ABN: 91 064 820 408

US: 350 W Phillips Road
Greer, SC 29650 USA

AU: Level 3, 62 Lygon Street
Carlton, VIC 3053

ASX | 21 October 2026

2026 Annual General Meeting

Sydney (Australia), Greer (South Carolina, US) – 21 October 2026: In accordance with ASX Listing Rule 3.17, attached are the following documents:

1. A letter to shareholders regarding arrangements for the 2026 Annual General Meeting as despatched to shareholder in lieu of the Notice of Meeting;

2. Notice of Annual General Meeting; and

3. Proxy Form.

ENDS

Authorised for release by the Board of Directors of Alexium International Group Limited.

About Alexium International Group Limited

Alexium International Group Limited (ASX: AJX) is a performance chemicals provider for advanced materials applications with a focus on flame retardancy and thermal management. The Company is driven by an innovation model for addressing market gaps with patent-protected technologies. These high-performance products have applications for several industries and can be customised to meet customer needs. Key markets for Alexium are bedding, body armour, military uniforms and workwear. Alexium brands include AlexiCool®, AlexiFlam®, Eclipsys®, BioCool® and DelCool™. For additional information about Alexium, please visit www.alexiuminternational.com.

For further information please contact:
Billy Blackburn
ir@alexiuminternational.com
+ 1.803.715.3641

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Carlton, VIC 3053

21 October 2026

Alexium International Group Limited – 2026 Annual General Meeting

Dear Shareholder,

Alexium International Group Limited (ASX: AJX) ("**Alexium**" or "**the Company**") is pleased to invite shareholders to attend the Annual General Meeting ("**AGM**" or "**the Meeting**") to be held on **Thursday, 19 November 2026** at **10:00 am (AEDT)** at the **offices of PwC, Level 17, One International Towers, Barangaroo NSW 2000**. Arrangements will be made to live stream the AGM and details on how to join/ watch the Meeting online will be announced closer to the AGM.

Meeting Materials

The Notice of AGM, the accompanying Explanatory Memorandum and the Proxy Form ("**Meeting Materials**") are being made available to shareholders electronically.

You can access the Meeting Materials using the following link: https://www.alexiuminternational.com/. Alexium's 2026 Annual Report can be accessed by using the same link.

In accordance with sections 110C-110K of the Corporations Act 2001 (Cth) (as inserted by the Treasury Laws Amendment (2021 Measures No.1) Act 2021 (Cth), Shareholders will not be sent a hard copy of the Notice or Proxy Form unless Shareholders have already notified the Company that they wish to receive documents such as the Notice and Proxy Form in hard copy.

Voting

Shareholders are strongly encouraged to submit their Proxy Forms as soon as possible.

Online scan the QR code below using your smartphone	Lodge the Proxy Form online at https://investor.automic.com.au/#/loginsah Login to the Automic website using the holding details as shown on your holding statement. 1. Click on 'Meetings' - 'Vote'. To use the online lodgment facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown at the top of your holding statement.

For further information on the online proxy lodgment process, or if you require a hard copy Proxy Form, please contact the Company's Share Registry, Automic Registry Services (**Automic**), at

hello@automicgroup.com.au or via phone on 1300 288 664 (within Australia) or +61 2 9698 5414 (overseas).

For your voting instructions to be valid and counted towards this Meeting, please ensure that your online lodgement is received no later than 10:00 am (AEDT) on Tuesday, 17 November 2026.

Voting instructions received after this time will not be valid for the scheduled Meeting.

Shareholder queries in relation to the Meeting

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 450 253059.

Copies of all Meeting related material including the Notice and the Company's Annual Report are available to download from the Company's website and the Company's ASX market announcements platform. In the event it is necessary or appropriate for the Company to make alternative arrangements for the Meeting, information will be provided to Shareholders via the ASX and the Company's website.

As a valued shareholder of the Company, we look forward to your participation in the Meeting.

Sandra McIntosh
Company Secretary

ALEXIUM INTERNATIONAL GROUP LIMITED
ACN 064 820 408
NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME:	10:00 am (AEDT)
DATE:	Thursday, 19 November 2026
VENUE:	PwC Level 17, One International Towers BARANGAROO NSW 2000

The business of the Meeting affects your shareholding, and your vote is important.

This Notice of Meeting 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 prior to voting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 7:00 pm (AEDT) on Tuesday, 17 November 2026.

BUSINESS OF THE MEETING

FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2026 together with the declaration of the directors, the directors' report, the Remuneration Report and the auditor's report.

Note: This item of business is for discussion only and is not a resolution.

1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

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

> *"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's Annual Report for the financial year ended 30 June 2026."*

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

2. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – PAUL STENSON

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

> *"That, for the purposes of clause 15.2(a) of the Constitution, Listing Rule 14.4, and for all other purposes, Paul Stenson, a director who retires by rotation, and being eligible, be re-elected as a director."*

3. RESOLUTION 3 - ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – SIMON MOORE

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

> *"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of up to that number of Shares to Simon Moore (or his nominee), which, when multiplied by the deemed issue price, will be equivalent to up to US$100,000, in lieu of Directors' fees for the 12-month remuneration period from 1 July 2026 to 30 June 2027 under the ESIP on the terms and conditions as set out in the Explanatory Memorandum."*

4. RESOLUTION 4 – ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – PAUL STENSON

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

> *"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of up to that number of Shares to Paul Stenson (or his nominee), which, when multiplied by the deemed issue price, will be equivalent to up to US$65,000, in lieu of Directors' fees for the remuneration period 1 July 2026 to 30 June 2027, under the ESIP on the terms and conditions as set out in the Explanatory Memorandum."*

5. RESOLUTION 5 – ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – RANDALL LANE

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

> *"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of up to that number of Shares to Randall Lane (or his nominee), which, when multiplied by the deemed issue price, will be equivalent to up to US$55,000, in lieu of Directors' fees for the remuneration period 1 July 2026 to 30 June 2027, under the ESIP on the terms and conditions as set out in the Explanatory Memorandum."*

6. RESOLUTION 6 – ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – MARTYN STRICKLAND

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of up to that number of Shares to Martyn Strickland (or his nominee), which, when multiplied by the deemed issue price, will be equivalent to up to US$55,000, in lieu of Directors' fees for the remuneration period 1 July 2026 to 30 June 2027, under the ESIP on the terms and conditions as set out in the Explanatory Memorandum."

7. RESOLUTION 7 – ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – JAMES WILLIAMSON

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of up to that number of Shares to James Williamson (or his nominee), which, when multiplied by the deemed issue price, will be equivalent to up to US$60,000, in lieu of Directors' fees for the remuneration period 1 July 2026 to 30 June 2027, under the ESIP on the terms and conditions as set out in the Explanatory Memorandum."

8. RESOLUTION 8 – GRANT OF FY2027 SHARE APPRECIATION RIGHTS (SARS) TO RELATED PARTY – WILLIAM (BILLY) BLACKBURN

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue up to 18,112,500 Share Appreciation Rights to William Blackburn (or his nominee) for the 12-month period from 1 July 2026 to 30 June 2027 under the SAR Plan on the terms and conditions as set out in the Explanatory Memorandum."

9. RESOLUTION 9 – GRANT OF SHARE APPRECIATION RIGHTS TO RELATED PARTY – RANDALL LANE LONG TERM EQUITY INCENTIVE

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue up to 24,307,692 Share Appreciation Rights to Randall Lane (or his nominee) under the SAR Plan on the terms and conditions as set out in the Explanatory Memorandum."

10. RESOLUTION 10 – APPROVAL OF 7.1A MANDATE

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

"That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Memorandum."

