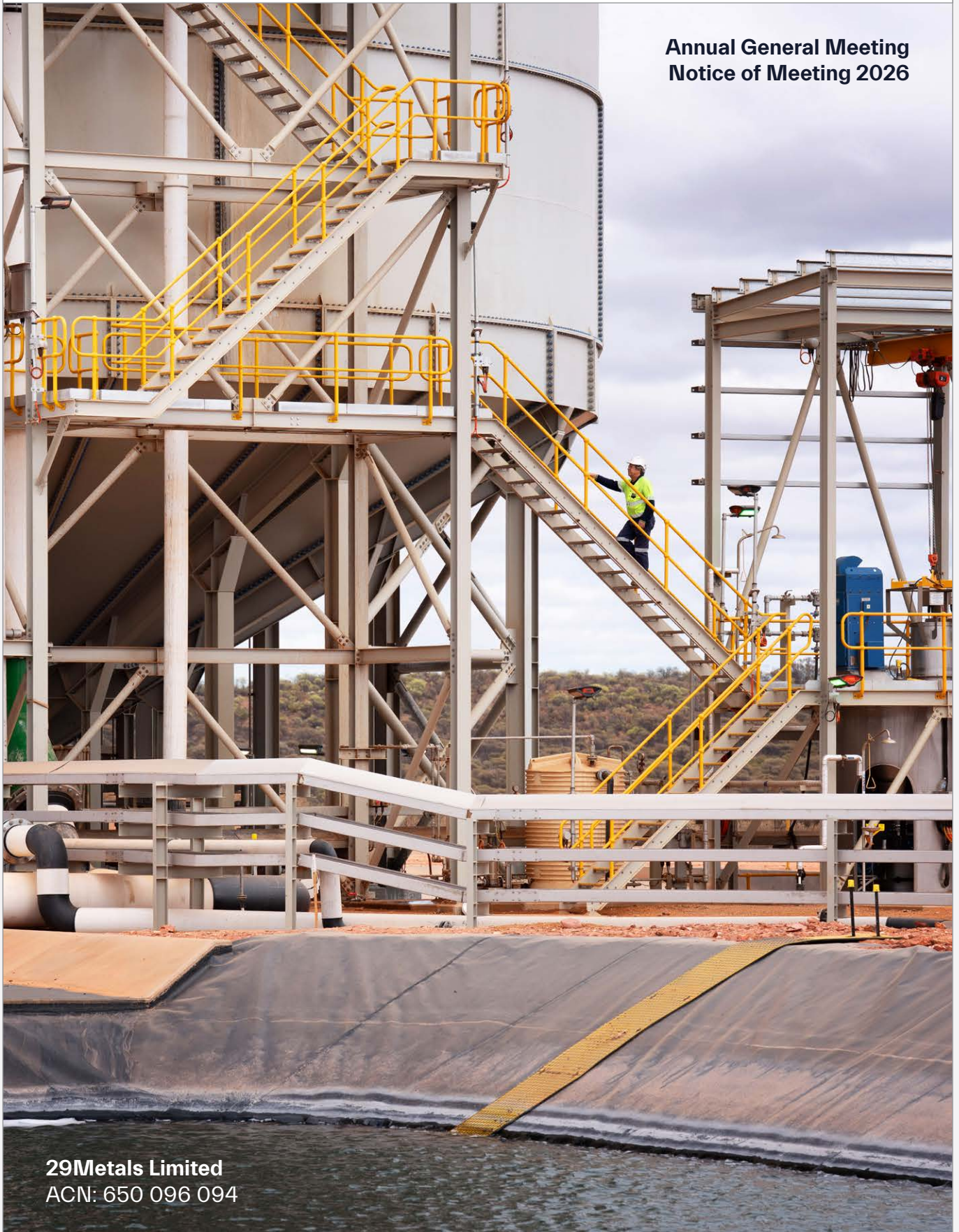


Discipline, Delivery, Progress

29

Metals

Annual General Meeting
Notice of Meeting 2026



29Metals Limited
ACN: 650 096 094

The 2026 Annual General Meeting ('AGM') of 29Metals Limited ('29Metals' or, the 'Company') will be held at Le Meridien Hotel, 20 Bourke Street, Melbourne, VIC 3000, and virtually at <https://meetings.openbriefing.com/29magm26> on **Thursday, 21 May 2026**, commencing at **10:30am** (AEST).

