Notice of meeting

Dear Shareholder

Notice is given that a meeting of shareholders will be held at:

Time: 10:00 am (WST)

Date: 4 September 2026

Place: Ground Floor, 41 Colin Street, West Perth WA 6005

(**Meeting**).

As permitted by the Corporations Act 2001 (Cth), the Company will not be despatching hard copies of the Notice of Meeting (Notice) unless the shareholder has made a valid election to receive documents in hard copy. Instead, the Notice and accompanying explanatory statement (Meeting Materials) are being made available to shareholders electronically.

For those shareholders who have provided an email address and elected to receive electronic communications from the Company, an email has been sent to the nominated email address with a link to an electronic copy of the Meeting Materials and the proxy form/voting instruction form.

For those shareholders who have not made such an election, you are **strongly encouraged** to do so as this will substantially reduce the associated administrative printing and mailing costs.

You can, however, also access the Meeting Materials online via:

1. The Company's website: https://investors.rightresources.com.au/announcements

2. The ASX Announcement Platform website: https://www.asx.com.au/markets/company/RRE

Please contact the Company's share registry, Automic, at hello@automic.com.au to obtain a hard copy if you are unable to access the Meeting Materials online.

Please update your communication preferences online to receive electronic communications from the Company in the future:

1. Online via: https://singleholding.automic.com.au/login.

2. or simply email us at info@rightresources.com.au and include your Holder Name, the last four digits of your Holder Number and confirmation of your consent.

Yours sincerely,

Jessamyn Lyons
Company Secretary

Right Resources Limited

ABN 81 649 632 744

NOTICE OF GENERAL MEETING AND EXPLANATORY MEMORANDUM TO SHAREHOLDERS

Date of Meeting

Friday, 4 September 2026

Time of Meeting

10:00am (AWST)

Place of Meeting

Physically at Ground Floor, 41 Colin Street, West Perth WA 6005

A Proxy Form is enclosed or has otherwise been provided to you

Please read this Notice and Explanatory Memorandum carefully.

If you are unable to attend the General Meeting please complete and return the Proxy Form in accordance with the specified directions.

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RIGHT RESOURCES LIMITED
ABN 81 649 632 744

NOTICE OF GENERAL MEETING

Notice is given that the General Meeting of Shareholders of Right Resources Limited ABN 81 649 632 744 will be held physically at Ground Floor, 41 Colin Street, West Perth WA 6005 on Friday, 4 September 2026, at 10:00am (AWST) for the purpose of transacting the following business referred to in this Notice of General Meeting.

AGENDA

1 Resolution 1 – Ratification of issue of Placement Shares under Tranche 1

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

> "*That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 16,700,000 Placement Shares (at an issue price of $0.09 each) on 17 July 2026 to institutional and sophisticated investors under Tranche 1 on the terms and conditions set out in the Explanatory Memorandum.*"

***Voting exclusion statement**: The Company will disregard any votes cast in favour of the Resolution by or on behalf of:*

(a) a person who participated in the issue or is a counterparty to the agreement being approved, including NQ Goldfields Pty Ltd and Syed Abdel Nasser Bin; or

(b) an Associate of those persons.

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

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

(b) the Chair 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

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

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

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

2 Resolution 2 – Proposed issue of Placement Shares under Tranche 2

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

> *"That, for the purposes of Listing Rule 7.1 and all other purposes, Shareholders approve the issue of up to 10,299,997 Placement Shares at an issue price of $0.09 per Placement Share to institutional and sophisticated investors under Tranche 2 on the terms and conditions set out in the Explanatory Memorandum."*

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

(a) 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), including Syed Abdel Nasser Bin; or

(b) an Associate of those persons.

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

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

(b) the Chair 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

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

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

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

3 Resolution 3 – Proposed issue of New Options to Placement Participants

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

"That, for the purpose of Listing Rule 7.1 and all other purposes, Shareholders approve the issue of up to 13,499,999 New Options, with each New Option having an exercise price of $0.09 and an expiry date of two years from the date of issue, and, upon exercise of those New Options, the issue of Shares, to institutional and sophisticated investors who participate in the Placement, on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

(a) 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

(b) an Associate of those persons.

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

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

(b) the Chair 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

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

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

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

4 Resolution 4 – Issue of Placement Securities to Mr Graham Howard (Director) or his nominee(s)

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

"That, for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, Shareholders approve the issue of up to 1,111,112 Placement Shares at an issue price of $0.09 per Share, together with one New Option for every two Placement Shares issued (being up to 555,556 New Options each with an exercise price of $0.09 and expiring on the date that is two years from the date of issue) and, upon exercise of those New Options, the issue of

Shares to Mr Graham Howard (or his nominee(s)) pursuant to the Placement, on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: *The Company will disregard any votes cast in favour of the Resolution by or on behalf of:*

(a) Mr Graham Howard and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity); or

(b) an Associate of those persons.

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

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

(b) the Chair 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

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

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

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

5 Resolution 5 – Issue of Placement Securities to Ms Lauren Robinson (Director) or her nominee(s)

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

"That, for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, Shareholders approve the issue of up to 388,889 Placement Shares at an issue price of $0.09 per Share, together with one New Option for every two Placement Shares issued (being up to 194,445 New Options each with an exercise price of $0.09 and expiring on the date that is two years from the date of issue) and, upon exercise of those New Options, the issue of Shares to Ms Lauren Robinson (or her nominee(s)) pursuant to the Placement, on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: *The Company will disregard any votes cast in favour of the Resolution by or on behalf of:*

(a) Ms Lauren Robinson and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity); or

(b) an Associate of those persons.

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

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

(b) the Chair 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

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

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

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

6 Resolution 0 – Issue of Placement Securities to Mr Greg Winch (Director) or his nominee(s)

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

> *"That, for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, Shareholders approve the issue of up to 1,111,112 Placement Shares at an issue price of $0.09 per Share, together with one New Option for every two Placement Shares issued (being up to 555,556 New Options each with an exercise price of $0.09 and expiring on the date that is two years from the date of issue) and, upon exercise of those New Options, the issue of Shares to Mr Greg Winch (or his nominee(s)) pursuant to the Placement, on the terms and conditions set out in the Explanatory Memorandum."*

Voting exclusion statement: *The Company will disregard any votes cast in favour of the Resolution by or on behalf of:*

(a) Mr Greg Winch and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity); or

(b) an Associate of those persons.