Dated: 21 October 2026

By order of the Board

Sandra McIntosh
Company Secretary

VOTING PROHIBITION AND EXCLUSION STATEMENT

Corporations Act Voting Prohibitions

Resolution 1 – Adoption of Remuneration Report	In accordance with sections 250(BD)(2) and 250R, a vote on this Resolution must not be cast: (a) by or on behalf of a member of the Key Management Personnel, details of whose remuneration 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) as a proxy by a member of the Key Management Personnel at the date of the Meeting, or their Closely Related Parties. However, a person (the **voter**) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either: (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or (b) the voter is the Chair and the appointment of the Chair as proxy: (i) does not specify the way the proxy is to vote on this Resolution; and (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.
Resolution 3 - Issue of Shares in lieu of FY2027 Director Fees – Simon Moore **Resolution 4 – Issue of Shares in lieu of FY2027 Director Fees – Paul Stenson** **Resolution 5 – Issue of Shares in lieu of FY2027 Director Fees – Randall Lane** **Resolution 6 – Issue of Shares in lieu of FY2027 Director Fees – Martyn Strickland** **Resolution 7 – Issue of Shares in lieu of FY2027 Director Fees – James Williamson** **Resolution 8 – Grant of FY2027 Share Appreciation Rights to Related Party – William (Billy) Blackburn** **Resolution 9 – Grant of Share Appreciation Rights to Related Party – Randall Lane for Long Term Incentive Plan**	A person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if: (a) the proxy is either: (i) a member of the Key Management Personnel; or (ii) a Closely Related Party of such a member; and (b) the appointment does not specify the way the proxy is to vote on this Resolution. However, the above prohibition does not apply if: (a) the proxy is the Chair; and (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Listing Rules Voting Exclusions

In accordance with the Listing Rule 14.11, the Company will disregard votes cast in favour of the Resolution set out below by or on behalf of the following persons:

Resolution 3 - Issue of Shares in lieu of FY2027 Director Fees – Simon Moore	Simon Moore (or their nominee(s)) and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the ESIP, or an associate of that person or those persons.
Resolution 4 – Issue of Shares in lieu of FY2027 Director Fees – Paul Stenson	Paul Stenson (or their nominee(s)) and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the ESIP, or an associate of that person or those persons.
Resolution 5 – Issue of Shares in lieu of FY2027 Director Fees – Randall Lane	Randall Lane (or their nominee(s)) and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the ESIP, or an associate of that person or those persons.
Resolution 6 – Issue of Shares in lieu of FY2027 Director Fees – Martyn Strickland	Martyn Strickland (or their nominee(s)) and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the ESIP, or an associate of that person or those persons.
Resolution 7 – Issue of Shares in lieu of FY2027 Director Fees – James Williamson	James Williamson (or their nominee(s)) and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the ESIP, or an associate of that person or those persons.
Resolution 8 – Grant of FY2027 Share Appreciation Rights to Related Party – William (Billy) Blackburn	William Blackburn (or their nominee(s)) and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the SAR Plan, or an associate of that person or those persons.
Resolution 9 – Grant of Share Appreciation Rights to Related Party – Randall Lane Long Term Incentive	Randall Lane (or their nominee(s)) and any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the SAR Plan, or an associate of that person or those persons.

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

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

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

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

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

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

Voting in person

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

Voting by proxy

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 450 253059.

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

FINANCIAL STATEMENTS AND REPORTS

In accordance with the Constitution, the business of the Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2026 together with the declaration of the directors, the directors' report, the Remuneration Report and the auditor's report.

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

The Company's annual financial report is available on its website at https://alexiuminternational.com/investors/documents.

1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

1.1 General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report to be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the company or the directors of the company.

The remuneration report sets out the company's remuneration arrangements for the directors and senior management of the company. The remuneration report is part of the directors' report contained in the annual financial report of the company for a financial year.

The chair of the meeting must allow a reasonable opportunity for its shareholders to ask questions about or make comments on the remuneration report at the annual general meeting.

1.2 Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company (**Spill Resolution**) if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting (**Spill Meeting**) within 90 days of the second annual general meeting.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the most recent financial year) was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

1.3 Previous voting results

At the Company's previous annual general meeting the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Meeting.

2. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – PAUL STENSON

2.1 General

The Listing Rules and clause 15.2(a) of the Constitution provide that a director may not hold office past the third annual general meeting following the director's appointment or 3 years, whichever is longer, without being re-elected. Dr Stenson, who has served as a Director since 15 June 2020 and was last re-elected on 15 November 2023, retires and seeks re-election.

2.2 Profile

Dr Stenson was President and CEO of StanChem Inc. from January 2018 to April 2024. StanChem inc. is comprised of two companies – StanChem Polymers which is a manufacturer of water-based polymers for the coatings and adhesives industries, and Albi Protective Coatings which focuses on the specialty sector of fire protective intumescent paints and speciality high performance industrial coatings.

Prior to joining StanChem in 2017, Dr Paul Stenson worked as a global technology director at Axalta Coating Systems. Between 2011 and 2016, Dr Stenson was the executive vice president of technology and product development at Ahlstrom for nonwoven and specialty high performance paper products. Prior to joining Ahlstrom, Dr Stenson was the vice president of technology for industrial and packaging coatings at Valspar based in Minneapolis and Zurich, Swtizerland from 1993 until 2011. Dr Stenson is also the chairman of TopChem Pharmaceuticals (Ireland) which is a manufacturer of active pharmaceutical ingredients.

2.3 Independence

If re-elected, the Board considers that Dr Stenson will be an independent Director.

If this Resolution is passed, Dr Stenson will be re-elected to the Board as a non-independent Director.

If this Resolution is not passed, Mr Stenson will not continue in his role as a Director. The Company may seek nominations or otherwise identify suitably qualified candidates to join the Company. As an additional consequence, this may detract from the Board and Company's ability to execute on its strategic vision.

2.4 Board recommendation

Having received an acknowledgement from Dr Stenson that he will have sufficient time to fulfil his responsibilities as a Director and having reviewed the performance of Dr Stenson since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Board (with Dr Stenson abstaining) supports the election of Paul Stenson and recommends that Shareholders vote **in favour** of Resolution 2.

3. RESOLUTIONS 3 TO 7 – ISSUE OF SHARES TO NON-EXECUTIVE DIRECTORS IN LIEU OF DIRECTORS' FEES

3.1 Background

These Resolutions seek Shareholder approval for the purposes of Listing Rule 10.14 for the issue of Shares to the Non-Executive Directors (Mr Lane, Mr Moore, Dr Stenson, Mr Strickland and Mr Williamson) (or their nominee(s)) in lieu of directors' fees pursuant to the ESIP on the terms and conditions set out below.

Each of Mr Lane, Mr Moore, Dr Stenson, Mr Strickland and Mr Williamson have executed Letters of Appointment with the Company pursuant to which the Directors agreed to provide services to the Company as Non-Executive Directors in return for receipt of fees for acting as Directors.

In consultation with the Board, each of Mr Lane, Mr Moore, Dr Stenson, Mr Strickland and Mr Williamson have elected to sacrifice either the full amount, or a portion of their remuneration, to acquire Shares in the Company over the FY27 period.

DIRECTOR	RESOLUTION	REMUNERATION PERIOD	REMUNERATION PAYABLE
Simon Moore	3	1 July 2026 to 30 June 2027	US$100,000
Paul Stenson	4	1 July 2026 to 30 June 2027	US$65,000
Randall Lane	5	1 July 2026 to 30 June 2027	US$55,000
Martyn Strickland	6	1 July 2026 to 30 June 2027	US$55,000
James Williamson	7	1 July 2026 to 30 June 2027	US$60,000

These Resolutions are intended to provide flexibility for the Company to satisfy up to 100% of the Directors' fees for the period from 1 July 2026 to 30 June 2027 through the issue of Shares, subject to the agreement of each Director, enabling the Company to conserve its cash reserves.

Each Director has agreed to receive Shares in lieu of 100% of their Directors' fees (other than Dr Stenson who has agreed to receive 50% of their Directors' fees) for the period from 1 July 2026 to 31 December 2027. The election to receive Shares in lieu of Directors' fees for the period 1 January 2027 to 30 June 2027 will be considered by each of the Directors in December 2026.

The maximum number of Shares to be issued to each Director who elects to participate in the salary sacrifice arrangement will be determined on a monthly basis by first dividing the participating director's annual fees in USD by 12 to ascertain the monthly director's fees in USD. Then, for each month of salary sacrifice, the monthly director's fees in USD will be converted to AUD using the average USD-AUD exchange rate for the relevant month of service which is then divided by the volume weighted average price of Shares as calculated over the last five consecutive trading days of the relevant month of service (**5-Day VWAP**). The relevant formula is set out below.

$$\text{Shares issued per month} = \frac{\text{Monthly Sacrificed Remuneration (AUD)}}{\text{5-Day VWAP}}$$

As noted above, the maximum number of Shares which may be issued to each of the Directors (or their nominees) pursuant to Resolutions 3 to 7 will be determined based on the monthly 5-Day VWAP and the relevant exchange rate for each month of service to which the fees relate and as at the date of this Notice cannot be calculated for future months.

