Aura Energy Limited
ABN 62 115 927 681

Need assistance?

Phone:
1300 544 913 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

Aura Energy Limited 2026 Annual General Meeting

The Aura Energy Limited 2026 Annual General Meeting will be held at 3:00pm (AEDT) on Thursday, 26 November 2026. You are encouraged to participate in the meeting using the following options:

MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:

Control Number: 189360

SRN/HIN:

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

For your proxy appointment to be effective, it must be received by 3:00pm (AEDT) on Tuesday, 24 November 2026.

ATTENDING THE MEETING VIRTUALLY

To view the live webcast and ask questions on the day of the annual general meeting, you will need to visit https://us06web.zoom.us/webinar/register/WN_0FIqOmVeSzewdnik7PMn6A

To vote online during the annual general meeting, you will need to visit https://meetnow.global/MJQWW7N

For instructions on how to use the online voting platform, please refer to the online user guide at www.computershare.com.au/onlinevotingguide

ATTENDING THE MEETING IN PERSON

The annual general meeting will be held at the offices of Corrs Chambers Westgarth, Quay Quarter Tower, 50 Bridge Street, Sydney, New South Wales, Australia

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.

AURA ENERGY LIMITED

ACN 115 927 681

NOTICE OF ANNUAL GENERAL MEETING

The Annual General Meeting of Aura Energy Limited will be held in person at the offices of Corrs Chambers Westgarth, Quay Quarter Tower, 50 Bridge Street, Sydney, New South Wales, Australia and virtually at 3:00pm (AEDT) on Thursday, 26 November 2026

Proxy Forms for the Meeting should be lodged before 3:00pm (AEDT) on Tuesday, 24 November 2026.

Shareholders can submit any questions in advance of the Meeting by emailing questions to the Company Secretary at mku@auraee.com by no later than 3:00pm (AEDT) on Thursday, 19 November 2026.

If the above arrangements with respect to the Meeting change, Shareholders will be updated via the ASX Market Announcements Platform and on the Company's website at www.auraenergy.com.au.

This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers.

Should you wish to discuss any matter, please do not hesitate to contact the Company by telephone on +61 8 9322 3383.

AURA ENERGY LIMITED
ACN 115 927 681

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting of shareholders of Aura Energy Limited (ACN 115 927 681) (**Company**) will be held in person at the offices of Corrs Chambers Westgarth, Quay Quarter Tower, 50 Bridge Street, Sydney, New South Wales, Australia and virtually at 3:00pm (AEDT) on Thursday, 26 November 2026 (**Meeting**).

Shareholders will be able to participate in the Meeting and ask questions in real time via the Zoom online meeting platform (https://us06web.zoom.us/webinar/register/WN_0FIqOmVeSzewdnik7PMn6A).

Shareholders will also be able to vote online in real time via the platform provided by the Company's share registry (https://meetnow.global/MJQWW7N).

The Explanatory Memorandum accompanying this Notice forms part of this Notice and provides additional information on matters to be considered at the Meeting. A Proxy Form is located at the end of the Explanatory Memorandum.

Terms used in this Notice (including the Explanatory Memorandum) are defined in Schedule 1.

AGENDA

Annual Report

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

Note: There is no requirement for Shareholders to approve these reports. In accordance with the Corporations Act, Shareholders will be given a reasonable opportunity at the Meeting to ask questions, or make comments, in relation to these reports and a representative of the Company's auditor will be at the Meeting to respond to any questions raised of the auditor or on the Auditor's Report.

1 Resolution 1 – Remuneration Report

To consider and, if thought fit, to pass as a **non-binding ordinary resolution** the following:

"That the Remuneration Report for the year ended 30 June 2026 be adopted."

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

Voting Prohibition

A vote on Resolution 1 must not be cast:

(a) by or on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report or a Closely Related Party of such a member, regardless of the capacity in which the vote is cast; or

(b) by a person appointed as a proxy, where that person is a member of the Key Management Personnel at the time of the Meeting or a Closely Related Party of such a member,

unless the vote is cast as proxy for a person entitled to vote on Resolution 1 and:

(c) the vote is cast in accordance with a direction on the Proxy Form specifying how the proxy is to vote on Resolution 1; or

(d) the vote is cast by the Chairperson and the Proxy Form expressly authorises the Chairperson to exercise the proxy and vote as the Chairperson decides even though Resolution 1 is connected directly or indirectly with the remuneration of members of the Key Management Personnel.

2 Resolution 2 – Re-election of Mr Warren Mundine AO as Director

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

"That Mr Warren Mundine AO, being a Director who retires by rotation in accordance with clause 14.2 of the Constitution and the Listing Rules and, being eligible, offers himself for re-election as a Director, is re-elected as a Director."

3 Resolution 3 – Re-election of Mr Patrick Mutz as Director

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

"That Mr Patrick Mutz, being a Director who retires by rotation in accordance with clause 14.2 of the Constitution and the Listing Rules and, being eligible, offers himself for re-election as a Director, is re-elected as a Director."

4 Resolution 4 – Election of Mr Martin Rogers as Director

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

"That, pursuant to and in accordance with clause 14.3 of the Constitution, Mr Martin Rogers, having been nominated to stand for election as a new Director, and being eligible, is elected as a Director."

5 Resolution 5 – Ratification of prior issue of Placement Shares under Listing Rule 7.1

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

"That, for the purposes of Listing Rule 7.4 and all other purposes, Shareholders ratify and approve the issue of 8,564,483 Placement Shares under Listing Rule 7.1 on 10 February 2026 under the Placement on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 5 by or on behalf of a person who participated in the issue of the Placement Shares under the Placement or an Associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 5 by:

(a) a person as proxy or attorney for a person who is entitled to vote on Resolution 5, in accordance with directions given to the proxy or attorney to vote on Resolution 5 in that way;

(b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 5, in accordance with a direction given to the Chairperson to vote on Resolution 5 as the Chairperson 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 Resolution 5; and

(ii) the holder votes on Resolution 5 in accordance with directions given by the beneficiary to the holder to vote in that way.

6 Resolution 6 – Ratification of prior issue of Placement Shares under Listing Rule 7.1A

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

"That, for the purposes of Listing Rule 7.4 and all other purposes, Shareholders ratify and approve the issue of 88,996,493 Placement Shares under Listing Rule 7.1A on 10 February 2026 under the Placement on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 6 by or on behalf of a person who participated in the issue of the Placement Shares under the Placement or an Associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 6 by:

(a) a person as proxy or attorney for a person who is entitled to vote on Resolution 6, in accordance with directions given to the proxy or attorney to vote on Resolution 6 in that way;

(b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 6, in accordance with a direction given to the Chairperson to vote on Resolution 6 as the Chairperson 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 Resolution 6; and

(ii) the holder votes on Resolution 6 in accordance with directions given by the beneficiary to the holder to vote in that way.

7 Resolution 7 – Ratification of prior issue of Shares to Consultant

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

"That, for the purposes of Listing Rule 7.4 and all other purposes, Shareholders ratify and approve the issue of 2,000,000 Shares on 10 February 2026 to the Consultant on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 7 by or on behalf of the Consultant or his Associates.

However, this does not apply to a vote cast in favour of Resolution 7 by:

(a) a person as proxy or attorney for a person who is entitled to vote on Resolution 7, in accordance with directions given to the proxy or attorney to vote on Resolution 7 in that way;

(b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 7, in accordance with a direction given to the Chairperson to vote on Resolution 7 as the Chairperson 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 Resolution 7; and

(ii) the holder votes on Resolution 7 in accordance with directions given by the beneficiary to the holder to vote in that way.

8 Resolution 8 – Ratification of agreement to issue Options to Foreign Native Limited

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

"That, for the purposes of Listing Rule 7.4 and all other purposes, Shareholders ratify and approve the agreement to issue Options to Foreign Native Limited pursuant to the Carr Consulting Agreement on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 8 by or on behalf of Foreign Native Limited or its Associates.

However, this does not apply to a vote cast in favour of Resolution 8 by:

(a) a person as proxy or attorney for a person who is entitled to vote on Resolution 8, in accordance with directions given to the proxy or attorney to vote on Resolution 8 in that way;

(b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 8, in accordance with a direction given to the Chairperson to vote on Resolution 8 as the Chairperson 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 Resolution 8; and

(ii) the holder votes on Resolution 8 in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition

A vote on Resolution 8 must not be cast:

(a) by or on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report or a Closely Related Party of such a member, regardless of the capacity in which the vote is cast; or

(b) by a person appointed as a proxy, where that person is a member of the Key Management Personnel at the time of the Meeting or a Closely Related Party of such a member,

unless the vote is cast as proxy for a person entitled to vote on Resolution 8 and:

(c) the vote is cast in accordance with a direction on the Proxy Form specifying how the proxy is to vote on Resolution 8; or

(d) the vote is cast by the Chairperson and the Proxy Form expressly authorises the Chairperson to exercise the proxy and vote as the Chairperson decides even though Resolution 8 is connected directly or indirectly with the remuneration of members of the Key Management Personnel.

9 Resolution 9 – Ratification of agreement to issue Options to Jeremy Carter

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

"That, for the purposes of Listing Rule 7.4 and all other purposes, Shareholders ratify and approve the agreement to issue Options to Jeremy Carter pursuant to the Carter Consulting Agreement on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 9 by or on behalf of Jeremy Carter or his Associates.

However, this does not apply to a vote cast in favour of Resolution 9 by:

(a) a person as proxy or attorney for a person who is entitled to vote on Resolution 9, in accordance with directions given to the proxy or attorney to vote on Resolution 9 in that way;

(b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 9, in accordance with a direction given to the Chairperson to vote on Resolution 9 as the Chairperson 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 Resolution 9; and

(ii) the holder votes on Resolution 9 in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition

A vote on Resolution 9 must not be cast:

(a) by or on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report or a Closely Related Party of such a member, regardless of the capacity in which the vote is cast; or

(b) by a person appointed as a proxy, where that person is a member of the Key Management Personnel at the time of the Meeting or a Closely Related Party of such a member,

unless the vote is cast as proxy for a person entitled to vote on Resolution 9 and:

(c) the vote is cast in accordance with a direction on the Proxy Form specifying how the proxy is to vote on Resolution 9; or

(d) the vote is cast by the Chairperson and the Proxy Form expressly authorises the Chairperson to exercise the proxy and vote as the Chairperson decides even though Resolution 9 is connected directly or indirectly with the remuneration of members of the Key Management Personnel.