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

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

(b) the Chair 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

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

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

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

7 Resolution 7 – Issue of Placement Securities to Mr Michael Willoughby (Director) or his nominee(s)

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

> *"That, for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, Shareholders approve the issue of up to 611,112 Placement Shares at an issue price of $0.09 per Share, together with one New Option for every two Placement Shares issued (being up to 305,556 New Options each with an exercise price of $0.09 and expiring on the date that is two years from the date of issue) and, upon exercise of those New Options, the issue of Shares to Mr Michael Willoughby (or his nominee(s)) pursuant to the Placement, on the terms and conditions set out in the Explanatory Memorandum."*

Voting exclusion statement: *The Company will disregard any votes cast in favour of the Resolution by or on behalf of:*

(a) Mr Michael Willoughby and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity); or

(b) an Associate of those persons.

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

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

(b) the Chair 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

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

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

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

8 Resolution 8 – Issue of Placement Securities to Mr Chris Brown (Director) or his nominee(s)

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

"That, for the purposes of Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, Shareholders approve the issue of up to 111,112 Placement Shares at an issue price of $0.09 per Share, together with one New Option for every two Placement Shares issued (being up to 55,556 New Options each with an exercise price of $0.09 and expiring on the date that is two years from the date of issue) and, upon exercise of those New Options, the issue of Shares to Mr Chris Brown (or his nominee(s)) pursuant to the Placement, on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: *The Company will disregard any votes cast in favour of the Resolution by or on behalf of:*

(a) Mr Chris Brown and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity); or

(b) an Associate of those persons.

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

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

(b) the Chair 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

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

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

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

9 Resolution 9 – Proposed issue of SPP Securities

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

"That, for the purpose of Listing Rule 7.1 and all other purposes, Shareholders approve the issue of up to 11,111,111 SPP Shares at an issue price of $0.09 per SPP Share, together with one New Option for every two SPP Shares issued (being up to 5,555,556 New Options, each with an exercise price of $0.09 and expiring on the date that is two years from the date of issue) and, upon exercise of those New Options, the issue of Shares to Eligible Shareholders under the 'Securities Purchase Plan', on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: *The Company has been granted a waiver from ASX in respect of Listing Rule 7.3.9 to the extent necessary to permit the Company not to include in this Resolution a voting exclusion statement.*

OTHER BUSINESS

To deal with any other business which may be brought forward in accordance with the Constitution and the Corporations Act.

Details of the definitions and abbreviations used in this Notice are set out in the Glossary to the Explanatory Memorandum, unless otherwise specified.

By order of the Board

Jessamyn Lyons
Company Secretary
Dated: 5 August 2026

How to vote

Shareholders can vote by either:

- attending the Meeting and voting in person or by attorney or, in the case of corporate Shareholders, by appointing a corporate representative to attend and vote; or
- appointing a proxy to attend and vote on their behalf using the Proxy Form accompanying this Notice of Meeting and by submitting their proxy appointment and voting instructions by mail, in person, by email, by facsimile or electronically via the internet.

Voting in person (or by attorney)

Shareholders, or their attorneys, who plan to attend the Meeting are asked to arrive at the venue 15 minutes prior to the time designated for the Meeting, if possible, so that their holding may be checked against the Company's share register and their attendance recorded. To be effective a certified copy of the power of attorney, or the original power of attorney, must be received by the Company in the same manner, and by the same time as outlined for proxy forms below.

Voting by a corporation

A Shareholder that is a corporation may appoint an individual to act as its representative and vote in person at the Meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative should bring to the Meeting evidence of his or her appointment, including any authority under which it is signed.

Voting by proxy

- A Shareholder entitled to attend and vote is entitled to appoint not more than two proxies. Each proxy will have the right to vote on a poll and also to speak at the Meeting.
- The appointment of the proxy may specify the proportion or the number of votes that the proxy may exercise. Where more than one proxy is appointed and the appointment does not specify the proportion or number of the Shareholder’s votes each proxy may exercise, the votes will be divided equally among the proxies (i.e. where there are two proxies, each proxy may exercise half of the votes).
- A proxy need not be a Shareholder.
- The proxy can be either an individual or a body corporate.
- If a proxy is not directed how to vote on an item of business, the proxy may generally vote, or abstain from voting, as they think fit.
- Should any resolution, other than those specified in this Notice, be proposed at the Meeting, a proxy may vote on that resolution as they think fit.
- If a proxy is instructed to abstain from voting on an item of business, they are directed not to vote on the Shareholder's behalf on the poll and the Shares that are the subject of the proxy appointment will not be counted in calculating the required majority.
- Shareholders who return their Proxy Forms with a direction how to vote, but who do not nominate the identity of their proxy, will be taken to have appointed the Chair of the Meeting as their proxy to vote on their behalf. If a Proxy Form is returned but the nominated proxy does not attend the Meeting, the Chair of the Meeting will act in place of the nominated proxy and vote in accordance with any instructions. Proxy appointments in favour of the Chair of the Meeting, the secretary or any Director that do not contain a direction how to vote will be used, where possible, to support each of the Resolutions proposed in this Notice, provided they are entitled to cast votes as a proxy under the voting exclusion rules which apply to the proposed Resolutions. These rules are explained in this Notice.
- To be effective, proxies must be received by 10:00am (AWST) on Wednesday, 2 September 2026. Proxies received after this time will be invalid.
- Proxies may be lodged using any of the following methods:
  - by returning a completed Proxy Form by mail to:
    Automic
    GPO Box 5193
    Sydney NSW 2001
  - by returning a completed Proxy Form in person to:
    Automic
    Level 5, 126 Phillip Street
    Sydney NSW 2000
  - by email to: meetings@automicgroup.com.au
  - by facsimile to: +61 2 8583 3040
  - by scanning the QR code on the Proxy Form.
- The Proxy Form must be signed by the Shareholder or the Shareholder's attorney. Proxies given by corporations must be executed in accordance with the Corporations Act. Where the appointment of a proxy is signed by the appointer's attorney, a certified copy of the power of attorney, or the power itself, must be received by the Company at the above address, or by facsimile, and by 10:00am (AWST) on Wednesday, 2 September 2026. If facsimile transmission is used, the power of attorney must be certified.

Shareholders who are entitled to vote

In accordance with paragraphs 7.11.37 and 7.11.38 of the Corporations Regulations, the Board has determined that a person's entitlement to vote at the General Meeting will be the entitlement of that person set out in the Register as at 5:00pm (AWST) on Wednesday, 2 September 2026.

RIGHT RESOURCES LIMITED
ABN 81 649 632 744

EXPLANATORY MEMORANDUM

This Explanatory Memorandum is intended to provide Shareholders with sufficient information to assess the merits of the Resolutions contained in the accompanying Notice of General Meeting of the Company.