29Metals shareholders ('Shareholders') wishing to participate are encouraged to visit the AGM page on our website at <https://www.29metals.com/investors/agm> for information on how to participate, including how to attend, vote and ask questions.

20 April 2026

Dear Shareholder,

On behalf of the Board of Directors of 29Metals Limited, I am pleased to invite you to the 2026 Annual General Meeting.

My fellow Directors and I are looking forward to engaging with Shareholders, either in person at the AGM or online, and I encourage you to participate.

We invite Shareholders to attend the AGM where the Board and Management team will update Shareholders about the Company's 2025 performance and priorities for 2026 and beyond.

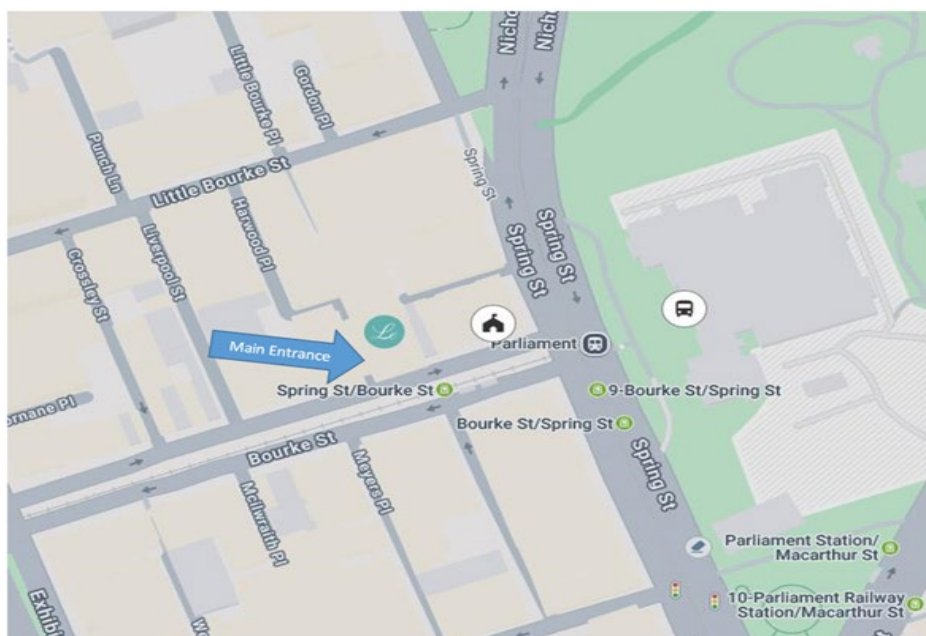
AGM Details

The AGM will be held on **Thursday, 21 May 2026**, commencing at **10:30am** (AEST) and will be conducted as a *hybrid meeting*. Shareholders can participate in the AGM in person or virtually via the online platform. Details regarding how to participate in the AGM are set out below.

Shareholders should monitor the 29Metals website and the ASX announcements platform where updates will be provided (if necessary) in relation to the holding or conduct of the AGM.

Attending the AGM in person – how to find us

The AGM will be held physically at **Le Meridien Hotel, 20 Bourke Street, Melbourne, VIC 3000**. The venue is easily accessible from Parliament train station and there are multiple parking stations located within walking distance.



Participating in the AGM virtually

You may also participate in the AGM virtually through the online platform available at <https://meetings.openbriefing.com/29magm26>. We recommend logging onto the online platform at least 15 minutes prior to the scheduled start time. The online platform will allow Shareholders to view the meeting, ask questions and vote in real time. An Online Meeting Guide on how to use the online platform is available on 29Metals' website at <https://www.29metals.com/investors/agm>.

Voting before the AGM

You may enter your vote on the items of business ahead of the AGM online at <https://au.investorcentre.mpms.mufg.com> or by completing and returning the Voting and Proxy Form no later than **10.30am** (AEST) on **Tuesday, 19 May 2026**.