10 Resolution 10 – Approval for issue of Incentive Options to Mr Philip Mitchell

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

"That, for the purposes of Listing Rule 10.11 and all other purposes, approval is given for the issue of 7,500,000 Incentive Options to Mr Philip Mitchell (or his nominee), a Director of the Company, on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 10 by or on behalf of Mr Mitchell and any person who will obtain a material benefit as a result of the issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an Associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 10 by:

(a) a person as proxy or attorney for a person who is entitled to vote on Resolution 10, in accordance with directions given to the proxy or attorney to vote on Resolution 10 in that way;

(b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 10, in accordance with a direction given to the Chairperson to vote on Resolution 10 as the Chairperson 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 Resolution 10; and

  (ii) the holder votes on Resolution 10 in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition

A vote on Resolution 10 must not be cast:

(a) by or on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report or a Closely Related Party of such a member, regardless of the capacity in which the vote is cast; or

(b) by a person appointed as a proxy, where that person is a member of the Key Management Personnel at the time of the Meeting or a Closely Related Party of such a member,

unless the vote is cast as proxy for a person entitled to vote on Resolution 10 and:

(c) the vote is cast in accordance with a direction on the Proxy Form specifying how the proxy is to vote on Resolution 10; or

(d) the vote is cast by the Chairperson and the Proxy Form expressly authorises the Chairperson to exercise the proxy and vote as the Chairperson decides even though Resolution 10 is connected directly or indirectly with the remuneration of members of the Key Management Personnel.

11 Resolution 11 – Approval for issue of Incentive Options to Mr John Carr

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

"That, for the purposes of Listing Rule 7.1 and all other purposes, approval is given for the Company to issue 23,000,000 Incentive Options to Mr John Carr (or his nominee) on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 11 by or on behalf of Mr Carr or any person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an Associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 11 by:

(a) a person as proxy or attorney for a person who is entitled to vote on Resolution 11, in accordance with directions given to the proxy or attorney to vote on Resolution 11 in that way;

(b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 11, in accordance with a direction given to the Chairperson to vote on Resolution 11 as the Chairperson 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 Resolution 11; and

(ii) the holder votes on Resolution 11 in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition

A vote on Resolution 11 must not be cast:

(a) by or on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report or a Closely Related Party of such a member, regardless of the capacity in which the vote is cast; or

(b) by a person appointed as a proxy, where that person is a member of the Key Management Personnel at the time of the Meeting or a Closely Related Party of such a member,

unless the vote is cast as proxy for a person entitled to vote on Resolution 11 and:

(c) the vote is cast in accordance with a direction on the Proxy Form specifying how the proxy is to vote on Resolution 11; or

(d) the vote is cast by the Chairperson and the Proxy Form expressly authorises the Chairperson to exercise the proxy and vote as the Chairperson decides even though Resolution 11 is connected directly or indirectly with the remuneration of members of the Key Management Personnel.

12 Resolution 12 – Approval of Additional 10% Placement Capacity

To consider and, if thought fit, to pass as a **special resolution** the following:

"That, for the purposes of Listing Rule 7.1A and all other purposes, approval be given for the Company to issue Equity Securities of up to 10% of the issued share capital of the Company (at the time of the issue or agreement to issue) calculated in accordance with the formula prescribed by Listing Rule 7.1A.2 and otherwise on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 12 by or on behalf of 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 Company) or an Associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 12 by:

(a) a person as proxy or attorney for a person who is entitled to vote on Resolution 12, in accordance with directions given to the proxy or attorney to vote on Resolution 12 in that way;

(b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 12, in accordance with a direction given to the Chairperson to vote on Resolution 12 as the Chairperson 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 Resolution 12; and

(ii) the holder votes on Resolution 12 in accordance with directions given by the beneficiary to the holder to vote in that way.

Dated: 28 October 2026

By order of the Board



Mindy Ku
Company Secretary
Aura Energy Limited

AURA ENERGY LIMITED
ACN 115 927 681

EXPLANATORY MEMORANDUM

1 Introduction

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held in person at the offices of Corrs Chambers Westgarth, Quay Quarter Tower, 50 Bridge Street, Sydney, New South Wales, Australia and virtually at 3:00pm (AEDT) on Thursday, 26 November 2026.

This Explanatory Memorandum should be read in conjunction with and forms part of the Notice.

A Proxy Form is located at the end of this Explanatory Memorandum.

2 Voting entitlements

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that Shares will be taken to be held by the persons who are the registered holders at 7:00pm (AEDT) on Tuesday, 24 November 2026.

3 Chairperson of the Meeting

Mr Philip Mitchell will act as Chairperson of the AGM and, if Mr Mitchell is unable to attend, another Director will act as Chairperson of the AGM.

4 Meeting information

4.1 Attending the Meeting online

To attend the Meeting via the Zoom online meeting platform, please register your details in advance of the Meeting at the following link:

https://us06web.zoom.us/webinar/register/WN_0FIqOmVeSzewdnik7PMn6A

After registering, you will receive a confirmation email containing information about how to attend the Meeting via the Zoom online meeting platform.

All Shareholders and visitors are requested to join the Meeting at least 10 minutes prior to the time for commencement of the Meeting so that they can be identified and registered for the Meeting prior to the commencement of the Meeting.

4.2 Voting online at the Meeting

To vote at the Meeting, please log in to online voting platform by entering https://meetnow.global/MJQWW7N in a browser on your computer, tablet or smartphone. Online registration will open 30 minutes before the Meeting.

To make the registration process quicker, please have your Securityholder Reference Number (SRN) / Holder Identification Number (HIN) and postcode (or country if you are an overseas securityholder) available. Proxy holders will need to contact the Company's share registry, Computershare, prior to the Meeting to obtain their login details.

To vote online at the Meeting, please follow the instructions below:

Step 1: Click on '**Join Meeting Now**'

Step 2: Enter your SRN / HIN

Proxy holders will need to contact the Company's share registry, Computershare, on +61 3 9415 4024 prior to the Meeting to obtain their login details.

Step 3: Enter your postcode registered to your shareholding if you are an Australian securityholder. If you are an overseas securityholder, select the country registered to your shareholding from the drop-down list.

Step 4: Accept the Terms and Conditions and '**Click Continue**'.

You can then cast votes at the appropriate times while the Meeting is in progress.

4.3 Questions

Shareholders participating virtually will be offered the opportunity to submit questions via the chat box function in the Company's online meeting platform or ask questions during the Meeting. This process will be moderated by the Company Secretary.

Shareholders are encouraged to submit any questions in advance of the Meeting by emailing the questions to mku@auraee.com by no later than 3:00pm (AEDT) on Thursday, 19 November 2026.

Questions should relate to matters relevant to the business of the Meeting, including matters arising from the Annual Report.

The Chairperson will endeavour to answer as many of the frequently asked questions as possible at the Meeting. However, there may not be sufficient time available at the Meeting to address all of the questions submitted.

4.4 Technical difficulties

Technical difficulties may arise during the course of the Meeting. The Chairperson of the Meeting has discretion as to whether and how the Meeting should proceed if a technical difficulty arises. In exercising this discretion, the Chairperson will have regard to the number of Shareholders impacted and the extent to which participation in the business of the meeting is affected. Where the Chairperson considers it appropriate, the Chairperson may continue to hold the meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, Shareholders are encouraged to lodge a directed proxy in advance of the Meeting even if they plan to participate in the Meeting online.

5 How to vote

(a) As a Shareholder, you can vote on the items of business by:

(i) attending the Meeting in person and casting your vote;

(ii) participating in the AGM and voting online; or

(iii) appointing a proxy, representative or attorney to vote on your behalf at the AGM.

(b) A proxy need not be a Shareholder of the Company.

(c) The Proxy Form sent with this Notice should be used for the Meeting.

(d) Each Shareholder who is entitled to cast two or more votes at the Meeting may appoint up to two persons to act as proxies and may specify the proportion or number of votes that each proxy is entitled to exercise. If a Shareholder does not specify the proportion or number of that Shareholder's votes that each proxy may exercise, then each proxy will be entitled to exercise half of that Shareholder's votes. An additional Proxy Form will be supplied by the Company upon request. No Shareholder may appoint more than two proxies.

(e) In the case of a Shareholder who is an individual, a Proxy Form must be executed under the hand of the individual or their attorney duly authorised in writing and, in the case of a member that is a corporation, a Proxy Form must be executed by the corporation under common seal, pursuant to section 127 of the Corporations Act or under the hand of its duly authorised officer or attorney.

(f) Any Shareholder may by power of attorney appoint an attorney to act on their behalf and such power of attorney or a certified copy thereof must be received by the Company as set out in paragraph (l) below.

(g) Any corporation that is a Shareholder of the Company may appoint a representative to attend and vote for that corporation at the Meeting. Appointments of corporate representatives must be received by the Company as set out in paragraph (l) below.

(h) Any directed proxies that are not voted on a poll at the Meeting by a Shareholder's appointed proxy will automatically default to the Chairperson of the Meeting, who is required to vote proxies as directed on a poll.

(i) Members of the Key Management Personnel (which includes each of the Directors) will not be able to vote as proxy on Resolutions 1 and 8 to 11, unless the Shareholder directs them how to vote or, in the case of the Chairperson of the Meeting, unless the Shareholder expressly authorises them to do so.

(j) If a Shareholder intends to appoint a member of the Key Management Personnel (other than the Chairperson of the Meeting) as their proxy, the Shareholder should ensure that they direct the member of the Key Management Personnel how to vote on Resolutions 1 and 8 to 11.

(k) If a Shareholder intends to appoint the Chairperson of the Meeting as their proxy for Resolutions 1 and 8 to 11, Shareholders can direct the Chairperson how to vote by marking one of the boxes for Resolutions 1 and 8 to 11. If a Shareholder does not direct the Chairperson how to vote, then by submitting the Proxy Form, the Shareholder will be expressly authorising the Chairperson to exercise the proxy in respect of Resolutions 1 and 8 to 11 even though those Resolutions are connected to the remuneration of members of the Key Management Personnel.

(l) Proxy Forms (including any instruments under which they have been executed) and powers of attorney granted by Shareholders must be received by the Company by 3:00pm (AEDT) on Tuesday, 24 November 2026 as follows:

At the Company's share registry:

(i) by post to the Company's share registry:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001

(ii) by facsimile to the Company's share registry:

1800 783 447 (within Australia)
+61 3 9473 2555 (outside Australia)

Online

Shareholders can register their proxy voting instructions online at www.investorvote.com.au by 3:00pm (AEDT) on Tuesday, 24 November 2026. Please refer to the enclosed Proxy Form for more information about submitting proxy voting instructions online.

