19 August 2026

Dear Shareholder

General Meeting – Notice of General Meeting and Proxies

Notice is given that the General Meeting (**Meeting**) of Shareholders of Piche Resources Limited (ACN 659 161 412) (**Company**) will be held as follows:

Time and date:	9.00am (Perth time) on Tuesday, 22 September 2026
Location:	At the offices of Argus Corporate Partners Pty Ltd, Level 4, 225 St Georges Terrace, Perth WA 6000

Notice of Meeting

In accordance with the *Corporations Act 2001* (Cth) the Company will not be dispatching physical copies of the Notice of Meeting unless individual shareholders have made a valid election to receive documents in hard copy. Instead, the Notice of Meeting and accompanying explanatory statement (**Meeting Materials**) are being made available to shareholders electronically and can be viewed and downloaded from:

- the Company's website at https://piche.com.au/announcements/; and
- the ASX market announcements page under the Company's code "PR2".

If you have nominated an email address and have elected to receive electronic communications from the Company, you will also receive an email to your nominated email address with a link to an electronic copy of the Notice of Meeting.

Voting at the Meeting or by proxy

Shareholders are encouraged to vote by lodging a proxy form.

Proxy forms can be lodged:

- **Online:** https://investor.automic.com.au/#/loginsah
- **By mobile:** Scan the QR Code on your Proxy Form and follow the prompts
- **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 fax:** +61 2 8583 3040

Your proxy voting instruction must be received by 9.00am (Perth time) on Sunday, 20 September 2026 being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting.

The Meeting Materials should be read in their entirety. If shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Authorised for release by:

Ben Donovan
Company Secretary
Piche Resources Limited

This release is authorised by the Company Secretary of Piche Resources Limited.

ACN: 659 161 412 | www.piche.com.au
A: Floor 4, 225 St Georges Terrace, Perth 6000, WA | E: info@piche.com.au

Piche Resources Limited
ACN 659 161 412

Notice of General Meeting

A General Meeting of the Company will be held as follows:

Time and date: 9.00am (AWST) on Tuesday, 22 September 2026

In-person: The Office of Argus Corporate Partners Pty Ltd, Level 4, 225 St Georges Terrace, Perth WA 6000

The Notice of General Meeting should be read in its entirety. If Shareholders are in doubt as to how to vote, they should seek advice from their suitably qualified advisor prior to voting.

Should you wish to discuss any matter, please do not hesitate to contact the Company Secretary by telephone on 0401 248 048

Shareholders are urged to vote by lodging the Proxy Form

Piche Resources Limited
ACN 659 161 412
(Company)

Notice of General Meeting

Notice is hereby given that a general meeting of Shareholders of Piche Resources Limited (**Company**) will be held at The Office of Argus Corporate Partners Pty Ltd, Level 4, 225 St Georges Terrace, Perth WA 6000 on Tuesday, 22 September 2026 at 9.00am (AWST) (**Meeting**).

The Explanatory Memorandum provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form, form part of the Notice.

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on Sunday, 20 September 2026 at 5:00pm (AWST).

Terms and abbreviations used in the Notice are defined in Schedule 1.

Agenda

1. Resolutions

Resolution 1 – Approval to issue Sub-Underwriter Options to Unrelated Sub-Underwriters

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

'That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to 43,189,153 Sub-Underwriter Options to the Unrelated Sub-Underwriters (or their respective nominees) on the terms and conditions in the Explanatory Memorandum.'

Resolution 2 – Approval to issue Sub-Underwriter Options to Related Party Sub-Underwriter

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

'That, pursuant to and in accordance with Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of up to 3,703,703 Sub-Underwriter Options to Gerard O'Donovan (or his nominees) on the terms and conditions set out in the Explanatory Memorandum.'

Resolution 3 – Approval to issue Broker Options

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

'That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to 15,000,000 Broker Options to the Lead Manager (or

its nominees) on the terms and conditions in the Explanatory Memorandum.'

Resolution 4 – Ratification of agreement to issue Corporate Advisory Shares

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

'That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of or agreement to issue up to 3,333,333 Corporate Advisory Shares to the Lead Manager (or its nominees), on the terms and conditions in the Explanatory Memorandum.'

Resolution 5 – Approval to issue Top-Up Placement Securities

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

'That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to 74,074,073 Top-Up Placement Securities, comprising up to 55,555,555 Top-Up Placement Shares and 18,518,518 Top-Up Placement Options, on the terms and conditions in the Explanatory Memorandum.'

Resolution 6 – Ratification of issue of Placement Securities

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

'That pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of:

(a) 11,764,705 Placement Shares issued under Listing Rule 7.1A; and

(b) 11,764,705 Placement Options issued under Listing Rule 7.1.

on the terms and conditions in the Explanatory Memorandum.'

Resolution 7 – Ratification of issue of H&P Advisory Securities

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

'That pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 705,883 H&P Advisory Shares and 705,883 H&P Advisory Options issued under Listing Rule 7.1, on the terms and conditions in the Explanatory Memorandum.'

Resolution 8 – Ratification of issue of Consultant Shares

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

'That pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 250,000 Consultant Shares issued under Listing Rule 7.1, on the terms and conditions in the Explanatory Memorandum.'

Resolution 9 – Ratification of issue of Cleansing Securities

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

'That pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 100 Cleansing Shares and 100 Cleansing Options issued under Listing Rule 7.1, on the terms and conditions in the Explanatory Memorandum.'

2. Voting exclusions

Pursuant to the Listing Rules, the Company will disregard any votes cast in favour of the relevant Resolution by or on behalf of the following persons:

Resolution	Disregard any votes cast in favour by or on behalf of:
Resolution 1	The Unrelated Sub-Underwriters (or their respective nominees), and any other person who will obtain a material benefit as a result of the proposed issue of these Sub-Underwriter Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates.
Resolution 2	Gerard O'Donovan (or his nominees), and any other person who will obtain a material benefit as a result of the proposed issue of these Sub-Underwriter Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates.
Resolution 3	The Lead Manager (or its nominees), and any other person who will obtain a material benefit as a result of the proposed issue of the Broker Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates.
Resolution 4	The Lead Manager (or its nominees), and any other person who participated in the issue of the Corporate Advisory Shares or is a counterparty to the agreement being approved, or any of their respective associates.
Resolution 5	Any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue of the Top-Up Placement Securities (except a benefit solely by reason of being a Shareholder), or any of their respective associates.
Resolution 6(a) and (b)	Any person who participated in the issue of the Placement Securities (or their respective nominees), or any of their respective associates.

