Pty Limited at Level 8, 210 George Street, Sydney NSW 2000; or
- (iv) by email to [proxy@boardroomlimited.com.au](mailto:proxy@boardroomlimited.com.au); or
- (v) by facsimile to +61 2 9290 9655,

so that it is received no later than 10:00 am (AWST) on 27 May 2026.

Complete details on how to vote by proxy are set out on the back of your Proxy Form.

(c) **Voting in Person**

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

Please read this Document carefully and in its entirety, determine how you wish to vote in relation to each of the Resolutions and then cast your vote accordingly, either online, in person or by proxy.

If you do not understand any part of this Document or are in any doubt as to the course of action you should follow, you should contact your financial or other professional adviser immediately.

### Determination of Membership and Voting Entitlement for the Purpose of the Meeting

For the purpose of determining a person's entitlement to vote at the Meeting and in accordance with regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), a person will be recognised as a member and the holder of Shares if that person is registered as a holder of Shares at 5:00 pm (AWST) on 27 May 2026.

### Proxies

A Shareholder entitled to attend and vote at the Meeting pursuant to the Constitution is entitled to appoint no more than two proxies. Where more than one proxy is appointed, each proxy may be appointed to represent a specific proportion of the member's voting rights. A proxy need not be a Shareholder.

The instrument appointing a proxy, as well as any power of attorney (or a certified copy thereof) under which a proxy is appointed, must be received by the Share Registry by no later than 10:00 am (AWST) on 27 May 2026, in accordance with the instructions provided on the back of the Proxy Form.

The instrument of appointment of a proxy must be executed by the appointor or its duly authorised representative. The

Proxy Form which accompanies this Notice may be used to appoint a proxy for the purposes of the Meeting.

### Corporate Representative

A Shareholder that is a company and that wishes to appoint a person to act as its representative at the Meeting must provide that person with a letter executed in accordance with the Constitution and the Corporations Act authorising him or her to act as the Shareholder's representative.

### Section 3: Agenda

#### RESOLUTIONS

##### 2025 FINANCIAL STATEMENTS

To receive and consider the financial statements of the Company for the year ended 31 December 2025, consisting of the annual Financial Report, the Directors' Report and the Auditor's Report.

##### RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

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

*"That, for the purpose of section 250R(2) of the Corporations Act, and for all other purposes, the Remuneration Report forming part of the Company's 2025 Annual Report be adopted."*

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

**Voting Prohibition:** In accordance with the Corporations Act, the Company will disregard any votes cast on Resolution 1:

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

However, the Company will not disregard a vote if the vote is cast as a proxy for a person entitled to vote on Resolution 1:

- (a) in accordance with a direction as to how to vote on the proxy; or
- (b) by the Chair pursuant to an express authorisation to exercise the proxy even if Resolution 1 is connected directly or indirectly with the remuneration of a member of Key Management Personnel.

##### RESOLUTION 2 – RE-ELECTION OF MR KEITH ROSS AS A DIRECTOR

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

*"That, for the purpose of ASX Listing Rule 14.4, article 13.7 of the Constitution and for all other purposes, Mr Keith Ross retires by rotation as a Director and, being eligible and having offered himself for re-election, be re-elected a Director of the Company."*

##### RESOLUTION 3 – APPROVAL OF 10% PLACEMENT FACILITY

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

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

##### Voting Exclusion Statement:

The Company will disregard any votes cast in favour of Resolutions 3 by or on behalf of any person, if at the time the approval is sought the Company is proposing to make an issue of equity securities under Listing Rule 7.1A.2, who is expected to participate in the proposed issue of Equity Securities under this Resolution, or any person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or any Associate of that person or those persons. However, this does not apply to a vote cast in favour of this Resolution by:

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

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

#### RESOLUTION 4 – RATIFICATION OF ISSUE OF SHARES

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

*“That the prior issue of 2,415,462 fully paid shares and 1,610,308 partly paid shares, on the terms and conditions set out in the Explanatory Statement which accompanies and forms part of this Notice of Meeting, is approved under and for the purposes of ASX Listing Rule 7.4 and for all other purposes.”*

#### Voting Exclusion Statement:

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of a person who participated in, or who obtained a material benefit as a result of, the issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an Associate of that person or those persons. However, this does not apply to a vote cast in favour of this Resolution by:

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

#### RESOLUTION 5 – APPROVAL OF ISSUE OF SHARES TO COMPANY SECRETARY

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

*“That the issue of 1,000,000 Shares to the Company Secretary (or nominees), on the terms and conditions set out in the Explanatory Statement accompanying this Notice, is approved under and for the purposes of ASX Listing Rule 7.1 and for all other purposes.”*

#### Voting Exclusion:

The Company will disregard any votes cast in favour of Resolution 5 by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an Associate of that person or those persons. However, this does not apply to a vote cast in favour of this Resolution by:

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

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

**RESOLUTION 6 – APPROVAL OF ISSUE OF SHARES (SHARE PLACEMENT FACILITY)**

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

*“That, subject to and in accordance with Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to 25,000,000 Shares at an issue price of not less than 80% of the average market price of the Company’s shares (calculated over the 5 days on which sales of shares were recorded before the day on which the issue is made), upon the terms set out in the Notice of Annual General Meeting and Explanatory Statement.”*

**Voting Exclusion:**

The Company will disregard any votes cast in favour of Resolution 6 by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an Associate of that person or those persons. However, this does not apply to a vote cast in favour of this Resolution by:

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

**By Order of the Board of Directors**

**John Ribbons**  
**Company Secretary**  
Date: 14 April 2026

For personal use only

## EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the Shareholders of the Company in connection with the business to be conducted at the AGM of the Company to be held at Level 2, 25 Richardson Street, West Perth, Western Australia on 29 May 2026 at 10:00 am (AWST) and any adjournment thereof.

This Explanatory Statement is intended to provide Shareholders with sufficient information to assess the merits of the matters set forth in the Notice for approval at the Meeting. The Directors recommend that Shareholders read this Explanatory Statement in full before making any decision in relation to the Resolutions.

Terms used in this Explanatory Statement will, unless the context otherwise requires, have the same meaning given to them in the glossary as contained in this Explanatory Statement.

### 2025 FINANCIAL STATEMENTS

In accordance with section 317 of the Corporations Act, the Company's Financial Report, The Directors' Report (including the Remuneration Report) and the Auditor's Report for the year ended 31 December 2025 will be laid before the Meeting. A copy of the Company's Annual Report for the year ended 31 December 2025, which includes these reports, is available on the Company's website [www.vitaresources.au](http://www.vitaresources.au) and on AXS's website [www.asx.com.au](http://www.asx.com.au).

There is no requirement for Shareholders to approve these reports. Shareholders will be given a reasonable opportunity at the Meeting to ask questions or make comments about these reports and the management of the Company. Shareholders will also be given a reasonable opportunity to ask the Company's auditor questions about the conduct of the audit, the preparation and content of the Auditor's Report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

### RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

#### General

Section 250R(2) of the Corporations Act requires the Company to put a resolution to Shareholders that the remuneration report be adopted. However, the Resolution is advisory only and does not bind the Directors or the Company. However, the outcome of the vote and discussion will be considered by the Company's Nomination and Remuneration Committee when evaluating the remuneration arrangements of the Company in the future.

The Remuneration Report of the Company for the period ended 31 December 2025 is set out in the Company's Annual Report. This report includes information about the principles used to determine the nature and amount of remuneration and sets out the remuneration arrangements for each Director and member of KMP.

As set out in the Remuneration Report, in determining executive remuneration, the Board aims to ensure that remuneration practices:

- (a) are competitive and reasonable, enabling the Company to attract and retain key talent while building a diverse, sustainable and high achieving workforce;
- (b) are aligned to the Company's strategic and business objectives and the creation of Shareholder value;
- (c) promote a high-performance culture recognising that leadership at all levels is a critical element in this regard;
- (d) are transparent; and
- (e) are acceptable to Shareholders.

Further details regarding the Company's remuneration policy and structure as to executive and non-executive remuneration are set out in the Annual Report.

Shareholders will be given a reasonable opportunity to ask questions about, or comment on, the Remuneration Report at the Meeting.

#### Director's recommendation

Noting that each Director has a personal interest in their own remuneration from the Company as set out in the Remuneration Report, the Directors recommend that Shareholders vote in favour of Resolution 1.

## RESOLUTION 2 – RE-ELECTION OF MR KEITH ROSS AS A DIRECTOR

### General

Listing Rule 14.4 and the Company's Constitution provides that, other than a managing director, a director of an entity must not hold office (without re-election) past the third annual general meeting following the director's appointment or 3 years, whichever is the longer.