Certain abbreviations and other defined terms are used throughout this Explanatory Memorandum. Defined terms are generally identifiable by the use of an upper case first letter. Details of the definitions and abbreviations are set out in the Glossary to the Explanatory Memorandum.

1 Background to the Resolutions

1.1 Overview of the Capital Raising

On 9 July 2026, the Company announced to ASX that it was undertaking a capital raising (**Capital Raising**), comprising:

(a) a non-underwritten two-tranche placement of new Shares (**Placement Shares**) to institutional and sophisticated investors to raise up to approximately $2.7 million (before costs), with the first tranche of 16,700,000 Placement Shares (**Tranche 1 Shares**) issued on 17 July 2026 using the Company's available placement capacity under Listing Rule 7.1 (**Tranche 1**) and the remaining 10,299,997 Placement Shares (**Tranche 2 Shares**) comprising the second tranche to be issued subject to Shareholder approval (**Tranche 2**), excluding the Participating Directors' participation in the Placement, which is the subject of Resolutions 4 to 8 (inclusive) (together, **Placement**);

(b) subject to Shareholder approval, a non-underwritten 'Securities Purchase Plan' to Eligible Shareholders, to each apply for up to $30,000 worth of Shares at the same issue price as the Placement (**SPP Shares**), together with one option for every two SPP Shares issued (each with an exercise price of $0.09 and expiring on the date that is two years from the date of issue) (each an **SPP Option**, and together with the SPP Shares, the **SPP Securities**), to be offered pursuant to a transaction specific prospectus in accordance with section 713 of the Corporations Act (**Prospectus**), targeting to raise up to an additional approximately $1 million (before costs) (**SPP**); and

(c) subject to Shareholder approval, the Company intends to issue one (1) option (**New Option**) for every two (2) Shares issued under the Placement and SPP (and for the avoidance of doubt, New Option includes each SPP Option), to be offered to the Placement Participants and Eligible Shareholders who participate in the SPP, pursuant to the Prospectus (with fractional entitlements to New Options rounded up). The New Options will each have an exercise price of $0.09 and an expiry date of two years from the date of issue; and

(d) 3,333,337 Placement Shares (and 1,666,669 New Options) to be issued to Directors Mr Graham Howard, Ms Lauren Robinson, Mr Greg Winch, Mr Michael Willoughby and Mr Chris Brown (or their nominee(s)), on the same basis as other participants in the Placement, subject to Shareholder approval under Resolutions 4 to 8 (inclusive).

All the Shares issued under the Capital Raising will have an issue price of $0.09 per Share, which represents an approximate 6% discount to the closing price of Shares of $0.096 on Monday, 6 July 2026 and an approximate 5% discount to the 5-day VWAP of $0.095 to Monday, 6 July 2026.

The proceeds from the Capital Raising will be applied to fund exploration at the Company's core projects in the Tumbarumba and New England Regions in New South Wales, regional exploration and general working capital.

Refer to the Company's ASX announcement dated 9 July 2026 for further details of the Capital Raising and the Prospectus lodged with ASIC and ASX on 5 August 2026 for further details of the SPP and New Options.

1.2 Placement approvals

Resolution 1 seeks Shareholder ratification pursuant to Listing Rule 7.4 of the issue of 16,700,000 Placement Shares to the Placement Participants on 17 July 2026 under Tranche 1 pursuant to the Company's capacity under Listing Rule 7.1.

Resolution 2 seeks Shareholder approval pursuant to Listing Rule 7.1 for the proposed issue of 10,299,997 Placement Shares to the Placement Participants under Tranche 2, excluding the Participating Directors' participation in the Placement, which is the subject of Resolutions 4 to 8 (inclusive).

Resolution 3 seeks Shareholder approval pursuant to Listing Rule 7.1 for the proposed issue of 13,499,999 New Options to the Placement Participants. The terms and conditions of the New Options are set out in Annexure 1. The Company will not apply for quotation of the New Options. The New Options will be offered under the Prospectus. Each Placement Participant may apply for New Options under the Prospectus.

Resolutions 4 to 8 seek Shareholder approval for Directors Mr Graham Howard, Ms Lauren Robinson, Mr Greg Winch, Mr Michael Willoughby and Mr Chris Brown (or their nominee(s)) to participate in the Placement and to be issued Placement Shares and New Options on the same basis as other participants in the Placement.

If Shareholder approval for the issue of New Options to the Placement Participants (pursuant to Resolution 3) is not obtained at the Meeting, applicants who subscribe for New Options under the Prospectus will not be issued with New Options. For the avoidance of doubt, if Shareholder approval for the issue of New Options to the Participating Directors (pursuant to Resolution 4 to 8) is not obtained, the Participating Directors who apply and subscribe for New Options under the Prospectus will not be issued with New Options.

However, if Shareholder approval for the issue of the Tranche 2 Shares (pursuant to Resolution 2) is not obtained at the Meeting but is obtained for the issue of New Options to the Placement Participants (pursuant to Resolution 3), New Options will only be offered to Placement Participants who were issued Shares under Tranche 1.

1.3 SPP approvals

As the Company will offer SPP Options to Eligible Shareholders under the SPP, on the basis of one SPP Option for every two SPP Shares subscribed for (as described in section 1.1(b) above), the relief granted in *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (**ASIC Instrument**) and Exception 5 of Listing Rule 7.2 does not extend to the issue of SPP Options under the SPP. Accordingly, the Company is unable to rely on the ASIC Instrument and by extension Exception 5 of Listing Rule 7.2 in relation to the SPP. As a result, the offer of the SPP Securities is subject to Shareholder approval and will be made under the Prospectus.

The Company has been granted a waiver from Listing Rule 7.3.9 to the extent necessary to permit the Company not to include in Resolution 9 a voting exclusion statement that excludes votes of persons who may participate in the SPP or any Associate of such a person, on condition that the SPP is not underwritten, or if it is underwritten, the Company excludes any votes cast in favour of Resolution 9 by any proposed underwriter or sub-underwriter of the SPP. Refer to the Company's ASX announcement regarding the waiver dated 22 July 2026 for further details of the waiver.

If Shareholder approval for the issue of the SPP Securities (pursuant to Resolution 9) is not obtained at the Meeting, applicants who subscribe for SPP Securities under the SPP will not be issued with SPP

Securities and the Company will refund all application monies to applicants without interest. Refer to the Prospectus for further details.

