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MLG OZ LIMITED – 2026 ANNUAL GENERAL MEETING

Dear Shareholder

I am pleased to invite you to attend the 2026 Annual General Meeting of MLG Oz Limited (**MLG Oz** or the **Company**), which will be held as a virtual meeting on Thursday, 26 November 2026 at 10:00am (AWST) (**AGM**).

The AGM will be conducted as a live webcast and will be made accessible to shareholders to participate online, where you will be able to watch the AGM, ask questions and cast direct votes at the appropriate times whilst the AGM is in progress.

Details of how to access the online platform and vote online are set out in the Notice. Shareholders are encouraged to complete and lodge their proxies online or otherwise in accordance with the instructions set out in the Proxy Form and Notice of Meeting (**Meeting Materials**).

In accordance with s110D(1) of the *Corporations Act 2001* (Cth), the Company will not be sending hard copies of the Meeting Materials to shareholders unless the shareholder has made an election to receive a hard copy. Instead, the Meeting Materials, together with the FY26 Annual Report are available for you to view and download on the Company's website at www.mlgoz.com.au/ASX announcements or from the ASX announcements website (www.asx.com.au) using the ASX code: MLG.

Attendance via online platform

If you are attending the online AGM, we recommend logging onto our online platform at least 15 minutes prior to the scheduled start time for the AGM using the instructions below.

- Enter https://meetnow.global/MWZJV92 into a web browser on a mobile or online device.
- Click on 'Join Meeting Now'.
- Enter your SRN/HIN which is printed at the top of your Proxy Form. Proxyholders will need to contact Computershare on +61 3 9415 4024 prior to the meetings to obtain their login details.
- Enter your postcode registered to your holding if you are an Australian securityholder. If you are an overseas securityholder select the country of your registered holding from the drop-down list.
- Accept the Terms and Conditions and 'Click Continue'.

To ask a question select the 'Q & A' icon, select the topic your question relates to. Type your question into the chat box at the bottom of the screen and press 'Send'. To ask a verbal question, follow the instructions on the virtual meeting platform.

Voting by proxy

A copy of your personalised Proxy Form is enclosed for your reference. To vote by proxy, your Proxy Form must be received by the Company's share registry, Computershare Investor Services Pty Limited, no later than **Tuesday, 24 November 2026 at 10:00am (AWST)**. Proxies received after this time will not be accepted.

CONTACT
08 9022 7746
reception@mlgoz.com.au

HEAD OFFICE
10 Yindi Way,
Kalgoorlie WA 6430

POSTAL
PO Box 1484,
Kalgoorlie WA 6433

ONLINE
www.mlgoz.com.au

Instructions for completing the proxy form are outlined on the form, which may be returned by:

Online	www.investorvote.com.au
By mail	Share Registry – Computershare Investor Services Pty Limited, GPO Box 242, Melbourne VIC 3001
By fax	1800 783 447 within Australia or +61 3 9473 2555 outside Australia

Proxies given by corporate shareholders must be executed in accordance with their constitutions or signed by a duly authorised attorney.

Email communication

MLG Oz is committed to promoting positive environmental outcomes, so we encourage all shareholders to provide an email address to receive their communications online. This ensures we are providing you with the information you need in the fastest, most cost-effective manner possible, while also significantly reducing our environmental impact. To manage your details online, visit www.investorcentre.com/au. Select 'Login' for existing users and enter your User ID and password (New users select 'Register now' and follow the prompts). Click on 'My Profile' and select 'Communications Preferences' to enter your email address and update your securityholder communication methods. Once logged in you can also lodge your proxy vote online by clicking on the "Vote" tab.

The Meeting Materials are important and should be read in its entirety. If shareholders are in doubt as to how they should vote, they should seek professional advice prior to voting. If you have difficulties obtaining a copy of the Meeting Materials, please contact the Company's share registry at Computershare Investor Services Pty Limited, GPO BOX 2975, Melbourne VIC 3001, Australia or phone 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia).

