

L1 CAPITAL
Part of L1 Group

AGM

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L1 Gold Fund Limited (ASX:LGF)

2026 Annual General Meeting

10 November 2026



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1 Chair’s address



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2 Business



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3 Voting exclusions



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4 Instructions for shareholder questions

Ordinary business

Item A – Financial and Statutory Reports (not voted on)

To receive and consider the Company's Financial Report, Directors' Report and Auditor's Report for the financial year ended 30 June 2026.

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Ordinary business

Resolution 1 – Adoption of the Remuneration Report

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

> *"That the Company adopt the Remuneration Report for the year ended 30 June 2026 in accordance with section 250R(2) of the Corporations Act 2001 (Cth)."*

The vote on this resolution is advisory only and does not bind the Directors or the Company.

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Ordinary business

Resolution 1 – Adoption of the Remuneration Report
Proxy positions

	Number	Percentage[2]
For	177,410,496	99.48
Against	96,000	0.05
Open – Nominated Chair[1]	768,194	0.43
– Other Nomination	66,361	0.04
Abstain	7,555	

1. To be voted in favour of the resolution.
2. Of proxies cast.

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Ordinary business

Resolution 2 – Re-election of Mr Andrew Larke as a Non-Executive Director

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

"That Mr Andrew Larke, being eligible, be re-elected as a Non-Executive Director of the Company."

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Ordinary business

Resolution 2 – Re-election of Mr Andrew Larke as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,311,460	99.53
Against	0	0.00
Open – Nominated Chair[1]	768,194	0.43
– Other Nomination	66,361	0.04
Abstain	46,667	

1. To be voted in favour of the resolution.
2. Of proxies cast.

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Ordinary business

Resolution 3 – Re-election of Mr Douglas Farrell as a Non-Executive Director

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

"That Mr Douglas Farrell, being eligible, be re-elected as a Non-Executive Director of the Company."

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Ordinary business

Resolution 3 – Re-election of Mr Douglas Farrell as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,358,127	99.53
Against	0	0.00
Open – Nominated Chair[1]	768,194	0.43
– Other Nomination	66,361	0.04
Abstain	0	

1. To be voted in favour of the resolution.
2. Of proxies cast.

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Ordinary business

Resolution 4 – Re-election of Mr David Gray as a Non-Executive Director

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

"That Mr David Gray, being eligible, be re-elected as a Non-Executive Director of the Company."

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Ordinary business

Resolution 4 – Re-election of Mr David Gray as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,342,827	99.52
Against	15,300	0.01
Open – Nominated Chair[1]	768,194	0.43
– Other Nomination	66,361	0.04
Abstain	0	

1. To be voted in favour of the resolution.
2. Of proxies cast.

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Ordinary business

Resolution 5 – Re-election of Mr Julian Russell as a Non-Executive Director

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

"That Mr Julian Russell, being eligible, be re-elected as a Non-Executive Director of the Company."

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Ordinary business

Resolution 5 – Re-election of Mr Julian Russell as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,291,460	99.50
Against	0	0.00
Open – Nominated Chair[1]	834,861	0.46
– Other Nomination	66,361	0.04
Abstain	0	

1. To be voted in favour of the resolution.
2. Of proxies cast.

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Ordinary business

Resolution 6 – Re-election of Ms Jane Stewart as a Non-Executive Director

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

"That Ms Jane Stewart, being eligible, be re-elected as a Non-Executive Director of the Company."

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Ordinary business

Resolution 6 – Re-election of Ms Jane Stewart as a Non-Executive Director
Proxy positions

	Number	Percentage[2]
For	178,266,310	99.48
Against	25,150	0.01
Open – Nominated Chair[1]	834,861	0.47
– Other Nomination	66,361	0.04
Abstain	0	

1. To be voted in favour of the resolution.
2. Of proxies cast.

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Ordinary business

Resolution 7 – Ratification of Prior Issue of Placement Shares – September 2026

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the issue by the Company of 71,250,000 Shares to sophisticated and professional investors on 2 September 2026 on the terms and conditions set out in the Explanatory Notes (Placement Shares) is ratified."

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Resolution 7 – Ratification of Prior Issue of Placement Shares – September 2026
Proxy positions

	Number	Percentage[2]
For	177,705,860	99.25
Against	453,000	0.25
Open – Nominated Chair[1]	832,393	0.47
– Other Nomination	62,000	0.03
Abstain	22,500	

1. To be voted in favour of the resolution.
2. Of proxies cast.

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Ordinary business

Resolution 8 – Appointment of Auditor

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

"That Ernst & Young, having been nominated by a member of the Company and having consented to act as auditor of the Company, be appointed as auditor of the Company."

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Ordinary business

Resolution 8 – Appointment of Auditor
Proxy positions

	Number	Percentage[2]
For	178,216,460	99.50
Against	0	0.00
Open – Nominated Chair[1]	834,861	0.47
– Other Nomination	66,361	0.04
Abstain	75,000	

1. To be voted in favour of the resolution.
2. Of proxies cast.

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5 Shareholder questions

Important information

L1 Gold Fund Limited

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