The proposed issues are considered to be a cost effective and efficient method to remunerate the Directors and preserve the Company's cash reserves.

3.2 Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act requires that for a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

iv. obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and

v. give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue constitutes giving a financial benefit and each of the proposed recipients are a related party of the Company by virtue of being a Director.

When the agreement to issue the Shares was reached in June 2026, the Board (with the interested Directors abstaining) considered that Shareholder approval pursuant to Chapter 2E of the Corporations Act was not required in respect of the issue, because the agreement to issue the Shares, reached as part of the remuneration packages for the non-executive Directors was considered to be reasonable remuneration in the circumstances (in light of the circumstances of the Company, the quantum of the Shares proposed to be issued, the responsibilities held by each non-executive Director) and was negotiated on

an arm's length basis. Additionally, the Shares will be issued in lieu of and not in addition to cash remuneration to which each Director is otherwise entitled.

3.3 ASX Listing Rule 10.14

Listing Rule 10.14 provides that an entity must not permit any of the following persons to acquire equity securities under an employee incentive scheme without the approval of the holders of its ordinary securities:

10.14.1 a director of the entity;

10.14.2 an associate of a director of the entity; or

10.14.3 a person whose relationship with the entity or a person referred to in Listing Rules 10.14.1 to 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by security holders.

The issue falls within Listing Rule 10.14.1 and therefore requires the approval of Shareholders under Listing Rule 10.14.

3.4 Technical information required by Listing Rule 14.1A

If any of Resolutions 3 - 7 are passed, the Company will be able to proceed with the relevant issue within three years after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules). As approval pursuant to Listing Rule 7.1 is not required for each relevant issue (because approval is being obtained under Listing Rule 10.14), the relevant issue will not use up any of the Company's 15% annual placement capacity.

If any of Resolutions 3 – 7 are not passed, the Company will not be able to proceed with the proposed issue the subject of the relevant Resolution, and therefore, the Company will be required to pay cash to the relevant Director for their remuneration.

3.5 Technical Information required by ASX Listing Rule 10.15

The following information is provided to Shareholders for the purposes of ASX Listing Rule 10.15:

vi. The Shares will be issued to the Directors (or their nominees) as set out in Section 3.1.

vii. Each of the persons in Resolutions 3 to 7 falls within the category set out in Listing Rule 10.14.1 as they are a related party of the Company by virtue of being a Director. Any nominee(s) who receive Securities may constitute 'associates' for the purposes of Listing Rule 10.14.2.

viii. The maximum number of Shares to be issued under each Resolution will be determined in accordance with the formula set out in Section 3.1.

ix. The current total remuneration for each of the Directors:

1. Mr Simon Moore – total remuneration package is US$100,000, comprising of directors' fees of US$100,000;

2. Dr Paul Stenson – total remuneration package is US$65,000 comprising of directors' fees of US$65,000;

3. Mr Randall Lane - total remuneration package is US$55,000 comprising of directors' fees of US$55,000; Mr Lane has taken the role of Interim Chief Operating Officer effective July 2026 and will be remunerated separately for this role.

4. Mr Martyn Strickland – total remuneration package is US$55,000 comprising of directors' fees of US$55,000; and

5. James Williamson - total remuneration package is US$60,000 comprising of directors' fees of US$60,000.

The remuneration packages for the Directors will not increase as a result of the Shares issued (if approved), as the Shares will be issued in lieu of cash fees.

x. The following Securities have been previously issued under the ESIP

(i) 66,491,935 Share Appreciation Rights to Billy Blackburn;

(ii) 3,157,570 Fully Paid Ordinary Shares to Randall Lane;

(iii) 3,157,570 Fully Paid Ordinary Shares to Paul Stenson;

(iv) 9,715,591 Fully Paid Ordinary Shares to Simon Moore;

(v) 4,857,803 Fully Paid Ordinary Shares to Martyn Strickland

(vi) 8,063,233 Share Appreciation Rights to Randall Lane

(vii) 66,491,935 Share Appreciation Rights to Robert Brookins; and

(viii) 8,373,970 Fully Paid Ordinary Shares to James Williamson.

xi. The Shares will be fully paid on issue and rank equally in all aspects with all existing fully paid ordinary shares on issue in the Company.

xii. The Company has agreed to issue the Shares for the following reasons:

1. the issue will align the interests of the recipient with those of Shareholders;

2. the issue is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit 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 the Directors; and

3. it is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Shares on the terms proposed.

xiii. The Company intends to issue the Shares on a six-monthly basis (subject to each Director electing to participate in the salary sacrifice arrangement) as follows:

1. Shares for the period from 1 July 2026 to 31 December 2026 are expected to be issued shortly after the lodgement of the half year financial results; and

2. Shares for the period 1 January 2027 to 30 June 2027 are expected to be issued shortly after the lodgement of the annual results.

If Mr Moore, Dr Stenson, Mr Lane, Mr Strickland or Mr Williamson cease to be a Director, no further Shares will be issued to the relevant Director, other than any Shares to be issued for Director fees accrued up to the date the relevant Directorship ceases.

The Company will not issue any Shares later than three years after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).

xiv. The Shares will be issued at a nil issue price in accordance with the formula set out in Section 3.1.

xv. The material terms of the ESIP are included in Schedule 1 of the Notice of Meeting.

xvi. There will be no loan made in connection with the acquisition of the Shares.

xvii. Details of any Securities issued under the ESIP will be published in each Annual Report of the Company relating to a period which securities have been issued, along with a statement that approval for the issue of the Securities was obtained under ASX Listing Rule 10.14.

xviii. Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of Securities under the ESIP after these Resolutions are approved and who were not named in the Notice of Meeting will not participate until approval is obtained under ASX Listing Rule 10.14.

3.6 Board recommendation

The Board (with Mr Lane, Mr Moore, Dr Stenson, Mr Strickland and Mr Williamson abstaining from their relevant Resolution) recommends that Shareholders vote in favour of Resolutions 3, 4, 5, 6 and 7).

4. RESOLUTION 8 – GRANT OF FINANCIAL YEAR ENDING 30 JUNE 2027 SHARE APPRECIATION RIGHTS TO RELATED PARTY – WILLIAM (BILLY) BLACKBURN

4.1 Background

Resolution 8 seeks Shareholder approval for the purposes of Listing Rule 10.14 to issue and allot a maximum of 18,112,500 Share Appreciation Rights (**SARs**) pursuant to the Company's SAR Plan to Mr William Blackburn (or his nominee(s)) on the terms and conditions set out below.

Further details in respect of the SARs proposed to be issued are set out in the table below.

QUANTUM	VESTING CONDITION
18,112,500	The satisfaction of each of the following: (a) Mr Blackburn remaining engaged by the Company on 30 September 2029; and (b) the Closing Price being equal to or greater than A$0.025.

The numbers included in the Resolution are the sum of Mr Blackburn's annual grant under the Company's long term incentive plan, 18,112,500 SARs.

The number of Shares that may be issued on conversion of a SAR will be calculated as follows (with fractions of a Shares being disregarded):

$$\frac{CP - OP}{CP} \times N$$

Where:

CP = Closing Price which is the 20-trading day volume weighted average price of a Share calculated as at the vesting date of the relevant SAR, or, if the Shares are not traded on ASX, the market value of a Share at that time as determined by the Board in its absolute discretion.

OP = Opening Price which is the 20-trading day volume weighted average price of a Share calculated from the date of lodgement of the Company's annual report, or, if the Shares are not traded on ASX, the market value of a Share at that time as determined by the Board in its absolute discretion.

N = the total number of vested and exercised SARs in respect of which SAR Plan Shares are to be issued.

4.2 Chapter 2E of the Corporations Act

A summary of Chapter 2E of the Corporations Act is set out in Section 3.2 above.

The issue of the SARs to Mr Blackburn (or his nominee) constitutes giving a financial benefit, and he is a related party of the Company by virtue of being a Director.

The Directors (other than Mr Blackburn) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of SARs, because the agreement to issue the SARs, agreed as a means of a cashless incentive to Mr Blackburn in his ongoing role with the Company, is considered reasonable remuneration in the circumstances and was negotiated on an arm's length basis.