The details on how to do this are set out in the Notice of Meeting and on the Voting and Proxy Form.

Questions and comments

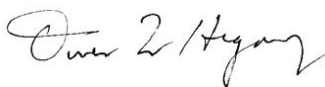
While Shareholders as a whole will have a reasonable opportunity to ask questions or make comments during the AGM, I encourage you to submit questions and comments online ahead of the AGM. Where questions and comments are provided in advance of the meeting, there may be an opportunity to address matters raised in the presentations and addresses at the AGM.

All questions and comments must be received by **5.00pm** (AEST) on **Thursday, 14 May 2026** (see page 7 for further information). Please note that individual responses will not be sent to Shareholders.

If you have not already done so, I encourage you to elect to receive electronic Shareholder communications. By making this election, you will assist the Company in communicating with you. You can do this by logging into the Investor Centre at <https://au.investorcentre.mpms.mufg.com/> and selecting 'Electronic Communications' under the 'Communications' tab or contacting 29Metals' Share Registry directly.

On behalf of the Board, I thank you for your continuing support and look forward to welcoming you to our 2026 AGM.

Yours faithfully



Owen Hegarty OAM

Chair
Board of Directors

ITEMS OF BUSINESS

Financial Statements and Reports

To receive and consider the Financial Statements of the Company and its controlled entities for the year ended 31 December 2025, together with the Directors' Report, the Sustainability Report and the Independent Auditor's Report.

Note: there is no requirement for Shareholders to approve the financial statements and reports.

Resolutions

1. Remuneration Report

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

"That the Remuneration Report for 29Metals Limited for the year ended 31 December 2025, as set out in the Directors' Report, be adopted."

Note: the vote on this Resolution is advisory only and does not bind the Directors or 29Metals.

Note: a voting exclusion statement applies to this resolution. Refer to Resolution 1 in the Explanatory Notes.

2. Election and Re-Election of Directors

To consider and, if thought fit, pass the following resolutions as **ordinary resolutions**:

- a. *"That Francis 'Creagh' O'Connor who will retire and stand for re-election pursuant to Article 10.3(b)(iii) of the Company's Constitution, being eligible, be re-elected as a Director of the Company."*
- b. *"That Nicholas 'Nick' Cernotta who will retire and stand for election pursuant to Article 10.3(b)(ii) of the Company's Constitution, being eligible, be elected as a Director of the Company."*
- c. *"That Ashish Gupta who will retire and stand for election pursuant to Article 10.3(b)(ii) of the Company's Constitution, being eligible, be elected as a Director of the Company."*

The Explanatory Notes accompanying this Notice of Meeting provide additional information regarding the above items of business and form part of this Notice of Meeting.

By Order of the Board



Melinda Shiell
Company Secretary
29Metals Limited
20 April 2026

IMPORTANT INFORMATION – PARTICIPATION AND VOTING

Determining if you are eligible to vote and participate at the AGM

Investor	Eligibility
Shareholder	In accordance with regulation 7.11.37 of the <i>Corporations Regulations 2001</i> (Cth), registered holders of shares of 29Metals as at 7.00pm (AEST) on Tuesday, 19 May 2026 , will be entitled to participate in and vote at the AGM.
Joint holder	If more than one joint holder of shares participates in the AGM (whether personally, by proxy or by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

How to vote

If you are entitled to participate in and vote at the AGM, you can vote your shares in one of the following ways. 29Metals reserves the right to declare a Voting and Proxy Form invalid if it is not received in either of these ways.

Shareholders are encouraged to call 29Metals' share registry, MUFG Corporate Markets (AU) Limited (**MUFG Corporate Markets**), if you have any questions regarding submitting your votes, by phoning 1300 554 474 (within Australia) or +61 1300 554 474 (Overseas).

