EV RESOURCES LIMITED
ACN 009 144 503
NOTICE OF GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 11:00am (WST)

DATE: Thursday, 25 September 2025

PLACE: 311 – 313 Hay Street, Subiaco WA 6008

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

This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers 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 11:00am (WST) on Tuesday, 23 September 2025.

BUSINESS OF THE MEETING

AGENDA

1. RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF SHARES TO MILLSTREAM PARTNERS

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 8,000,000 Shares to Millstream Partners (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

2. RESOLUTION 2 – RATIFICATION OF PRIOR ISSUE OF SHARES IN CONSIDERATION FOR ACQUISITION

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 25,000,000 Shares to the Vendor of the Coyote Creek Licences (or their nominee(s)) on the terms and conditions set out in the Explanatory Statement."

3. RESOLUTION 3 – RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 216,666,667 Shares to Placement Participants (or their nominee(s)) on the terms and conditions set out in the Explanatory Statement."

4. RESOLUTION 4 – APPROVAL TO ISSUE SECURITIES TO ADVISER

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 20,000,000 Shares and 20,000,000 free attaching Options to the Adviser to the Placement (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."

5. RESOLUTION 5 – APPROVAL TO ISSUE SECURITIES TO DIRECTOR – SHANE MENERE

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

"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 20,000,000 Shares and 20,000,000 free attaching Options to Mr Shane Menere (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

A voting prohibition statement applies to this Resolution. Please see below.

6. RESOLUTION 6 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTOR – SHANE MENERE

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

"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 125,000,000 Performance Rights to Mr Shane Menere (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."

A voting prohibition statement applies to this Resolution. Please see below.

7. RESOLUTION 7 – APPROVAL TO ISSUE SECURITIES TO DIRECTOR – JUSTIN WERNER

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

> *"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 20,000,000 Shares and 20,000,000 free attaching Options to Mr Justin Werner (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

A voting prohibition statement applies to this Resolution. Please see below.

8. RESOLUTION 8 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTOR – JUSTIN WERNER

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

> *"That, for the purposes of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 125,000,000 Performance Rights to Mr Justin Werner (or his nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

A voting prohibition statement applies to this Resolution. Please see below.

9. RESOLUTION 9 – APPROVAL TO ISSUE SHARES IN CONSIDERATION FOR SERVICES PROVIDED BY THE MARKET LINK

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

> *"That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 8,749,804 Shares to Report Card Pty Limited (trading as The Market Link) (or its nominee(s)) on the terms and conditions set out in the Explanatory Statement."*

Dated: 25 August 2025

Voting Prohibition Statements

Resolution 5 – Approval to Issue Securities to Director – Shane Menere	A person appointed as a proxy must not vote, on the basis of that appointment, on these Resolutions 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 these Resolutions. 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 these Resolutions is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 6 – Approval to Issue Performance Rights to Director – Shane Menere	A person appointed as a proxy must not vote, on the basis of that appointment, on these Resolutions 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 these Resolutions. 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 these Resolutions is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 7 – Approval to Issue Securities to Director – Justin Werner	A person appointed as a proxy must not vote, on the basis of that appointment, on these Resolutions 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 these Resolutions. 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 these Resolutions is connected directly or indirectly with remuneration of a member of the Key Management Personnel.
Resolution 8 – Approval to Issue Performance Rights to Director – Justin Werner	A person appointed as a proxy must not vote, on the basis of that appointment, on these Resolutions 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 these Resolutions. 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 these Resolutions is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Voting Exclusion Statements