As at the date of this Notice, the Directors have indicated that they do not intend to participate in the SPP. The Company will not accept any application under the SPP from or on behalf of Directors if Shareholder approval for their participation in the SPP is not obtained for the purposes of Listing Rule 10.11

2 Resolution 1 – Ratification of issue of Placement Shares under Tranche 1

2.1 Listing Rules 7.1 and 7.4

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

Given Tranche 1 does not fit within any of the exceptions and it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date on which the Company issued the Tranche 1 Shares.

Listing Rule 7.4 allows the shareholders of a company to approve an issue of Equity Securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further Equity Securities without Shareholder approval under those rules. The Company confirms that there was no breach of Listing Rule 7.1 at the time of issue of the Placement Shares.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1 and therefore seeks Shareholder approval under Resolution 1 to ratify the issue of Shares pursuant to Tranche 1 under and for the purposes of Listing Rule 7.4.

If Resolution 1 is passed, the Tranche 1 Shares will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date the Company issued the Tranche 1 Shares.

If Resolution 1 is not passed, the Tranche 1 Shares will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue without Shareholder approval under Listing Rule 7.1 for the period noted immediately above.

2.2 Information Requirements – Listing Rule 7.5

The following information in relation to the Tranche 1 Shares is provided to Shareholders for the purposes of Listing Rule 7.5:

(a) the Placement Shares were issued to the Placement Participants, each of which is an unrelated party of the Company. The Placement Participants were selected following a bookbuild process by the Company and facilitated by Euroz Hartleys Ltd (as bookrunner). In accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that, other than NQ Goldfields Pty Ltd (a substantial shareholder who was issued 2,881,913 Shares, being more than 1% of the issued capital of the Company) and Syed Abdel Nasser Bin (a substantial shareholder who was issued 5,146,272 Shares, being more than 1% of the issued capital of the Company), no related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an Associate of any of these parties were issued more than 1% of the issued capital of the Company under Tranche 1;

(b) a total of 16,700,000 Placement Shares were issued under Tranche 1;

(c) the Tranche 1 Shares issued were all fully paid ordinary shares in the capital of the Company and rank equally in all respects with the existing Shares on issue;

(d) the Tranche 1 Shares were issued on 17 July 2026;

(e) the Tranche 1 Shares were issued at an issue price of $0.09 each;

(f) the Tranche 1 Shares were issued for the purpose of raising $1.5 million (before costs) to be applied to fund exploration at the Company's core projects in the Tumbarumba and New England Regions in New South Wales, regional exploration and general working capital;

(g) the Tranche 1 Shares were issued to the Placement Participants pursuant to standard form placement commitment letters; and

(h) a voting exclusion applies in respect of Resolution 1 as set out in the Notice of Meeting.

The Directors recommend that Shareholders vote in favour of Resolution 1.

3 Resolution 2 – Proposed issue of Placement Shares under Tranche 2

3.1 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in section 2.1 of the Explanatory Memorandum above.

The proposed issue of the Tranche 2 Shares does not fall within any of the exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

Resolution 2 seeks the required Shareholder approval for the proposed issue of the Tranche 2 Shares under and for the purposes of Listing Rule 7.1. For the avoidance of doubt, Resolution 2 does not include the proposed issue of Placement Shares to the Participating Directors (or their nominee(s)), which is the subject of Resolutions 4 to 8 (inclusive).

If Resolution 2 is passed:

(a) the Company will be able to proceed with Tranche 2 and the Company will issue up to 10,299,997 Placement Shares to the Placement Participants;

(b) the Company will raise up to approximately $927,000 (before costs) from Tranche 2 of the Placement; and

(c) the total number of Shares on issue will increase from 128,442,665 to 142,075,999[1] and the existing Shareholders' holdings will be diluted by 17.4% on an undiluted basis and 14% on a fully diluted basis.

In addition, the Tranche 2 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 2 is not passed, the Company will not be able to proceed with Tranche 2 and will not raise the full $2.7 million to be applied to support the next phase of exploration across the Company's core projects in the Tumbarumba and New England regions of New South Wales, together with regional exploration activities and general working capital, as set out in sections 1 and 2.2(f) of the Explanatory Memorandum above. In the absence of obtaining alternative funding on terms acceptable to the

[1] Includes the Placement Shares to be issued under Tranche 2 under Resolution 2 and the Placement Shares to be issued to the Participating Directors under Resolutions 4 to 8 (inclusive) but excludes the SPP Shares to be issued under Resolution 9.

Company (which cannot be guaranteed), the Company may be unable to undertake its planned exploration programs in full.

3.2 Information Requirements – Listing Rule 7.3

The following information in relation to the Tranche 2 Shares is provided to Shareholders for the purposes of Listing Rule 7.3:

(a) the Tranche 2 Shares will be issued to the Placement Participants, as set out in section 2.2(a) of the Explanatory Memorandum above. In accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that, other than Syed Abdel Nasser Bin (a substantial shareholder who will be issued 3,187,062 Shares, being more than 1% of the issued capital of the Company), no related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an Associate of any of these parties will be issued more than 1% of the issued capital of the Company under Tranche 2;

(b) the Company will issue up to 10,299,997 Placement Shares to the Placement Participants pursuant to Tranche 2;

(c) the Tranche 2 Shares will be fully paid ordinary Shares in the capital of the Company and rank equally in all respects with the existing fully paid ordinary Shares on issue;

(d) the Tranche 2 Shares will be issued on or around 5 Business Days after the date of the Meeting, and in any event, no later than three months after the date of the Meeting;

(e) the Tranche 2 Shares will be issued at an issue price of $0.09 each (being the same issue price as the Tranche 1 Shares);

(f) the purpose of the issue of the Tranche 2 Shares is to raise up to approximately $927,000 (before costs), which will be used as set out in sections 1 and 2.2(f) of the Explanatory Memorandum above;

(g) the Tranche 2 Shares will be issued to the Placement Participants pursuant to standard form placement commitment letters; and

(h) a voting exclusion applies in respect of this Resolution as set out in the Notice of Meeting.

The Directors recommend that Shareholders vote in favour of Resolution 2.

4 Resolution 3 – Proposed issue of New Options to Placement Participants

4.1 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in section 2.1 of the Explanatory Memorandum above.

The proposed issue of New Options to the Placement Participants does not fall within any of the exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of the Shareholders under Listing Rule 7.1.

Resolution 3 seeks the required Shareholder approval for the proposed issue of New Options under and for the purposes of Listing Rule 7.1.

If Resolution 3 is passed, the Company will be able to proceed with the proposed issue of up to 13,499,999 New Options to the Placement Participants. Where all the New Options are exercised (which cannot be guaranteed), the Company's cash reserves will increase by up to approximately $1.22

million. However, if Resolution 2 is not passed but Resolution 3 is passed, New Options will only be offered to Placement Participants who were issued Shares under Tranche 1.