Mobile

Shareholders can vote using their mobile phone by scanning the QR Code on the Proxy Form and following the prompts.

Custodians and nominees

Custodians and nominees are able to vote online at www.intermediaryonline.com.

6 Resolution 1 – Adoption of Remuneration Report

6.1 Background

The Remuneration Report for the year ended 30 June 2026 is set out in the Company's 2026 Annual Report, which is available on the Company's website (www.auraenergy.com.au) and the ASX's website (www.asx.com.au).

The Remuneration Report:

- describes the policies behind, and the structure of, the remuneration arrangements of the Company and the link between the remuneration of Key Management Personnel and the Company's performance; and
- sets out the remuneration arrangements in place for the Directors and other Key Management Personnel.

Section 250R(2) of the Corporations Act requires the Meeting to include a vote on the adoption of the Remuneration Report. In accordance with section 250R(3) of the Corporations Act, the vote on the Resolution is advisory only and does not bind the Directors or the Company. However, the Directors will take the discussion at the Meeting and the outcome of the vote into account when considering the Company's remuneration policies.

Section 250SA of the Corporations Act requires that a reasonable opportunity be allowed to Shareholders at the Meeting to ask questions about, or make comments on, the Remuneration Report.

In accordance with Division 9 of Part 2G.2 of the Corporations Act, if at least 25% of votes cast are against adoption of the remuneration report at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting a resolution proposing that another general meeting be held within 90 days, at which all of the Directors (other than any Managing Director) would need to stand for re-election (**Spill Resolution**). At the Company's 2025 annual general meeting, only 0.03% of votes were cast against the adoption of the remuneration report. As such, even if at least 25% of the votes cast on Resolution 1 are against adoption of the Remuneration Report, it will not result in the Company putting a Spill Resolution to Shareholders at the Meeting.

6.2 Board recommendation

The Board encourages all eligible Shareholders to vote on the adoption of the Remuneration Report.

The Chairperson intends to vote all available undirected proxies in favour of the adoption of the Remuneration Report.

7 Resolution 2 – Re-election of Mr Warren Mundine AO as Director

As required by the Constitution and the Listing Rules, Mr Warren Mundine AO retires as a Director by rotation and, being eligible, offers himself for re-election.

7.1 Experience and qualifications

Mr Nyunggai Warren Mundine AO is a member of the Bundjalung Indigenous Nation of Australia and a descendant of the Gumbaynggirr and Yuin Indigenous Nations of Australia. He is from Grafton, NSW.

Mr Mundine is a highly respected and influential businessman, political strategist and advocate for empowering the Indigenous people of Australia to build businesses and sustainable economies. He has more than 40 years' experience working in the public, private and community sectors. He has advised successive Australian governments since 2004 and his appointment as Chairman of the Prime

Minister's Indigenous Advisory Council from 2013 to 2017 follows a long career in the public, business, policy, arts and community sectors.

He is currently chairman and managing director of Nyungga Black Group, chairman of the Australian Indigenous Education Foundation and a Governor for the Committee for the Economic Development of Australia, chairman of Fuse Minerals, Director - Indigenous Forum at the Centre for Independent Studies and was previously chairman of Real Futures, RISE Ventures, NAISDA College, NAISDA Foundation and the Australian Indigenous Chamber of Commerce, among others.

Mr Mundine is also a member of the Audit & Risk Committee and Chair of the Remuneration and Nomination Committee.

Mr Mundine was appointed to the Board on 21 December 2021. The Board has considered Mr Mundine's independence and considers that, if re-elected, Mr Mundine will continue to be an independent Director.

7.2 Board recommendation

The Board (with Mr Mundine abstaining) recommends that Shareholders vote in favour of Resolution 2. Mr Mundine makes no recommendation regarding his re-election.

The Chairperson intends to vote all available undirected proxies in favour of Resolution 2.

8 Resolution 3 – Re-election of Mr Patrick Mutz as Director

As required by the Constitution and the Listing Rules, Mr Patrick Mutz retires as a Director by rotation and, being eligible, offers himself for re-election.

8.1 Experience and qualifications

Specialising in uranium projects in the USA, Australia and Africa, Mr Mutz has more than 40 years international mining and processing experience across technical, managerial, consulting, executive and director roles, across all aspects of the mining industry from exploration through to project development, mining and mine rehabilitation. He has extensive uranium operational experience in open cut, underground, and in-situ mining and related processing.

Mr Mutz formerly held the roles of Managing Director & CEO of African focussed uranium company, Deep Yellow Limited (ASX: DYL), and Alliance Resources Limited (ASX: AGS). He was also Managing Director of Heathgate Resources Pty Ltd, owner of the very successful Beverley Uranium Project in South Australia which has been continually operating since 1999. He also held numerous technical, managerial and leadership roles with General Atomics Technology Co in California, USA in uranium mining and processing operations in Texas, New Mexico and Colorado.

Mr Mutz was previously Managing Director & CEO of Image Resources NL (ASX: IMA) (“Image"), a Western Australian mineral sands mining company, where he led Image through the successful transition from advanced explorer to profitable mining company, including feasibility study, capital raising, construction, rapid commissioning and full production that led to early repayment of all debt and payment of annual dividends after only the second and third years of operation.

Mr Mutz is currently Managing Director and CEO of American West Gold Limited ASX: AWG (formerly Haranga Resources Limited ASX: HAR). Mr Mutz holds a Bachelor of Science with Honours and a MBA, both from the University of Phoenix, and is a Fellow of AusIMM.

Mr Mutz is also a member of the Audit & Risk Committee and Remuneration and Nomination Committee of the Company.

If re-elected, the Board considers that Mr Mutz will continue to be an independent Director.

8.2 Board recommendation

The Board (with Mr Mutz abstaining) recommends that Shareholders vote in favour of Resolution 3. Mr Mutz makes no recommendation regarding his re-election.

The Chairperson intends to vote all available undirected proxies in favour of Resolution 3.

9 Resolution 4 – Election of Mr Martin Rogers as Director

Mr Martin Rogers, a Board endorsed candidate, has nominated to stand for election as a non-executive Director in accordance with clause 14.3 of the Constitution.

9.1 Experience and qualifications

Mr Rogers is an experienced capital markets professional, investor and company director with extensive experience in investment management, corporate finance, capital raising and the governance of ASX-listed companies.

He has held senior executive and board positions across several ASX-listed companies, including formerly serving as Chairman of Aura Energy Limited, Actinogen Medical Limited and Rhinomed Limited, Non-Executive Director of OncoSil Medical Limited and Cellmid Limited, and Chief Executive Officer of Prima BioMed Limited.

Mr Rogers was instrumental in establishing KTM Ventures, an early-stage venture capital partnership focused on pre-IPO investments and private expansion capital. His experience encompasses investment origination, due diligence, financial execution, corporate strategy and the development of emerging businesses across the technology, resources and life sciences sectors.

Mr Rogers holds a Bachelor of Engineering (Chemical) and Bachelor of Science (Computer Science) from the University of New South Wales.

The Company has undertaken appropriate checks into Mr Rogers' background and experience, including checks as to character, criminal record, bankruptcy and regulatory history, which did not reveal any information of concern. Mr Rogers has confirmed to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

9.2 Board recommendation

Having regard to Mr Rogers' capital markets, financing and listed company governance experience, which the Board considers will be valuable as the Company progresses the Tiris Uranium Project, the Board recommends that Shareholders vote in favour of Resolution 4.

The Chairperson intends to vote all available undirected proxies in favour of Resolution 4.

10 Resolutions 5 and 6 – Ratification of prior issue of Placement Shares (Listing Rules 7.1 and 7.1A)

10.1 Background

On 2 February 2026, the Company announced that it was conducting a capital raising by way of a placement of approximately 97.6 million new Shares (**Placement Shares**) at an issue price of $0.205 per Placement Share to sophisticated, professional and institutional investors to raise $20 million (**Placement**).

The Placement Shares were issued on 10 February 2026, with 8,564,483 Placement Shares being issued under the Company's placement capacity pursuant to Listing Rule 7.1 and 88,996,493 Placement Shares being issued under the Company's additional placement capacity pursuant to Listing Rule 7.1A.

Further details regarding the Placement are set out in the Company's ASX announcement dated 2 February 2026 titled "Aura Energy Successfully Raises A$20 million via Placement".

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

However, 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 additional 10% to a total of 25% (**Additional 10% Placement Capacity**).

An "Eligible Entity" for the purposes of Listing Rule 7.1A is an entity that, as at the date approval from its members for the purposes of Listing Rule 7.1A was obtained, was not included in the S&P/ASX 300 Index and which had a market capitalisation equal to or less than the amount prescribed by ASX (currently $300 million). The Company is an "Eligible Entity" for these purposes and obtained Shareholder approval to access its Additional 10% Placement Capacity at its annual general meeting held on 25 November 2025.

The issue of the Placement Shares does not fit within any of the exceptions in Listing Rule 7.2 and, as the issue has not yet been approved by Shareholders, it uses up part of the Company's 15% limit under Listing Rule 7.1 and uses up almost all of the Company's Additional 10% Placement Capacity under Listing Rule 7.1A, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the issue date of 10 February 2026, and under Listing Rule 7.1A until the earlier of:

- the date that is 12 months after the Company's last annual general meeting at which the Additional 10% Placement Capacity was approved;
- the time and date of the Company's next annual general meeting; and
- the time and date of Shareholder approval of any transaction under Listing Rule 11.1.2 (change to the nature or scale of the Company's activities) or Listing Rule 11.2 (disposal of the Company's main undertaking),

(**Additional 10% Placement Capacity Expiry Date**).

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of Equity Securities after it has been made or agreed to be made. If approved, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further Equity Securities without shareholder approval under Listing Rule 7.1 or under Listing Rule 7.1A.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. To this end, Resolutions 5 and 6 seek Shareholder approval for the purposes of Listing Rule 7.4.

If Resolution 5 is passed, 8,564,483 Placement Shares will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date of 10 February 2026. If Resolution 5 is not passed, 8,564,483 Placement Shares will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date of 10 February 2026.