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

Resolution 1 – Ratification of Prior Issue of Shares to Millstream Pty Ltd	Millstream Partners (or its nominee(s)) or any other person who participated in the issue or an associate of that person or those persons.
Resolution 2 – Ratification of Prior Issue of Shares in Consideration for the Acquisition of Coyote Creek	Vendor of the Coyote Creek Licences (or their nominee(s)) or any other person who participated in the issue or an associate of that person or those persons.
Resolution 3 – Ratification of Prior Issue of Placement Shares	Placement Participants (or their nominee(s)) or any other person who participated in the issue or an associate of that person or those persons.
Resolution 4 – Approval to Issue Securities to Adviser	The Adviser (or his nominee(s)) or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 5 – Approval to Issue Securities to Director – Shane Menere	Shane Menere (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 6 – Approval to Issue Performance Rights to Director – Shane Menere	Shane Menere (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 7 – Approval to Issue Securities to Director – Justin Werner	Justin Werner (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 8 – Approval to Issue Performance Rights to Director – Justin Werner	Justin Werner (or his nominee(s)) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.
Resolution 9 – Approval to Issue Shares in Consideration for Services Provided by The Market Link	The Market Link (or its nominee(s)) or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).

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

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

(b) 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

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

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

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

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 two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the Shareholder appoints two 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.

Voting in person

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

Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary on +61 8 6489 0600.

EXPLANATORY STATEMENT

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

1. RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF SHARES TO MILLSTREAM PARTNERS

1.1 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 8,000,000 Shares on 19 December 2024 at a deemed issue price of $0.005 per Share, to Millstream Partners (or its nominee(s)) (**Millstream**) in lieu of the amount owing to Millstream Partners for US market development services provided totalling $40,000.

1.2 Listing Rule 7.1

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 shares it had on issue at the start of that period.

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

1.3 Listing Rule 7.4

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

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

1.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

1.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Shares were issued or the basis on which those persons were identified/selected	Millstream (or its nominee(s)). The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Shares issued	8,000,000 Shares were issued.
Terms of Shares	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.

REQUIRED INFORMATION	DETAILS
Date(s) on or by which the Shares were issued	19 December 2024.
Price or other consideration the Company received for the Shares	The Shares were issued at a deemed issue price of $0.005 per Share in lieu of services provided, further details of which are set out at Section 1.1 above. No cash consideration was paid for the issue of the Shares.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue of the Shares was to preserve the cash reserves of the Company and convert debt owing to Millstream to equity. The Company did not receive any other consideration in respect of the issue of the Shares. However, the issue of the Shares resulted in the Company converting debt owing into equity.
Summary of material terms of agreement to issue	A summary of the material terms of the agreement is set out in Section 1.1.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

2. RESOLUTION 2 – RATIFICATION OF PRIOR ISSUE OF SHARES IN CONSIDERATION FOR ACQUISITION

2.1 General

On 1 April 2025, the Company announced that it had reached an agreement with a private USA-based investor, the vendor of the Coyote Creek Licences (**Vendor**), to acquire 49 unpatented claims (covering 980 acres) over the Coyote Creek Antimony Project in Utah, USA (**Coyote Creek Licences**). The purchase consideration for the Coyote Creek Licences included:

(a) refund of fees paid by the Vendor of the Coyote Creek Licences to the Bureau of Land Management and Garfield County (totalling approximately USD$16,000); and

(b) the issuance of AUD$125,000 payable in Shares at a 30-day VWAP prior to the date of the licence transfer, but no less that AUD$0.005 per Share (representing a maximum of 25,000,000 Shares) (**Coyote Creek Acquisition Agreement**).

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 25,000,000 Shares on 7 July 2025 to the Vendor of the Coyote Creek Licences in part consideration for the acquisition of the Coyote Creek Licences.

As announced on 19 May 2025, the Company has reached an agreement with Trigg Minerals Limited (ASX:TMG) for the sale of 100% of the Coyote Creek Licences.

2.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 1.2 above.

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

2.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 1.3 above.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues

under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

2.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

2.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	The Vendor of the Coyote Creek Licences (as defined in Section 2.1 above). The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	25,000,000 Shares were issued.
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities were issued.	7 July 2025.
Price or other consideration the Company received for the Securities	The Shares were issued at a nil issue price, in consideration for the acquisition of Coyote Creek.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue was to satisfy the Company's obligations under the Coyote Creek Acquisition Agreement.
Summary of material terms of agreement to issue	The Shares were issued under the Coyote Creek Acquisition Agreement a summary of the material terms of which is set out in Section 2.1.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

3. BACKGROUND TO RESOLUTIONS 3 TO 4 INCLUSIVE – PLACEMENT

3.1 Overview

As announced on 19 June 2025, the Company secured firm commitments from professional and sophisticated investors (**Placement Participants**), to raise $650,000 (before costs) through the issue of 216,666,667 Shares at an issue price of $0.003 per Share (**Placement**).