In addition, the issue of the New Options 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 3 is not passed, the Company will not be able to proceed with the proposed issue of up to 13,499,999 New Options to the Placement Participants and applicants who subscribe for New Options under the Prospectus will not be issued with New Options. In such an event, the Company will not receive the up to approximately $1.22 million from any New Options that may be exercised (which cannot be guaranteed).

4.2 Information Requirements – Listing Rule 7.3

The following information in relation to the New Options to be issued is provided to Shareholders for the purposes of Listing Rule 7.3:

(a) the New Options will be issued to the Placement Participants, on the same basis as that set out in sections 2.2(a) and 3.2(b) of the Explanatory Memorandum above, subject to receipt of applications for the New Options from Placement Participants under the Prospectus;

(b) the Company will issue up to 13,499,999 New Options, subject to rounding and receipt of applications under the Prospectus;

(c) a summary of the material terms of the New Options is set out in Annexure 1, with the full terms and conditions of the New Options to be contained in the Prospectus. The Shares issued on exercise of the New Options will be fully paid ordinary shares in the capital of the Company and rank equally in all respects with the existing fully paid ordinary shares on issue;

(d) the New Options will be issued on or around 5 Business Days after the date of the Meeting and in any event, no later than three months after the date of the Meeting;

(e) the New Options will be issued at a nil issue price as the New Options will be offered for free to the Placement Participants on the basis of one New Option for every two Placement Shares subscribed for and issued under the Placement. The Company will not receive any other consideration for the issue of the New Options, other than in respect of any funds received on exercise of the New Options. Where all the New Options are exercised by the Placement Participants (which cannot be guaranteed), the Company's cash reserves will increase by up to approximately $1.22 million;

(f) the New Options are being issued to satisfy the Company's obligations under the Placement. The purpose of the Placement is to raise $2.7 million (before costs) to be used as set out in sections 1 and 2.2(f) of the Explanatory Memorandum above;

(g) the Placement Participants entered into standard form placement commitment letters with the Company which provided that the Placement Participants would be offered New Options subject to Shareholder approval; and

(h) a voting exclusion applies in respect of this Resolution as set out in the Notice of Meeting.

The Directors recommend that Shareholders vote in favour of Resolution 3.

5 Resolutions 4 to 8 (inclusive) – Issue of Placement Securities to Directors

5.1 Background

Directors Mr Graham Howard, Ms Lauren Robinson, Mr Greg Winch, Mr Michael Willoughby and Mr Chris Brown (together, the **Participating Directors**) have agreed to subscribe, subject to Shareholder approval, for a total of up to 3,333,337 Placement Shares and up to 1,666,669 New Options, with an aggregate subscription value of up to $300,000 (before costs). Accordingly, Resolutions 4 to 8 (inclusive) seek Shareholder approval pursuant to Listing Rule 10.11 for the issue (as applicable) of:

(a) up to 1,111,112 Placement Shares and up to 555,556 New Options to Mr Graham Howard (Director) (or his nominee(s)) to raise up to approximately $100,000 (before costs) (Resolution 4);

(b) up to 388,889 Placement Shares and up to 194,445 New Options to Ms Lauren Robinson (Director) (or her nominee(s)) to raise up to approximately $35,000 (before costs) (Resolution 5);

(c) up to 1,111,112 Placement Shares and up to 555,556 New Options to Mr Greg Winch (Director) (or his nominee(s)) to raise up to approximately $100,000 (before costs) (Resolution 60);

(d) up to 611,112 Placement Shares and up to 305,556 New Options to Mr Michael Willoughby (Director) (or his nominee(s)) to raise up to approximately $55,000 (before costs) (Resolution 7); and

(e) up to 111,112 Placement Shares and up to 55,556 New Options to Mr Chris Brown (Director) (or his nominee(s)) to raise up to approximately $10,000 (before costs) (Resolution 8).

5.2 Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act prohibits a public company from giving a financial benefit to a related party of the public company unless either:

(a) the giving of the financial benefit falls within one of the nominated exceptions to the requirement in section 208 of the Corporations Act to obtain shareholder approval; or

(b) shareholder approval is obtained prior to the giving of the financial benefit, and the benefit is given within 15 months after obtaining such approval.

For the purposes of Chapter 2E of the Corporations Act, the Participating Directors are all related parties of the Company. Resolutions 4 to 8 (inclusive) relate to the proposed issue of Placement Shares and New Options to the Participating Directors (or their nominee(s)), which constitutes a financial benefit that would, but for the application of one of the exceptions set out in sections 210 to 216 of the Corporations Act, require Shareholder approval for the purposes of section 208 of the Corporations Act.

The Board considers that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the Participating Directors' participation in the Placement because the Placement Securities will be issued to the Participating Directors on the same terms as Placement Securities issued to the other investors unrelated to the Company under the Placement and as such the giving of the financial benefits is on arm's length terms and the exception in section 210 of the Corporations Act applies.

5.3 Section 195(4) of the Corporations Act

Section 195(1) of the Corporations Act prohibits a director of a public company who has a material personal interest in a matter that is being considered at a directors' meeting from being present while the matter is being considered at the meeting or voting on the matter. If there is not a quorum of directors who are eligible to vote on a matter because of the operation of section 195(1) of the Corporations Act, one or more directors may call a general meeting, and the general meeting may deal with the matter.

The Participating Directors do not have a material personal interest in the issue of the Placement Securities the subject of Resolutions 4 to 8 (inclusive) (or their respective nominee(s)) other than to themselves. However, given it is proposed that all the Directors are issued Placement Securities pursuant to Resolutions 4 to 8 (inclusive), they may be considered to have a material personal interest in the outcome of those Resolutions, in which case the Directors would be unable to form a quorum.

Accordingly, the Board considers it prudent to exercise their right under section 195(4) of the Corporations Act and put the matters the subject of Resolutions 4 to 8 (inclusive) to Shareholders to resolve.

5.4 Listing Rule 10.11

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

(a) a related party (Listing Rule 10.11.1);

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

(c) a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the Company and who has nominated a Director to the Board pursuant to a relevant agreement which gives them a right or expectation to do so (Listing Rule 10.11.3);

(d) an Associate of a person referred to in Listing Rules 10.11.1 to 10.11.3 (Listing Rule 10.11.4); or

(e) a person whose relationship with the Company or a person referred to in Listing Rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by Shareholders (Listing Rule 10.11.5),

unless it obtains the approval of its Shareholders.