Clause 13.7 of the Constitution provides that, at the Company's annual general meeting in every year, if there is not otherwise a vacancy on the Board and no director is required to cease to hold office under rule 13.3(a) [having been appointed by the Board] or 13.7(a) [3 year limit described above], then the director who has been in office the longest since his or her last election or appointment must retire.

Mr Ross was appointed as a Director on 6 May 2025 and was re-elected as a Director at the 2024 AGM on 14 July 2025. He retires in accordance with the Company's Constitution and ASX Listing Rule 14.4 and, being eligible, offers himself for re-election.

Mr Ross is an experienced mining executive, with corporate and mine site experience, including managing several mining and processing facilities with a range of mineral commodities with major and junior companies. Mr Ross is skilled in coordinating startup projects from greenfields through to production and closure, including approvals, native title, team selection and commissioning, and experienced in plant optimisation for existing facilities to reduce running costs and maximising profitability. He was seconded to manage mines in South America and successfully completed feasibility studies in Australia, Asia, Africa and South America. Mr Ross is a mining engineering graduate from the WA School of Mines in Kalgoorlie. He also has an MBA from the University of WA and holds a 'W A Mine Managers Certificate of Competency'.

The Board considers that Mr Ross, if re-elected, does not qualify as an independent Director.

### Directors' Recommendation

All the Directors except Mr Ross recommend that Shareholders vote in favour of this resolution.

The Chair intends to vote undirected proxies in favour of Resolution 2.

## RESOLUTION 3 – APPROVAL OF 10% PLACEMENT FACILITY

### General

ASX Listing Rule 7.1A provides that, in addition to the 15% placement capacity permitted without prior shareholder approval under ASX Listing Rule 7.1, an entity that is eligible and obtains shareholder approval under ASX Listing Rule 7.1A may issue or agree to issue, during the period the approval is valid, a number of quoted Equity Securities which represents 10% of the number of fully paid ordinary securities on issue at the commencement of that 12-month period as adjusted in accordance with the formula in ASX Listing Rule 7.1A.2 (**10% Placement Facility**).

An eligible entity is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300 million or less (excluding restricted securities and securities quoted on a deferred settlement basis). The Company is an eligible entity.

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the Company. The Company has one class of quoted equity securities on issue, being ordinary shares (ASX Code: VTA).

The Company is now seeking shareholder approval by way of a special resolution to have the ability to issue quoted Equity Securities under the 10% Placement Facility available under ASX Listing Rule 7.1A. The maximum number of quoted Equity Securities that may be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2.

If Resolution 3 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 further Shareholder approval.

If Resolution 3 is not passed, the Company will not be able to access the additional 10% capacity to issue quoted Equity Securities without Shareholder approval available under ASX Listing Rule 7.1A and will remain subject to the 15% limit on issuing (or agreeing to issue) Equity Securities without Shareholder approval set out in ASX Listing Rule 7.1.

Resolution 3 is a special resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

**Description of Listing Rule 7.1A and information required by Listing Rule 7.3A**

**(a) 10% Placement Period**

If Shareholders approve Resolution 3, the Company’s ability to issue quoted Equity Securities under the 10% Placement Facility will commence on the date of the Meeting and expire on the first to occur of the following:

- (i) the date that is 12 months after the date of the Meeting;
- (ii) the time and date of the Company’s next annual general meeting; or
- (iii) the time and date of the approval by Shareholders of a transaction under ASX Listing Rules 11.1.1 or 11.2, (the **10% Placement Period**).

**(b) Minimum Issue Price**

The issue price of quoted Equity Securities issued under Listing Rule 7.1A must be a cash consideration per Equity Security of not less than 75% of the volume weighted average market price (**VWAP**) of Equity Securities in the same class calculated over the 15 Trading Days on which trades in the class were recorded immediately before:

- (i) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the Equity Securities; or
- (ii) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph (i) above, the date on which the Equity Securities are issued.

**(c) Purpose of Funds Raised**

Funds raised from the issue of quoted Equity Securities under the 10% Placement Facility are intended to be used towards advancing existing assets and investments, the acquisition and development of new assets and investments, corporate and administration costs and working capital.