4.3 Listing Rule 10.14

A summary of Listing Rule 10.14 is set out in Section 3.3 above.

The issue falls within Listing Rule 10.14.1 and therefore requires the approval of Shareholders under Listing Rule 10.14.

4.4 Technical information required by Listing Rule 14.1A

If Resolution 8 is passed, the Company will be able to proceed with the issues within three years after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules). As approval pursuant to Listing Rule 7.1 is not required for the issues (because approval is being obtained under Listing Rule 10.14), the issues will not use up any of the Company's 15% annual placement capacity.

If Resolution 8 is not passed, the Company will not be able to proceed with the grant of those SARs to Mr Blackburn

4.5 Technical information required by ASX Listing Rule 10.15

Pursuant to and in accordance with the requirements of ASX Listing Rule 10.15, the following information is provided in relation to Resolution 8.

xix. The SARs will be issued to, Mr William Blackburn (or his nominee).

xx. Mr William Blackburn falls within the category set out in Listing Rule 10.14.1 as he is a related party of the Company by virtue of being a Director. Any nominee(s) of Mr William Blackburn who receive SARs may constitute 'associates' for the purposes of Listing Rule 10.14.2.

xxi. The maximum number of SARs to be granted to Mr Blackburn (or his nominee) is 18,112,500.

xxii. The current remuneration for Mr Blackburn is US$437,000 comprising of salary of US$336,000 and a potential short-term incentive payment of US$101,000.

xxiii. If the SARs are issued, the total remuneration package for Mr Blackburn will increase by US$15,000 to US$452,000, with such increase being the value of the Share Appreciation Rights based on the Black Scholes methodology.

xxiv. The total of 121,910,732 Share Appreciation Rights have been issued to Mr Blackburn under the SAR Plan since Mr. Blackburn joined the Company in September 2022. Of this total, 29,555,881 have since lapsed due to market conditions not being met, leaving 99,067,084 active SARs.

xxv. The Company has agreed to issue the SARs for the following reasons:

1. the issue of the SARs has no immediate dilutionary impact on Shareholders;
2. the issue will align the interests of Mr Blackburn with those of Shareholders and ensure that the incentives for Mr Blackburn are reflective of the value appreciation in the Company's Shares from the date of issue of the SARs;
3. the issue is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit 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 Blackburn; and
4. it is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the SARs on the terms proposed.

xxvi. The Company values the SARs at US$17,000 (being US$0.0037 per Class A SAR based on the Black Scholes methodology).

xxvii. It is expected that the SARs will be issued within one month after the Shareholder approval is obtained and, in any event, no later than three years after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the ASX Listing Rule) and it is anticipated that the SARs will be issued on one date.

xxviii. A summary of the material terms and conditions of the SAR Plan is set out in Schedule 2.

xxix. The SARs will be issued for nil cash consideration, and no cash consideration will be payable upon the vesting of the SARs or the subsequent issue of Shares (if any).

xxx. There will be no loan made to Mr Blackburn in relation to the acquisition of the SARs.

xxxi. Details of any Securities issued under the SAR Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

xxxii. Any additional person covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the SAR Plan, after this Resolution is approved, and who are not named in this Notice of Meeting, will not participate until approval is obtained under that rule.

4.6 Board recommendation

The Board (with Mr Blackburn abstaining) recommends that Shareholders vote in favour of Resolution 8.

5. RESOLUTION 9 – GRANT OF SHARE APPRECIATION RIGHTS TO RELATED PARTY – RANDALL LANE LONG TERM INCENTIVE

5.1 Background

On 1 Augst 2026, Mr Randall Lane was appointed as an Executive Director, undertaking an interim role as Chief Operational Officer. Resolution 9 seeks Shareholder approval for the purposes of Listing Rule 10.14 to issue and allot a maximum of 1,807,692 SARs pursuant to the Company's SAR Plan to Mr Randall Lane (or his nominee(s)) on the terms and conditions set out below.

Further details in respect of the SARs proposed to be issued are set out in the table below.

CLASS	QUANTUM	VESTING CONDITION
A	1,807,692	The satisfaction of each of the following: (a) Mr Lane remaining engaged by the Company on 30 September 2029; and (b) the Closing Price being equal to or greater than A$0.025.
B	7,500,000	Mr Lane remaining engaged by the Company on 30 September 2028
C	7,500,000	The satisfaction of each of the following: (c) Mr Lane remaining engaged by the Company on 30 September 2028; and (a) the Closing Price being equal to or greater than A$0.016.
D	7,500,000	The satisfaction of each of the following: (b) Mr Lane remaining engaged by the Company on 30 September 2028; and the Closing Price being equal to or greater than A$0.025.

The number of Shares that may be issued on conversion of a SAR will be calculated as follows (with fractions of a Shares being disregarded):

$$\frac{CP - OP}{CP} \times N$$

Where:

CP	=	Closing Price which is the 20-trading day volume weighted average price of a Share calculated as at the vesting date of the relevant SAR, or, if the Shares are not traded on ASX, the market value of a Share at that time as determined by the Board in its absolute discretion.
OP	=	Opening Price which is the 20-trading day volume weighted average price of a Share calculated as from the date of lodgement of the company's Annual Report, or, if the Shares are not traded on ASX, the market value of a Share at that time as determined by the Board in its absolute discretion.
N	=	the total number of vested and exercised SARs in respect of which SAR Plan Shares are to be issued.

5.2 Chapter 2E of the Corporations Act

A summary of Chapter 2E of the Corporations Act is set out in Section 4.b above.

The issue of the SARs to Mr Lane (or his nominee) constitutes giving a financial benefit and he is a related party of the Company by virtue of being a Director.

The Directors (other than Mr Lane) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of Share Appreciation Rights, because the agreement to issue the SARs, agreed as a means of a cashless incentive to Mr Lane in his ongoing role with the Company, is considered reasonable remuneration in the circumstances and was negotiated on an arm's length basis.

5.3 Listing Rule 10.14

A summary of Listing Rule 10.14 is set out in Section 3.3 above.

The issue falls within Listing Rule 10.14.1 and therefore requires the approval of Shareholders under Listing Rule 10.14.

5.4 Technical information required by Listing Rule 14.1A

If Resolution 9 is passed, the Company will be able to proceed with the issues within three years after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules). As approval pursuant to Listing Rule 7.1 is not required for the issues (because approval is being obtained under Listing Rule 10.14), the issues will not use up any of the Company's 15% annual placement capacity.

If Resolution 13 is not passed, the Company will not be able to proceed with the grant of the SARs to Mr Lane.

5.5 Technical information required by ASX Listing Rule 10.15

Pursuant to and in accordance with the requirements of ASX Listing Rule 10.15, the following information is provided in relation to Resolution 9.

xxxiii. The SARs will be issued to Mr Lane (or his nominee).

xxxiv. Mr Lane falls within the category set out in Listing Rule 10.14.1 as he is a related party of the Company by virtue of being a Director. Any nominee(s) of Mr Lane who receive SARs may constitute 'associates' for the purposes of Listing Rule 10.14.2.

xxxv. The maximum number of Share Appreciation Rights to be granted to Mr Lane (or his nominee) is 24,307,692.

xxxvi. The current remuneration for Mr Lane is $55,000 comprising of directors' fees of $55,000. In addition, Mr Lane has taken the role of Interim Chief Operating Officer effective July 2026 and will be remunerated separately for this role.

xxxvii. If the SARs are issued, the total remuneration package for Mr Lane will increase by US$2,000 to US$57,000, with such increase being the value of the Share Appreciation Rights based on the Black Scholes methodology.

xxxviii. Mr Lane has previously been issued 8,063,233 SARs under the SAR Plan.

xxxix. The Company has agreed to issue the SARs for the following reasons:

1. the issue of the SARs has no immediate dilutionary impact on Shareholders;

2. the issue will align the interests of Mr Lane with those of Shareholders and ensure that the incentives for Mr Lane are reflective of the value appreciation in the Company's Shares from the date of issue of the SARs;

3. the issue is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit 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 Lane; and

4. it is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the SARs on the terms proposed.

xl. The Company values the SARs at US$0.0037 and US$0.0022 (being US$0.0037 per Class A SAR, US$0.0033 per Class B SAR ,US$0.0033 per Class C SAR, and US$0.0033 per Class D SAR based on the Black Scholes methodology).

xli. It is expected that the SARs will be issued within one month after the Shareholder approval is obtained and, in any event, no later than three years after the date of the meeting (or such later date as permitted by any ASX waiver or modification of the ASX Listing Rule and it is anticipated that the SARs will be issued on one date.

xlii. A summary of the material terms and conditions of the SAR Plan is set out in Schedule 2.

xliii. The SARs will be issued for nil cash consideration and no cash consideration will be payable upon the vesting of the SARs or the subsequent issue of Shares (if any).

xliv. There will be no loan made to Mr Lane in relation to the acquisition of the SARs.

xlv. Details of any Securities issued under the SAR Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

xlvi. Any additional person covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the SAR Plan, after these Resolutions are approved, and who are not named in this Notice of Meeting, will not participate until approval is obtained under that rule.