3.2 Adviser

The Company received advisory services in respect of the Placement from an adviser (**Adviser**). The Company has agreed to issue the Adviser (or their respective nominee(s)) 20,000,000 Shares and 20,000,000 free attaching Options, being one (1) free attaching Option for each Share issued exercisable at $0.003 and expiring on the date that is two years from the date of issue and otherwise on the same terms and conditions set out in Schedule 1, subject to obtaining Shareholder approval the subject of Resolution 4, in consideration for services provided as Adviser to the Placement.

3.3 Chapter 10 of the Listing Rules

The Placement Participants included current Directors, Shane Menere and Justin Werner (**Related Placement Participants**). The Related Placement Participants participated in the Placement by contributing cash of $100,000 each and were issued 33,333,333 Shares each, totaling 66,666,666 Shares, on 7 July 2025.

On 17 June 2025, the Company appointed Shane Menere as Non-Executive Chairman and Justin Werner as Non-Executive Director. As such, the Related Placement Participants became a related party of the Company as a result of their appointment as Directors on 17 June 2025. Accordingly, their participation in the Placement was negotiated on an arm's length basis prior to their appointment.

Listing Rule 10.3(g) provides that Listing Rule 10.1 does not apply to an agreement or transaction with a person who would not otherwise be a related party but for the fact that they believe that they are likely to become a related party in the future because of the agreement or transaction. Similarly, Listing Rule 10.12 Exception 12 sets out an exception to Listing Rule 10.11 for an issue of Equity Securities under an agreement or transaction between an entity and a person who would not otherwise be a related party but for the fact that they believe, or have reasonable grounds to believe, that they are likely to become a related party in the future because of the agreement or transaction.

As a result, the Company does not consider that Listing Rules 10.1 or 10.11 applies to the issue of Shares to the Related Placement Participants under the Placement.

3.4 Use of Funds

The proceeds of the Placement will be used to advance the recently acquired Los Lirios Antimony Mine and provide working capital and meet the costs of the Placement.

4. RESOLUTION 3 – RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES

4.1 General

As set out in Section 3.1 above, the Company secured firm commitments from the Placement Participants to participate in the Placement. This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 216,666,667 Shares at an issue price of $0.003 per Share to raise $650,000.

The Shares were issued pursuant to the Company's capacity under Listing Rule 7.1 (the subject of this Resolution).

4.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 1.2 above.

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

4.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 1.3 above.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues

under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

4.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

4.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Shares were issued or the basis on which those persons were identified/selected	The Shares were issued to: (a) professional and sophisticated investors who were identified through a bookbuild process, which involved the Adviser and Directors of the Company seeking expressions of interest to participate in the capital raising from non-related parties of the Company; and (b) Related Placement Participants. As set out in Section 3.3 above, Listing Rule 10.12 exception 12 sets out an exception to Listing Rule 10.11 for an issue of equity securities under an agreement or transaction between an entity and a person who would not otherwise be a related party but for the fact that they believe, or have reasonable grounds to believe, that they are likely to become a related party in the future because of the agreement or transaction. As a result, the Company does not consider the Related Placement Participants who participated in the Placement by contributing cash totalling $200,000 to be a party to which Listing Rules 10.11 applies for the purposes of this Resolution.
Number and class of Shares issued	216,666,667 Shares were issued.
Terms of Shares	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities were issued	7 July 2025.
Price or other consideration the Company received for the Shares	$0.003 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 3.4 for details of the proposed use of funds.
Summary of material terms of agreement to issue	A summary of the material terms of the agreement is set out in Section 3.1.