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

If Resolution 3 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders’ voting and economic power in the Company will be diluted as shown in the below table (in the case of Options, only if the Options are exercised). There is a risk that:

- (i) the market price for the Company’s Equity Securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Meeting; and
- (ii) 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,

which may have an effect on the amount of funds raised by the issue of the Equity Securities.

The table below shows the dilution of existing Shareholders on the basis of the current market price of Shares and the current number of Shares for variable “A” calculated in accordance with the formula in Listing Rule 7.1A(2) as at the date of this Notice.

The table also shows:

- a) two examples where variable “A” has increased by 50% and 100% and the voting dilution impact of such an increase. Variable “A” is based on the number of Shares the Company has on issue. The number of Shares on issue may increase as a result of issues of Shares that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders’ meeting; and
- b) two examples of where the issue price of Shares has decreased by 50% and increased by 100% as against the current market price.

Variable A in Listing Rule 7.1A		Nominal issue price		
		\$0.036 (notional price (vii))	\$0.018 (50% decrease in market price)	\$0.072 (100% increase in illustrative price)
Current issued capital A = 73,218,418 Shares	Shares issued under LR 7.1A	7,321,841	7,321,841	7,321,841

For personal use only

	<b>Voting dilution</b>	10%	10%	10%
	<b>Funds raised</b>	\$263,586	\$131,793	\$527,173
<b>50% increase in issued capital</b> <b>A = 109,827,627 Shares</b>	<b>Shares issued under LR 7.1A</b>	10,982,762	10,982,762	10,982,762
	<b>Voting dilution</b>	10%	10%	10%
	<b>Funds raised</b>	\$395,379	\$197,690	\$790,759
<b>100% increase in issued capital</b> <b>A = 146,436,836 Shares</b>	<b>Shares issued under LR 7.1A</b>	14,643,683	14,643,683	14,643,683
	<b>Voting dilution</b>	10%	10%	10%
	<b>Funds raised</b>	\$527,173	\$263,586	\$1,054,345

The table has been prepared on the following assumptions:

- (i) The Company issues the maximum number of Equity Securities available under the 10% Placement Facility;
- (ii) No Options (including any Options issued under the 10% Placement Facility) or Performance Rights are exercised into Shares before the date of the issue of the Equity Securities;
- (iii) The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%;
- (iv) The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting. All Shareholders should consider the dilution caused by their own shareholding depending on their specific circumstances;
- (v) The table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1;
- (vi) The issue of Equity Securities under the 10% Placement Facility consists only of Shares. If the issue of Equity Securities includes Options, it is assumed that those Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders;
- (vii) The notional price used is \$0.036 being the closing price of the Shares on the ASX on 9 April 2026; and
- (viii) The Company will only issue the Equity Securities during the 10% Placement Period.

**(e) Allocation Policy**

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility.

The identity of the recipients of Equity Securities will be determined on a case-by-case basis having regard to the factors set out in the Company's allocation policy, including but not limited to the following:

- (i) the methods of raising funds that are available to the Company, including but not limited to, rights issue or other issue in which existing security holders can participate;
- (ii) the effect of the issue of the Equity Securities on the control of the Company;
- (iii) the financial situation and solvency of the Company; and
- (iv) advice from corporate, financial and broking advisers (if applicable).

The recipients under the 10% Placement Facility have not been determined as at the date of this Notice but may include existing Substantial Holders and/or new Shareholders who are not related parties or associates of a related party of the Company.

**(f) Use of 10% Placement Facility in prior 12 months**

In the 12-month period prior to the Meeting (commencing 29 May 2025) the Company has not issued any Shares under LR 7.1A.2.

**(g) Proposed Issue**

As at the date of this Notice the Company is not currently proposing to make an issue of equity securities under Listing Rule 7.1A.2.

**Directors' Recommendation**

All the Directors recommend that Shareholders vote in favour of this resolution.

The Chair intends to vote undirected proxies in favour of Resolution 3.

**RESOLUTION 4 – RATIFICATION OF ISSUE OF SHARES****Background**

On 14 April 2026, the Company announced a capital raising of \$100,000 (before costs), being the issue of 2,415,462 fully paid shares at an issue price of \$0.0414 per Share (**Shares**) and attaching 1,610,308 Partly Paid Shares paid to \$0.001, and subject to calls totalling \$0.039 (3.9 cents) (**Partly Paid Shares**) (refer to Annexure A for terms and conditions of the Partly Paid Shares) on the basis of two (2) partly paid shares for every three (3) Shares subscribed for, with no calls being made on the partly paid shares before 12 September 2030, after which subject to and upon payment of the call(s), they can be converted into fully paid Shares ranking equally with the Shares currently quoted as ASX: VTA (**Capital Raising**). If a call is not paid when due the Partly Paid Shares will be subject to the threat of forfeiture.