5.6 Board recommendation

The Board (with Mr Lane abstaining) recommends that Shareholders vote in favour of Resolution 9.

6. RESOLUTION 10 – APPROVAL OF 7.1A MANDATE

6.1 General

This Resolution seeks Shareholder approval by way of special resolution for the Company to have the additional 10% placement capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

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

However, under Listing Rule 7.1A, an Eligible Entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**7.1A Mandate**).

An Eligible Entity is an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of $300,000,000 or less. As of the date this Notice was prepared, the Company's market capitalisation is $19M. The Company is therefore an Eligible Entity for these purposes.

6.2 Technical information required by Listing Rule 14.1A

For this Resolution to be passed, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting must be cast in favour of the Resolution.

If Resolution 10 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 10 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval under Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

6.3 Technical information required by Listing Rule 7.3A

Pursuant to and in accordance with Listing Rule 7.3A, the information below is provided in relation to Resolution 10:

i. **Period for which the 7.1A Mandate is valid**

The 7.1A Mandate will commence on the date of the Meeting and expiring on the first to occur of the following:

1. the date that is 12 months after the date of this Meeting;
2. the time and date of the Company's next annual general meeting; and
3. the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).

ii. **Minimum Price**

Any Equity Securities issued for cash consideration under the 7.1A.3 Mandate must be in an existing quoted class of Equity Securities and be issued at a minimum price of 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:

1. the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or
2. if the Equity Securities are not issued within 10 trading days of the date in Section (i)a.ii.1, the date on which the Equity Securities are issued.

iii. **Use of funds raised under the 7.1A Mandate**

The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate for working capital, development of the Company's current business and acquisition of materials or new asset opportunities consistent with the Company's existing business operations.

iv. Risk of Economic and Voting Dilution

Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue.

If Resolution 10 is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Equity Securities on issue as at 9 October 2026.

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 7.1A Mandate.

		DILUTION			
Number of Shares on Issue (Variable 'A' in Listing Rule 7.1A.2)*		Shares issued – 10% voting dilution	Issue Price		
			$ 0.003	$ 0.006	$ 0.009
			50% decrease	Issue Price	50% increase
			Funds Raised		
Current	3,167,626,131	316,762,613	$ 950,288	$ 1,900,576	$ 2,850,864
50% increase	4,751,439,197	475,143,920	$ 1,425,432	$ 2,850,864	$ 4,276,295
100% increase	6,335,252,262	633,525,226	$ 1,900,576	$ 3,801,151	$ 5,701,727

*The number of Shares on issue (Variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.

The table above uses the following assumptions:

1. There are 3,167,626,131 Shares on issue at 9 October 2026.
2. The table does not include any Shares to be issued pursuant to Resolutions in this Notice.
3. The issue price set out above is the closing market price of the Shares on the ASX on 9 October 2026 (being $0.006) (Issue Price). The Issue Price at a 50% increase and 50% decrease are each rounded to three decimal places prior to the calculation of the funds raised.
4. The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.
5. 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 or with approval under Listing Rule 7.1.
6. The issue of Equity Securities under the 7.1A Mandate consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.
7. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution

caused to their own shareholding depending on their specific circumstances.

8. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed.
9. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
10. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A mandate, based on that Shareholder's holding at the date of the Meeting.

Shareholders should note that there is a risk that:

1. the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and
2. the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.

v. **Allocation policy under the 7.1A Mandate**

The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.

The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to the following factors:

1. the purpose of the issue;
2. alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement or other offer where existing Shareholders may participate;
3. the effect of the issue of the Equity Securities on the control of the Company;
4. the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;
5. prevailing market conditions; and
6. advice from corporate, financial and broking advisers (if applicable).

vi. **Previous approval under Listing Rule 7.1A**

The Company previously obtained approval from its Shareholders pursuant to Listing Rule 7.1A at its annual general meeting held on 21 November 2025 (**Previous Approval**).

During the 12-month period preceding the date of the Meeting, being on and from 20 November 2024, the Company has not issued any Equity Securities pursuant to the Previous Approval.

vii. **Voting exclusion statement**

As at the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A. Accordingly, a voting exclusion statement is not included in this Notice.

b. Board recommendation

The Board recommends that Shareholders vote **in favour** of Resolution 10.

GLOSSARY

A$ means Australian dollars.

US$ means US dollars.

7.1A Mandate has the meaning given in Section 6.1.

AEDT means Australian Eastern Daylight Time as observed in Sydney, New South Wales.

Annual General Meeting or **Meeting** means the meeting convened by the Notice.

ASIC means the Australian Securities & Investments Commission.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

ASX Listing Rules or **Listing Rules** means the Listing Rules of ASX.

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Change of Control occurs in the following circumstances:

i. an offer is made by a person for the whole of the issued ordinary share capital of the Company (or any part exceeding more than fifty per cent (50%) of the issued ordinary share capital of the Company) and after announcement of the offer the offeror (being a person who did not Control the Company prior to the offer) acquires Control of the Company;

ii. the Court sanctions a compromise or arrangement relating to the Company for the purpose of or in connection with a scheme for the reconstruction of the Company or its amalgamation with any other company or companies which will, upon becoming effective, result in any person (either alone or together with its associates) owning more than fifty per cent (50%) of the issued ordinary share capital of the Company; or

iii. any other merger, consolidation or amalgamation involving the Company occurs which results in the holders of Shares immediately prior to the merger, consolidation or amalgamation being entitled to less than fifty per cent (50%) of the voting shares in the body corporate resulting from the merger, consolidation or amalgamation,

but, for the avoidance of doubt, does not include any internal reorganisation of the structure, business and/or assets of the Group.

Closely Related Party of a member of the Key Management Personnel means:

(a) a spouse or child of the member;

(b) a child of the member's spouse;

(c) a dependent of the member or the member's spouse;

(d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;

(e) a company the member controls; or

(f) a person prescribed by the Corporations Regulations 2001 (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

Company means Alexium International Group Limited (ACN 064 820 408).

Constitution means the Company's constitution.

Control has the same meaning as in section 50AA of the Corporations Act.

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

Directors means the current directors of the Company.

Eligible Entity means an entity that, at the date of the relevant general meeting:

(a) is not included in the S&P/ASX 300 Index; and

ii. has a maximum market capitalisation (excluding restricted securities and securities quoted on a deferred settlement basis) of $300,000,000.

Equity Securities includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

ESIP means the Company's Employee Securities Incentive Plan, a summary of which is set out in Schedule 1.

Explanatory Memorandum means the explanatory memorandum accompanying the Notice.

FY2027 means the financial year from 1 July 2026 to 30 June 2027.

Key Management Personnel has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

Notice or **Notice of Meeting** means this notice of meeting including the Explanatory Memorandum and the Proxy Form.

Option means an option to acquire a Share.

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2026.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

SAR Plan means Alexium's Share Appreciation Rights Plan.

Section means a section of the Explanatory Memorandum.

Securities means Shares, Options and/or Share Appreciation Rights (as the context requires).

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

Shareholder means a registered holder of a Share.

Variable A means "A" as set out in the formula in ASX Listing Rule 7.1A(2).

SCHEDULE 1 – SUMMARY OF TERMS OF ESIP

A summary of the material terms of the ESIP is set out below.