Resolution 7	H&P Advisory (or its nominees), and any other person who participated in the issue of the H&P Advisory Securities, or any of their respective associates.
Resolution 8	The Consultant (or its nominees), and any person who participated in the issue of the Consultant Shares, or any of their respective associates.
Resolution 9	Any person who participated in the issue of the Cleansing Shares, or any of their respective associates, or their nominees.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

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

(b) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

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

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

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

BY ORDER OF THE BOARD

Ben Donovan
Company Secretary
Piche Resources Limited
Dated: 19 August 2026

Piche Resources Limited
ACN 659 161 412
(Company)

Explanatory Memorandum

1. Introduction

The Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at The Office of Argus Corporate Partners Pty Ltd, Level 4, 225 St Georges Terrace, Perth WA 6000 on Tuesday, 22 September 2026 at 9.00am (AWST).

The Explanatory Memorandum forms part of the Notice which should be read in its entirety. The Explanatory Memorandum contains the terms and conditions on which the Resolutions will be voted.

The Explanatory Memorandum includes the following information to assist Shareholders in deciding how to vote on the Resolutions:

Section 2	Action to be taken by Shareholders
Section 3	Background to Resolutions
Section 4	Resolutions 1 and 2 – Approval to issue Sub-Underwriter Options
Section 5	Resolution 3 – Approval to issue Broker Options
Section 6	Resolution 4 – Ratification of agreement to issue Corporate Advisory Shares
Section 7	Resolution 5 – Approval to issue Top-Up Placement Securities
Section 8	Resolution 6 – Ratification of issue of Placement Securities
Section 9	Resolution 7 – Ratification of issue of H&P Advisory Securities
Section 10	Resolution 8 – Ratification of issue of Consultant Shares
Section 11	Resolution 9 – Ratification of issue of Cleansing Securities
Schedule 1	Definitions
Schedule 2	Terms and conditions of Sub-Underwriter Options, Broker Options and Top-Up Placement Options
Schedule 3	Terms and conditions of Placement Options, H&P Advisory Options and Cleansing Options

A Proxy Form is made available with this Notice.

2. Action to be taken by Shareholders

Shareholders should read the Notice including the Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

2.1 Voting in person

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

2.2 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.

2.3 Voting by proxy

A Proxy Form is made available with this Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, complete the Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Please note that:

(a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;

(b) a proxy need not be a member of the Company; and

(c) a member of the Company entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The available Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

(a) the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed);

(b) if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands;

(c) if the proxy is the chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and

(d) if the proxy is not the chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

Section 250BC of the Corporations Act provides that, if:

(a) an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the company's members;

(b) the appointed proxy is not the chair of the meeting;

(c) at the meeting, a poll is duly demanded, or is otherwise required under section 250JA on the resolution; and

(d) either the proxy is not recorded as attending the meeting or the proxy does not vote on the resolution,

the chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

Your proxy voting instruction must be received by 9.00am (AWST) on Sunday, 20 September 2026, being not later than 48 hours before the commencement of the Meeting.

2.4 Chair's voting intentions

The Chair intends to exercise all available proxies in favour of all Resolutions, unless the Shareholder has expressly indicated a different voting intention.

In exceptional circumstances, the Chair of the Meeting may change their voting intention on any Resolution, in which case an ASX announcement will be made.

2.5 Submitting questions

Shareholders may submit questions in advance of the Meeting to the Company. Questions must be submitted by emailing the Company Secretary at bdonovan@arguscorp.com.au at least 5 Business Days before the Meeting.

Shareholders will also have the opportunity to submit questions during the Meeting in respect to the formal items of business. In order to ask a question during the Meeting, please follow the instructions from the Chair.

The Chair will attempt to respond to the questions during the Meeting. The Chair will request prior to a Shareholder asking a question that they identify themselves (including the entity name of their shareholding and the number of Shares they hold).

3. Background to Resolutions 1 to 5 (inclusive)

3.1 Entitlement Offer

On 24 and 30 July 2026, the Company announced that it is undertaking a fully underwritten non-renounceable pro rata entitlement offer to Eligible Shareholders at an issue price of $0.018 per New Share on the basis of one (1) New Share for every one (1) existing Share held as at the record date, being 5:00pm (AWST) on Tuesday, 4 August 2026, together with one (1) free-attaching Option, exercisable at $0.027 each and expiring 3 years from the date of issue (**New Option**), for every three (3) New Shares subscribed for and issued (**Entitlement Offer**).

The Entitlement Offer will seek to raise up to a total of approximately $2.53 million (before costs) via the issue of approximately 140,678,568 New Shares (subject to rounding).

3.2 Underwriting and Sub-Underwriting

The Entitlement Offer is fully underwritten by Leeuwin Wealth Pty Ltd (**Leeuwin Wealth** or the **Underwriter**) in accordance with the terms of an underwriting agreement between the Company, the Underwriter and Cumulus Wealth Pty Ltd (**Cumulus Wealth** or **Lead Manager**) (**Underwriting Agreement**). A summary of the Underwriting Agreement is detailed in Section 3.3.

In the event there remains any shortfall of New Shares and New Options (together, **New Securities**) under the Entitlement Offer, those remaining New Securities will be subscribed for by the Underwriter or any sub-underwriters appointed by the Underwriter and Lead Manager.

The Underwriter has entered into a priority sub-underwriting agreement with the Lead Manager. The Lead Manager has entered into sub-underwriting arrangements with various sub-underwriters to fully sub-underwrite the Entitlement Offer (**Sub-Underwriters**), which includes a sub-underwriting commitment by proposed Director Gerard O'Donovan to sub-underwrite the Entitlement Offer up to $200,000 (**Related Party Sub-Underwriter**).

Pursuant to the Underwriting Agreement, the Company has agreed, subject to Shareholder approval, to issue an aggregate of 46,892,856 Options subject to the same terms as the New Options (**Sub-Underwriter Options**) to the Sub-Underwriters on the basis of one (1) Sub-Underwriter Option for every three (3) New Shares sub-underwritten by the Sub-Underwriters. Each Sub-Underwriter will also receive a 1% cash fee payable in respect of the relevant sub-underwritten amount.

Other than the Sub-Underwriter Options to be issued by the Company subject to Shareholder approval, to the Sub-Underwriters (or their respective nominee/s), all sub underwriting, selling fees, commissions and other considerations are payable to the Sub-Underwriters at the cost of the Lead Manager.

If for any reason the Underwriter terminates its obligation under the Underwriting Agreement, the Sub-Underwriters' obligations will terminate immediately (including the Lead Manager's obligations under the priority sub-underwriting agreement which is not subject to any other events of termination). The obligation of each of the Sub-Underwriters to sub-underwrite the Entitlement Offer on the basis described above is not subject to any other events of termination.