If Resolution 6 is passed, 88,996,493 Placement Shares will be excluded in calculating the Company's Additional 10% Placement Capacity under Listing Rule 7.1A, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval during the period expiring on the Additional 10% Placement Capacity Expiry Date. If Resolution 6 is not passed, 88,996,493 Placement Shares will be included in calculating the Company's Additional 10% Placement Capacity under Listing Rule 7.1A, effectively decreasing the number of Equity Securities the Company can issue without Shareholder approval during the period expiring on the Additional 10% Placement Capacity Expiry Date.

10.2 **Specific information required by Listing Rule 7.5**

The following information is provided to Shareholders for the purposes of Listing Rule 7.5:

- the Placement Shares were issued to various sophisticated, professional and institutional investors identified by the lead manager for the Placement, Petra Capital Pty Limited. The Placement participants were identified through a book building process, which involved Petra Capital Pty Limited seeking expressions of interest from sophisticated, professional and institutional investors to participate in the Placement;

- the number of Placement Shares issued under the Company's placement capacity pursuant to Listing Rule 7.1 (being those the subject of Resolution 5) was 8,564,483 and the number of Placement Shares issued under the Company's Additional 10% Placement Capacity pursuant to Listing Rule 7.1A (being those the subject of Resolution 6) was 88,996,493;
- the Placement Shares are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the existing Shares on issue;
- the Placement Shares were issued on 10 February 2026;
- the Placement Shares were issued at a price of $0.205 per Placement Share to raise a total of $20 million (before costs);
- the proceeds from the Placement are to be used to progress the developmental activities at the Company's Tiris Uranium Project, FID readiness, exploration, resource definition and general working capital; and
- a voting exclusion statement applies to Resolutions 5 and 6 as set out in the Notice.

10.3 **Board recommendation**

The Board recommends that Shareholders vote in favour of Resolutions 5 and 6.

The Chairperson intends to vote all available undirected proxies in favour of Resolutions 5 and 6.

11 Resolution 7 – Ratification of prior issue of Shares to Consultant

11.1 **Background**

Pursuant to an engagement letter entered into between the Company as principal and Nigel Jones (**Consultant**) as independent contractor on 18 May 2022 (**Jones Consulting Agreement**), the Company agreed to issue 2,000,000 Shares to the Consultant (**Consultant Shares**) upon repeal of the Swedish legislation banning uranium exploration and mining.

The Company issued the Consultant Shares to the Consultant on 10 February 2026.

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

The issue of the Consultant Shares to the Consultant does not fit within any of the exceptions in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit under Listing Rule 7.1, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the issue date of 10 February 2026.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of Equity Securities after it has been made or agreed to be made. If approved, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further Equity Securities without shareholder approval under Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. To this end, Resolution 7 seeks Shareholder approval for the issue of the Consultant Shares to the Consultant for the purposes of Listing Rule 7.4.

If Resolution 7 is passed, the Consultant Shares will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date of 10 February 2026.

If Resolution 7 is not passed, the Consultant Shares will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date of 10 February 2026.

11.2 Specific information required by Listing Rule 7.5

The following information is provided to Shareholders for the purposes of Listing Rule 7.5:

- the Consultant Shares were issued to the Consultant, who is the Commercial Director of the Company;
- the Consultant was issued 2,000,000 Consultant Shares, which are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the existing Shares on issue;
- the Consultant Shares were issued on 10 February 2026;
- the Consultant Shares were issued as partial consideration for services rendered by the Consultant pursuant to the Jones Consulting Agreement (with an estimated total value of $320,000 and deemed issue price of $0.16) and no funds were raised from the issue of the Consultant Shares;
- the Consultant Shares were issued pursuant to the terms of the Jones Consulting Agreement and a summary of the material terms of the Jones Consulting Agreement is set out in Schedule 2; and
- a voting exclusion statement applies to Resolution 7 as set out in the Notice.

11.3 Board recommendation

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

The Chairperson intends to vote all available undirected proxies in favour of Resolution 7.

12 Resolutions 8 and 9 – Ratification of agreement to issue Options to Foreign Native Limited and Jeremy Carter

12.1 Background

On 15 October 2026, the Company entered into the Carr Consulting Agreement with Foreign Native Limited (**FNL**), a company controlled by Mr John Carr (President of the Company), and the Carter Consulting Agreement with Jeremy Carter.

Pursuant to the Carr Consulting Agreement and Carter Consulting Agreement:

- FNL and Jeremy Carter are entitled to base fees of $450,000 and $250,000 per year respectively (inclusive of taxes and costs, but exclusive of any GST) as consideration for services provided to the Company (**Base Fees**);
- the Base Fees will accrue from the commencement date of their engagement by the Group and will not become payable until the Board makes a final investment decision to develop the Tiris Uranium Project (**Tiris Financing Milestone**);
- if the Tiris Financing Milestone is achieved, then FNL and Jeremy Carter may each elect for up to $450,000 and $250,000 respectively of their accrued Base Fees as at the date of achievement of the Tiris Financing Milestone to be settled via the issue of Options by the Company in lieu of cash; and
- if FNL and/or Jeremy Carter make such an election, then the number of Options they will be entitled to be issued by the Company will be equal to the amount of their accrued Base Fees that they elect to be settled via the issue of Options divided by the value of an Option as at the date of achievement of the Tiris Financing Milestone, which will be determined using the Black-Scholes valuation methodology.

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

The issue of the Options to each of FNL and Jeremy Carter do not fit within any of the exceptions in Listing Rule 7.2 and, as they have not yet been approved by Shareholders, they effectively use up part of the 15% limit under Listing Rule 7.1, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following 15 October 2026.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of Equity Securities after it has been made or agreed to be made. If approved, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further Equity Securities without shareholder approval under Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. To this end, Resolutions 8 and 9 seek Shareholder approval for the agreement to issue the Options to FNL and Jeremy Carter respectively for the purposes of Listing Rule 7.4.

If Resolution 8 is passed, the issue of the Options to FNL will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following 15 October 2026. If Resolution 8 is not passed, the Options will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following 15 October 2026.

If Resolution 9 is passed, the issue of the Options to Jeremy Carter will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following 15 October 2026. If Resolution 9 is not passed, the Options will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following 15 October 2026.

12.2 **Specific information required by Listing Rule 7.5**

The following information is provided to Shareholders for the purposes of Listing Rule 7.5:

- the Company has agreed to issue the Options to FNL, a company controlled by Mr John Carr (President of the Company) and to Mr Jeremy Carter, Chief of Strategy of the Company;
- the number of Options the Company has agreed to issue to FNL and Jeremy Carter is equal to the amount of their accrued Base Fee as at the date of achievement of the Tiris Financing Milestone that they elect to be settled via the issue of Options (subject to a cap of $450,000 for FNL and $250,000 for Jeremy Carter), divided by the value of an Option determined as at the date of achievement of the Tiris Financing Milestone using the Black-Scholes valuation methodology.

  The tables below illustrate the number of Options to be issued to FNL and Jeremy Carter respectively depending on the amount of their accrued Base Fees that they elect to be settled via the issue of Options and based on a Black-Scholes valuation of an Option as at 23 October 2026 of $0.039 (which valuation assumes a Share price of $0.068, exercise price equal to the 30 day Volume Weighted Average Market Price of Shares up to 23 October 2026 of $0.0893, a risk free interest rate of 4.9% and annualised volatility of 97.4%).

Foreign Native Limited (Resolution 8)

Amount of accrued Base Fees elected to be settled via the issue of Options	Option value	Number of Options to be issued to Foreign Native Limited
$450,000	$0.039	11,538,461
$225,000	$0.039	5,769,230

$100,000	$0.039	2,564,102

Jeremy Carter (Resolution 9)

Amount of accrued Base Fees elected to be settled via the issue of Options	Option value	Number of Options to be issued to Foreign Native Limited
$250,000	$0.039	6,410,256
$125,000	$0.039	3,205,128
$50,000	$0.039	1,282,051

- the Company has agreed to issue the Options on the terms set out in Schedule 3;
- the Options will not be issued later than 3 months after the date of the Meeting;
- the Options are being issued to FNL and Jeremy Carter as partial consideration for services provided to the Company. No funds are being raised from the issue of the Options. However, it is intended that any funds raised from the exercise of the Options will be applied towards advancing the Company's projects and the Company's working capital requirements;
- the Options will be issued pursuant to the terms of the Carr Consulting Agreement and Carter Consulting Agreement respectively, and a summary of the material terms of these agreements is set out in Schedule 4; and
- a voting exclusion statement applies to Resolutions 8 and 9 as set out in the Notice.

12.3 **Board recommendation**

The Board recommends that Shareholders vote in favour of Resolutions 8 and 9.

The Chairperson intends to vote all available undirected proxies in favour of Resolutions 8 and 9.

13 Resolution 10 – Approval for the issue of Incentive Options to Mr Philip Mitchell

13.1 **Background**

Resolution 10 seeks Shareholder approval pursuant to Listing Rule 10.11 for the issue of 7,500,000 Incentive Options to Mr Philip Mitchell (or his nominee), Executive Chairman of the Company.[1]

The Incentive Options will be issued to Mr Mitchell (or his nominee) on the terms and conditions set out in Schedule 5 and in the following tranches:

- 3,750,000 Tranche A Incentive Options; and
- 3,750,000 Tranche B Incentive Options.

Listing Rule 10.11 provides that, unless one of the exceptions in Listing Rule 10.12 applies, a listed entity must not issue, or agree to issue, Equity Securities to:

[1] The value of a Tranche A Incentive Option, Tranche B Incentive Option and Tranche C Incentive Option as at 23 October 2026 applying the Black-Scholes valuation methodology is approximately $0.033, $0.047 and $0.045 respectively. This assumes a Company Share price of $0.068, exercise price of $0.11, risk free interest rate of 4.9% for the Tranche A Incentive Options and 5.0% for the Tranche B and Tranche C Incentive Options, and annualised volatility of 97.4%.

- a Related Party;
- a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (30%+) holder in the entity;
- a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the entity and who has nominated a director to the board of the entity pursuant to a relevant agreement which gives them a right or expectation to do so;
- an associate of a person referred to in Listing Rules 10.11.1 to 10.11.3; or
- a person whose relationship with the entity or a person referred to in Listing Rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders, unless it obtains the approval of its shareholders.

A Related Party of an entity includes a director of the entity. Mr Mitchell is a director of the Company and is, therefore, a related party of the Company referred to in Listing Rule 10.11.1.