REQUIRED INFORMATION	DETAILS
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

5. RESOLUTION 4 – APPROVAL TO ISSUE SECURITIES TO ADVISER

5.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 20,000,000 Shares, together with one (1) free attaching Option for every Share issued to the Adviser, in consideration for services provided under the Placement.

A summary of Listing Rule 7.1 is set out in Section 1.2 above.

The proposed issue falls within exception 17 of Listing Rule 7.2. Under Listing Rule 7.2 (Exception 17), if the issue of securities is subject to prior shareholder approval, it does not count toward the 15% placement limit set by Listing Rule 7.1. The proposed issue therefore requires the approval of Shareholders under Listing Rule 7.1.

5.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue and may be required to pay the outstanding fees due to the Adviser in cash.

5.3 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	Adviser to the placement The Company confirms that no Material Persons will be issued more than 1% of the issued capital of the Company.
Number of Securities and class to be issued	20,000,000 Shares and 20,000,000 free attaching Options will be issued.
Terms of Securities	The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares. The Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	The Shares will be issued at a nil issue price, in consideration for services provided under the Placement by the Adviser.
Purpose of the issue, including the intended	The purpose of the issue is to satisfy the Company's

REQUIRED INFORMATION	DETAILS
use of any funds raised by the issue	obligations agreed with the Adviser.
Summary of material terms of agreement to issue	A summary of the material terms of the agreement is set out in Section 3.2 above.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

6. RESOLUTIONS 5 TO 8 INCLUSIVE – APPROVAL TO ISSUE SECURITIES TO DIRECTORS

6.1 General

Resolutions 5 to 8 inclusive seek Shareholder approval for the purposes of Listing Rule 10.11 for the issue of an aggregate of:

(a) 20,000,000 Shares, together with 20,000,000 free attaching Options to Shane Menere (or his nominee(s)) – the subject of Resolution 5;

(b) 125,000,000 Performance Rights to Shane Menere (or his nominee(s)) – the subject of Resolution 6;

(c) 20,000,000 Shares, together with 20,000,000 free attaching Options to Justin Werner (or his nominee(s)) – the subject of Resolution 7; and

(d) 125,000,000 Performance Rights to Justin Werner (or his nominee(s)) – the subject of Resolution 8,

on the terms and conditions set out below.

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

SECURITY	QUANTUM	RECIPIENT	RESOLUTION	VESTING CONDITION	EXERCISE PRICE	EXPIRY DATE
Shares	20,000,000	Shane Menere	5	Nil	Nil	Nil
Options (free attaching)	20,000,000	Shane Menere	5	Nil	$0.003	24 months from the date of issue.
Performance Rights (Class A)	25,000,000	Shane Menere	6	Upon completion pf a strategic placement ≥ $5 million at ≥ $0.01.	Nil	12 months from the date of issue.
Performance Rights (Class B)	25,000,000	Shane Menere	6	Upon execution of an offtake agreement and receipt of USD $2 million investment.	Nil	12 months from the date of issue.
Performance Rights (Class C)	25,000,000	Shane Menere	6	Upon commencement of the Los Lirios Antimony Mine project production at ≥ 300 tonnes per day.	Nil	12 months from the date of issue.
Performance Rights (Class D)	25,000,000	Shane Menere	6	Upon commencement of the Los Lirios Antimony Mine project production at ≥ 500 tonnes per day.	Nil	24 months from the date of issue.