Eligible Participant	**Eligible Participant** means a person that is a 'primary participant' (as that term is defined in Division 1A of Part 7.12 of the Corporations Act) in relation to the Company or an Associated Body Corporate (as defined in the Corporations Act) and has been determined by the Board to be eligible to participate in the ESIP from time to time.
Purpose	The purpose of the ESIP is to: (a) assist in the reward, retention and motivation of Eligible Participants; (b) link the reward of Eligible Participants to Shareholder value creation; and (c) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of shares, options or performance rights (**Securities**).
Maximum number of Convertible Securities	The Company will ensure that any invitations under the ESIP which are made within Australia and involve monetary consideration comply with the Corporations Act (as modified by any applicable ASIC instruments). The maximum number of equity securities proposed to be issued under the ESIP in reliance on Listing Rule 7.2 (Exemption 13(b)), following Shareholder approval, is 100,000,000 Securities. It is not envisaged that the maximum number of Securities will be issued immediately.
ESIP administration	The ESIP will be administered by the Board. The Board may exercise any power or discretion conferred on it by the ESIP rules in its sole and absolute discretion (except to the extent that it prevents the Participant relying on the deferred tax concessions under Subdivision 83A-C of the Income Tax Assessment Act 1997 (Cth)). The Board may delegate its powers and discretion.
Eligibility, invitation and application	The Board may from time to time determine that an Eligible Participant may participate in the ESIP and make an invitation to that Eligible Participant to apply for any (or any combination of) the Securities provided under the ESIP on such terms and conditions as the Board decides. On receipt of an invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part. If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation.
Grant of Securities	The Company will, to the extent that it has accepted a duly completed application, grant the Participant the relevant number and type of Securities, subject to the terms and conditions set out in the invitation, the ESIP rules and any ancillary documentation required.
Rights attaching to Convertible Securities	A **Convertible Security** represents a right to acquire one or more Plan Shares in accordance with the ESIP (for example, an Option or a Performance Right). Prior to a Convertible Security being exercised, the holder: (a) does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security other than as expressly set out in the ESIP;

	(b) is not entitled to receive notice of, vote at or attend a meeting of the shareholders of the Company; (c) is not entitled to receive any dividends declared by the Company; and (d) is not entitled to participate in any new issue of Shares (see Adjustment of Convertible Securities section below).
Restrictions on dealing with Convertible Securities	Convertible Securities issued under the ESIP cannot be sold, assigned, transferred, have a security interest granted over or otherwise dealt with unless in Special Circumstances as defined under the ESIP (including in the case of death or total or permanent disability of the holder) with the consent of the Board in which case the Convertible Securities may be exercisable on terms determined by the Board. A holder must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.
Vesting of Convertible Securities	Any vesting conditions applicable to the Convertible Securities will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that security will lapse.
Forfeiture of Convertible Securities	Convertible Securities will be forfeited in the following circumstances: (a) In the case of unvested Convertible Securities only, where the holder ceases to be an Eligible Participant (e.g. is no longer employed or their office or engagement is discontinued with the Company and any Associated Bodies Corporate (as defined in the Corporations Act) (the **Group**) but subject to the Board's overriding discretion to determine an alternate treatment; (b) in the case of unvested Convertible Securities only, where a Participant acts fraudulently, dishonestly, negligently, in contravention of any Group policy or wilfully breaches their duties to the Group; (c) where there is a failure to satisfy the vesting conditions in accordance with the ESIP; (d) on the date the Participant becomes insolvent; or (e) on the Expiry Date, subject to the discretion of the Board.
Listing of Convertible Securities	Convertible Securities granted under the ESIP will not be quoted on the ASX or any other recognised exchange. The Board reserves the right in its absolute discretion to apply for quotation of Convertible Securities granted under the ESIP on the ASX or any other recognised exchange.
Exercise of Convertible Securities and cashless exercise	To exercise a security, the Participant must deliver a signed notice of exercise (**Exercise Notice**) and, subject to a cashless exercise (see next paragraph below), pay the exercise price (if any) to or as directed by the Company, at any time following vesting of the Convertible Securities (if subject to vesting conditions) and prior to the expiry date as set out in the invitation or vesting notice. In the case of Options, subject to the Board's approval, in lieu of paying the aggregate exercise price specified in the Exercise Notice, the Participant may elect a cashless exercise (**Cashless Exercise**) whereby the Board will issue to the Participant that number of Shares (rounded down to the nearest whole number) calculated in accordance with the following formula:

	$$S=O*\frac{(MVS-EP)}{MVS}$$ Where: S = number of Shares to be issued on the exercise of the Options. O = number of Options being exercised. MVS = market value of shares, being the volume weighted average price per Share traded on the ASX over the five trading days immediately preceding the date of exercise. EP = Exercise Price of the Options. For the avoidance of doubt, if the sum of the above calculation is zero or negative, then the holder will not be entitled to use Cashless Exercise. Convertible Securities may not be exercised unless and until that security has vested in accordance with the ESIP rules, or such earlier date as set out in the ESIP rules.
Timing of issue of Shares and quotation of Shares on exercise	Within five business days after the issue of a valid notice of exercise by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the ESIP rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.
Restriction periods and restrictions on transfer of Shares on exercise	If the invitation provides that any Shares issued upon the valid exercise of a Convertible Security are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction. Additionally, Shares issued on exercise of the Convertible Securities are subject to the following restrictions: (a) if the Company is required but is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, Shares issued on exercise of the Convertible Securities may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act; (b) all Shares issued on exercise of the Convertible Securities are subject to restrictions imposed by applicable law on dealing in Shares by persons who possess material information likely to affect the value of the Shares and which is not generally available; and (c) all Shares issued on exercise of the Convertible Securities are subject to the terms of the Company's Securities Trading Policy.
Rights attaching to Shares on exercise	All Shares issued upon exercise of Convertible Securities will rank equally in all respects with the then Shares of the Company.
Change of control	If the Company becomes, or in the opinion of the Board is likely to become, subject to a Change of Control, all unvested Convertible Securities will vest, whether or not any or all applicable Vesting Conditions have been met, on the occurrence of a Change of Control so that the Participant may participate in the Change of Control. The Board's discretion in determining the treatment of any unvested Convertible Securities on a Change of Control is limited to vesting or varying the Vesting Conditions in respect to the Convertible Securities and does not include a discretion to lapse or forfeit unvested Convertible Securities for less than fair value.
Participation in entitlements and bonus issues	Subject always to the rights under the following two paragraphs, Participants will not be entitled to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues.

Adjustment for bonus issue	If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the Participant is entitled, upon exercise of the Convertible Securities, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.
Reorganisation	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Convertible Securities will be changed to the extent necessary to comply with the ASX Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
Employee Share Trust	The Board may in its sole and absolute discretion use an employee share trust or other mechanism for the purposes of holding Convertible Securities for holders under the ESIP and delivering Shares on behalf of holders upon exercise of Convertible Securities.
Amendment of ESIP	Subject to the following paragraph, the Board may at any time amend any provisions of the ESIP rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the ESIP and determine that any amendments to the ESIP rules be given retrospective effect, immediate effect or future effect. No amendment to any provision of the ESIP rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.
ESIP duration	The ESIP continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the ESIP for a fixed period or indefinitely and may end any suspension. If the ESIP is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants. If a Participant and the Company (acting by the Board) agree in writing that some or all of the Securities granted to that Participant are to be cancelled on a specified date or on the occurrence of a particular event, then those Securities may be cancelled in the manner agreed between the Company and the Participant.
Income Tax Assessment Act	The ESIP is a plan to which Subdivision 83A-C of the *Income Tax Assessment Act 1997* (Cth) applies (subject to the conditions in that Act) except to the extent an invitation provides otherwise.
Withholding	(a) Notwithstanding any other provision of the ESIP, and without limiting the amounts which may be deducted or withheld under applicable laws, if a member of the Group, a trustee or the ESIP administrator is obliged, or reasonably believes that it may have an obligation to account for any tax, or any superannuation amounts (or equivalent social security contributions, if applicable) in respect of a Participant (**Withholding Amount**), then that Group company, trustee or ESIP administrator (as applicable) is entitled to withhold or be reimbursed by the Participant for the Withholding Amount payable or paid. (b) To give effect to paragraph (a), the relevant Group company, trustee or ESIP administrator may take any actions as it sees fit to ensure payment of, or recover (as applicable), the Withholding Amounts including (without limitation): (i) selling on behalf of the Participant the number of Shares granted under this ESIP required to provide the Withholding Amount;

	(ii)	obtaining the Withholding Amount from the Participant (by salary deduction or otherwise);
	(iii)	forfeiting a sufficient number of Securities to satisfy the Withholding Amount; or
	(iv)	making any other arrangements with the Participant for payment or reimbursement of the Withholding Amount.