Regards,

MLG OZ LIMITED

Phil Mirams
CFO and Company Secretary
27 October 2026

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MLG OZ LTD
ACN 102 642 366

Notice of Annual General Meeting

The Annual General Meeting of the Company will be held as follows:

Time:	**10:00am (AWST)**
Date:	**Thursday, 26 November 2026**
Virtually:	**https://meetnow.global/MWZJV92**

The Notice of Annual 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 +61 8 9022 7746.

Shareholders are urged to vote by lodging the Proxy Form

MLG OZ LTD
ACN 102 642 366
(Company)

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Shareholders of MLG Oz Ltd (**Company**) will be held virtually on Thursday, 26 November 2026 at 10:00am (AWST) (**Meeting**).

The Explanatory Memorandum provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form are 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 Tuesday, 24 November 2026 at 4:00pm (AWST).

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

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Agenda

Annual Report

To consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2026, which includes the Financial Report, the Directors' Report, Sustainability Report and the Auditor's Report.

Note: There is no requirement for Shareholders to approve the Annual Report.

Resolution 1 - Remuneration Report

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

'That, the Remuneration Report be adopted by Shareholders, on the terms and conditions in the Explanatory Memorandum.'

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

Voting Prohibition Statement

The Company will disregard any votes cast on this Resolution by or on behalf of a member of the Key Management Personnel (**KMP**) details of whose remuneration are included in the Remuneration Report, or a Closely Related Party of such a member.

However, a person (the voter) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

(a) the voter is appointed as a proxy by writing that specifies how the proxy is to vote on this Resolution; or

(b) the voter is the Chair and the appointment of the Chair as proxy does not specify the way the proxy is to vote on this Resolution and expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the KMP.

Shareholders should note that the Chair intends to vote any undirected proxies in favour of this Resolution. Shareholders may also choose to direct the Chair to vote against this Resolution or to abstain from voting.

If you are a member of the KMP of the Company or a Closely Related Party of such person (or are acting on behalf of any such person) and purport to cast a vote (other than as a proxy as permitted in the manner set out above), that vote will be disregarded by the Company (as indicated above) and you may be liable for an offence for breach of voting restrictions that apply to you under the Corporations Act.

Resolution 2 – Re-election of Director – Mr Murray Leahy

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

'That Mr Murray Leahy, who retires in accordance with rule 3.6 of the Constitution, Listing Rule 14.4 and for all other purposes, and being eligible and offers himself for re-election, is re-elected as a Director, on the terms and conditions in the Explanatory Memorandum.'

Resolution 3 – Re-election of Director – Mrs Anna Neuling

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

'That, Mrs Anna Neuling, who retires in accordance with rule 3.6 of the Constitution, Listing Rule 14.4 and for all other purposes, and being eligible and offers herself for re-election, is re-elected as a Director, on the terms and conditions in the Explanatory Memorandum.'

Resolution 4 - Approval of 10% Placement Facility

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

'That, pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities totalling up to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions in the Explanatory Memorandum.'

Voting exclusion statement: If at the time the approval is sought the entity is proposing to make an issue of equity securities under Rule 7.1A.2, any 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 entity

However, the Company need not disregard a vote cast in favour of the above Resolutions 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; 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.

BY ORDER OF THE BOARD
MLG Oz Ltd

Phil Mirams
CFO and Company Secretary
27 October 2026

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MLG OZ LTD
ACN 102 642 366
(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 virtually on Thursday, 26 November 2026 at 10:00am (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.

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 No Voting in person

The Meeting will be held virtually. Please refer to the information below on how Shareholders can participate in the Meeting.

As Shareholders will not be entitled to physically attend the Meeting, it will be deemed to be held at the registered office of the Company in accordance with section 249RA(1)(c) of the Corporations Act.