The proposed issue of Placement Securities to the Participating Directors (or their nominee(s)) under the Placement falls within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires the approval of Shareholders under Listing Rule 10.11.

Resolutions 4 to 8 (inclusive) seek Shareholder approval for the purposes of Listing Rule 10.11 and for all other purposes to allow the Participating Directors (or their nominee(s)) to be issued a total of up to 3,333,337 Placement Shares and up to 1,666,669 New Options under the Placement in addition to the Shares and New Options issued to unrelated parties, as detailed above. The Participating Directors' participation in the Placement will be on the same terms as the Placement made to the unrelated parties.

5.5 Consequences of passing Resolutions 4 to 8 (inclusive)

If passed, the Company will be able to proceed with the issue of an aggregate of up to 3,333,337 Placement Shares and up to 1,666,669 New Options to the Participating Directors (or their nominee(s)) as set out above and the Company will raise up to $300,000 (before costs) from the issue of those Placement Shares.

The impact of passing Resolutions 4 to 8 (inclusive) on the Participating Directors' voting power in the Company, assuming they are issued the Placement Securities the subject of those Resolutions and all other Resolutions set out in this Notice are passed (apart from Resolution 9 in respect to the SPP Securities), is set out in the following table:

Recipient	Number of Shares	Number of Options	Number of Performance Rights	Percentage voting power in the Company on an undiluted basis*	Percentage voting power in the Company on a fully diluted basis**
Mr Graham Howard	6,487,860	1,705,556	760,000	4.57%	5.05%
Ms Lauren Robinson	1,818,382	1,194,445	720,000	1.28%	2.11%
Mr Greg Winch	1,861,112	1,455,556	510,000	1.31%	2.16%
Mr Michael Willoughby	2,310,336	1,205,556	480,000	1.63%	2.26%
Mr Chris Brown	477,777	1,005,556	360,000	0.34%	1.04%

Notes:

**Total issued share capital of the Company is 142,075,999.*

***Total issued share capital of the Company is 177,182,666.*

Mr Graham Howard, Ms Lauren Robinson, Mr Greg Winch, Mr Michael Willoughby and Mr Chris Brown currently have voting power in the Company of 4.81%, 1.28%, 0.67%, 1.52% and 0.33%, respectively (on an undiluted basis). Assuming all other Resolutions set out in this Notice are passed (apart from Resolution 9 in respect to the SPP Securities) and no additional Shares are issued by the Company, Mr Graham Howard, Ms Lauren Robinson, Mr Greg Winch, Mr Michael Willoughby and Mr Chris Brown's voting power in the Company could increase up to 4.57%, 1.28%, 1.31%, 1.63% and 0.34% respectively (on an undiluted basis), as a result of the issue of the Placement Shares the subject of Resolutions 4 to 8 (inclusive).

If Resolutions 4 to 8 (inclusive) are not passed, the Company will not be able to proceed with the issue of Placement Securities to the Participating Directors (or their nominee(s)) and the Company will not raise up to a total of approximately $300,000 (before costs) from the issue of those Placement Shares.

5.6 Information Requirements – Listing Rule 10.13

The following further information is provided to Shareholders for the purposes of Listing Rule 10.13:

(a) the Placement Shares will be issued to Mr Graham Howard, Ms Lauren Robinson, Mr Greg Winch, Mr Michael Willoughby and Mr Chris Brown (or their nominee(s)) as noted above;

(b) each of the Participating Directors is a related party of the Company for the purposes of Listing Rule 10.11.1, by virtue of being Directors;

(c) the maximum number of Placement Shares that will be issued:

    (i) up to 1,111,112 Placement Shares and up to 555,556 New Options to Mr Graham Howard (or his nominee(s)) (subject to Resolution 4);

    (ii) up to 388,889 Placement Shares and up to 194,445 New Options to Ms Lauren Robinson (or her nominee(s)) (subject to Resolution 5);

(iii) up to 1,111,112 Placement Shares and up to 555,556 New Options to Mr Greg Winch (or his nominee(s)) (subject to Resolution 0);

(iv) up to 611,112 Placement Shares and up to 305,556 New Options to Mr Michael Willoughby (or his nominee(s)) (subject to Resolution 7); and

(v) up to 111,112 Placement Shares and up to 55,556 New Options to Mr Chris Brown (or his nominee(s)) (subject to Resolution 8);

(d) the Placement Shares to be issued under Resolutions 4 to 8 (inclusive) are fully paid ordinary shares in the Company. A summary of the material terms of the New Options to be issued under Resolutions 4 to 8 (inclusive) is set out in Annexure 1, with the full terms and conditions of the New Options to be contained in the Prospectus;

(e) the Placement Shares and New Options will be issued to the Participating Directors on or around 5 Business Days after the date of the Meeting and in any event, no later than one month after the date of this Meeting;

(f) the Placement Shares will be issued at an issue price of $0.09 each, being the same price as the Shares issued to unrelated parties under the Placement;

(g) the purpose of the issue of the Placement Shares is to raise up to approximately $300,000 (before costs), which funds are being used as set out in section 1.1 above;

(h) the issue of the Placement Shares to the Participating Directors (or their nominee(s)) is not intended to remunerate or incentivise the recipients and will be issued pursuant to standard form placement commitment letters (on the same terms as the Placement Participants) subject to Shareholder approval under Resolutions 4 to 8 (inclusive); and

(i) a voting exclusion statement applies to Resolutions 4 to 8 (inclusive) as set out in the Notice.

If approval is given for the grant of the Shares under Listing Rule 10.11, approval is not required under Listing Rule 7.1.

5.7 Directors' recommendation

Given the fact that the Participating Directors may have an interest in the issue of Placement Shares under Resolutions 4 to 8 (inclusive), the Participating Directors do not consider it is appropriate to make a recommendation in relation to those Resolutions.

The Directors are not aware of any other information that would reasonably be required by the Shareholders to allow them to decide whether it is in the best interests of the Company to pass these Resolutions.

6 Resolution 9 – Proposed issue of SPP Securities

6.1 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in section 2.1 of the Explanatory Memorandum above.

Listing Rule 7.2 (Exception 5) provides an exception to Listing Rule 7.1 for the issue of securities pursuant to a share purchase plan. However, this exception is only available once in any 12 month period and if, amongst other matters, the issue price of the Shares is greater than 80% of the VWAP of Shares calculated over the last 5 days on which sales in Shares were recorded before the day the SPP was announced.