SCHEDULE 2 – SUMMARY OF TERMS OF SAR PLAN

(Reference to Resolutions 8 and 9)

The key terms of the Share Appreciation Rights Plan are as follows:

The objective of the plan is to:

(a) provide an incentive and to reward, retain and motivate participants.

(b) recognise the abilities, efforts and contributions of participants to the performance and success of the Group; and

(c) provide participant with the opportunity to acquire or increase their ownership interest in the Group.

Vesting conditions for the relevant awards:

Resolutions 8 and 9:

(a) Class A portion of the grant has a fully vested Share price of A$0.025 as set by the Board. An indicative Opening Price of A$0.0073 has been used for the purpose of this grant. This would result in a 50.5% compounded annual growth rate (**CAGR**) over the vesting period. There is no partial vesting.

(b) Class B portion of the award vests on 30 September 2028 with continued employment through that date.

(c) Class C portion of the grant has a fully vested Share price of A$0.016 as set by the Board. An indicative Opening Price of A$0.0073 has been used for the purpose of this grant. This would result in a 29.7% compounded annual growth rate (**CAGR**) over the vesting period. There is no partial vesting.

(d) Class D portion of the grant has a fully vested Share price of A$0.025 as set by the Board. An indicative Opening Price of A$0.0073 has been used for the purpose of this grant. This would result in a 50.5% CAGR on the opening share price over vesting period. There is no partial vesting provision.

The Closing Price is the 20-trading day volume weighted average price of a Share calculated as at the vesting date of the relevant SAR, or, if the Shares are not traded on ASX, the market value of a Share at that time as determined by the Board in its absolute discretion.

Continued employment through the vesting date is the non-market condition of vesting.

Vested Rights:

All eligible employees, defined as an active employee in good standing on the grant date (date of the 2026 Annual General Meeting), are offered Share Appreciation Rights.

The total grant value is calculated by multiplying a defined percentage by the fixed component of compensation. The number of SARs granted is then calculated by dividing the grant value by the SARs valuation. For purposes of calculating the SARs grants for FY27, the SARs valuation being used is held constant with the valuation calculated for the FY26 SARs grants. Any employee that joins the Company after the date of the 2026 Annual General Meeting but before FY26 Q4, will be granted a pro-rata SARs grant.

For each SAR that vests, participants will receive the amount (if any) per SAR by which the Closing Price (being the 20-day average market price of AJX shares from the lodgement of the Company's Annual Report for FY29) exceeds the Opening Price (being the 20-day average market price of AJX shares from the lodgement of the Company's FY26 Annual Report) (the **SAR Amount**). Shares will be issued in the amount equal to the SAR Amount divided by the share closing share price.

A summary of the material terms of the SAR Plan is set out below.

Eligible Individual	**Eligible Individual** means a person that is a 'primary participant' (as that term is described in the ESS Regime) in relation to the Company or an Associated Body Corporate; and who is declared by the Board to be eligible to participate in the SAR Plan from time to time.
Purpose	The purpose of the SAR Plan is to: (a) provide an incentive and to reward, retain and motivate Participants; (b) recognise the abilities, efforts and contributions of Participants to the performance and success of the Group; and (c) provide Participants with the opportunity to acquire or increase their ownership interest in the Group.
Maximum number of Convertible Securities	No SARs may be offered, granted, vested or exercised, and no SAR Plan Share may be issued or transferred, if to do so would contravene any applicable laws. The Company will ensure that invitations under the SAR Plan which are made within Australia and involve monetary consideration comply with the Corporations Act (as modified by any applicable ASIC instrument, modification or exemption). The maximum number of equity securities proposed to be issued under the SAR Plan in reliance on Listing Rule 7.2 (Exemption 13(b)), following Shareholder approval at the 2026 AGM, is 63,000,000 Securities. It is not envisaged that the maximum number of Securities will be issued immediately. An offer must not be made to an Eligible Individual if the maximum number of SAR Plan Shares which would be issued to the Eligible Individual on exercise of the SARs would result in the Eligible Individual: (a) holding a beneficial interest in more than 10% of the Company; and (b) being in a position to cast, or to control the casting of, more than 10% of the maximum votes that might be cast at a general meeting of the Company.
SARS administration	The SAR Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the SAR Plan rules in its sole and absolute discretion. The Board may delegate its powers and discretion. In doing so, the Board will comply with the SAR Plan rules, the Constitution and any applicable laws.
Eligibility, invitation and application	The Board may from time to time determine that an Eligible Individual may participate in the SAR Plan and make an invitation to that Eligible Individual to apply for the Securities provided under the SAR Plan on such terms and conditions as the Board decides. Unless the Board otherwise determines, the number of SARs offered to an Eligible Individual will be determined as follows: $$\frac{LTI\% \times TRP}{MV}$$

Where:		
LTI%	=	the percentage determined by the Board to be appropriate to provide as a long-term incentive to the Eligible Individual;
TRP	=	the total fixed remuneration payable to an Eligible Individual in respect of a 12-month period; and
MV	=	the market value of a SAR determined by a valuation methodology approved by the Board, having regard to the vesting conditions, the 20-trading day volume weighted average price of a

	Share calculated as at the grant date (Opening Price), the prices at which the Shares trade on ASX and the risk and volatility of the ASX market in the Shares On receipt of an invitation, an Eligible Individual may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Individual in whole or in part.
Grant of Securities	The Company will, to the extent that it has accepted a duly completed application, grant the Participant the relevant number of SARs, subject to the terms and conditions set out in the invitation, the SAR Plan rules and any ancillary documentation required.
Restrictions on dealing with SARs	SARs issued under the SAR Plan and any SAR Plan Shares cannot be sold, assigned, transferred, have a security interest granted over or otherwise deal with unless (including in the case of death or total permanent disability of the holder) with the consent of the Board or as expressly permitted under the terms of the SAR Plan. After the restriction period, being one year after the date on which a Share is issued on exercise of a SAR, that Share will cease to be a SAR Plan Share.
Vesting Conditions	The Board may determine and impose conditions on a SAR that relate to the continuing employment of the Participant at the end of a specified time period and which must be satisfied or waived before a SAR may be exercised under the SAR Plan rules. The Board may apply different vesting conditions to one or more SARs granted to a Participant. Any vesting conditions applicable to a SAR must be specified in the relevant invitation made to an Eligible Individual.
Forfeiture Conditions	Unless determined otherwise by the Board, while SARs are held by a Participant, they are subject to forfeiture if any of the following conditions (**Forfeiture Conditions**) are satisfied: (a) if the Participant is determined by the Board to be a bad leaver (e.g., the Participant has ceased to be employed by the Group due to reasons including committing any serious or persistent contractual breach, committing criminal offence, engaging in grave misconduct or recklessness in the discharge of their duties), on the cessation of their employment all rights, entitlements and interests in any SARs held by the Participant will be forfeited; (b) if the Participant is determined by the Board to be a good leaver (e.g., a Participant who ceases employment due to ill health, death, redundancy or retirement with the agreement of the Board), on the cessation of their employment, SARs will vest pro rata to the proportion of the period from the grant date to the date the vesting conditions are required to be satisfied that has elapsed as at that date, and all rights, entitlements and interests in any remaining unvested SARs held by the Participant will normally be forfeited, subject to the Board's discretion to permit some or all of those SARs to vest having regard to the Board's assessment of the circumstances in which the Participant has ceased employment; and (c) if the Participant has ceased to be employed by the Group and is not determined by the Board to be a bad leader or a good leaver (i.e., the Participant has resigned or retired without the agreement of the Board), on the cessation of their employment, all rights, entitlements, and interests in any SARs held by the Participant will normally be forfeited, subject to the Board's discretion to permit some or all of those SARs to vest having regard to the Board's assessment