2.2 Attending the Meeting virtually

Shareholders will be able to attend the Meeting online at https://meetnow.global/MWZJV92**.**

Shareholders and proxyholders can watch, vote, make comments and submit questions (both verbally and in writing) during the Meeting via the online platform. To participate in the Meeting, you can log in by entering the following URL in your compatible browser, tablet or smartphone. Online registrations will open 30 minutes before the Meeting.

To make the registration process quicker, please have your SRN/HIN and registered postcode or country code ready. Proxyholders will need to contact Computershare prior to the Meeting to obtain their login details.

To participate in the Meeting online follow the instructions below.

1. Click on 'Join Meeting Now'.
2. Enter your SRN/HIN. Proxyholders will need to contact Computershare on +61 3 9415 4024 one hour prior to the Meeting to obtain their login details.
3. Enter your postcode registered to your holding if you are an Australian securityholder. If you are an overseas securityholder select the country of your registered holding from the drop-down list.
4. Accept the Terms and Conditions and click 'Continue'.

To ask a question select the 'Q & A' icon and select the topic your question relates to. Type your question into the chat box at the bottom of the screen and press 'Send'. To ask a verbal question, follow the instructions on the virtual meeting platform.

More information about online participation and voting in the Meeting is available in the Online Meeting Guide at https://www.mlgoz.com.au/investor-centre/ **.**

2.3 **Voting by proxy**

A Proxy Form is attached to the 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 virtually or, if they are unable to attend virtually, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from attending virtually and voting at the virtual Meeting.

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. Where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed 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 10:00am (AWST) on Tuesday, 24 November 2026, being not later than 48 hours before the commencement of the Meeting.

2.4 **Chair's voting intentions**

If the Chair is your proxy, either by appointment or by default, and you have not indicated your voting intention, you expressly authorise the Chair to exercise the proxy in respect of any Resolution even though these Resolutions are connected directly or indirectly with the remuneration of the Company's Key Management Personnel.

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

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 reception@mlgoz.com.au by 5:00pm (AWST), Thursday, 19 November 2026.

Shareholders will also have the opportunity to submit questions during the Meeting in respect of 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. Annual Report

In accordance with section 317 of the Corporations Act, Shareholders will be offered the opportunity to discuss the Annual Report, including the Financial Report, the Directors' Report, Sustainability Report and the Auditor's Report for the financial year ended 30 June 2026 (**Annual Report**).

There is no requirement for Shareholders to approve the Annual Report.

At the Meeting, Shareholders will be offered the opportunity to:

(a) discuss the Annual Report which is available online at https://www.mlgoz.com.au/investor-centre/annual-reports/

(b) ask questions about, or comment on, the management of the Company; and

(c) ask the auditor questions about the conduct of the audit and the preparation and content of the Auditor's Report.

In addition to taking questions at the Meeting, written questions to the Chair about the management of the Company, or to the Company's auditor about:

(a) the preparation and content of the Auditor's Report;

(b) the conduct of the audit;

(c) accounting policies adopted by the Company in relation to the preparation of the financial statements; and

(d) the independence of the auditor in relation to the conduct of the audit,

may be submitted no later than five business days before the Meeting to the Company Secretary at the Company's registered office or by emailing the Company Secretary at **reception@mlgoz.com.au**.

The Company will not provide a hard copy of the Company's Annual Report to Shareholders unless specifically requested to do so.

4. Resolution 1 – Remuneration Report

4.1 General

In accordance with section 250R(2) of the Corporations Act, the Company must put the Remuneration Report to the vote of Shareholders. The Directors' Report for the year ended 30 June 2026 in the Annual Report contains the Remuneration Report which sets out the remuneration policy for the Company and the remuneration arrangements in place for the executive Directors, specified executives and non-executive Directors.

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In accordance with section 250R(3) of the Corporations Act, Resolution 1 is advisory only and does not bind the Directors. If Resolution 1 is not passed, the Directors will not be required to alter any of the arrangements in the Remuneration Report.