The offer price of the SPP Shares, being $0.09 per Share, satisfies the pricing of 80% VWAP pricing requirement under Exception 5 of Listing Rule 7.2. However, the relief granted in the ASIC Instrument and Exception 5 of Listing Rule 7.2 does not extend to the issue of SPP Options under the SPP. Accordingly, the Company is unable to rely on the ASIC Instrument and by extension Exception 5 of Listing Rule 7.2 in relation to the SPP. As a result, the offer of the SPP Securities is subject to Shareholder approval and will be made under the Prospectus.

The proposed issue of the SPP Securities does not fall within any of the other exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1 which was utilised to issue the Tranche 1 Shares. It therefore requires the approval of the Shareholders under Listing Rule 7.1.

The Company is targeting to raise up to an additional $1 million under the SPP. The amount raised under the SPP and the number of SPP Securities to be issued under the SPP will depend on the aggregate value of valid applications received from Eligible Shareholders. The table below demonstrates the potential number of SPP Securities that may be issued (with fractional entitlements to New Options rounded up) assuming the Company receives and accepts all valid applications and raises the relevant amounts stated:

Amount raised (before costs)[2]	SPP Shares	SPP Options
$500,000	5,555,556	2,777,778
$1 million	11,111,111	5,555,556

The Company is seeking Shareholder approval to issue up to a maximum of 11,111,111 SPP Shares and 5,555,556 SPP Options to Eligible Shareholders who apply for SPP Securities under the Prospectus.[3] Resolution 9 seeks the required Shareholder approval for the proposed issue of the SPP Securities under the SPP to Eligible Shareholders under and for the purposes of Listing Rule 7.1.

If Resolution 9 is passed:

(a) the Company will be able to proceed with the issue of the SPP Securities to Eligible Shareholders who apply for SPP Securities under the Prospectus, up to the maximum numbers noted above; and

(b) the Company's cash reserves will increase by the aggregate value of valid applications received from Eligible Shareholders following settlement of the SPP, being up to $1 million (before costs) if the Company raises the targeted amount.

In addition, the SPP Securities issued 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 9 is not passed:

(a) the Company will not be able to proceed with the issue of the SPP Securities, and the Company will not be able to raise the additional $1 million targeted under the SPP; and

(b) applicants who subscribe for SPP Securities under the SPP will not be issued with SPP Securities and the Company will refund all application monies to applicants without interest. Refer to the Prospectus for further details.

Further, if Shareholder approval is not obtained for Resolution 9, and if the Placement does not complete, the Company would be unable to advance the next phase of exploration across the

[2] Based on the application monies payable for the SPP Securities and excluding the aggregate exercise price payable where all SPP Options are exercised (which cannot be guaranteed).

[3] This assumes the Company receives valid applications from Eligible Shareholders for $1 million worth of SPP Securities.

Company's core projects in the Tumbarumba and New England regions of New South Wales, together with regional exploration activities and general working capital. In the absence of obtaining alternative funding on terms acceptable to the Company (which cannot be guaranteed), the Company may be unable to undertake its planned exploration programs in full.

6.2 Information Requirements – Listing Rule 7.3

The following information in relation to the SPP Securities to be issued is provided to Shareholders for the purposes of Listing Rule 7.3:

(a) the SPP Securities the subject of Resolution 9 will be issued to Eligible Shareholders (as defined in section 1 of the Explanatory Memorandum above) who have elected to participate in the SPP and have applied for SPP Securities under the Prospectus;

(b) the Company will issue up to a maximum of 11,111,111 SPP Shares and 5,555,556 SPP Options, which is based on the maximum amount the Company will raise under the SPP of $1 million. Further details of the number of SPP Securities the Company will issue depending on the amount raised under the SPP are set out above;

(c) the SPP Options will each have an exercise price of $0.09 and expire on the date that is two years from the date of issue. The terms and conditions of the SPP Options are set out in Annexure 1, with the full terms and conditions of the SPP Options to be contained in the Prospectus;

(d) the Shares issued under the SPP and on exercise of the SPP Options will be fully paid ordinary shares in the capital of the Company and rank equally in all respects with the existing fully paid ordinary shares on issue;

(e) the SPP Securities will be issued on or around 5 Business Days after the date of the Meeting and in any event, no later than three months after the date of the Meeting;

(f) following settlement of the SPP, the Company will receive $0.09 for each SPP Share issued;

(g) the SPP Options will be issued at a nil issue price as the SPP Options are free on the basis of one SPP Option for every two SPP Shares subscribed for under the SPP;

(h) the funds raised from the SPP will be applied in accordance with the use of funds detailed in sections 1 and 2.2(f) of the Explanatory Memorandum above; and

(i) the Company has been granted a waiver from ASX in respect of Listing Rule 7.3.9 to permit Resolution 9 to not include a voting exclusion statement that excludes votes of persons who may participate in the SPP or any Associate of such a person, on condition that the SPP is not underwritten, or if it is underwritten, the Company excludes any votes cast in favour of Resolution 9 by any proposed underwriter or sub-underwriter of the SPP. Refer to the Company's ASX announcement regarding the waiver dated 22 July 2026 for further details of the waiver.

The Directors recommend that Shareholders vote in favour of Resolution 9.

GLOSSARY

$ means Australian dollars.

Accounting Standards has the meaning given to that term in the Corporations Act.

ASIC means the Australian Securities and Investments Commission.

ASIC Instrument has the meaning given in section 1.3 of the Explanatory Memorandum.

Associate has the meaning given to that term in the Listing Rules.

ASX means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

AWST means western standard time as recognised in Perth, Western Australia.

Board means the Directors.

Business Day means every day other than a Saturday, Sunday, New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day and any other day that ASX declares is not a business day.

Capital Raising has the meaning given in section 1 of the Explanatory Memorandum.

Chair means the individual elected to chair any meeting of the Company from time to time.

Company means Right Resources Limited ABN 81 649 632 744.

Constitution means the Company's constitution, as amended from time to time.

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

Directors means the directors of the Company.

Eligible Shareholders means those Shareholders eligible to participate in the SPP, who must:

(a) have been a Shareholder at the Record Date of 5:00pm (Perth time) on the Record Date;

(b) have had a registered address shown on the Register in Australia or New Zealand; and

(c) not be located in the United States and not be acting for the account or benefit of a person in the United States, or any other person outside Australia or New Zealand,

as set out in the Prospectus.

Equity Securities has the meaning given to that term in the Listing Rules.

Explanatory Memorandum means the explanatory memorandum accompanying this Notice.

Key Management Personnel has the meaning given to that term in the Accounting Standards.

Listing Rules means the ASX Listing Rules.

Meeting or General Meeting means the General Meeting convened by the Notice.