	of the circumstances in which the Participant has ceased employment; and (d) if, in the opinion of the Board, any of the vesting conditions have not been or cannot be satisfied for any reason, all of the Participant's SARs which are subject to those vesting conditions will be forfeited. The Board may waive any or all of the Forfeiture Conditions. A Participant will not be entitled to any compensation, damage, or other amounts in respect of SARs which have been forfeited.
Listing	Unless otherwise determined by the Board, SARs granted under the SAR Plan will not be quoted on ASX or any other stock exchange. After the date of issue of SAR Plan Shares, the Company will, unless the Board otherwise resolves, apply for official quotation of those SAR Plan Shares on the ASX within the time required by the Listing Rules after the date of allotment.
Exercise of SARS	A SAR will vest when a vesting notice in respect of that SAR is given to the Participant. Any vesting conditions applicable to that SAR can be waived by the Board by written notice to the relevant Participant and on such terms and conditions as determined by the Board and set out in that notice. To exercise a SAR, the Participant must deliver a signed notice of exercise at any time prior to the earlier of: (a) any date specified in the vesting notice; and (b) the expiry date. Upon exercise of SARs, subject to applicable law, the Board will determine whether the Company will allot and issue the number of SAR Plan Shares for which the Participant is entitled to acquire through the exercise of the SARs or make a cash payment to the Participant of all or part of the amount which would otherwise be settled by the issue of SAR Plan Shares. The outcome of the Board's determination will be communicated to the Participant in writing before the completion of the exercise of SARs. On valid exercise of SARs, the Company will within 5 Business Days of completing the calculations, allot and issue the relevant SAR Plan Shares. The number of SAR Plan Shares to be provided to a Participant on exercise of a SAR will be calculated as follows (fractions of a Share being disregarded): $$\frac{CP - OP}{CP} \times N$$ Where: CP = the 20-trading day volume weighted average price of a Share calculated as at the vesting date of the relevant SAR (**Closing Price**); OP = the Opening Price of the SAR; and N = the total number of vested and exercised SARs in respect of which SAR Plan Shares are to be issued. Where a cash payment is to be made in respect of vested and exercised SARs, the cash payment to be made to a Participant will be calculated as follows: $$(CP - OP) \times N$$ Where: CP = the Closing Price of the SAR; OP = the Opening Price of the SAR; and

	N = the total number of vested and exercised SARs in respect of which a cash payment is to be made. For the avoidance of doubt, if, at the date of exercise of a SAR, the Closing Price in respect of the SAR is equal to or less than the Opening Price of the SAR, no allotment and issue or payment of cash will be made or due under the SAR Plan in respect of the SARs so exercised and those SARs will lapse.
Rights attaching to SAR Plan Shares	A Participant is entitled to any rights which accrue to SAR Plan Shares held by the Participant and may deal with those rights in accordance with the terms of the SAR Plan rules and the invitation. SAR Plan Shares acquired under the SAR Plan rank equally in all respects with all Shares of the same class which have a record date for determining entitlements on or after the date of issue of the SAR Plan Shares. A Participant may exercise any voting rights attaching to SAR Plan Shares registered in the Participant's name.
Rights issue	Subject to the rights under the following two paragraphs and unless otherwise determined by the Board, a holder of SARs does not have the right to participate in a pro rata issue of Shares made by the Company or sell renounceable rights.
Adjustment for bonus issues	If Shares are issued by the Company pro rata to Shareholders generally by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of SARs is entitled, upon exercise of the SARs, to receive, in addition to the Shares in respect of which the SARs are exercised and without the payment of any further consideration, an allotment of as many additional Shares as would have been issued to a shareholder who, on the date for determining entitlements under the bonus issue, held Shares equal in number to the Shares in respect of which the SARs are exercised (Bonus Shares). Upon issue of Bonus Shares to a Participant, the Bonus Shares are deemed, for the purposes of the SAR Plan, to be Shares which were issued to the Participant at the time the SAR Plan Shares to which the Bonus Shares accrued were issued to the Participant and are therefore bound by the same terms and conditions applicable to those SAR Plan Shares including disposal restrictions.
Reorganisation	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the Board may adjust the number of SARs to which a Participant is entitled and/or the Opening Price of the SAR in a similar manner to that required for options under the Listing Rules. In the application of this rule and subject to the Listing Rules, the Board may (as far as possible) make whatever adjustments it deems necessary or desirable to ensure that the consequences of that application are fair as between the Participants and the holders of other securities in the Company.
Changes of control	If the Company becomes, or in the opinion of the Board is likely to become, subject to a Change of Control, all unvested SARs will vest, whether or not any or all applicable Vesting Conditions have been met, on the occurrence of a Change of Control so that the Participant may participate in the Change of Control. The Board's discretion in determining the treatment of any unvested SARs on a Change of Control is limited to vesting or varying the vesting conditions in respect to the SARs and does not include a discretion to lapse or forfeit unvested SARs for less than fair value.

Buy Back	Notwithstanding any other provisions of the SAR Plan rules and subject to the Listing Rules, if a Participant and the Board agree that some or all SARs granted to that Participant may be cancelled on a specified date or on the occurrence of a specified event, the Board may cancel those SARs on the relevant date or on the occurrence of the relevant event (as the case may be) for no consideration. The Participant will do all such things as the Board reasonably requires giving effect to any such cancellation. Subject to the Listing Rules and compliance with all application laws, the Company may buy-back SARs for an amount agreed with the Participant at any time (which, if the Shares are listed on ASX, must not exceed the price at which shares last traded on ASX on the trading day immediately prior to the date of the agreement with the Participant). The Participant will do all such things as the Board reasonably requires giving effect to any such buy-back.
Amendment of SAR Plan	Subject to the following paragraph, and any restrictions imposed under the Listing Rules, the Board may at any time and from time to time amend or vary the SAR Plan rules and all or any rights or obligations of the Participants or any of them provided that, subject to the other provisions of the SAR Plan. No addition, repeal, amendment, alteration or variation of these terms and conditions will without the Participant's consent in writing, materially reduce the Participant's accrued benefits or entitlements as they existed before the date of the amendment; without the Participant's consent in writing or impose additional obligations on the Participant in respect of his or her SARs or SAR Plan Shares. Any amendment may be given such retrospective effect as is specified in the written instrument or resolution by which the amendment is made.
Plan Duration	Subject to the passing of any necessary resolution approving the establishment of the SAR Plan and the issue of the offers, the SAR Plan will take effect when the Board decides. The Board may suspend (either for a fixed period or indefinitely), end any period of suspension, terminate, or amend the SAR Plan at any time, subject to any resolution of the Company required by the Listing Rules. If the SAR Plan terminates, is suspended, or is discontinued for any reason, the accrued rights of the Participants will not be prejudiced.

ALEXIUM

Proxy Voting Form

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

Alexium International Group Limited | ABN 91 064 820 408

SAMPLE

Your proxy voting instruction must be received by **10:00am (AEDT) on Tuesday, 17 November 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

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

YOUR NAME AND ADDRESS

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

STEP 1 - APPOINT A PROXY

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

DEFAULT TO THE CHAIR OF THE MEETING

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

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

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

SIGNING INSTRUCTIONS

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

CORPORATE REPRESENTATIVES

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

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at https://portal.automic.com.au/investor/home or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.

BY MAIL:
Automic
GPO Box 5193
Sydney NSW 2001

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

BY EMAIL:
meetings@automicgroup.com.au

BY FACSIMILE:
+61 2 8583 3040

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

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

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Alexium International Group Limited, to be held at **10:00am (AEDT) on Thursday, 19 November 2026 at PwC, Level 17, One International Towers, BARANGAROO NSW 2000** hereby:

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

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

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

AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS
Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 1, 3, 4, 5, 6, 7, 8 and 9 (except where I/we have indicated a different voting intention below) even though Resolutions 1, 3, 4, 5, 6, 7, 8 and 9 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	ADOPTION OF REMUNERATION REPORT			
2	RE-ELECTION OF DIRECTOR – PAUL STENSON			
3	ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – SIMON MOORE			
4	ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – PAUL STENSON			
5	ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – RANDALL LANE			
6	ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – MARTYN STRICKLAND			
7	ISSUE OF SHARES IN LIEU OF FY2027 DIRECTOR FEES – JAMES WILLIAMSON			
8	GRANT OF FY2027 SHARE APPRECIATION RIGHTS (SARS) TO RELATED PARTY – WILLIAM (BILLY) BLACKBURN			
9	GRANT OF SHARE APPRECIATION RIGHTS TO RELATED PARTY – RANDALL LANE LONG TERM EQUITY INCENTIVE			
10	APPROVAL OF 7.1A MANDATE			

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

STEP 3 – Signatures and contact details

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

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY) / /

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

AUTOMIC

AJX

SAMPLE