3.3 Underwriting Agreement

In accordance with the Underwriting Agreement, the Company has agreed to pay the Lead Manager on completion of the Entitlement Offer:

(a) a cash fee equal to 6% of the gross proceeds raised under the Entitlement Offer; and

(b) 15,000,000 Options subject to the same terms as the New Options (**Broker Options**) with a subscription price of $0.00001 each, subject to receipt of Shareholder approval.

The Lead Manager must pay to the Underwriter a fee agreed between the Lead Manager and the Underwriter from fees received by the Company, as consideration for the Underwriter's underwriting obligations in accordance with the Underwriting Agreement. Any payment to the Underwriter under the Underwriting Agreement is the sole responsibility of the Lead Manager and not the Company.

The Underwriting Agreement contains certain customary conditions precedent that must be satisfied or waived before the Underwriter is obliged under the Underwriting Agreement to, among other things, underwrite the Entitlement Offer.

The Underwriting Agreement is subject to generally customary termination events which are summarised in section 5.3(d) of the Company's Prospectus which was lodged on the ASX platform on 30 July 2026.

Pursuant to the Underwriting Agreement, the Underwriter and Lead Manager will ensure that no person (including the Underwriter) will be required to subscribe for any number of Shares pursuant to the underwriting or sub-underwriting of the Entitlement Offer that would result in such person breaching section 606 of the Corporations Act. To the extent that this prevents the Underwriter itself subscribing for shortfall (**Surplus Securities**), it must still comply with its obligations to pay or procure payment to the Company for those Surplus Securities pursuant to the Underwriting Agreement and must continue its efforts to procure subscribers for such Surplus Securities.

The Underwriting Agreement also contains a number of indemnities, undertakings, representations and warranties from the Company to the Underwriter that are considered standard for an agreement of this type.

3.4 Lead Manager

The Company has signed a mandate letter dated 8 July 2026 to engage Cumulus Wealth to act as lead manager and bookrunner to the Entitlement Offer (**Lead Manager Mandate**), the material terms and conditions of which are summarised below:

(a) **Fee**

The Company has agreed to pay the Lead Manager on completion of the Entitlement Offer:

For details of the fees payable to the Lead Manager in accordance with the Entitlement Offer, please refer to Section 3.3, which includes 15,000,000 Broker Options subject to receipt of Shareholder approval. For the avoidance of doubt, the Lead Manager is entitled to the fees detailed in Section 3.3(b) for its services as Lead Manager to the Entitlement Offer.

The Lead Manager will also receive 3,333,333 Shares (**Corporate Advisory Shares**) as a one-off fee for ongoing corporate advisory services upon completion of the Entitlement Offer at a deemed issue price of $0.018 each. The Company will issue the Corporate Advisory Shares utilising the Company's available placement capacity under Listing Rule 7.1.

(b) **Engagement term**

The engagement commenced on execution of the Lead Manager Mandate and continues for a period of 6 months on an exclusive basis in connection with the Entitlement Offer. If the Entitlement Offer has commenced but remains unfinished, Cumulus Wealth's engagement shall continue for such longer period as is required for that transaction to proceed to completion.

3.5 Top-Up Placement

As announced on 24 July 2026, the Company intends to undertake a top-up share placement to professional or sophisticated investors on the same terms as the Entitlement Offer (being an offer price of $0.018 per Share and one (1) free attaching Option for every three (3) Shares subscribed for and issued), to raise up to an additional $1,000,000 (before costs) subject to receipt of Shareholder approval (**Top-Up Placement**).

To the extent that the Company proceeds with the Top-Up Placement and receives binding commitments for up to the proposed raising amount, the maximum number of Shares and New Options that may be issued under the Top-Up Placement is 55,555,555 Shares (**Top-Up Placement Shares**) and 18,518,518 Options subject to the same terms as the New Options (**Top-Up Placement Options**) (together, the **Top-Up Placement Securities**).

4. Resolutions 1 and 2 – Approval to issue Sub-Underwriter Options

4.1 General

The background to the Entitlement Offer and the Sub-Underwriting is set out in Section 3 above.

Accordingly:

(a) Resolution 1 seeks Shareholder approval pursuant to Listing Rule 7.1 to approve the issue of up to 43,189,153 Sub-Underwriter Options to the Unrelated Sub-Underwriters (or their respective nominees); and

(b) Resolution 2 seeks Shareholder approval pursuant to Listing Rule 10.11 to approve the issue of up to 3,703,703 Sub-Underwriter Options to the Related Party Sub-Underwriter (or his nominees).

4.2 Listing Rule 7.1

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

Listing Rule 7.2 exception 17 applies as the issue of the Sub-Underwriter Options to the Unrelated Sub-Underwriters (or their respective nominees) is subject to the approval of Shareholders under Listing Rule 7.1.

If Resolution 1 is passed, the Company will be able to proceed with the issue of up to 43,189,153 Sub-Underwriter Options to the Unrelated Sub-Underwriters (or their respective nominees).

If Resolution 1 is not passed, the Company will not be able to proceed with the issue of these Sub-Underwriter Options to the Unrelated Sub-Underwriters (or their respective nominees) and, in accordance with the terms of the Underwriting Agreement, the Company will be required to pay a cash amount to the Unrelated Sub-Underwriters based on the Black-Scholes valuation of these Sub-Underwriter Options.

4.3 Listing Rule 10.11

Listing Rule 10.11 provides that unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue Equity Securities to any of the following persons without the approval of its Shareholders:

(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 holder (30%+) 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 holder (10%+) in the company and who has nominated a director to the board of the company pursuant to a relevant agreement which gives them a right or expectation to do so (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 relation with the company or a person referred to in Listing Rule 10.11.1 or 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders (Listing Rule 10.11.5).

The Related Party Sub-Underwriter is a related party of the Company by virtue of being a proposed Director following completion of the Entitlement Offer. Shareholder approval pursuant to Listing Rule 10.11 is therefore required unless an exception applies. It is the view of the Board that the exceptions set out in Listing Rule 10.12 do not apply in the current circumstances.

Approval pursuant to Listing Rule 7.1 is not required for the issue of the Sub-Underwriter Options to the Related Party Sub-Underwriter (or his nominees) as approval is being obtained under Listing Rule 10.11. Accordingly, the issue of up to 3,703,703 Sub-Underwriter Options to the Related Party Sub-Underwriter (or his nominees) will not be included in the Company's 15% annual placement capacity pursuant to Listing Rule 7.1.

If Resolution 2 is passed, the Company will be able to proceed with the issue of up to 3,703,703 Sub-Underwriter Options to the Related Party Sub-Underwriter (or his nominees).

If Resolution 2 is not passed, the Company will not be able to proceed with the issue of these Sub-Underwriter Options to the Related Party Sub-Underwriter (or his nominees) and, in accordance with the terms of the Underwriting Agreement, the Company will be required to pay a cash amount to the Related Party Sub-Underwriter based on the Black-Scholes valuation of these Sub-Underwriter Options.