The proposed issue of Incentive Options to Mr Mitchell (or his nominee) does not fall within any of the exceptions in Listing Rule 10.12 and therefore Shareholder approval is required for the issue of the Incentive Options to Mr Mitchell (or his nominee).

The effect of approving Resolution 10 will be to allow the Company to issue 7,500,000 Incentive Options to Mr Mitchell (or his nominee).

If Shareholder approval is given for the issue of the Incentive Options under Listing Rule 10.11, then:

- Shareholder approval is not required under Listing Rule 7.1 as contemplated by Listing Rule 7.2 exception 14 and the issue of the Incentive Options to Mr Mitchell (or his nominee) will not use up any of the Company's 15% limit under Listing Rule 7.1 or Additional 10% Placement Capacity; and
- the Company will be able to proceed with the issue of the Incentive Options to Mr Mitchell (or his nominee).

If Resolution 10 is not passed, the Company will not be able to proceed with the issue of the Incentive Options to Mr Mitchell (or his nominee).

13.2 **Specific information required by Listing Rule 10.13**

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

- the Incentive Options will be issued to Mr Mitchell (or his nominee), the Executive Chairman of the Company;
- Mr Mitchell is a director of the Company and accordingly is a Related Party of the Company pursuant to Listing Rule 10.11.1;
- the number and class of securities to be issued to Mr Mitchell (or his nominee) is 7,500,000 Incentive Options;
- the Incentive Options to be issued to Mr Mitchell (or his nominee) will be issued on the terms set out in Schedule 5;
- the Incentive Options to be issued to Mr Mitchell (or his nominee) will be issued on a date that is no later than 1 month after the date of the Meeting;
- the Incentive Options will be issued for nil consideration. However, it is intended that any funds raised from the exercise of the Incentive Options will be applied towards advancing the Company's projects and the Company's working capital requirements;
- the Incentive Options are being issued to recognise Mr Mitchell's contribution to the Company and as a cost-effective and efficient way for the Company to retain and appropriately incentivise Mr Mitchell for his continued performance as a Director, which will allow the

Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to Mr Mitchell;

- the current total remuneration package of Mr Mitchell as disclosed in the Company's FY26 Annual Report is $657,859, comprising salary and fees of $402,778, a bonus for both FY25 and FY26 performance of $34,000 and share-based payments of $221,081; and
- a voting exclusion statement applies to Resolution 10 as set out in the Notice.

13.3 **Board recommendation**

The Board (with Mr Mitchell abstaining) recommends that Shareholders vote in favour of Resolution 10.

The Chairperson intends to vote all available undirected proxies in favour of Resolution 10.

14 Resolution 11 – Approval for issue of Incentive Options to Mr John Carr

14.1 **Background**

Resolution 11 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of 23,000,000 Incentive Options to Mr John Carr (or his nominee).[2]

The Incentive Options will be issued to Mr Carr (or his nominee) on the terms and conditions set out in Schedule 5 and in the following tranches:

- 5,000,000 Tranche A Incentive Options;
- 8,500,000 Tranche B Incentive Options; and
- 9,500,000 Tranche C Incentive Options.

Mr Carr is not a Related Party, or an Associate of a Related Party, of the Company.

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

The issue of the Incentive Options to Mr Carr does not fall within any of the exceptions to Listing Rule 7.1 set out in Listing Rule 7.2. While the issue does not exceed the 15% limit in Listing Rule 7.1 and can therefore be made without breaching that rule, the Company wishes to retain as much flexibility as possible to issue additional Equity Securities in the future without having to obtain Shareholder approval under Listing Rule 7.1. To do this, the Company is asking Shareholders to approve the issue under Listing Rule 7.1 so that it does not use up any of the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

If Resolution 11 is passed, the issue of the Incentive Options to Mr Carr will be excluded from the calculation of the number of Equity Securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 11 is not passed, the issue of the Incentive Options to Mr Carr will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the issue date of the Incentive Options.

14.2 **Specific information required by Listing Rule 7.3**

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

[2] Refer to footnote 1 for the value of a Tranche A, Tranche B and Tranche C Incentive Option as at 23 October 2026 applying the Black-Scholes valuation methodology.

- the Incentive Options will be issued to Mr Carr (or his nominee);
- the number of Incentive Options to be issued is 23,000,000;
- the Incentive Options are to be issued on the terms set out in Schedule 5;
- the Incentive Options will be issued within 3 months after the date of the Meeting;
- the Incentive Options are being issued for nil consideration. However, it is intended that any funds raised from the exercise of the Incentive Options will be applied towards advancing the Company's projects and the Company's working capital requirements;
- the Incentive Options are being issued as a cost-effective and efficient way for the Company to retain and appropriately incentivise Mr Carr for his performance as President of the Company, which will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to Mr Carr; and
- a voting exclusion statement applies to Resolution 11 as set out in the Notice.

14.3 **Board recommendation**

The Board recommends that Shareholders vote in favour of Resolution 11.

The Chairperson intends to vote all available undirected proxies in favour of Resolution 11.

15 Resolution 12 – Approval of Additional 10% Placement Capacity

15.1 **Background**

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

However, 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 the entity's 15% placement capacity under Listing Rule 7.1 by an additional 10% to a total of 25%.

An "Eligible Entity" for the purposes of Listing Rule 7.1A is an entity that, as at the date of the relevant special resolution under Listing Rule 7.1A, is not included in the S&P/ASX 300 Index and that has a market capitalisation equal to or less than the amount prescribed by ASX (currently $300 million).

The Company has a market capitalisation of approximately $67.83 million as at 23 October 2026 and is not included in the S&P/ASX 300 Index. Accordingly, the Company is an "Eligible Entity" for the purposes of Listing Rule 7.1A.

Resolution 12 seeks Shareholder approval for the Company to access the Additional 10% Placement Capacity. If Resolution 12 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 12 is not passed, the Company will not be able to access the Additional 10% Placement Capacity and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

Resolution 12 is a special resolution, requiring approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative) in order to be passed.

15.2 **Formula for calculating Additional 10% Placement Capacity**

The maximum number of Equity Securities that the Company may issue under the approval sought by Resolution **12** will be calculated in accordance with the formula set out in Listing Rule 7.1A.2:

(A** x **D) – E

where:

A means the number of fully paid ordinary securities on issue at the commencement of the relevant period:

- plus the number of fully paid ordinary securities issued in the relevant period under an exception in Listing Rule 7.2 other than exceptions 9, 16 or 17;
- plus the number of fully paid ordinary securities issued in the relevant period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:
    - the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or
    - the issue of, or agreement to issue, the convertible securities was approved, or taken under the Listing Rules to have been approved, under Listing Rules 7.1 or 7.4;
- plus the number of fully paid ordinary securities issued in the relevant period under an agreement to issue securities within Listing Rule 7.2 exception 16 where:
    - the agreement was entered into before the commencement of the relevant period; or
    - the agreement or issue was approved, or taken under the Listing Rules to have been approved, under Listing Rules 7.1 or 7.4;
- plus the number of any other fully paid ordinary securities issued in the relevant period with approval under Listing Rules 7.1 or 7.4;
- plus the number of partly paid ordinary securities that became fully paid in the relevant period; and
- less the number of fully paid ordinary securities cancelled in the relevant period.

D means 10%.

E means the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the relevant period where the issue or agreement to issue has not been subsequently approved by the holders of its ordinary securities under Listing Rule 7.4.

Note: The “relevant period” is a 12 month period.

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

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

- the Additional 10% Placement Capacity will be valid during the period commencing on the date of the Meeting and expiring on the earlier of:
    - the date that is 12 months after the date of the Meeting;
    - the time and date of the Company’s next annual general meeting; and
    - the time and date of Shareholder approval of any transaction under Listing Rule 11.1.2 (change to the nature or scale of the Company’s activities) or Listing Rule 11.2 (disposal of the Company’s main undertaking);
- any Equity Securities issued under Listing Rule 7.1A.2 must be in an existing quoted class of Equity Securities and be issued for cash consideration which is not less than 75% of the

Volume Weighted Average Market Price of Equity Securities in that class, calculated over the 15 Trading Days on which trades in that class were recorded immediately before:

- 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
- if the Equity Securities are not issued within 10 Trading Days of the date in the paragraph above, the date on which the Equity Securities are issued;

- as at the date of this Notice, the Company has not formed an intention to offer any Equity Securities under Listing Rule 7.1A. However, if Resolution 12 is passed and the Company does raise funds from the issue of Equity Securities under the Additional 10% Placement Capacity then the Company considers that the funds may be used to continue to advance its Tiris Uranium Project and Haggan Uranium Project, to continue exploration on the Company's current assets, to acquire or procure additional tenements and assets and for general working capital purposes;
- if Resolution 12 is passed and the Company issues Equity Securities under the Additional 10% Placement Capacity, the existing Shareholders' economic and voting interests in the Company will be diluted. There is a risk that:
  - the market price for the Company's Equity Securities may be significantly lower on the date of issue of the Equity Securities than on the date of the AGM; and
  - the Equity Securities may be issued at a price that is at a discount to the market price for those Equity Securities on the issue date.

Any issue of Equity Securities under the Additional 10% Placement Capacity will dilute the interests of Shareholders who do not receive any Equity Securities under the relevant issue.

If Resolution 12 is passed and the Company issues the maximum number of Equity Securities available under the Additional 10% Placement Capacity, the economic and voting interests of existing Shareholders in the Company will be diluted as shown in the table below. This table shows the potential dilution of existing Shareholders on the basis of three different assumed issue prices and values for variable 'A' in the formula in Listing Rule 7.1A.2.

		Dilution		
Number of Shares on issue		**$0.034**	**$0.068**	**$0.136**
(Variable 'A' in Listing Rule 7.1A.2)		**(Issue price at half the current market price)**	**(Issue price at the current market price)**	**(Issue price at double the current market price)**
997,441,634 Shares (current variable 'A')	Shares issued	99,744,163	99,744,163	99,744,163
	Funds raised	$3,391,302	$6,782,603	$13,565,206
	Dilution	10.0%	10.0%	10.0%
1,496,162,451 Shares (50% increase in variable 'A')	Shares issued	149,616,245	149,616,245	149,616,245
	Funds raised	$5,086,952	$10,173,905	$20,347,809
	Dilution	10.0%	10.0%	10.0%
1,994,883,268 Shares (100%	Shares issued	199,488,326	199,488,326	199,488,326
	Funds raised	$6,782,603	$13,565,206	$27,130,412

		Dilution		
Number of Shares on issue		**$0.034**	**$0.068**	**$0.136**
(Variable 'A' in Listing Rule 7.1A.2)		**(Issue price at half the current market price)**	**(Issue price at the current market price)**	**(Issue price at double the current market price)**
increase in variable 'A')	Dilution	10.0%	10.0%	10.0%

The table above assumes:

1. The current market price is $0.068, being the closing price of the Company's Shares on the ASX on 23 October 2026.

2. The Company issues the maximum number of Equity Securities available under the Additional 10% Placement Capacity.

3. No convertible securities are exercised before the date of the issue of the Equity Securities.

4. The issue of Equity Securities under the Additional 10% Placement Capacity consists only of Shares. If the issue of Equity Securities includes options, for the purposes of the above table, it is assumed that those options are exercised into Shares for the purposes of calculating voting dilution effect on existing Shareholders.

5. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the Additional 10% Placement Capacity, based on that Shareholder's holding at the date of the Meeting.

6. The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2, with approval under Listing Rule 7.1 or ratified under Listing Rule 7.4. 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.

- the identity of the persons to whom Equity Securities will be issued under the Additional 10% Placement Capacity is not yet known and will be determined on a case by case basis having regard to market conditions at the time of the proposed issue of Equity Securities and the Company's allocation policy, which involves consideration of a number of matters including, but not limited to:

  - subject to the scale of the capital raising opportunity, and the appetite of existing Shareholders, a general preference to existing Shareholders;

  - the structure and timeframe of the capital raising opportunities available to the Company (for example, placement, entitlement offer or share purchase plan);

  - the Company's financial position and likely future capital requirements; and

  - advice from the Company's professional advisers (including corporate, financial and broking advisers if applicable).

  The persons to whom Equity Securities may be issued under the Additional 10% Placement Capacity may include institutional, sophisticated and professional investors, existing Shareholders of the Company, clients of holders of an Australian Financial Services Licence and/or their nominees, or any other person to whom the Company is able to issue Equity Securities (but will not include Related Parties of the Company or their Associates);

- the total number of Equity Securities issued or agreed to be issued by the Company under Listing Rule 7.1A.2 in the 12 months preceding the date of the Meeting is 88,996,493, representing 9.92% of the total number of Equity Securities on issue at the commencement of

that 12 month period. Details of each such issue as required by Listing Rule 7.3A.6(b) are set out in the table below.

Date of issue	Basis of allotment	Number and class of Equity Securities	Issue price	Discount to closing market price on date of issue or agreement	Total cash consideration
10 February 2026	Various sophisticated, professional and institutional investors identified by the lead manager for the Placement, Petra Capital Pty Limited. The Placement participants were identified through a book building process, which involved Petra Capital Pty Limited seeking expressions of interest from sophisticated, professional and institutional investors to participate in the Placement.	88,996,493 fully paid ordinary shares in the capital of the Company	$0.205	14.6% discount to the closing price of Shares on the ASX on 29 January 2026.	$18,244,281.06

The Company has spent all of the funds it raised pursuant to the above issue on advancing the development of the Tiris Uranium Project, FID readiness, exploration, resource definition and to cover general working capital.

- a voting exclusion statement applies to Resolution 12 as set out in the Notice.

15.4 **Board recommendation**

The Board recommends that Shareholders vote in favour of Resolution 12.

The Chairperson intends to vote all available undirected proxies in favour of Resolution 12.

Schedule 1

Definitions and interpretation

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

$ means Australian dollars.

AASB means the Australian Accounting Standards Board.

Additional 10% Placement Capacity has the meaning given in Section 10.1.

Annual Report means the Directors' Report, the Financial Report and the Auditor's Report in respect of the financial year ended 30 June 2026.

Associate has the meaning given in the Listing Rules.

ASX means ASX Limited (ACN 008 624 691) or, as the context requires, the exchange that it operates.

Auditor's Report means the auditor's report on the Financial Report.

AEDT means Australian Eastern Daylight Time.

Board means the board of Directors.

Carr Consulting Agreement means the consulting agreement dated 15 October 2026 between the Company and FNL, as amended.

Carter Consulting Agreement means the consulting agreement dated 15 October 2026 between the Company and Jeremy Carter, as amended.

Chairperson means the person appointed to chair the Meeting, or any part of the Meeting, convened by the Notice.

Closely Related Party has the meaning given in section 9 of the Corporations Act.

Company means Aura Energy Limited (ACN 115 927 681).

Constitution means the constitution of the Company.

Consultant has the meaning given in Section 11.1.

Consultant Shares has the meaning given in Section 11.1.

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

Director means a director of the Company.

Directors' Report means the FY26 annual directors' report for the Company and its controlled entities prepared under Chapter 2M of the Corporations Act.

Eligible Entity has the meaning given in the Listing Rules.

Equity Security has the meaning given in the Listing Rules.

Explanatory Memorandum means the explanatory memorandum which forms part of the Notice.

FID means final investment decision.

Financial Report means the FY26 annual financial report of the Company and its controlled entities prepared under Chapter 2M of the Corporations Act.

FNL means Foreign Native Limited, being a company controlled by Mr John Carr (President of the Company).

FY25 means the financial year ending 30 June 2025.

FY26 means the financial year ending 30 June 2026.

Group means the Company and its subsidiaries.

Incentive Option means an Option proposed to be issued to Mr Philip Mitchell or Mr John Carr (the subject of Resolutions 10 and 11) on the terms and conditions set out in Schedule 5.

IRR means internal rate of return.

Jones Consulting Agreement has the meaning given in Section 11.1.

Key Management Personnel means the Company's key management personnel as defined in AASB Standard 124.

Listing Rules means the listing rules of the ASX.

Meeting means the annual general meeting of the Company that is the subject of this Notice.

Mineral Resource has the meaning given in the Listing Rules.

Notice means this notice of annual general meeting.

Option means an option to acquire an unissued Share.

Placement has the meaning given in Section 10.1.

Placement Shares has the meaning given in Section 10.1.

Proxy Form means the proxy form accompanying the Notice.

Related Party has the meaning given in the Listing Rules.

Relevant Interest has the meaning given in the Corporations Act.

Remuneration Report means the remuneration report of the Company for the year ended 30 June 2026.

Resolution means a resolution contained in the Notice.

Schedule means a schedule to this Explanatory Memorandum.

Section means a section of this Explanatory Memorandum.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a registered holder of a Share.

Spill Resolution has the meaning given in Section 6.1.

Takeover Bid has the meaning given in the Corporations Act.

Trading Day has the meaning given in the Listing Rules.

TSR means total shareholder return.

TFR means total fixed remuneration.

Volume Weighted Average Market Price has the meaning given in the Listing Rules.

Schedule 2

Summary of Jones Consulting Agreement

A summary of the material terms of the Jones Consulting Agreement is set out in the table below.

Term	Description
Role	Independent contractor
Term	Ongoing until terminated in accordance with the agreement (refer below for further details in relation to termination).
Base fees	£4,000 per calendar month (plus GST and/or VAT if relevant).
Success fee	1% of the amount of capital (equity and/or debt) raised from Mr Jones' engagement with Vattenfall or another relevant Swedish party. The Board has discretion to apply this to sources outside of Sweden.
Termination	Either party may terminate the agreement by providing at least 1 week's notice. The Company may terminate the agreement at any time for cause. A party may terminate the agreement if the other party breaches the agreement and such breach is not rectified within 14 days of being notified of the breach.
Restraints	Mr Jones must not provide any services to or for a competitor of the Company during the term without the Company's prior agreement.

Schedule 3

Terms and conditions of Options

1 Each Option issued by the Company in accordance with these terms and conditions (**Terms**) entitles its holder (**Optionholder**) to the issue of 1 fully paid ordinary share in the Company (**Share**) upon exercise by notice in writing and payment of the Exercise Price (as defined below) at any time following the issue of the Option but before 5:00pm (Australian Western Standard Time) on the Expiry Date (as defined below) (**Exercise Period**).

2 The exercise price of each Option is the 30 day Volume Weighted Average Market Price of Shares up to the date of achievement of the Tiris Financing Milestone (**Exercise Price**).

3 The expiry date of each Option is the date that is 3 years after the date of its issue (**Expiry Date**). An Option not exercised before 5:00pm (Australian Western Standard Time) on the Expiry Date will automatically lapse.

4 An Option is not transferable without the Company's prior written consent.

5 Options may be exercised only once by the Optionholder by:

5.1 delivering a written notice (**Exercise Notice**) to the Company during the Exercise Period which is duly executed by the Optionholder and which specifies the number of Options being exercised (**Relevant Number**); and

5.2 payment to the Company in immediately available funds of an amount equal to the Exercise Price multiplied by the Relevant Number of Options being exercised (**Settlement Price**).

6 The Company must within 5 Business Days after the receipt by it of an Exercise Notice and subject to receipt by it of the Settlement Price:

6.1 issue to the Optionholder the Relevant Number of Shares; and

6.2 issue, or cause to be issued, to the Optionholder a holding statement for the Relevant Number of Shares.

7 An Option does not confer any rights to dividends.

8 An Option does not confer on an Optionholder any right to vote at any general meeting of the Company.

9 There are no participation rights or entitlements inherent in the Options and an Option does not confer on an Optionholder any right to participate in new issues of capital offered to holders of Shares during the currency of the Options without exercising the Options before the Record Date for determining entitlements to the new issue of capital and participate as a result of holding Shares.

10 Any Shares issued to the Optionholder as a result of the exercise of an Option will rank equally in all respects with all other Shares then on issue, except that Shares issued after a Record Date for a dividend will not carry an entitlement to receive that dividend.

11 If there is a Bonus Issue to holders of Shares, the number of Shares over which an Option is exercisable is increased by the number of Shares which the holder of the Option would have received if the Option had been exercised before the Record Date for the Bonus Issue.

12 If, before exercise or expiry of any Options, the Company implements a reorganisation of its capital:

12.1 all rights of the Optionholder are to be changed in a manner consistent with the ASX Listing Rules at the time of completion of the reorganisation;

12.2 the Company must notify the Optionholder of any proposed variation to the terms of the Options no less than 5 Business Days prior to the date of variation; and

12.3 the Company must provide confirmation to the Optionholder immediately after the date of variation that the terms of the Options have been varied as proposed.

13 If the Company is admitted to the official list of the ASX at the time any Shares are issued upon the exercise of an Option, then the Company must apply to the ASX for official quotation of those Shares as soon as practicable, and in any event within 2 Business Days, after the date that the Shares are issued.