The Capital Raising is being undertaken by issuing 2,415,462 Shares and 1,610,308 Partly Paid Shares under the Company's Listing Rule 7.1 placement capacity.

**ASX Listing Rules 7.1 and 7.4**

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

The issue of the Capital Raising securities the subject of Resolution 4 did not fit within any of the exceptions to Listing Rule 7.1 and, as they have not been approved by Shareholders, the issue of the Capital Raising Securities effectively used up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12-month period following the date of issue of the Capital Raising securities.

Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies a previous issue of Equity Securities made pursuant to Listing Rule 7.1 (and provided that the previous issue did not breach Listing Rule 7.1), those Equity Securities will be treated as having been made with Shareholder approval for the purpose of Listing Rule 7.1 and so do not reduce the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities in the future without the requirement to obtain prior Shareholder approval for such issues under Listing Rule 7.1. To this end, Resolution 4 seeks Shareholder approval for the purposes of Listing Rule 7.4, to ratify the issue of Capital Raising securities using the Company's placement capacity under ASX Listing Rule 7.1.

If Resolution 4 is passed, the issue of the Capital Raising securities will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Capital Raising securities. The Company confirms that the issue of the Capital Raising securities the subject of Resolution 4 did not breach ASX Listing Rule 7.1.

If Resolution 4 is not passed, the issue of the Capital Raising securities is still valid however it will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue under Listing Rule 7.1 without Shareholder approval.

**Information required by the Listing Rules**

For the purposes of ASX Listing Rule 7.5, the following information is provided:

- (a) The Capital Raising Shares were issued to Megan Carter, Ryder Nominees Pty Ltd and Trevor Malcolm Brown, Brendan Robert Brown, Matthew Mackenzie Brown <The Tatenda Koola A/C>;

- (b) The Capital Raising Shares were issued at an issue price of \$0.0414 per Share;
- (c) the Capital Raising Shares are issued on the same terms and conditions as the Company's existing Shares, and rank equally with all other existing Shares;
- (d) the Capital Raising Shares and Partly Paid Shares were issued on 14 April 2026;
- (e) the Capital Raising Partly Paid Shares were issued at an issue price of \$0.04 per Share, each paid to \$0.001, and subject to calls totalling \$0.039 (3.9 cents), with no calls before 12 September 2030;
- (f) \$100,000 was raised from the issue of the Capital Raising Shares; and
- (g) a voting exclusion statement for Resolution 4 is set out in the Notice of Meeting.

#### **Directors' Recommendation**

The Directors recommend that Shareholders vote in favour of Resolution 4.

The Chair intends to vote undirected proxies in favour of Resolution 4.

### **RESOLUTION 5 – APPROVAL OF ISSUE OF SHARES TO COMPANY SECRETARY**

#### **Background**

The Company and the Company Secretary, John Ribbons, entered into an agreement for the provision of Company Secretarial and Chief Financial Officer services (**Agreement**). From the commencement date of the Agreement, being 1 May 2025, the Company was charged \$6,000 (plus GST) per month for defined services whilst out of scope services were charged at \$250 (plus GST) per hour.

The Company and John Ribbons have agreed to settle out of scope services for the period 1 May 2025 to 31 December 2025, whereby the Company will issue 1,000,000 fully paid ordinary shares at \$0.04 (4 cents) per share to John Ribbons or his nominees as consideration for out of scope fees due, totalling \$40,000 (plus GST) (**Fee Shares**).

#### **Listing Rules Requirement**

ASX Listing Rule 7.1 prohibits a company from issuing equity securities representing more than 15% of its issued capital in any 12-month period, without the prior approval of its shareholders (subject to certain exceptions). Accordingly, shareholder approval is being sought under Listing Rule 7.1 for the issue of 1,000,000 Fee Shares without using the Company's annual 15% placement capacity.