If the Company's Remuneration Report receives a 'no' vote of 25% or more (**Strike**) at two consecutive annual general meetings, Shareholders will have the opportunity to remove the whole Board, except the managing director (if any) (**Board Spill**).

Where a resolution on the Remuneration Report receives a Strike at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting a resolution on whether another meeting should be held (within 90 days) at which all Directors (other than the managing director, if any) who were in office at the date of approval of the applicable Remuneration Report must stand for re-election.

The Company's Remuneration Report did not receive a Strike at the 2025 annual general meeting. If the Remuneration Report receives a Strike at this Meeting, Shareholders should be aware that if a second Strike is received at the 2027 annual general meeting, this may result in in a Board Spill.

The Chair will allow a reasonable opportunity for Shareholders to ask about, or make comments on the Remuneration Report.

4.2 Additional information

Resolution 1 is an ordinary resolution.

Given the personal interests of all Directors in the outcome of this Resolution, the Board declines to make a recommendation to Shareholders regarding this Resolution.

5. Resolution 2 – Election of Director – Mr Murray Leahy

5.1 General

Rule 3.6(c) of the Constitution and Listing Rule 14.5 both require the Company to hold an election of directors at each annual general meeting. Listing Rule 14.4 provides that a director of an entity must not hold office past the third annual general meeting following the director's appointment or 3 years, whichever is longer. This does not apply to a managing director.

Rule 3.7 of the Constitution provides that the Director to retire under rule 3.6(c) is the Director who has held office the longest since last being elected.

Clause 3.6(e) of the Constitution provides that a Director who retires at an annual general meeting is eligible for re-election.

Mr Murray Leahy, former Managing Director, has not previously stood for election at an annual general meeting of the Company. Following his transition to Executive Chairman on 29 April 2026, Mr Leahy retires at this Meeting, and being eligible, seeks re-election pursuant to this Resolution.

Resolution 2 is an ordinary resolution.

5.2 Background of Mr Leahy

Mr Leahy is the founder of MLG and was its Managing Director and Chief Executive Officer until 29 April 2026 when he transitioned to the role of Executive Chairman.

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Starting initially as a small contractor providing silica mining and haulage services for BHP, Mr Leahy has grown and developed MLG into a significant Western Australian business. He has over 20 years of experience in the mining industry, establishing and developing MLG's mine site operations and working with multiple clients to support their operations. Mr Leahy has grown MLG which now has 33 locations across Western Australia and the Northern Territory and employs more than 1000 people. In 2019, following the success of MLG being awarded the business of the year in the Goldfields Business Awards, he was awarded the Goldfields businessman of the year.

5.3 **Governance**

The Board does not consider Mr Leahy to be independent by virtue of him being an executive director and a substantial shareholder.

Mr Leahy has represented to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

5.4 **Effect of the resolution**

If Resolution 2 is passed, Mr Leahy will be elected as a Director and will continue in his role as Executive Chairman.

If Resolution 2 is not passed, Mr Leahy will not be re-elected as a Director and will not be able to continue his role as an Executive Chairman.

5.5 **Board recommendation**

The Board (other than Mr Leahy) supports the election of Mr Leahy on the basis that his extensive industry knowledge, leadership experience, deep understanding of the Company's operations and strategic priorities, and proven track record of value creation will continue to be of significant benefit to the Company.

6. **Resolution 3 – Re-election of Director – Mrs Anna Neuling**

6.1 **General**

The summary of Rules 3.6(c), 3.6(f) and 3.7 of the Constitution and Listing Rules 14.4 and 14.5 is set out in Section 5.1.

Mrs Anna Neuling was last re-elected as Director on 1 November 2023 and, being eligible, seeks election pursuant to this Resolution.

Resolution 3 is an ordinary resolution.

6.2 **Background of Mrs Neuling**

Mrs Neuling has 20 years' career experience in the resources sector across corporate finance, governance, commercial strategy and business development.