4.4 Specific information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to the proposed issue of the Sub-Underwriter Options to the Unrelated Sub-Underwriters (or their respective nominees):

(a) A maximum of 43,189,153 Sub-Underwriter Options will be issued to the Unrelated Sub-Underwriters (or their respective nominees), none of whom is a related party of the Company or a Material Investor. The Unrelated Sub-Underwriters were appointed by the Underwriter and Lead Manager in accordance with the terms of the Underwriting Agreement. The Unrelated Sub-Underwriters are sophisticated and professional investors who were identified by the Lead Manager seeking expressions of interest to bid into general sub-underwriting commitments in respect of the Entitlement Offer from new and existing contacts of the Lead Manager and the Company.

(b) The Sub-Underwriter Options will be subject to the terms and conditions in Schedule 2, being the same terms as the New Options offered under the Entitlement Offer.

(c) These Sub-Underwriter Options will be issued no later than 3 months after the date of the Meeting.

(d) These Sub-Underwriter Options will be issued for nil cash consideration as partial consideration for sub-underwriting services provided to the Company in connection with the Entitlement Offer.

(e) A summary of the material terms of the Underwriting Agreement and sub-underwriting arrangements are set out in Sections 3.2 and 3.3 above.

(f) A voting exclusion statement is included in the Notice.

4.5 Specific information required by Listing Rule 10.13

Pursuant to and in accordance with Listing Rule 10.13, the following information is provided in relation to the proposed issue of the Sub-Underwriter Options to the Related Party Sub-Underwriter (or his nominees):

(a) A maximum of 3,703,703 Sub-Underwriter Options will be issued to the Related Party Sub-Underwriter (or his nominees).

(b) The Related Party Sub-Underwriter falls into the category stipulated by Listing Rule 10.11.1 by virtue of being a proposed Director of the Company. In the event the Sub-Underwriter Options are issued to a nominee of the Related Party Sub-Underwriter, that nominee will fall into the category stipulated by Listing Rule 10.11.4.

(c) The Sub-Underwriter Options will be subject to the terms and conditions in Schedule 2, being the same terms as the New Options offered under the Entitlement Offer.

(d) These Sub-Underwriter Options will be issued no later than one month after the date of the Meeting.

(e) These Sub-Underwriter Options will be issued for nil cash consideration as partial consideration for sub-underwriting services provided to the Company in connection with the Entitlement Offer.

(f) The proposed issue of these Sub-Underwriter Options is not intended to remunerate or incentivise the Related Party Sub-Underwriter.

(g) A summary of the material terms of the Underwriting Agreement and sub-underwriting arrangements are set out in Sections 3.2 and 3.3 above.

(h) A voting exclusion statement is included in the Notice.

4.6 Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

(i) obtain Shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and

(j) give the benefit within 15 months following such approval, unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The proposed issue of Sub-Underwriter Options to the Related Party Sub-Underwriter constitutes giving a financial benefit to a related party of the Company.

The Board considers that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of these Sub-Underwriter Options because the Options will be issued on the same terms as those Sub-Underwriter Options issued to the Unrelated Sub-Underwriters and as such the giving of the financial benefit is on arm’s length terms.

4.7 Additional information

Resolution 1 and Resolution 2 are ordinary resolutions.

The Board recommends that Shareholders vote in favour of Resolution 1 and Resolution 2.

5. Resolution 3 – Approval to issue Broker Options

5.1 General

The background to the Entitlement Offer and the Lead Manager Mandate is set out in Section 3 above.

Resolution 3 seeks Shareholder approval pursuant to Listing Rule 7.1 to approve the issue of up to 15,000,000 Broker Options to the Lead Manager (or its nominees).

5.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is contained in Section 4.2 above.

Listing Rule 7.2 exception 17 applies as the issue of the Broker Options is subject to the approval of Shareholders under Listing Rule 7.1.

If Resolution 3 is passed, the Company will be able to proceed with the issue of up to 15,000,000 Broker Options to the Lead Manager (or its nominees).

If Resolution 3 is not passed, the Company will not be able to proceed with the issue of the Broker Options to the Lead Manager (or its nominees) and, in accordance with the terms of the Underwriting Agreement, the Company will be required to pay a cash amount to the Lead Manager based on the Black-Scholes valuation of the Broker Options.

5.3 Specific information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to the proposed issue of the Broker Options:

(a) The Broker Options will be issued to the Lead Manager (or its nominees), none of whom is a related party of the Company.

(b) A maximum of 15,000,000 Broker Options will be issued.

(c) The Broker Options will be subject to the terms and conditions in Schedule 2, being the same terms as the New Options offered under the Entitlement Offer.

(d) The Broker Options will be issued no later than 3 months after the date of the Meeting.

(e) The issue price of the Broker Options will be $0.00001 per Broker Option.

(f) Nominal funds will be raised from the issue of the Broker Options, rather, the Broker Options are being issued as consideration for the provision of lead managerial and bookrunner services in relation to the Entitlement Offer.

(g) A summary of the material terms of the Lead Manager Mandate is set out in Section 3.4 above. The Lead Manager Mandate also contains additional provisions, including warranties and indemnities in respect of the Company, which are considered standard for agreements of this nature.

(h) A voting exclusion statement is included in the Notice.

5.4 Additional information

Resolution 3 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 3.

6. Resolution 4 – Ratification of agreement to issue Corporate Advisory Shares

6.1 General

The background to the agreement to issue the Corporate Advisory Shares to the Lead Manager (or its nominees) is in Section 3.4(a).

Resolution 4 seeks the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of or agreement to issue the Corporate Advisory Shares.

6.2 Listing Rules 7.1 and 7.4

A summary of Listing Rule 7.1 is contained in Section 4.2 above.

The issue of or agreement to issue the Corporate Advisory Shares does not fit within any of the exceptions to Listing Rule 7.1 and, as it has not yet been approved by Shareholders, effectively uses up part of the Company's 15% placement capacity under Listing Rule 7.1. This reduces 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 the Company agreed to issue the Corporate Advisory Shares.

Listing Rule 7.4 provides an exception to Listing Rule 7.1. It provides that where a company in a general meeting ratifies the previous issue of securities after it has been made or agreed to be made pursuant to Listing Rule 7.1 (and provided that the previous issue did not breach Listing Rule 7.1), those securities will be deemed to have been made with shareholder approval for the purpose of Listing Rule 7.1.

The effect of Shareholders passing Resolution 4 will be to allow the Company to retain the flexibility to issue Equity Securities in the future up to the 15% placement capacity set out in Listing Rule 7.1, without the requirement to obtain prior Shareholder approval.