14 The holder of a Share issued upon exercise of an Option:

14.1 agrees to that Share being held on the issuer sponsored subregister of the Company, and to the application of a Holding Lock to that Share from the date of issue of that Share until the date 12 months thereafter (**Escrow Period**); and

14.2 during the Escrow Period, must not:

14.2.1 Dispose of, or agree to offer to Dispose of, that Share;

14.2.2 create, or agree or offer to create, any security interest in that Share; or

14.2.3 do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of that Share,

unless expressly permitted by these Terms or otherwise agreed to in writing by the Company.

15 The Company undertakes to remove, or procure the removal of, the Holding Lock on a Share issued upon exercise of an Option promptly and, in any event, within 2 Business Days after the expiry of the Escrow Period.

16 The restrictions in clause 14 of these Terms (**Escrow Restrictions**) do not prevent the holder of a Share issued upon exercise of an Option from Disposing of that Share during the Escrow Period if the ASX Listing Rules would permit the lifting of the Escrow Restrictions if escrow was imposed pursuant to Chapter 9 of the ASX Listing Rules, and the Company undertakes to lift the Holding Lock applied to that Share to allow any such Disposal of that Share to occur.

17 Clauses 14 to 16 of these Terms will cease to apply to a Share issued upon the exercise of an Option if the Company, in its absolute discretion, gives to the ASX a notice under section 708A(5)(e) of the Corporations Act within 5 Business Days after the date that the Share is issued or lodges a prospectus with ASIC that qualifies that Share for resale under section 708A(11) of the Corporations Act after the date that the Share is issued.

18 Subject to the ASX Listing Rules, these Terms may be varied at any time by written agreement between the Company and the Optionholder.

19 In these Terms, the terms “Bonus Issue”, “Business Day”, “Dispose”, “Holding Lock”, “Record Date” and “Volume Weighted Average Market Price” have the meanings given to them in the ASX Listing Rules.

20 These Terms and the Options are governed by the law in force in Western Australia.

Schedule 4

Summary of Consulting Agreements

A summary of the material terms of each of the Consulting Agreements is set out in the tables below.

Carr Consulting Agreement

Term	Description
Role	President
Term	Ongoing until terminated in accordance with the agreement (refer below for further details in relation to termination).
Base fees	FNL is entitled to receive base fees of $450,000 per year (inclusive of taxes and statutory costs, but exclusive of GST). FNL's base fees will accrue from the date of commencement of engagement by the Group and will not become payable until the achievement of the Tiris Financing Milestone. FNL may elect to have its accrued base fees settled in the form of cash or Options issued by the Company or a combination of cash and Options, provided that the maximum portion of its accrued base fees that may be settled in the form of Options is $450,000. If FNL elects to have a portion of its accrued base fees settled in the form of Options, then the number of Options to be issued by the Company to FNL will be equal to the amount of its accrued base fees that it elects to be settled via the issue of Options (subject to the cap of $450,000) divided by the value of an Option as at the date of achievement of the Tiris Financing Milestone, which will be determined using the Black-Scholes valuation methodology.
Incentives	Details of FNL's initial incentive award are set out in Section 14 of the Explanatory Memorandum. FNL will have the opportunity to participate in further bonus plans, share plans and/or incentive plans approved by the Board from time to time in recognition of matters beyond the services it provides under the Carr Consulting Agreement.
Termination	Either party may terminate the agreement by providing at least 6 months' notice. The Company may elect to pay FNL in lieu of notice based on its base fees. FNL's agreement may also be terminated by the Company without notice and with immediate effect for cause.
Restraints	FNL's agreement includes non-compete and non-solicitation provisions which operate until 6 months post-employment.

Carter Consulting Agreement

Term	Description
Role	Chief of Strategy
Term	Ongoing until terminated in accordance with the agreement (refer below for further details in relation to termination).
Base fees	Jeremy Carter is entitled to receive base fees of $250,000 per year (inclusive of taxes and statutory costs, but exclusive of GST). Jeremy Carter's base fees will accrue from the date of commencement of engagement by the Group and will not become payable until the achievement of the Tiris Financing Milestone. Jeremy Carter may elect to have his accrued base fees settled in the form of cash or Options issued by the Company or a combination of cash and Options, provided that the maximum portion of his accrued base fees that may be settled in the form of Options is $250,000. If Jeremy Carter elects to have a portion of his accrued base fees settled in the form of Options, then the number of Options to be issued by the Company to Jeremy Carter will be equal to the amount of his accrued base fees that he elects to be settled via the issue of Options (subject to the cap of $250,000) divided by the value of an Option as at the date of achievement of the Tiris Financing Milestone, which will be determined using the Black-Scholes valuation methodology.
Incentives	Jeremy Carter's initial incentive award comprises: • 2,400,000 Tranche A Incentive Options with an exercise price of $0.11 and expiry date of 30 June 2029; • 4,000,000 Tranche B Incentive Options with an exercise price of $0.11 and expiry date of 30 June 2031; and • 4,600,000 Tranche C Incentive Options with an exercise price of $0.11 and expiry date of 30 June 2031. Jeremy Carter will have the opportunity to participate in further bonus plans, share plans and/or incentive plans approved by the Board from time to time in recognition of matters beyond the services he provides under the Carter Consulting Agreement.
Termination	Either party may terminate the agreement by providing at least 6 months' notice. The Company may elect to pay Jeremy Carter in lieu of notice based on his base fees. Jeremy Carter's agreement may also be terminated by the Company without notice and with immediate effect for cause.
Restraints	Jeremy Carter's agreement includes non-compete and non-solicitation provisions which operate until 6 months post-employment.

Schedule 5

Terms and conditions of Incentive Options

Entitlement

1 Each Incentive Option issued by the Company in accordance with these terms and conditions (**Terms**) entitles its holder (**Optionholder**), upon the satisfaction of the Vesting Conditions (as defined below) and exercise, to the issue of 1 fully paid ordinary share in the Company (**Share**).

Exercise price

2 The exercise price of each Incentive Option is $0.11 (**Exercise Price**).

Vesting Conditions

3 The Incentive Options will be issued subject to the following vesting conditions (**Vesting Conditions**):

Tranche	Vesting Conditions	Vesting Condition Test Date	Expiry Date
Tranche A	If the post-tax IRR for the Tiris Uranium Project in the Definitive Feasibility Study is: (1) ≥25%, but less than 30%, then 40% of the Tranche A Incentive Options will vest; or (2) ≥30%, then 50% of the Tranche A Incentive Options will vest.	30/06/2027	30/06/2029
	If the Board makes a FID to develop the Tiris Uranium Project: (1) before 30 June 2027, then 42.5% of the Tranche A Incentive Options will vest; or (2) before 31 March 2027, then 50% of the Tranche A Incentive Options will vest.		
Tranche B	If construction of the Tiris Uranium Project as at 30 June 2029 is: (1) 50% complete, then 58.08% of the Tranche B Incentive Options will vest; (2) 75% complete, then 74.8% of the Tranche B Incentive Options will vest; or (3) 100% complete, then 80% of the Tranche B Incentive Options will vest.	30/06/2029	1/11/2031
	A further 5% of the Tranche B Incentive Options will vest for each of the following that is satisfied (up to a maximum of 20%): (1) the roles of general manager, manager and superintendent for the Tiris Uranium Project are filled; (2) 70% of roles for the development of the Tiris Uranium Project have been trained and competency tested; (3) there are fewer than 100 supervisor or lower roles for the Tiris East deposit; and (4) at least 25% of the workforce for the development of the Tiris Uranium Project are women.		
Tranche C	The vesting of 47% of the Tranche C Incentive Options will be determined by measuring the Company's total shareholder return (**TSR**) against the TSR of a comparator group of companies comprising Lotus Resources Limited, Peninsula Energy Limited, Boss Energy Limited, Bannerman Energy Limited and Deep Yellow Limited over the period from 1 July 2026 to 30 June 2029. The 47% of the Tranche C Incentive Options will vest depending on the	30/06/2029	30/06/2031

Tranche	Vesting Conditions	Vesting Condition Test Date	Expiry Date
	Company's percentile ranking with the comparator group as follows: (1) if the Company ranks at or below the 25th percentile, none of those Tranche C Incentive Options will vest; and (2) for each percentile at or above the 26th percentile up to the 75th percentile, a further 2% of those Tranche C Incentive Options will vest (with 100% vesting where the Company ranks at or above the 75th percentile).		
	If the combined Measured and Indicated Mineral Resource estimate for U_3O_8 (at a cut-off grade of 100 parts per million) for the Tiris Uranium Project is: (1) 100-175 Mlbs, then 23.1% of the Tranche C Incentive Options will vest; (2) 176-250 Mlbs, then 29.75% of the Tranche C Incentive Options will vest; or (3) >250 Mlbs, then 35% of the Tranche C Incentive Options will vest.		
	If: (1) a licence for exploitation and/or exploration for the Company's Häggån Project in Sweden is granted to a member of the Group, then 9% of the Tranche C Incentive Options will vest; or (2) one of the following events occurs: (a) a scheme of arrangement under Part 5.1 of the Corporations Act between the Company and its members (excluding a scheme of arrangement for the purposes of a corporate restructure) becomes "Effective" (that is, upon the order of the Court made under section 411(4)(b) of the Corporations Act in relation to the scheme of arrangement coming into effect under section 411(10) of the Corporations Act); (b) a Takeover Bid for Shares in the Company is declared or becomes unconditional and the person making the Takeover Bid acquires a Relevant Interest in at least 90% of Shares in the Company on a fully diluted basis under the Takeover Bid; or (c) a person who did not previously do so acquires, or becomes the holder of, all or substantially all of the Group's business or assets, then 18% of the Tranche C Incentive Options will vest.		

4 The Incentive Options will only vest if the applicable Vesting Condition(s) are satisfied at the applicable Vesting Condition Test Date, unless otherwise waived by the Board (in its absolute discretion), but subject always to ongoing compliance with the *Corporations Act 2001* (Cth) (**Corporations Act**), the ASX Listing Rules and applicable law.

5 The Company will notify the Optionholder in writing upon the satisfaction or waiver of the applicable Vesting Condition(s) (**Vesting Notification**).