Mrs Neuling is currently Non-Executive Director and Chair of the Audit Committee of Core Lihtium Limited (ASX: CXO) and a Non-Executive Director of S2 Resources Limited (ASX: S2R). She has previously served as a Non-Executive Director for other ASX-listed resource companies including Non-Executive Director and Chair of Audit and Risk Committee at Spartan Resources Limited (ASX: SPR) prior to its merger with Ramelius Resources Limited (ASX: RMS).

Ms Neuling has held a number of senior executive roles in the mining industry, most notably with Sirius Resources Limited, where she served as Executive Director, Corporate and Commercial during the company's transformation following the Nova-Bollinger discovery and subsequent acquisition by Independence Group. Earlier in her career, Mrs Neuling held senior finance and company secretarial roles with LionOre Mining International and other ASX-listed resource companies, following her start in professional services with Deloitte.

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Mrs Neuling holds a Bachelor of Science (Mathematics) from Newcastle University in the United Kingdom, is a Fellow of the Institute of Chartered Accountants in England and Wales and is a graduate of the Australian Institute of Company Directors.

6.3 **Governance**

Mrs Neuling is considered by the Board to be an independent Director as she has no interests, position, association or relationship that might influence, or reasonably be perceived to influence, in a material respect her capacity to bring an independent judgement to bear on issues before the Board and to act in the best interests of the Company and its security holders generally.

Mrs Neuling has represented to the Company that she will have sufficient time to fulfil her responsibilities as a Director.

6.4 **Effect of the resolution**

If Resolution 3 is passed, Mrs Neuling will be re-elected as an independent, Non-Executive Director.

If Resolution 3 is not passed, Mrs Neuling will cease to be a Director.

6.5 **Board recommendation**

The Board (other than Mrs Neuling) supports the re-election of Mrs Neuling on the basis that her skills and experience in commercial development, growth and ongoing management of business will complement the existing strengths on the current Board and will continue to support the Company in achieving its strategic objectives and delivering long-term shareholder value.

7. **Resolution 4 – Approval of 10% Placement Facility**

7.1 **General**

Listing Rule 7.1A enables an eligible entity to issue Equity Securities up to 10% of its issued share capital through placements over a 12-month period after the annual general meeting (**10% Placement Facility**). The 10% Placement Facility is in addition to the Company's 15% annual placement capacity under Listing Rule 7.1.

Resolution 4 seeks Shareholder approval to provide the Company with the ability to issue Equity Securities under the 10% Placement Facility during the 10% Placement Period (refer to Section 7.3(f) below). The number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2 (refer to Section 7.3(c) below).

Resolution 4 is a special resolution, requiring approval of 75% of the votes cast by Shareholders present and eligible to vote for it to be passed.

7.2 **Effect of the resolution**

If Resolution 4 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If Resolution 4 is not passed, the Company will not be able to access the additional 10% Placement Capacity to issue Equity Securities without Shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval in Listing Rule 7.1.

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7.3 **Listing Rule 7.1A**

(a) *Is the Company an eligible entity?*

An eligible entity for the purposes of Listing Rule 7.1A is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of $300 million or less.

The Company is not included in the S&P/ASX 300 Index and has a market capitalisation of under $300 million, based on the closing price of Shares on 9 October 2026.

(b) *What Equity Securities can be issued?*

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the eligible entity.

As at the date of the Notice, the Company has one quoted class of Equity Securities on issue, being Shares.

(c) *How many Equity Securities can be issued?*

Listing Rule 7.1A.2 provides that under the approved 10% Placement Facility, the Company may issue or agree to issue a number of Equity Securities calculated in accordance with the formula in Listing Rule 7.1A.2.

(d) *What is the interaction with Listing Rule 7.1?*

The Company's ability to issue Equity Securities under Listing Rule 7.1A will be in addition to its 15% annual placement capacity under Listing Rule 7.1.