If Resolution 4 is passed and the Company issues up to 3,333,333 Corporate Advisory Shares under Listing Rule 7.1 no later than 3 months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules), the agreement to issue (and the issue itself) will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12 month period following the agreement to issue those Corporate Advisory Shares.

If Resolution 4 is not passed or up to 3,333,333 Corporate Advisory Shares are issued under Listing Rule 7.1 later than 3 months after the date of the Meeting (save for a later date permitted by ASX), the Company's ongoing capacity to issue or agree to issue Equity Securities under Listing Rule 7.1 without obtaining prior Shareholder approval will continue to be reduced to the extent of up to 3,333,333 Equity Securities for the 12 month period following the agreement to issue those Corporate Advisory Shares.

6.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of or agreement to issue the Corporate Advisory Shares:

(a) The Company has agreed to issue the Corporate Advisory Shares to the Lead Manager (or its nominees), none of whom is a related party of the Company.

(b) A maximum of 3,333,333 Corporate Advisory Shares were agreed to be issued within the Company's 15% placement capacity permitted under Listing Rule 7.1.

(c) The Corporate Advisory Shares will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue.

(d) As at the date of this Notice, the Company has not issued the Corporate Advisory Shares. However, the Corporate Advisory Shares are intended to be issued prior to the date of the Meeting and, in any event, will be issued no later than three months after the date of the Meeting.

(e) The Corporate Advisory Shares will be issued at a deemed issue price of $0.018 each.

(f) The Corporate Advisory Shares are being issued pursuant to the terms of the Lead Manager Mandate as consideration for the provision of ongoing corporate advisory services. Accordingly, no funds will be raised by the issue of the Corporate Advisory Shares.

(g) A summary of the material terms of the Lead Manager Mandate is set out in Section 3.4 above. The Lead Manager Mandate also contains additional provisions, including warranties and indemnities in respect of the Company, which are considered standard for agreements of this nature.

(h) A voting exclusion statement is included in the Notice.

6.4 Additional information

Resolution 4 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 4.

7. Resolution 5 – Approval to issue Top-Up Placement Securities

7.1 General

The background to the Top-Up Placement is set out in Section 3.5 above.

Resolution 5 seeks approval of Shareholders to be authorised to undertake a Top-Up Placement of up to 55,555,555 Top-Up Placement Shares and 18,518,518 Top-Up Placement Options.

The actual number of Top-Up Placement Securities issued under the Top-Up Placement may be less than the number for which approval is being sought under this Resolution 5. The actual number of Top-Up Placement Securities issued by the Company will depend on various factors including the level of demand under the Top-Up Placement.

In addition, the Company may determine to use its existing placement capacity in respect of any additional securities issued in connection with the Top-Up Placement that exceed the number of Top-Up Placement Securities approved by Shareholders for issue under this Resolution 5.

7.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is contained in Section 4.2 above.

Listing Rule 7.2 exception 17 applies as the issue of the Top-Up Placement Securities is subject to the approval of Shareholders under Listing Rule 7.1.

If Resolution 5 is passed, the Company will be able to proceed with the issue of the Top-Up Placement Securities.

If Resolution 5 is not passed, the Company will not be able to proceed with the issue of the Top-Up Placement Securities.

7.3 Specific information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to the proposed issue of the Top-Up Placement Securities:

(a) The persons to whom the Top-Up Placement Securities will be issued have not yet been identified but will be unrelated parties of the Company and are likely to be professional and sophisticated investors identified through a bookbuild process by seeking expressions of interest to participate in the Top-Up Placement at the discretion of the Directors and with the involvement of the Lead Manager. As at the date of this Notice, there is no agreement with a Material Person to be issued more than 1% of the issued capital of the Company from participation in the Placement.

(b) A maximum of 74,074,073 Top-Up Placement Securities will be issued, in the following proportions:

  (i) up to 55,555,555 Top-Up Placement Shares; and

  (ii) up to 18,518,518 Top-Up Placement Options.

(c) The Top-Up Placement Shares will be fully paid ordinary shares and rank equally in all respects with the Company's existing Shares on issue.

(d) The Top-Up Placement Options will be subject to the terms and conditions in Schedule 2, being the same terms as the New Options offered under the Entitlement Offer.

(e) The Top-Up Placement Securities will be issued no later than 3 months after the date of the Meeting.

(f) The Top-Up Placement Shares will be issued at an issue price of $0.018 each, being the same price at which the New Shares are being offered under the Entitlement Offer. As the Top-Up Placement Options are free-attaching to the Top-Up Placement Shares, the Company will not receive any cash consideration for the issue of the Top-Up Placement Options.

(g) The proceeds from the Top-Up Placement are intended to be used in the same manner as the funds to be raised under the Entitlement Offer, being towards:

(i) exploration of the Company's Argentinian projects;

(ii) project acquisition opportunities; and

(iii) general working capital.

(h) As at the date of this Notice, there are no agreements in relation to the issue of the Top-Up Placement Securities. However, it is likely the Company will enter into customary placement agreements with participants of the Top-Up Placement once identified.

(i) A voting exclusion statement is included in the Notice.

7.4 Additional information

Resolution 5 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 5.

8. Resolution 6 – Ratification of issue of Placement Securities

8.1 General

On 7 November 2025, the Company announced that it had secured firm commitments from Australian and offshore institutional investors for a single tranche placement to raise approximately $2 million (before costs) (**Placement**). The Placement comprised the issue of:

(a) 11,764,705 Shares at an issue price of $0.17 per Share (**Placement Shares**), the subject of Resolution 6(a); and

(b) one free-attaching quoted Option for every one Share issued under the Placement exercisable at $0.25 on or before 2 May 2027 (**Placement Options**), the subject of Resolution 6(b),

(together, the **Placement Securities**).

H&P Advisory acted as lead manager to the Placement.

On 7 and 11 November 2025, the Company issued the Placement Securities as follows:

(a) 11,764,705 Placement Shares were issued using the Company's placement capacity under Listing Rule 7.1A; and

(b) 11,764,705 Placement Options were issued using the Company's placement capacity under Listing Rule 7.1.

Resolution 6(a) and (b) seek the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of the Placement Securities.

8.2 Listing Rules 7.1, 7.1A and 7.4

A summary of Listing Rules 7.1 and 7.4 is contained in Sections 4.2 and 6.2 respectively.

Under Listing Rule 7.1A, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%. The Company obtained this approval at its annual general meeting held on 7 November 2025.

The issue of the Placement Securities does not fit within any of the exceptions to Listing Rules 7.1 and 7.1A and, as it has not yet been approved by Shareholders, effectively uses up part of the Company’s 15% placement capacity under Listing Rule 7.1 and 10% placement capacity under Listing Rule 7.1A. This reduces the Company's capacity to issue further Equity Securities without Shareholder approval under those Listing Rules for the 12-month period following the issue of the Placement Securities.