New Options has the meaning given in section 1 of the Explanatory Memorandum, and includes SPP Options.

Notice or **Notice of Meeting** means this Notice of General Meeting.

Participating Directors has the meaning given in section 5.1 the Explanatory Memorandum.

Placement has the meaning given in section 1 of the Explanatory Memorandum.

Placement Participants means the institutional and sophisticated investors who have been issued Shares under Tranche 1 and those who will be issued Shares under Tranche 2.

Placement Shares has the meaning given in section 1 of the Explanatory Memorandum.

Placement Securities means the Placement Shares and New Options to be issued under the Placement.

Prospectus has the meaning given in section 1.1(b) of the Explanatory Memorandum.

Proxy Form means the proxy form accompanying the Notice by way of email where the Shareholder has elected to receive notices by email, or the personalised proxy form accompanying the postcard circulated by way of post where the Shareholder has not elected to receive notices by email.

Record Date means 8 July 2026.

Register means the register of Shareholders.

Resolution means a resolution contained in the Notice.

Shareholder means a member of the Company from time to time.

Shares means fully paid ordinary shares in the capital of the Company.

SPP, SPP Securities and **SPP Shares** each have the meaning given in section 1 of the Explanatory Memorandum.

Tranche 1, Tranche 1 Shares, Tranche 2 and **Tranche 2 Shares** each have the meaning given in section 1 of the Explanatory Memorandum.

VWAP means volume weighted average price.

ANNEXURE 1: Summary of terms and conditions of New Options

A summary of the material terms and conditions of the New Options (which, for the avoidance of doubt, includes the SPP Options) is as follows and will be subject to the terms set out in the Prospectus:

(a) (**Entitlement**): Each New Option gives the holder the right to subscribe for one Share in the Company upon the payment of the Exercise Price.

(b) (**Expiry Date**): The New Options will expire at 5:00pm (AWST) on the date that is two years from the date of issue (**Expiry Date**). A New Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(c) (**Exercise Price**): Subject to paragraph (k), the amount payable upon exercise of each New Option is $0.09 per New Option (**Exercise Price**).

(d) (**Exercise Date**): A written notice of exercise (**Exercise Notice**) is only effective on and from the later of the date of receipt of the Exercise Notice and the date of receipt by the Company of the payment of the Exercise Price for each New Option being exercised in cleared funds (**Exercise Date**).

(e) (**Exercise**): A holder may exercise their New Options by delivering to the registered office of the Company, before the Expiry Date:

   (i) an Exercise Notice specifying the number of New Options being exercised; and

   (ii) payment of the Exercise Price for each New Option being exercised.

(f) (**Minimum exercise**): All or some of the New Options may be exercised, provided that the number of Shares issued upon exercise of the number of New Options in any parcel is not less than a Marketable Parcel (as that term is defined in the Listing Rules), except where less than a Marketable Parcel would be held in which case all the New Options must be exercised.

(g) (**Timing of issue of Shares on exercise**): Subject to the Corporations Act, the Listing Rules and these terms and conditions, within five Business Days of receipt of the Exercise Notice accompanied by the appropriate Exercise Price, the Company will issue the number of Shares required under these terms and conditions in respect of the number of New Options specified in the Exercise Notice.

(h) (**Transferability**): The New Options will not be transferable.

(i) (**Ranking of Shares**): All Shares allotted upon the exercise of New Options will upon allotment be fully paid and rank equally in all respects with other Shares.

(j) (**Quotation**): The New Options will not be quoted on ASX.

(k) (**Reconstruction**): If there is a consolidation, subdivision or similar reconstruction of the capital of the Company, then subject to the Listing Rules, the number of Shares to which each holder of New Options is entitled on exercise of the outstanding New Options will be reduced or increased in the same proportion as, and the nature of the Shares will be modified to the same extent that, the capital is consolidated, subdivided or reconstructed, and the Exercise Price of the New Options will be adjusted so that the total amount payable on exercise will not alter.

(l) (**Participation rights**): The New Options do not entitle the holder to participate in the surplus profits or assets of the Company upon winding up. There are no participation rights or entitlements inherent in the New Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the New Options without exercising the New Options.

(m) (**Entitlements and bonus issue**): The New Options do not entitle the holder to participate in new issues of capital offered to Shareholders such as bonus issues and entitlement issues.

(n) (**Dividends**): The New Options do not confer on the holder an entitlement to vote at general meetings of the Company or to receive dividends.

(o) (**Amendments**): The New Options do not confer the right to a change in the Exercise Price or a change in the number of underlying securities over which the New Option can be exercised.

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RIGHT RESOURCES

Right Resources Limited | ABN 81 649 632 744

Proxy Voting Form

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

Your proxy voting instruction must be received by **10:00am (AWST) on Wednesday, 02 September 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS
The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: **https://investor.automic.com.au/#/home** Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY
If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING
Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS
You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY
You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS
Individual: Where the holding is in one name, the Shareholder must sign.
Joint holding: Where the holding is in more than one name, all Shareholders should sign.
Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.
Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.
Email Address: Please provide your email address in the space provided.
By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES
If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automicgroup.com.au.

Lodging your Proxy Voting Form:

Online
Use your computer or smartphone to appoint a proxy at https://portal.automic.com.au/investor/home or scan the QR code below using your smartphone
Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.

BY MAIL:
Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:
Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:
meetings@automicgroup.com.au

BY FACSIMILE:
+61 2 8583 3040

All enquiries to Automic:
WEBSITE:
https://automicgroup.com.au

PHONE:
1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the General Meeting of Right Resources Limited, to be held at **10:00am (AWST) on Friday, 04 September 2026 at Ground Floor, 41 Colin Street, West Perth WA 6005** hereby:

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

Please note: If you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by marking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

STEP 2 - Your voting direction

	Resolutions	For	Against	Abstain
1	Ratification of issue of Placement Shares under Tranche 1			
2	Proposed issue of Placement Shares under Tranche 2			
3	Proposed issue of New Options to Placement Participants			
4	Issue of Placement Securities to Mr Graham Howard (Director) or his nominee(s)			
5	Issue of Placement Securities to Ms Lauren Robinson (Director) or her nominee(s)			
6	Issue of Placement Securities to Mr Greg Winch (Director) or his nominee(s)			
7	Issue of Placement Securities to Mr Michael Willoughby (Director) or his nominee(s)			
8	Issue of Placement Securities to Mr Chris Brown (Director) or his nominee(s)			
9	Proposed issue of SPP Securities			

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

STEP 3 – Signatures and contact details

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

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY)

/ /

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

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