The Company proposes Resolution 5 to approve the issue of the Fee Shares in accordance with Listing Rule 7.3. If Resolution 5 is passed, the Company will be able to proceed with the issue of the Fee Shares in order to finalise payment to the Company Secretary. In addition, the grant of the Fee Shares will be excluded from the calculation of the number of Equity Securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 5 is not passed, the Company will be required to pay \$40,000 (plus GST) in cash to the Company Secretary.

#### **Information required by the Listing Rules**

For the purposes of ASX Listing Rule 7.3, the following information is provided:

- (a) the Fee Shares are to be issued to John Ribbons (or his nominees);
- (b) the Fee Shares comprise 1,000,000 Shares at an issue price of \$0.04 (4 cents) per Share;
- (c) upon issuance, the Fee Shares will all be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares, and rank equally with all other existing Shares;
- (d) the Fee Shares will be issued to John Ribbons (or his nominees) by 15 June 2026, and in any event no later than 3 months after the date of this Meeting;
- (e) the Fee Shares will be issued for nil cash consideration in settlement of out-of-scope services rendered under the Agreement with an invoiced total of \$40,000;
- (f) no funds will be raised from the issue of the Fees Shares;
- (g) if the issue of the Fee Shares is not approved by shareholders, the Company must pay an outstanding balance of \$40,000 (plus GST) for out-of-scope services in cash; and
- (h) a voting exclusion statement for Resolution 5 is set out in the Notice of Meeting.

## Recommendation

The Directors recommend that Shareholders vote in favour of Resolution 5.

The Chair intends to vote undirected proxies in favour of Resolution 5.

## RESOLUTION 6 – APPROVAL OF ISSUE OF SHARES (SHARE PLACEMENT FACILITY)

### Background

The Company seeks the approval of shareholders for a share placement facility to issue up to 25,000,000 shares (**Placement Facility**) to raise funds to advance the Company's exploration activities and for general working capital purposes. As at the date of this Notice, the Board has yet to decide on whether any issue will take place utilising the Placement Facility, as such, no potential investors have been identified.

ASX Listing Rule 7.1 prohibits a company from issuing shares representing more than 15% of its issued capital in any 12-month period, without the prior approval of its shareholders (subject to certain exceptions). Accordingly, shareholder approval is being sought under Listing Rule 7.1 for the issue of up to 25,000,000 additional shares in the Company without using the Company's annual 15% placement capacity.

The Company proposes Resolution 6 to approve the issue of Shares under the Placement Facility in accordance with Listing Rule 7.3.

If Resolution 6 is passed, the Company will be able to issue shares under the Placement Facility without any further Shareholder approval if the Directors deem it desirable to further the Company's objectives.

If Resolution 6 is not passed, the Company will not be able to issue any shares under the Placement Facility and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

### Information required by Listing Rule 7.3

The following information is provided to Shareholders for the purposes of Listing Rule 7.3.

- (a) the maximum number of securities that may be issued under this resolution is 25,000,000 fully paid ordinary shares;
- (b) the Shares will be issued at an issue price of not less than 80% of the average market price of the Company's shares (calculated over the 5 days on which sales of shares were recorded before the day on which the issue is made);
- (c) the Company intends to use the funds raised from the issue of Shares under the Placement Facility towards advancing exploration activities and general working capital purposes;
- (d) the proposed shares to be issued are fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares (ASX: VTA);
- (e) any shares issued in accordance with this resolution will be issued and allotted within 3 months from the date of the annual general meeting (or such later date as approved by ASX);
- (f) the Company's allocation policy for the issue of shares under the Placement Facility will depend on the prevailing market conditions at the time of the proposed issue. The allottees will be determined on a case-by-case basis having regard to factors such as:
  - the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing security holders can participate;
  - the effect of the issue of the new securities on the control of the Company;
  - the financial situation and solvency of the Company; and
  - advice from corporate and other advisors.

At the date of this Notice, the proposed allottees under the Placement Facility have not been determined but may include existing Shareholders and/or new investors, and the Company has not yet appointed a broker and may or may not utilise the services of a broker for the purposes of the Placement Facility. None of the allottees will be a Related Party or an Associate of a Related Party. Existing Shareholders may or may not be entitled to subscribe for Equity Securities under the Placement Facility and it is possible that their shareholding will be diluted.

If the Placement Facility is used to acquire new assets or investments, then it is likely that the allottees will be the vendors of these assets/investments; and

- (g) it is not known whether any allotments will occur as a single allotment or will occur progressively.