SECURITY	QUANTUM	RECIPIENT	RESOLUTION	VESTING CONDITION	EXERCISE PRICE	EXPIRY DATE
Performance Rights (Class E)	25,000,000	Shane Menere	6	Upon commencement of the Los Lirios Antimony Mine project production at ≥ 1,000 tonnes per day.	Nil	36 months from the date of issue.
Shares	20,000,000	Justin Werner	7	Nil	Nil	Nil
Options (free attaching)	20,000,000	Justin Werner	7	Nil	$0.003	24 months from the date of issue.
Performance Rights (Class A)	25,000,000	Justin Werner	8	Upon completion pf a strategic placement ≥ $5 million at ≥ $0.01.	Nil	12 months from the date of issue.
Performance Rights (Class B)	25,000,000	Justin Werner	8	Upon execution of an offtake agreement and receipt of USD $2 million investment.	Nil	12 months from the date of issue.
Performance Rights (Class C)	25,000,000	Justin Werner	8	Upon commencement of the Los Lirios Antimony Mine project production at ≥ 300 tonnes per day.	Nil	12 months from the date of issue.
Performance Rights (Class D)	25,000,000	Justin Werner	8	Upon commencement of the Los Lirios Antimony Mine project production at ≥ 500 tonnes per day.	Nil	24 months from the date of issue.
Performance Rights (Class E)	25,000,000	Justin Werner	8	Upon commencement of the Los Lirios Antimony Mine project production at ≥ 1,000 tonnes per day.	Nil	36 months from the date of issue.

The Shares and free attaching Options are being issued to Shane Menere under his letter of appointment, the material terms of which are set out below. In addition, the Company has agreed to issue Performance Rights as set out above.

TERM	DESCRIPTION
Role	Non-Executive director and chairman
Commencement date	17 June 2025 and will automatically cease in the event that Shane gives notice to the Board of his resignation as a Director, or he resigns by rotation and is not re-elected by the Shareholders.
Remuneration	$48,000 per annum Subject to Shareholder approval at the Company's general meeting, 20,000,000 million fully paid ordinary Shares, together with one (1) free attaching Option exercisable at $0.003 and expiring two years from the date of issue. The Company notes that should Shane cease to be a Director during the term of the Options, any unexercised Options held at the date of cessation will be automatically cancelled.

The Shares and free attaching Options are being issued to Justin Werner under his letter of appointment, the material terms of which are set out below. In addition, the Company has agreed to issue Performance Rights as set out above.

TERM	DESCRIPTION
Role	Non-Executive director
Commencement date	17 June 2025 and will automatically cease in the event that Justin gives notice to the Board of his resignation as a Director, or he resigns by rotation and is not re-elected by the Shareholders.
Remuneration	$48,000 per annum Subject to Shareholder approval at the Company's general meeting, 20,000,000 million fully paid ordinary Shares, together with one (1) free attaching Option exercisable at $0.003 and expiring two years from the date of issue. The Company notes that should Justin cease to be a Director during the term of the Options, any unexercised Options held at the date of cessation will be automatically cancelled.

6.2 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:

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

(b) 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 issues outlined above constitute giving a financial benefit and Shane Menere and Justin Werner are each a related party of the Company by virtue of being Directors.

The Directors (other than Shane Menere and Justin Werner who have a material personal interest in the Resolution) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issues because the agreement to issue the Securities, reached as part of the remuneration package for each of Shane Menere and Justin Werner, is considered reasonable remuneration in the circumstances and was negotiated on an arm's length basis.

6.3 Listing Rule 10.11

Listing Rule 10.11 provides that unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue equity securities to:

10.11.1 a related party;

10.11.2 a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (30%+) holder in the company;

10.11.3 a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the company and who has nominated a director to the board of the company pursuant to a relevant agreement which gives them a right or expectation to do so;

10.11.4 an associate of a person referred to in Listing Rules 10.11.1 to 10.11.3; or

10.11.5 a person whose relationship with the company or a person referred to in Listing Rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders,

unless it obtains the approval of its shareholders.

These issues fall within Listing Rule 10.11.1 and do not fall within any of the exceptions in Listing Rule 10.12. They therefore require the approval of Shareholders under Listing Rule 10.11.

6.4 Technical information required by Listing Rule 14.1A

If Resolutions 5 to 8 are passed, the Company will be able to proceed with the issues within one month 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 10.11), the issues will not use up any of the Company's 15% annual placement capacity.