Voting Option	Details	Steps
Online, prior to the AGM	You may appoint a proxy or vote your shares online prior to the AGM.	Go to http://au.investorcentre.mpms.mufg.com To be effective, your proxy appointment or votes must be entered online no later than 10.30am (AEST) on Tuesday, 19 May 2026 .
By Post or Fax, prior to the AGM	<p>Direct Vote</p> <p>Shareholders may cast a Direct Vote by completing Section A of the Voting and Proxy Form and delivering it to 29Metals prior to the AGM.</p> <p>Shareholders should complete their voting directions by selecting 'FOR' or 'AGAINST' or 'ABSTAIN' for each resolution on the Voting and Proxy Form.</p> <p>Appoint a Proxy</p> <p>Alternatively, Shareholders may appoint a proxy to vote and act on your behalf at the AGM. A proxy need not be a Shareholder and can be an individual or a body corporate.</p> <p>If you are entitled to cast two or more votes, you may appoint two proxies and you may specify the proportion or number of votes that each proxy is appointed to exercise. If your appointment does not specify the proportion or number of your voting rights, each proxy may exercise half of your votes.</p> <p>To appoint a proxy, Shareholders should complete Section B of the enclosed Voting and Proxy Form.</p> <p>Unless you inform us otherwise prior to the start of the AGM, if you have appointed a proxy and subsequently attend the meeting (online or in person), your proxy's authority to speak and vote at the meeting will be suspended while you are present at the meeting.</p> <p>If you appoint the Chair of the AGM as your proxy, or the Chair becomes your proxy by default, and you do not direct your proxy how to vote on Resolution 1 then by submitting the Voting and Proxy Form you will be expressly authorising the Chair to exercise your proxy on the relevant resolution, even though the resolution is connected, directly or indirectly, with the remuneration of 29Metals' Key Management Personnel ('KMP').</p>	<p>Completed Voting and Proxy Forms may be posted to:</p> <p>29Metals Limited C/- MUFG Corporate Markets (AU) Limited Locked Bag A14 Sydney South, NSW 1235 Australia</p> <p>Alternatively, completed Voting and Proxy Forms may be faxed to:</p> <p>+61 2 9287 0309</p> <p>To be effective, your completed Voting and Proxy Form must be received by 29Metals no later than 10.30am (AEST) on Tuesday, 19 May 2026.</p>

Voting Option	Details	Steps
	<p>If no direction is given on a resolution or if Section A and Section B are both completed on the Voting and Proxy Form, then the Chair of the AGM will become your proxy by default.</p> <p>It is intended that proxies in favour of the Chair of the AGM, or undirected proxies, will be voted by the Chair of the AGM in accordance with the voting intentions stated on page 7.</p>	
Attending the AGM – Virtually	<p>You may vote during the AGM by attending the AGM virtually. You can do this by logging into the online platform at https://meetings.openbriefing.com/29magm26, where you will be able to register and vote online, in real time, during the AGM.</p> <p>You should ensure that you have access to a laptop, computer, tablet or mobile device and be connected to the internet to use the virtual AGM facility.</p>	<p>Registration for the online platform will commence from 10.00am (AEST) on Thursday, 21 May 2026.</p> <p>Shareholders</p> <p>When you log into the online platform at https://meetings.openbriefing.com/29magm26, you will be invited to register as a Shareholder or proxy holder and once registered, you will be able to vote your shares or the shares you represent as proxy. To register as a Shareholder, you will need to provide your Shareholder number and the postcode for your shareholding.</p> <p>IMPORTANT: to join the online platform, you must have your Shareholder number (being your HIN or SRN) available. If you need assistance in locating your Shareholder number, please contact MUFG Corporate Markets on 1300 554 474 where they may assist you or direct you to your broker (if applicable).</p> <p>Proxy holders</p> <p>A proxy who is attending virtually (online) will need a proxy number, issued by MUFG Corporate Markets, to register to vote. The share registry, MUFG Corporate Markets, will endeavour to provide confirmation of the proxy number to nominated proxy holders to the registered email address of the appointing Shareholder the day prior to the AGM.</p> <p>If you experience any technical difficulties during the AGM, please contact MUFG Corporate Markets by phoning: 1800 990 363.</p> <p>More information on how to use the online platform is available in the Online Meeting Guide which is available on 29Metals' website at https://www.29metals.com/investors/aggm.</p>
Attending the AGM – Physically	<p>If you attend the AGM in person, you will be able to register and vote at the AGM by attending Le Meridien Hotel, 20 Bourke Street, Melbourne, VIC 3000.</p>	<p>Registration will commence from 10.00am (AEST) on Thursday, 21 May 2026.</p> <p>To facilitate a smooth registration, please bring a copy of your holding statement or Voting and Proxy Form with you on the day.</p>