The effect of Shareholders passing Resolution 6(a) and (b) will be to allow the Company to retain the flexibility to issue Equity Securities in the future up to the 15% additional placement capacity set out in Listing Rule 7.1 and the 10% additional placement capacity set out in Listing Rule 7.1A, without the requirement to obtain prior Shareholder approval.

If Resolution 6(a) is passed, 11,764,705 Placement Shares will be excluded in calculating the Company's 10% limit in Listing Rule 7.1A, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolution 6(b) is passed, 11,764,705 Placement Options will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolution 6(a) is not passed, 11,764,705 Placement Shares will continue to be included in the Company's 10% limit under Listing Rule 7.1A, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval, to the extent of 11,764,705 Equity Securities for the 12-month period following the issue of those Placement Shares (and assuming the Company's approval under Listing Rule 7.1A remains in force for this period).

If Resolution 6(b) is not passed, 11,764,705 Placement Options will continue to be included in the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval, to the extent of 11,764,705 Equity Securities for the 12-month period following the issue of those Placement Options.

8.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the Placement Securities:

(a) The Placement Securities were issued to Australian and offshore institutional investors, none of whom is a related party or Material Investor of the Company. The participants in the Placement were identified through a bookbuild process, which involved H&P Advisory seeking expressions of interest to participate in the Placement from existing contacts of the Company and clients of H&P Advisory.

(b) A total of 23,529,410 Placement Securities were issued as follows:

    (i) 11,764,705 Placement Shares were issued using the Company’s placement capacity under Listing Rule 7.1A; and

(ii) 11,764,705 Placement Options were issued using the Company's placement capacity under Listing Rule 7.1.

(c) The Placement Shares:

(i) are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue; and

(ii) were issued at $0.17 per Share.

(d) The Placement Shares were issued on 7 and 11 November 2025.

(e) The Placement Options:

(i) are exercisable at $0.25 each and expire on 2 May 2027 and otherwise subject to the terms and conditions in Schedule 3; and

(ii) were issued for nil cash consideration as they are free attaching to the Placement Shares. Accordingly, no funds were raised by their issue.

(f) The Placement Options were issued on 11 November 2025.

(g) The proceeds from the issue of the Placement Securities have been and are intended to be applied towards ongoing exploration activities across the Company's Argentine project portfolio, as well general working capital and costs of the Placement.

(h) There are no other material terms to the agreement for the subscription of the Placement Securities.

(i) A voting exclusion statement is included in the Notice.

8.4 Additional information

Resolution 6(a) and (b) are ordinary resolutions.

The Board recommends that Shareholders vote in favour of Resolution 6(a) and (b).

9. Resolution 7 – Ratification of issue of H&P Advisory Securities

9.1 General

The Company signed a mandate letter dated 31 October 2025 to engage H&P Advisory to act as lead manager to the Placement (**H&P Advisory Mandate**).

Pursuant to the H&P Advisory Mandate, the Company agreed to pay H&P Advisory:

(a) a cash fee equal to 6% of the gross proceeds raised under the Placement (**Placement Fee**); and

(b) an additional cash fee equal to 6% of the gross proceeds of the exercise of any Placement Options by Placement participants introduced by H&P Advisory.

H&P Advisory elected to convert the Placement Fee into Equity Securities on the same terms as the Placement and, on 21 November 2025, the Company issued the following Equity Securities to H&P Advisory (or its nominees) using the Company's placement capacity under Listing Rule 7.1:

(a) 705,883 Shares (**H&P Advisory Shares**); and

(b) 705,883 Options on the same terms as the Placement Options (**H&P Advisory Options**),

(together, the **H&P Advisory Securities**).

Resolution 7 seeks the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of the H&P Advisory Securities.

9.2 Listing Rules 7.1 and 7.4

A summary of Listing Rules 7.1 and 7.4 is set out in Sections 4.2 and 6.2 respectively.

The effect of Shareholders passing Resolution 7 will be to allow the Company to retain the flexibility to issue Equity Securities in the future up to the 15% additional placement capacity set out in Listing Rule 7.1, without the requirement to obtain prior Shareholder approval.

If Resolution 7 is passed, the H&P Advisory Securities will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolution 7 is not passed, the H&P Advisory Securities will continue to be included in the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval, to the extent of 1,411,766 Equity Securities for the 12-month period following the issue of the H&P Advisory Securities.

9.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the H&P Advisory Securities:

(a) The Company issued the H&P Advisory Securities to H&P Advisory (or its nominees), none of whom is a related party of the Company.

(b) A total of 705,883 H&P Advisory Shares and 705,883 H&P Advisory Options were issued using the Company’s placement capacity under Listing Rule 7.1.

(c) The H&P Advisory Shares are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue.

(d) The H&P Advisory Options are exercisable at $0.25 each and expire on 2 May 2027 and otherwise subject to the terms and conditions in Schedule 3.

(e) The H&P Advisory Securities were issued on 21 November 2025.

(f) The H&P Advisory Shares were issued at a deemed issue price of $0.17 each and were issued for nil cash consideration as they are free attaching to the H&P Advisory Shares.

(g) The H&P Advisory Securities were issued pursuant to the terms of the H&P Advisory Mandate as consideration for the provision of lead managerial services to the Placement. Accordingly, no funds were raised by the issue of the H&P Advisory Securities.

(h) A summary of the material terms of the H&P Advisory Mandate is set out in Section 9.1 above. The H&P Advisory Mandate also contains additional provisions, including warranties and indemnities in respect of the Company, which are considered standard for agreements of this nature.

(i) A voting exclusion statement is included in the Notice.

9.4 Additional information

Resolution 7 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 7.

10. Resolution 8 – Ratification of issue of Consultant Shares

10.1 General

As set out in the Company's initial public offer prospectus, the Company had entered into a consulting agreement with Fernando Rodriguez (**Consultant**) pursuant to which Mr Rodriguez was to provide general consulting services related to the development of the Company's Argentinian exploration and mining projects, including but not limited to supporting the Company's Managing Director and President of Piche Resources S.A. (the Company's wholly owned Argentinian subsidiary), sourcing and managing in-country staff for Piche Resources S.A. and liaison with Government authorities (**Consulting Agreement**).

The Consulting Agreement was terminated on 12 February 2026, and the Consultant was issued 250,000 Shares as consideration for services rendered by the Consultant using the Company's available placement capacity under Listing Rule 7.1 (**Consultant Shares**).

Resolution 8 seeks Shareholder approval pursuant to Listing Rule 7.4 to ratify the issue of the Consultant Shares.

10.2 Listing Rules 7.1 and 7.4

A summary of Listing Rules 7.1 and 7.4 is contained in Sections 4.2 and 6.2 respectively.