**Directors' Recommendation**

The Directors recommend that Shareholders vote in favour of Resolution 6.

The Chair intends to vote undirected proxies in favour of Resolution 6.

For personal use only

## PART D: GLOSSARY

For the purposes of this Document, the following terms have the meanings prescribed below:

<b>\$</b>	Australian Dollars.
<b>Associate</b>	The meaning given in Division 2 of Part 1.2 of the Corporations Act.
<b>ASX</b>	ASX Limited ACN 008 624 691 or the securities exchange which it operates, as the context requires.
<b>Board</b>	The board of Directors.
<b>Chair</b>	The person chairing the Meeting.
<b>Closely Related Party</b>	In respect of a member of Key Management Personnel: <ul style="list-style-type: none"><li>• a spouse or child of the member;</li><li>• a child of the member's spouse;</li><li>• a dependent of the member or the member's spouse;</li><li>• anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;</li><li>• a company the member controls; or</li><li>• a person prescribed by the <i>Corporations Regulations 2001</i> (Cth) for the purposes of 'closely related party' in the Corporations Act.</li></ul>
<b>Company or Vita</b>	Vita Resources NL ABN 19 147 948 883
<b>Constitution</b>	The constitution of the Company from time to time.
<b>Corporations Act</b>	<i>Corporations Act 2001</i> (Cth).
<b>Director</b>	A director of the Company from time to time.
<b>Document</b>	This document entitled "Notice of Annual General Meeting" and any annexures or schedules to or of the foregoing.
<b>Equity Securities</b>	The meaning given in the Listing Rules.
<b>Explanatory Statement</b>	The explanatory statement accompanying this Notice.
<b>Group</b>	The Company and its subsidiaries.
<b>Key Management Personnel</b>	Those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.
<b>Listing Rules or ASX Listing Rules</b>	The ASX Listing Rules.
<b>Meeting or Annual General Meeting</b>	The Annual General Meeting referred to in the Notice.
<b>Notice or Notice of Meeting</b>	The notice convening this Meeting, being this Document.
<b>Option</b>	An option to subscribe for a Share.
<b>Ordinary Resolution</b>	A resolution of Shareholders that is approved by Shareholders who are entitled to vote on that resolution and who hold more than 50% (in number) of the Shares held by the Shareholders voting on the resolution.
<b>Proxy Form</b>	The proxy form attached to this Document.
<b>Resolution</b>	A resolution set out in the Notice.
<b>Share</b>	A fully paid ordinary share in the Company.
<b>Share Registry</b>	Boardroom Pty Limited.
<b>Shareholder</b>	A registered holder of Shares.