Power of attorney

If you appoint an attorney to act on your behalf at the AGM, your appointment must be made by a duly executed power of attorney. The power of attorney (or a certified copy of it) must be received by 29Metals' share registry no later than **10.30am** (AEST) on **Tuesday, 19 May 2026**, unless it has been previously provided.

Corporate representatives

A body corporate which is a Shareholder, or which has been appointed as a proxy, must ensure that it appoints an individual as its representative in accordance with section 250D of the *Corporations Act 2001* (Cth) ('**the Corporations Act**') to exercise its powers at the AGM. 29Metals requires written proof of the representative's appointment to be lodged with, or presented to, 29Metals prior to the AGM. Please

provide your appointment documentation to 29Metals' share registry before the commencement of the meeting, unless it has previously been provided.

Please contact 29Metals' share registry to obtain the relevant corporate representative documentation before the AGM by calling 1300 554 474.

Voting exclusions

Voting exclusions apply to Resolution 1 as set out below.

Resolution 1

The Company will disregard any votes cast on Resolution 1:

- by or on behalf of a member of KMP whose remuneration details are included in the Remuneration Report for the year ended 31 December 2025, or their closely related parties, regardless of the capacity in which the vote is cast; and
- by a person who is a member of KMP as at the date of the AGM, or their closely related parties as proxy,

unless the vote on Resolution 1 is cast as a proxy on behalf of a person entitled to vote on Resolution 1:

- in accordance with a direction in the Voting and Proxy Form; or
- by the Chair of the AGM pursuant to an express authorisation to exercise the proxy, even though Resolution 1 is connected with the remuneration of KMP.

How you can ask questions and make comments

Before the AGM

Shareholders are invited to submit questions in advance of the AGM. If you wish to submit questions or comments to 29Metals or the external auditor before the AGM, questions must be received by **5.00pm (AEST) on Thursday, 14 May 2026**.

Online: go to <https://au.investorcentre.mpms.mufg.com>

Post or Fax: complete and submit the enclosed Question Form to:

29Metals Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South, NSW 1235 Australia

+61 2 9287 0309

Written questions to the auditor must be in relation to the content of the auditor's report or the conduct of the audit. Please note that individual responses will not be sent to Shareholders.

Voting intentions

The Chair of the AGM intends to vote all available proxies in favour of all Resolutions.

Voting on each of the proposed Resolutions at the AGM will be conducted by a poll.

During the AGM

During the AGM, as a whole, Shareholders and proxyholders will have a reasonable opportunity to ask questions or make comments on all items of business. Online participants can ask questions in writing via the online platform at <https://meetings.openbriefing.com/29magm26>.

Shareholders and proxyholders who would prefer to ask verbal questions during the meeting can do so by dialling **1800 497 114 (within Australia) or +61 2 9189 1123 (outside Australia)**. For verification purposes, Shareholders and proxyholders will require a PIN code before calling this number during the AGM. A PIN can be obtained by contacting MUFG Corporate Markets on 1300 990 363 (within Australia) or +61 1300 990 363 (Overseas) at any time before or during the AGM.

More information on how to use the online facility (including the question telephone line) is available in the Online Meeting Guide which is available on 29Metals' website at <https://www.29metals.com/investors/aggm>.

The Chair of the AGM will seek to address as many of the more frequently raised topics as possible. It is not uncommon for a number of Shareholders to ask the same or similar questions. To facilitate the orderly conduct of the meeting and ensure that, as a whole, all Shareholders have a reasonable opportunity to participate, questions may be moderated or grouped together to avoid repetition and to make them more concise.