The effect of Shareholders passing Resolution 8 will be to allow the Company to retain the flexibility to issue Equity Securities in the future up to the 15% additional placement capacity set out in Listing Rule 7.1, without the requirement to obtain prior Shareholder approval.

If Resolution 8 is passed, the Consultant Shares will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolution 8 is not passed, the Consultant Shares will continue to be included in the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval, to the extent of 250,000 Equity Securities for the 12-month period following the issue of those Consultant Shares.

10.3 Specific information required by Listing Rule 7.5

In accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the Consultant Shares:

(a) The Consultant Shares were issued to the Consultant (or its nominees), none of whom is a related party.

(b) 250,000 Consultant Shares were issued on 4 May 2026 without Shareholder approval using the Company's Listing Rule 7.1 capacity.

(c) The Consultant Shares are fully paid and rank equally in all respects with the Company's existing Shares on issue.

(d) The Consultant Shares were issued for nil cash consideration as consideration for services provided to the Company by the Consultant in accordance with the Consultancy Agreement. Accordingly, no funds were raised as a result of their issue.

(e) There are no other material terms to the agreement for the issue of the Consultant Shares.

(f) A voting exclusion statement is included in the Notice.

10.4 Additional information

Resolution 8 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 8.

11. Resolution 9 – Ratification of issue of Cleansing Securities

11.1 General

On 14 July 2026, the Company issued a cleansing prospectus for an offer of:

(a) 100 Shares at an issue price of $0.03 each (**Cleansing Shares**); and

(b) 100 quoted Options exercisable at $0.25 on or before 2 May 2027 for nil issue price (**Cleansing Options**),

(together, the **Cleansing Securities**).

The primary purpose of the offer of the Cleansing Securities was to comply with section 708A(11) of the Corporations Act to remove any trading restrictions that attach to (a) Shares; and (b) Options in the same class as the Cleansing Options, issued by the Company prior to the closing date of the offer, so that holders of those Shares and Options may, if they choose to, sell those Shares and Options (as applicable) within twelve months from the date of their issue without the issue of a prospectus. These included the Shares and Options that the Company applied for quotation of following their release from escrow on 15 July 2026.

On 16 July 2026, the Company issued the Cleansing Securities using the Company's placement capacity under Listing Rule 7.1.

Resolution 9 seeks the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of the Cleansing Securities.

11.2 Listing Rules 7.1 and 7.4

A summary of Listing Rules 7.1 and 7.4 is contained in Sections 4.2 and 6.2 respectively.

The effect of Shareholders passing Resolution 9 will be to allow the Company to retain the flexibility to issue Equity Securities in the future up to the 15% additional placement capacity set out in Listing Rule 7.1, without the requirement to obtain prior Shareholder approval.

If Resolution 9 is passed, the Cleansing Securities will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date.

If Resolution 9 is not passed, the Cleansing Securities will continue to be included in the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue or agree to issue without obtaining prior Shareholder approval, to the extent of 200 Equity Securities for the 12-month period following the issue of those Cleansing Shares.

11.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the Cleansing Securities:

(a) The Cleansing Securities were issued to an investor invited by the Company, who is not a related party.

(b) A total of 100 Cleansing Shares and 100 Cleansing Options were issued with the Company’s placement capacity permitted under Listing Rule 7.1.

(c) The Cleansing Shares are fully paid ordinary Shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue.

(d) The Cleansing Options are exercisable at $0.25 each and expire on 2 May 2027 and otherwise subject to the terms and conditions in Schedule 3.

(e) The Cleansing Securities were issued on 16 July 2026.

(f) The Cleansing Shares were issued at $0.03 per Share and the Cleansing Options were issued for nil issue price.

(g) After paying for the expenses of the offer, there were no funds raised from the issue of the Cleansing Securities. The Cleansing Shares had a nominal effect on the Company’s financial position.

(h) There are no other material terms to the agreement for the subscription of the Cleansing Securities.

(i) A voting exclusion statement is included in the Notice.

11.4 Additional information

Resolution 9 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 9.

Schedule 1 Definitions

In the Notice, words importing the singular include the plural and vice versa.

$ or A$	means Australian Dollars.
ASX	means the ASX Limited (ABN 98 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.
Board	means the board of Directors.
Broker Options	has the meaning given in Section 3.3.
Business Day	means a day other than a Saturday, Sunday, bank holiday or public holiday in Perth, Western Australia.
Chair	means the person appointed to chair the Meeting of the Company convened by the Notice.
Cleansing Options	has the meaning given in Section 11.1.
Cleansing Securities	has the meaning given in Section 11.1.
Cleansing Shares	has the meaning given in Section 11.1.
Closely Related Party	means: (a) a spouse or child of the member; or (b) has the meaning given in section 9 of the Corporations Act.
Company	means Piche Resources Limited (ACN 659 161 412).
Constitution	means the constitution of the Company as at the date of the Meeting.
Consultancy Agreement	has the meaning given in Section 10.1.
Consultant	has the meaning given in Section 10.1.
Consultant Shares	has the meaning given in Section 10.1.
Corporate Advisory Shares	has the meaning given in Section 3.4.
Corporations Act	means the *Corporations Act 2001* (Cth).
Director	means a director of the Company.
Entitlement Offer	has the meaning given in Section 3.1.
Equity Security	has the same meaning as in the Listing Rules.
Explanatory Memorandum	means the explanatory memorandum which forms part of the Notice.
H&P Advisory	means H&P Advisory Limited.
H&P Advisory Mandate	has the meaning given in Section 9.1.
H&P Advisory Options	has the meaning given in Section 9.1.
H&P Advisory Securities	has the meaning given in Section 9.1.

H&P Advisory Shares	has the meaning given in Section 9.1.
Key Management Personnel	has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any Director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.
Lead Manager or Cumulus Wealth	means Cumulus Wealth Pty Ltd (ACN 634 297 279).
Lead Manager Mandate	has the meaning given in Section 3.4.
Listing Rules	means the listing rules of ASX.
Leeuwin Wealth or Underwriter	means Leeuwin Wealth Pty Ltd (ACN 679 320 720).
Material Investor	means, in relation to the Company: (a) a related party; (b) Key Management Personnel; (c) a substantial Shareholder; (d) an advisor; or (e) an associate of the above, who received or will receive Securities in the Company which constitute more than 1% of the Company's anticipated capital structure at the time of issue.
Meeting	has the meaning given in the introductory paragraph of the Notice.
Notice	means this notice of general meeting.
Option	means an option to acquire a Share.
New Options	means the Options offered under the Entitlement Offer.
New Shares	means the Shares offered under the Entitlement Offer.
Placement	has the meaning given in Section 8.1.
Placement Options	has the meaning given in Section 8.1.
Placement Securities	has the meaning given in Section 8.1.
Placement Shares	has the meaning given in Section 8.1.
Proxy Form	means the proxy form made available with the Notice.
Related Party Sub-Underwriter	has the meaning given in Section 3.2.
Resolution	means a resolution referred to in the Notice.
Schedule	means a schedule to the Notice.