(e) *At what price can the Equity Securities be issued?*

Any Equity Securities issued under Listing Rule 7.1A must be issued for a cash consideration per Equity Security which is not less than 75% of the VWAP of Equity Securities in the same class calculated over the 15 trading days on which trades in that class were recorded immediately before:

(i) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the Equity Securities; or

(ii) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph 7.3(e)(i) above, the date on which the Equity Securities are issued,

(**Minimum Issue Price**).

(f) *When can Equity Securities be issued?*

Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A will be valid from the date of the Meeting and will expire on the earlier of:

(i) the date that is 12 months after the date of the Meeting;

(ii) the time and date of the Company's next annual general meeting; or

(iii) the time and date of Shareholder approval of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking),

(**10% Placement Period**).

7.4 **Specific information required by Listing Rule 7.3A**

Pursuant to and in accordance with Listing Rule 7.3A, the following information is provided in relation to the 10% Placement Facility:

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(a) *Final date for issue*

The Company will only issue the Equity Securities under the 10% Placement Facility during the 10% Placement Period (refer to Section 7.3(f) above).

(b) *Minimum issue price*

Where the Company issues Equity Securities under the 10% Placement Facility, it will only do so for cash consideration and the issue price will be not less than the Minimum Issue Price (refer to Section 7.3(e) above).

(c) *Purposes of issues under the 10% Placement Facility*

The Company may seek to issue Equity Securities under the 10% Placement Facility for the purposes of raising funds for continued investment in the Company's current assets, the acquisition of new assets or investments (including expenses associated with such an acquisition), and/or for general working capital.

(d) *Risk of economic and voting dilution*

Shareholders should note that there is a risk that:

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

(ii) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date,

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

If this Resolution 4 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' economic and voting power in the Company may be diluted as shown in the below table (in the case of convertible Securities, only if they are converted into Shares).

The table below shows the dilution of existing Shareholders based on the current market price of Shares and the current number of Shares for Variable 'A' calculated in accordance with the formula in Listing Rule 7.1A.2 (see Section 7.3(c) above) as at the date of this Notice (**Variable A**), with:

(i) two examples where Variable A has increased, by 50% and 100%; and

(ii) two examples of where the issue price of Shares has decreased by 50% and increased by 50% as against the current market price.

Variable A **LR 7.1A.2**		**Dilution**		
		Funds raised (50% decrease in Market Price) **$**	**Number of Shares under 10% additional Capacity**	**Funds raised (50% increase in Market Price)** **$**
Current Price		0.4	0.8	1.2
Current Variable A	**Shares issued**	16,033,715	16,033,715	16,033,715
160,337,151	**Funds raised**	6,413,486	12,826,972	19,240,458
50% increase in Variable A	**Shares issued**	24,050,573	24,050,573	24,050,573
240,505,727	**Funds raised**	9,620,229	19,240,458	28,860,687

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100% increase in Variable A 320,674,302	**Shares issued**	32,067,430	32,067,430	32,067,430
	Funds raised	12,826,972	25,653,944	38,480,916

Notes:

1. The table has been prepared on the following assumptions:
   (a) The issue price is the current market price ($0.80), being the closing price of the Shares on ASX on 9 October 2026, being the latest practicable date before this Notice was signed.
   (b) Variable A comprises of 160,337,151 existing Shares on issue as at the date of this Notice of Meeting, assuming the Company has not issued any Shares in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with Shareholder approval under Listing Rule 7.1 and 7.4.
   (c) The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.
   (d) No convertible securities (including any issued under the 10% Placement Facility) are exercised or converted into Shares before the date of the issue of the Equity Securities.
   (e) The issue of Equity Securities under the 10% Placement Facility consists only of Shares. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.
2. The number of Shares on issue (i.e. Variable A) may increase as a result of issues of Shares that do not require Shareholder approval (for example, a pro rata entitlements issue, scrip issued under a takeover offer or upon exercise of convertible securities) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders' meeting.
3. The 10% voting dilution reflects the aggregate percentage dilution against the issued Share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
4. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting.
5. The table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1.