Technical difficulties

Technical difficulties may arise during the AGM. The Chair of the AGM has discretion as to whether and how the AGM should proceed if a technical difficulty arises. In exercising their discretion, the Chair of the AGM will have regard to the number of Shareholders impacted and the extent to which participation in the business of the AGM is affected. Where they consider it appropriate, the Chair of the AGM may continue to hold the AGM and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, if Shareholders have already decided how they will cast their vote, they are encouraged to lodge a direct vote or directed proxy by **10.30am (AEST) on Tuesday, 19 May 2026** even if they plan to attend the AGM.

If you experience any technical difficulties during the AGM, please contact MUFG Corporate Markets by phoning 1800 990 363.

EXPLANATORY NOTES

These Explanatory Notes have been prepared in relation to the items of business to be conducted at the AGM.

The purpose of these Explanatory Notes is to provide Shareholders with the information that is reasonably required by Shareholders to decide how to vote upon the resolutions being put forward at the AGM.

Resolutions 1 and 2 are ordinary resolutions which require a simple majority of votes cast by Shareholders entitled to vote on the Resolution.

Financial Statements and Reports

The Corporations Act requires that:

- the reports of the Directors and Auditor;
- the Sustainability Report; and
- the Annual Financial Report, including the Financial Statements of the Company for the year ended 31 December 2025,

to be laid before the AGM. Neither the Corporations Act nor the Company's Constitution require a vote of Shareholders on the reports or statements. However, Shareholders as a whole will be given an opportunity to raise questions or comments on the management of the Company.

Shareholders as a whole will also have a reasonable opportunity to ask the Company's auditor, Ernst & Young, questions regarding the conduct of the audits, the preparation and content of the Independent Auditor's Report, the accounting policies adopted by the Company in the Financial Report, the policies adopted by the Company in relation to the preparation of the Sustainability Report and the independence of the auditor.

The Company's Annual Financial Report for the year ended 31 December 2025 (including the Directors' Report, the Sustainability Report, and the Independent Auditor's Report) is included in the Company's 2025 Annual Report. Shareholders can access a copy of the Company's 2025 Annual Report via the Company's website at:

<https://www.29metals.com/investors/agm>.

Resolution 1

Adopt 2025 Remuneration Report

The Company's 2025 Remuneration Report is set out on pages 97-115 of the Company's 2025 Annual Report and outlines the remuneration policies of the Company and reports on the remuneration arrangements and outcomes for the Company's *key management personnel* ('**KMPs**') during the year ended 31 December 2025.

Shareholders as a whole will have a reasonable opportunity at the AGM to ask questions about, or make comments on, the Company's 2025 Remuneration Report.

The vote on the resolution is advisory only and does not bind the Directors or 29Metals. However, the Board will take into account the outcome of the vote when considering future remuneration arrangements.

Recommendation

The Directors unanimously recommend that Shareholders vote in favour of this Resolution.

Voting exclusion statement

Voting restrictions apply in relation to this Resolution and are described on page 7.

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Resolution 2

Election and Re-Election of Directors

Resolution 2(a)

Re-election of Director, Francis 'Creagh' O'Connor

Creagh O'Connor has served as a Non-Executive Director of 29Metals since 17 April 2023.

Creagh will retire from office and stand for re-election pursuant to Article 10.3(b)(iii) of the Company's Constitution and is eligible for re-election as a Director of the Company.

Creagh has more than 30 years' experience as an executive and adviser in the mining industry and investment banking.

Creagh is a current director and co-founder of GP Securities, a private investment group based in Adelaide. Through GP Securities, Creagh is a founding shareholder of EMR Capital, a specialist resources private equity manager, where Creagh is also currently a non-executive director and senior advisor.

Prior to co-founding GP Securities, Creagh held various executive and senior roles in investment banking and corporate advisory, including as Global Head of the Metals & Mining advisory group of Standard Chartered Bank following its acquisition of Gryphon Partners Pty Ltd in 2011, a boutique corporate advisory firm co-founded by Creagh in 2003.

Earlier executive and senior management roles included roles as head of corporate business development at formerly ASX-listed Normandy Mining Group (1993-2001) (ASX: NDY) and Executive Director of Australian Magnesium Corporation Limited (1996-2001) (ASX: ANM) and Managing Director of Queensland Metals Corporation Limited (1997-2000) (formerly ASX: QMC).