Exercise Notice

6 The Incentive Options may be exercised only once by the Optionholder by:

6.1 delivering a written notice (**Exercise Notice**) to the Company after the Company has issued a Vesting Notification to the Optionholder and before 5:00pm (Australian Western Standard Time) on the Expiry Date (as defined below) which is duly executed by the Optionholder and which specifies the number of Incentive Options being exercised (**Relevant Number**); and

6.2 payment to the Company in immediately available funds of an amount equal to the Exercise Price multiplied by the Relevant Number of Incentive Options being exercised (**Settlement Price**).

Term and expiry

7 Each Incentive Option that is not exercised will expire on the earlier of:

7.1 5:00pm (Australian Western Standard Time) on the applicable expiry date set out in clause 3 of these Terms (**Expiry Date**); and

7.2 the date that the Board determines (acting reasonably) that it is impossible for the Vesting Condition(s) for the Incentive Option(s) to be met.

8 Where the Optionholder becomes a Good Leaver, the number of Tranche A, Tranche B and Tranche C Incentive Options respectively held by the Optionholder at that time will be reduced in accordance with the following formula (rounded down to the nearest whole number):

RNO = A x (B / C)

where:

RNO means the reduced number of Incentive Options in the relevant tranche;

A means the number of Incentive Options in the relevant tranche held by the Optionholder immediately before they became a Good Leaver;

B means the number of days in the period commencing on the Commencement Date and ending on the date the Optionholder becomes a Good Leaver; and

C means the number of days in the period commencing on the Commencement Date and ending on the Vesting Condition Test Date for the relevant tranche of Incentive Options.

9 Where the Optionholder becomes a Bad Leaver, all unvested Incentive Options held by the Optionholder at that time will automatically lapse.

Timing of the issue of Shares upon exercise and quotation

10 The Company must within 5 Business Days after receipt by it of an Exercise Notice and subject to receipt by it of the Settlement Price:

10.1 issue to the Optionholder the Relevant Number of Shares; and

10.2 issue, or cause to be issued, to the Optionholder a holding statement for the Relevant Number of Shares.

11 If the Company is admitted to the official list of the ASX at the time any Shares are issued upon the exercise of an Incentive Option, then the Company must apply to the ASX for official quotation of those Shares as soon as practicable, and in any event within 2 Business Days, after the date that the Shares are issued.

Escrow

12 The holder of a Share issued upon exercise of an Incentive Option:

12.1 agrees to that Share being held on the issuer sponsored subregister of the Company, and to the application of a Holding Lock to that Share from the date of issue of that Share until the date 12 months thereafter (**Escrow Period**); and

12.2 during the Escrow Period, must not:

12.2.1 Dispose of, or agree to offer to Dispose of, that Share;

12.2.2 create, or agree or offer to create, any security interest in that Share; or

12.2.3 do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of that Share,

unless expressly permitted by these Terms or otherwise agreed to in writing by the Company.

13 The Company undertakes to remove, or procure the removal of, the Holding Lock on a Share issued upon exercise of an Incentive Option promptly and, in any event, within 2 Business Days after the expiry of the Escrow Period.

14 The restrictions in clause 12 of these Terms (**Escrow Restrictions**) do not prevent the holder of a Share issued upon exercise of an Incentive Option from Disposing of that Share during the Escrow Period if the ASX Listing Rules would permit the lifting of the Escrow Restrictions if escrow was imposed pursuant to Chapter 9 of the ASX Listing Rules, and the Company undertakes to lift the Holding Lock applied to that Share to allow any such Disposal of that Share to occur.

15 Clauses 12 to 14 of these Terms will cease to apply to a Share issued upon the exercise of an Incentive Option if the Company, in its absolute discretion, gives to the ASX a notice under section 708A(5)(e) of the Corporations Act within 5 Business Days after the date that the Share is issued or lodges a prospectus with ASIC that qualifies that Share for resale under section 708A(11) of the Corporations Act after the date that the Share is issued.

Shares issued upon exercise

16 The Shares issued upon exercise of the Incentive Options will rank equally in all respects with the Company's fully paid ordinary shares then on issue, except that Shares issued after a Record Date for a dividend will not carry an entitlement to receive that dividend.

Optionholder rights

17 An Optionholder is not entitled to:

17.1 notice of, or to vote or attend at, a meeting of the shareholders of the Company;

17.2 receive any dividends declared by the Company; or

17.3 participate in any new issues of securities offered to shareholders during the term of the Incentive Options,

unless and until the Incentive Options are exercised and the Optionholder holds Shares.

Adjustment for Bonus Issue

18 If there is a Bonus Issue to holders of Shares, the number of Shares over which an Incentive Option is exercisable is increased by the number of Shares which the holder of the Incentive Option would have received if the Incentive Option had been exercised before the Record Date for the Bonus Issue.

Adjustment for rights issue

19 If the Company makes an issue of Shares pro rata to existing shareholders (other than an issue in lieu of, or in satisfaction of, dividends or by way of dividend reinvestment) there will be no adjustment to an Incentive Option.

Adjustment for reorganisation

20 If, before exercise or expiry of any Incentive Options, the Company implements a reorganisation of its capital:

20.1 all rights of the Optionholder are to be changed in a manner consistent with the ASX Listing Rules at the time of completion of the reorganisation;

20.2 the Company must notify the Optionholder of any proposed variation to the terms of the Incentive Options no less than 5 Business Days prior to the date of variation; and

20.3 the Company must provide confirmation to the Optionholder immediately after the date of variation that the terms of the Incentive Options have been varied as proposed.

Change of Control Event

21 For the purposes of these Terms, a **Change of Control Event** occurs if:

21.1 the Company announces that its shareholders have at a court convened meeting of shareholders voted in favour, by the necessary majority, of a proposed scheme of arrangement (excluding a merger by way of scheme of arrangement for the purposes of a corporate restructure (including change of domicile, or any reconstruction, consolidation, sub-division, reduction or return) of the issued capital of the Company) and the court, by order, approves the scheme of arrangement;

21.2 a Takeover Bid:

21.2.1 is announced;

21.2.2 has become or been declared unconditional; and

21.2.3 the person making the Takeover Bid has acquired a Relevant Interest in more than 50% of the issued Shares;

21.3 any person acquires a beneficial interest in 50.1% or more of the issued Shares by any other means; or

21.4 the announcement by the Company that a sale or transfer (in one transaction or a series of related transactions) of the whole or substantially the whole of the undertaking and business of the Company has been completed.

22 If a Change of Control Event occurs, all unvested Incentive Options will automatically vest, unless the Board determines otherwise in its absolute discretion.

23 For the purposes of these Terms, **Takeover Bid** and **Relevant Interest** have the meaning given to those terms under section 9 of the Corporations Act.

Clawback

24 The Board may determine at any time give written notice (**Clawback Notice**) to an Optionholder requiring them to relinquish all or some of the Incentive Options held by them at the time of delivery to them of the Clawback Notice if a workplace fatality, material environmental incident, material misstatement of the Company's results occurs or the Optionholder has engaged in serious misconduct.

25 An Optionholder must comply with a Clawback Notice given to them and do as the Clawback Notice requires within such reasonable time period as may be specified in the Clawback Notice.

26 A Clawback Notice may be given to an Optionholder whether or not they are still in service with the Group.

Quotation of Incentive Options

27 No application for quotation of the Incentive Options will be made by the Company.

Incentive **Options not transferable**

28 The Incentive Options are not transferable without the Company's prior written consent.

Variation

29 Subject to the ASX Listing Rules, these Terms may be varied at any time by written agreement between the Company and the Optionholder.

Governing law

30 These Terms and the Incentive Options are governed by the law in force in Western Australia.

Definitions

31 For the purposes of these Terms:

31.1 **Bonus Issue**, **Business Day**, **Dispose**, **Holding Lock** and **Record Date** have the meanings given to them in the ASX Listing Rules;

31.2 **Bad Leaver** means the Optionholder's engagement with Group is terminated by the Company for cause;

31.3 **Commencement Date** means the date on which the Optionholder commenced service with the Group;

31.4 **Good Leaver** means the Optionholder ceases employment or engagement with the Group after at least 12 months of service to the Group and is not a Bad Leaver; and

31.5 **Vesting Condition Test Date** means, in relation to a Vesting Condition, the date as at which it is determined whether and, if so the extent to which, the Vesting Condition is satisfied.

Aura Energy Limited
ABN 62 115 927 681

Need assistance?

Phone:
1300 544 913 (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 **3:00pm (AEDT) 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: If you are entitled to cast two or more votes, you may 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 (Cth)*) 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: 189360

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.

☐ **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 Aura Energy Limited hereby appoint

☐ **the Chairperson of the Meeting** **OR** _____

PLEASE NOTE: Leave this box blank if you have selected the Chairperson 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 Chairperson 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 Aura Energy Limited to be held in person at the offices of Corrs Chambers Westgarth, Quay Quarter Tower, 50 Bridge Street, Sydney, New South Wales, Australia and virtually via the Company's online meeting platform at 3:00pm (AEDT) on Thursday, 26 November 2026 and at any adjournment or postponement of that meeting.

Chairperson authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairperson of the Meeting as my/our proxy (or the Chairperson becomes my/our proxy by default), I/we expressly authorise the Chairperson to exercise my/our proxy on Resolutions 1 and 8 to 11 (except where I/we have indicated a different voting intention in Step 2) even though Resolutions 1 and 8 to 11 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairperson.

Important Note: If the Chairperson of the Meeting is (or becomes) your proxy, you can direct the Chairperson to vote for or against or abstain from voting on Resolutions 1 and 8 to 11 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
1	Remuneration Report	☐	☐	☐
2	Re-election of Mr Warren Mundine AO as Director	☐	☐	☐
3	Re-election of Mr Patrick Mutz as Director	☐	☐	☐
4	Election of Mr Martin Rogers as Director	☐	☐	☐
5	Ratification of prior issue of Placement Shares under Listing Rule 7.1	☐	☐	☐
6	Ratification of prior issue of Placement Shares under Listing Rule 7.1A	☐	☐	☐
7	Ratification of prior issue of Shares to Consultant	☐	☐	☐
8	Ratification of agreement to issue Options to Foreign Native Limited	☐	☐	☐
9	Ratification of agreement to issue Options to Mr Jeremy Carter	☐	☐	☐
10	Approval for issue of Incentive Options to Mr Philip Mitchell	☐	☐	☐
11	Approval for issue of Incentive Options to Mr John Carr	☐	☐	☐
12	Approval of Additional 10% Placement Capacity	☐	☐	☐

The Chairperson of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairperson 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