Section	means a section of the Explanatory Memorandum.
Securities	means any Equity Securities of the Company (including Shares, Options and/or Performance Rights).
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means the holder of a Share.
Sub-Underwriters	has the meaning given in Section 3.2.
Sub-Underwriter Options	has the meaning given in Section 3.2.
Top-Up Placement	has the meaning given in Section 3.5.
Top-Up Placement Options	has the meaning given in Section 3.5.
Top-Up Placement Securities	has the meaning given in Section 3.5.
Top-Up Placement Shares	has the meaning given in Section 3.5.
Underwriting Agreement	has the meaning given in Section 3.2.
Unrelated Sub-Underwriters	means, collectively, the Sub-Underwriters excluding the Related Party Sub-Underwriter.
WST or AWST	means Western Standard Time, being the time in Perth, Western Australia.

Schedule 2 Terms and conditions of Sub-Underwriter Options, Broker Options and Top-Up Placement Options

A summary of the terms and conditions of the Sub-Underwriter Options, Broker Options and Top-Up Placement Options (referred to in this Schedule as "**Options**") is set out below.

(a) (**Entitlement**): Each Option entitles the holder to subscribe for one Share upon exercise of the Option.

(b) (**Exercise Price**): The Options each have an exercise price of $0.027 (**Exercise Price**).

(c) (**Expiry Date**): The Options will expire at 5.00pm (AWST) on 28 August 2029 (**Expiry Date**).

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

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

(e) (**Quotation**): It is the Company's current intention to seek quotation of the Options. There is no certainty that quotation of the Options will be granted. The quotation of the Options will be subject to the Company offering the Options under a prospectus prepared in accordance with Chapter 6D of the Corporations Act and lodged with ASIC and satisfying the quotation conditions set out in the Listing Rules.

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

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

(h) (**Timing of issue of Shares on exercise**): As soon as practicable after the valid exercise of an Option and subject to paragraph (j), the Company will:

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

(ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act.

If the Company is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or such a notice for any reason is not effective to ensure the sale of the Shares does not require disclosure to investors, Shares issued on exercise of the Options may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act. The Company is authorised by the holder to apply a holding lock on the relevant Shares during the period of such restriction from trading.

(i) (**Shares issued on exercise**): Shares issued on exercise of the Options will rank equally with the then Shares of the Company.

(j) (**Takeovers prohibition**):

(i) the issue of Shares on exercise of the Options is subject to and conditional upon the issue of the relevant Shares not resulting in any person being in breach of section 606(1) of the Corporations Act; and

(ii) the Company will not be required to seek the approval of its members for the purposes of item 7 of section 611 of the Corporations Act to permit the issue of any Shares on exercise of any of the Options.

(k) (**Reconstruction of capital**): If at any time the issued capital of the Company is reconstructed, all rights of an Option holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of the reconstruction.

(l) (**Participation in new issues**): There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(m) (**Entitlement to dividends**): The Options do not confer any entitlement to a dividend, whether fixed or at the discretion of the directors, during the currency of the Options without exercising the Options.

(n) (**Entitlement to capital return**): The Options do not confer any right to a return of capital, whether in a winding up, upon a reduction of capital or otherwise, and similarly do not confer any right to participate in the surplus profit or assets of the Company upon a winding up, in each case, during the currency of the Options without exercising the Options.

(o) (**Adjustment for reorganisation**): If there is any reorganisation of the issued share capital of the Company, the rights of the Option holder will be varied in accordance with the Listing Rules.

(p) (**Change in exercise price**): An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(q) (**Adjustment for bonus issue**): If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

(i) the number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the Option holder would have received if the Option holder had exercised the Option before the record date for the bonus issue; and

(ii) no change will be made to the Exercise Price.

(r) (**Voting rights**): The Options do not confer any right to vote at meetings of members of the Company, except as required by law, during the currency of the Options without first exercising the Options.

Schedule 3 Terms and conditions of Placement Options, H&P Advisory Options and Cleansing Options

A summary of the terms and conditions of the Placement Options, H&P Advisory Options and Cleansing Options (referred to in this Schedule as "**Options**") is set out below.

(a) **Entitlement**

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

(b) **Exercise Price**

Subject to paragraph (i), the amount payable upon exercise of each Option will be $0.25 (**Exercise Price**).

(c) **Expiry Date**

Each Option will expire at 5:00 pm (WST) on 2 May 2027 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise Period**

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

(e) **Notice of Exercise**

The Options may be exercised during the Exercise Period in the manner contemplated by the notice of exercise (**Notice of Exercise**) (which can be obtained from the Company) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) **Exercise Date**

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

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

Following the Exercise Date and within the time period specified by the ASX Listing Rules, the Company will:

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

(ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act; and

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

If a notice delivered under paragraph (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, or the Company is otherwise unable to deliver such a notice, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective or not being unable to deliver such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors. In such circumstances, until the prospectus referred to above is lodged with ASIC, the holder is not permitted to dispose of the Shares issued on exercise.

(h) **Shares issued on exercise**

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

(i) **Reconstruction of capital**

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

(j) **Participation in new issues**

There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(k) **Change in exercise price**

Subject to paragraph (i), an Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(l) **Transferability**

The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

(m) **Quotation**

The Company will apply for quotation of the Options on ASX in accordance with the Listing Rules.

PICHE

Proxy Voting Form

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

Piche Resources Limited | ABN 57 659 161 412

Your proxy voting instruction must be received by **9:00am (AWST) on Sunday, 20 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 Piche Resources Limited, to be held at **9:00am (AWST) on Tuesday, 22 September 2026 at the office of Argus Corporate Partners Pty Ltd, Level 4, 225 St Georges Terrace, Perth WA 6000** hereby:

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

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

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

AUTOMIC

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	Approval to issue Sub-Underwriter Options to Unrelated Sub-Underwriters			
2	Approval to issue Sub-Underwriter Options to Related Party Sub-Underwriter			
3	Approval to issue Broker Options			
4	Ratification of agreement to issue Corporate Advisory Shares			
5	Approval to issue Top-Up Placement Securities			
6a	Ratification of issue of 11,764,705 Placement Shares issued under Listing Rule 7.1A			
6b	Ratification of issue of 11,764,705 Placement Options issued under Listing Rule 7.1			
7	Ratification of issue of H&P Advisory Securities			
8	Ratification of issue of Consultant Shares			
9	Ratification of issue of Cleansing 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.*

PR2

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).