For personal use only

**Annexure A**

**TERMS AND CONDITIONS OF  
 PARTLY PAID SHARES (“CONTRIBUTING SHARES”)**

<b>Amounts paid and unpaid:</b>	<p>Each Contributing Share:</p> <ul style="list-style-type: none"> <li>• Is a \$0.04 (4 cents) share paid up to \$0.001 (0.1 cents); and</li> <li>• has an unpaid amount of a further \$0.039 (3.9 cents).</li> </ul>
<b>No liability:</b>	<p>Holders have no obligation to meet a call (“<b>Call</b>”) made by the Company for the payment of any of the unpaid amount; however, non-payment of a properly made Call will result in the forfeiture of the relevant Contributing Shares.</p>
<b>Earliest Call:</b>	<p>The Company shall not make a Call before 12 September 2030 or such later date or dates as determined by the Board from time to time in its absolute discretion.</p>
<b>Capital re-organisation:</b>	<p>If there is a re-organisation of the issued capital of the Company (including, but not limited to, a consolidation, subdivision, cancellation, reduction or return of capital):</p> <ul style="list-style-type: none"> <li>• the number of Contributing Shares must be reorganised in the same proportion as all other classes of shares on issue; and</li> <li>• the re-organisation must not involve a cancellation or reduction of the total amount payable and unpaid by holders of Contributing Shares.</li> </ul>
<b>Rights:</b>	<p>Irrespective of whether the Company has made a Call for the payment of all or any of the unpaid amount, each Contributing Share:</p> <ul style="list-style-type: none"> <li>• carries the right to participate in new issues (except bonus issues) of securities made to holders of Shares as if the Contributing Shares were fully paid Shares;</li> <li>• carries the right to participate in bonus issues of securities in the proportion which the amount paid (or, if applicable, aggregate of amounts paid) (not credited) bears to the total of the amounts paid and payable and each holder (“<b>Holder</b>”) of a Contributing Share will be notified by the Company of any proposed bonus issue of securities at least 7 days prior to the record date for any such issue;</li> <li>• entitles the Holder to (i) exercise voting rights on a pro-rata basis in the proportion which the amount (or, if applicable, aggregate of amounts) paid bears to the total of the amounts paid and payable; and (ii) fully participate in dividends as if the Contributing Shares were a fully paid Share;</li> <li>• is freely transferable; and</li> <li>• upon being paid up in full shall rank equally in all respects with Shares then on issue and the Company shall promptly apply for them to be listed on the ASX (and each or any other exchange on which shares of the Company are traded).</li> </ul>
<b>Payment before a Call:</b>	<p>A Holder may pay up the whole of the amount remaining unpaid at any time PROVIDED THAT they may only do so in parcels:</p> <ul style="list-style-type: none"> <li>• of not less than 1,000,000; or</li> <li>• of less than 1,000,000 if the parcel has been held by the holder since its issue, it represents the Holder’s entire holding of Contributing Shares, and the Holder has not previously paid up any Contributing Shares; and</li> <li>• otherwise, no amount unpaid may be paid in advance of a Call without the leave of the Board (which leave may be granted with or without reason and either with or without conditions) - the Board shall have no obligation to consider any application for leave. The Company shall not be obliged to process payments without a Call more than once every three months.</li> </ul>

For personal use only

	<p>Subject to the foregoing, if a Holder tenders all or part of the amount remaining unpaid on a Contributing Share other than in satisfaction of a Call:</p> <ul style="list-style-type: none"> <li>• the rights attaching to the Contributing Share will not change (including the amounts paid and unpaid); and</li> <li>• the amount tendered will, at the election of the Company, either be returned or retained as a non-interest bearing loan repayable only upon and to the extent of a Call being made then the repayment shall be made by the Company to itself in satisfaction of the Call to that extent.</li> </ul>
<p><b>Compliance with Listing Rules:</b></p>	<p>For so long as the Company is admitted to the official list of ASX, the following paramount provisions will apply:</p> <ul style="list-style-type: none"> <li>• notwithstanding anything contained in these terms of issue, if the ASX listing rules (in the form and context in which they exist as at the date the first Contributing Share is issued) ("<b>Existing Rules</b>") prohibit an act from being done, the act shall not be done;</li> <li>• nothing contained in these terms of issue prevent an act being done that the Existing Rules require to be done;</li> <li>• if the Existing Rules require an act to be done or not be done, authority is given for that act to be done or not done as the case may be;</li> <li>• if the Existing Rules require these terms of issue to contain a provision and it does not contain such a provision, these terms of issue are deemed to contain such a provision;</li> <li>• if the Existing Rules require these terms of issue not to contain a provision and it contains such a provision, these terms of issue are deemed not to contain that provision; and</li> <li>• if any provision of these terms of issue is inconsistent with the Existing Rules, these terms of issue are deemed not to contain that provision to the extent of the inconsistency.</li> </ul>

For personal use only

## 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](http://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 (AWST) on Wednesday, 27 May 2026.**

### 🖥️ TO APPOINT A PROXY ONLINE

- STEP 1: VISIT** <https://www.votingonline.com.au/vtaagm2026>
- STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)**
- STEP 3: Enter your Voting Access Code (VAC):**

### 📱 BY SMARTPHONE



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 (AWST) on Wednesday, 27 May 2026.** 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/vtaagm2026>
- 📠 **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 Vita Resources NL (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 **Level 2, 25 Richardson Street, WEST PERTH WA 6005 on Friday, 29 May 2026 at 10:00am (AWST)** 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 is 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 **Resolution 1**, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of these Item even though **Resolution 1** is 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 **Resolution 1**). 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 Keith Ross as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Approval of 10% Placement Facility (Special Resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Ratification of Issue of Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval of Issue of Shares to Company Secretary	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval of Issue of Shares (Share Placement Facility)	<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	Securityholder 2	Securityholder 3
<div style="border: 1px solid black; height: 30px; width: 100%;"></div>	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name..... Contact Daytime Telephone..... Date / / 2026

For personal use only