Creagh was previously a non-executive director of formerly ASX-listed Bondi Mining Limited (ASX: BOM) and Chesser Resources Limited (ASX: CHZ), Solstice Media Limited and the Queensland Mining Council.

Creagh is a member of 29Metals' Remuneration and Nominations Committee.

Taking into account the skills and experience that Creagh brings to the Board, the Board supports Creagh's re-election.

Recommendation

The Directors (with Creagh abstaining) unanimously recommend that Shareholders vote in favour of the Resolution.

Resolution 2(b)

Election of Director, Nicholas 'Nick' Cernotta

Nick Cernotta has served as an independent Non-Executive Director of 29Metals since 24 October 2025 and Deputy Chair since 11 December 2025.

Nick will retire from office and stand for election pursuant to Article 10.3(b)(ii) of the Company's Constitution and is eligible for election as a Director of the Company.

Nick is a mining engineer and has held senior operational and executive roles in Australia and overseas over a 40-year period. He has significant experience in the management, oversight and operation of large surface and underground resource projects, with a track record for improving safety performance through cultural leadership development, managing costs and improving operational efficiencies, across bulk, base and precious metal commodities, in several international jurisdictions and during challenging economic and geopolitical backdrops.

Nick served as Director of Operations at Fortescue Metals Group (ASX:FMG), Chief Operating Officer (Underground, International and Engineering) at MacMahon Holdings Limited (ASX:MAH) and as Director of Operations for Barrick (Australia Pacific) Pty Ltd, a subsidiary of Barrick Gold Corporation, with international assets in Africa, PNG and Saudi Arabia.

Nick is currently a Non-Executive Director of Northern Star Resources Ltd (ASX:NST), PLS Group Limited (ASX:PLS) and Critica Limited (ASX:CRI). He was previously Non-Executive Chairman of Panoramic Resources Limited (ASX: PAN) and ServTech Global Holdings Ltd and a Non-Executive Director of New Century Resources Ltd (ASX:NCZ).

Nick is a member of the Audit, Governance & Risk Committee and Sustainability Committee and Chair of the Technical Oversight Committee.

Appropriate background checks were completed on Nick before he was appointed to the Board, and no material adverse information was revealed by the checks.

Taking into account the skills and experience that Nick brings to the Board, the Board supports Nick's election.

Recommendation

The Directors (with Nick abstaining) unanimously recommend that Shareholders vote in favour of the Resolution.

Resolution 2(c)

Election of Director, Ashish Gupta

Ashish Gupta has served as a Non-Executive Director of 29Metals since 3 June 2025.

Ashish will retire from office and stand for election pursuant to Article 10.3(b)(ii) of the Company's Constitution and is eligible for election as a Director of the Company.

Ashish has over 20 years' experience in corporate finance and investing across various industries, including financial services, technology, media, natural resources, and infrastructure.

Ashish joined Tiga Investments Pte Ltd (Singapore) in 2019 as Managing Director and, since August 2021, Ashish has held the role of Commissioner of BUMA International Group Tbk (previously known as PT Delta Dunia Makmur Tbk), listed on the Indonesia Stock Exchange (IDX:DOID). Ashish is also on the board of directors of BUMA Australia Pty Ltd. In 2021 BUMA acquired the east-coast mining contracting business of Downer EDI. He is also a board member at The Executive Centre Ltd (Cayman), a premium flexible office business across Asia.

Previously, Ashish served as Managing Director and Partner at Farallon Capital Management (Singapore) from 2007 to 2019, where he played a pivotal role in private credit and private equity investments of Farallon Asia. He began his career as an investment banker at Goldman Sachs.

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Ashish obtained a Bachelor of Commerce (Hons) from Shri Ram College of Commerce, New Delhi, and a Post Graduate Diploma in Management from the Indian Institute of Management, Ahmedabad.

Appropriate background checks were completed on Ashish before he was appointed to the Board, and no material adverse information was revealed by the checks.

Taking into account the skills and experience that Ashish brings to the Board, the Board supports Ashish's election.

Recommendation

The Directors (with Ashish abstaining) unanimously recommend that Shareholders vote in favour of the Resolution.