(e) *Allocation policy*

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:

(i) the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing Shareholders can participate;

(ii) the effect of the issue of the Equity Securities on the control of the Company;

(iii) financial situation and solvency of the Company; and

(iv) advice from corporate, financial and broking advisers (if applicable).

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

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(f) *Issues in the past 12 months*

The Company has previously obtained Shareholder approval under Listing Rule 7.1A at its annual general meeting held on 26 November 2025.

In the 12 months preceding the date of the Meeting and as at the date of this Notice, the Company has not issued or agreed to issue Equity Securities under Listing Rule 7.1A.

(g) *Voting exclusion statement*

At the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A and has not approached any particular existing Shareholder or security holder or an identifiable class of existing security holder to participate in any such issue.

However, in the event that between the date of this Notice and the date of the Meeting, the Company proposes to make an issue of Equity Securities under Listing Rule 7.1A to one or more existing Shareholders, those Shareholders' votes will be excluded under the voting exclusion statement in the Notice.

7.5 **Board recommendation**

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

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Schedule 1 - Definitions

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

$ or A$	means Australian Dollars.
Annual Report	means the Directors' Report, the Financial Report, Sustainability Report and Auditor's Report, in respect to the year ended 30 June 2026.
ASIC	means the Australian Securities and Investments Commission.
ASX	means the ASX Limited (ABN 98 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.
Auditor's Report	means the auditor's report contained in the Annual Report.
Board	means the board of Directors.
Chair	means the person appointed to chair the Meeting of the Company convened by the Notice.
Company	means MLG Oz Ltd ACN 102 642 366.
Corporations Act	means the *Corporations Act 2001* (Cth), as amended.
Director	means a director of the Company.
Directors' Report	means the annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.
Equity Security	has the same meaning as in the Listing Rules.
Explanatory Memorandum	means the explanatory memorandum which forms part of the Notice.
Financial Report	means the financial report contained in the Annual Report.
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.
Listing Rules	means the listing rules of ASX.
Meeting	has the meaning given in the introductory paragraph of the Notice.
Notice	means this notice of annual general meeting.
Plan	means the MLG Oz Ltd Employee Securities Incentive Plan.
Proxy Form	means the proxy form attached to the Notice.

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Remuneration Report	means the remuneration report contained in the Annual Report.
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.
Strike	has the meaning in Section 4.1.
Variable A	has the meaning in Section 6.4(d).

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MLG Oz Limited
ABN 53 102 642 366

Need assistance?

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

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AWST) on Tuesday, 24 November 2026.**

Proxy Form

How to Vote on Items of Business

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

APPOINTMENT OF PROXY

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

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

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

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

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

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

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

PARTICIPATING IN THE MEETING

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

Lodge your Proxy Form:

Online:

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

Your secure access information is

Control Number: 189292

SRN/HIN:

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

By Mail:

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

By Fax:

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

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

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

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

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of MLG Oz Limited hereby appoint

☐ **the Chair of the Meeting** **OR** _____

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

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of MLG Oz Limited to be held as a virtual meeting on Thursday, 26 November 2026 at 10:00am (AWST) and at any adjournment or postponement of that meeting.

Chair authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chair of the Meeting as my/our proxy (or the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chair.

Important Note: If the Chair of the Meeting is (or becomes) your proxy you can direct the Chair to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2.

Step 2 Items of Business

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

		For	Against	Abstain
Resolution 1	Remuneration Report	☐	☐	☐
Resolution 2	Re-Election of Director – Mr Murray Leahy	☐	☐	☐
Resolution 3	Re-Election of Director – Mrs Anna Neuling	☐	☐	☐
Resolution 4	Approval of 10% Placement Facility	☐	☐	☐

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

Step 3 Signature of Securityholder(s)

This section must be completed.

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

Update your communication details *(Optional)*

Mobile Number _____

Email Address _____

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

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