If Resolutions 5 to 8 are not passed, the Company will not be able to proceed with the issues and the Company will consider other methods to appropriately remunerate Shane Menere and Justin Werner as Directors (which may include by way of cash bonuses).

6.5 Technical Information required by Listing Rule 10.13

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	The proposed recipients of the Securities are set out in Section 6.1 above.
Categorisation under Listing Rule 10.11	The recipients fall within the category set out in Listing Rule 10.11.1 as they are related parties of the Company by virtue of being Directors. Any nominee(s) of the recipients who receive Securities may constitute 'associates' for the purposes of Listing Rule 10.11.4.
Number of Securities and class to be issued	The following Securities are to be issued to Share Menere: (a) 20,000,000 Shares; (b) 20,000,000 free attaching Options; and (c) 125,000,000 Performance Rights. The following Securities are to be issued to Mr Justin Werner: (a) 20,000,000 Shares; (b) 20,000,000 free attaching Options; and (c) 125,000,000 Performance Rights.
Terms of Securities	The Options will be issued on the terms and conditions set out in Schedule 1. The Performance Rights will be issued on the terms and conditions set out in Schedule 2.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than one month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	The Securities will be issued at a nil issue price in lieu of directors' fees/salary.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issues is to replace the directors' fees and to provide a performance linked incentive component in the remuneration package for each of Shane Menere and Justin Werner to motivate and reward

REQUIRED INFORMATION	DETAILS
	their performance as Directors and to provide cost effective remuneration, enabling 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 each of Shane Menere and Justin Werner.
Remuneration package	The current total remuneration package for Shane Menere comprises of $48,000 of director's fees and superannuation payments of $nil. If the Securities are issued, the $48,000 director's fee will be forfeited by Shane Menere and his total remuneration package will be increased to $952,911, comprising of $202,911, being the value of the Shares and Options (based on the Black Scholes methodology) the subject of Resolution 5, and $750,000, being the value of the Performance Rights (based on the Black Scholes methodology) the subject of Resolution 6. The value of the Securities have been calculated as at date of appointment, 17 June 2025, however vesting of the Performance Rights is subject to the Vesting Conditions set out in Section 6.1 above. The current total remuneration package for Justin Werner comprises of $48,000 of director's fees and superannuation payments of $nil. If the Securities are issued, the $48,000 director's fee will be forfeited by Justin Werner and his total remuneration package will be increased to $952,911, comprising of $202,911, being the value of the Shares and Options (based on the Black Scholes methodology) the subject of Resolution 7, and $750,000, being the value of the Performance Rights (based on the Black Scholes methodology) the subject of Resolution 8. The value of the Securities have been calculated as at date of appointment, 17 June 2025, however vesting of the Performance Rights is subject to the Vesting Conditions set out in Section 6.1 above.
Summary of material terms of agreements to issue	A summary of the material terms of the agreements is set out in Section 6.1.
Voting exclusion statement	A voting exclusion statement applies to these Resolutions.
Voting prohibition statement	A voting prohibition statement applies to these Resolutions.

7. RESOLUTION 11 – APPROVAL TO ISSUE SHARES IN CONSIDERATION FOR SERVICES PROVIDED BY THE MARKET LINK

7.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 8,749,804 Shares in consideration for digital marketing services provided by Report Card Pty Limited (ACN 092 598 859) (trading as The Market Link) (**The Market Link**).

A summary of Listing Rule 7.1 is set out in Section 1.2 above.

The proposed issue does not fall within any of the exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

7.2 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue and the Company will be required to settle outstanding fees due to The Market Link

7.3 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	The Market Link (or its nominee(s)). The Company confirms that no Material Persons will be issued more than 1% of the issued capital of the Company.
Number of Securities and class to be issued	8,749,804 Shares.
Terms of Securities	The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	The Securities will be issued at a nil issue price, in consideration for digital marketing services provided by The Market Link.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to settle any outstanding fees due to The Market Link.
Summary of material terms of agreement to issue	A summary of the material terms of the agreement is set out in Section 7.1.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

GLOSSARY

$ means Australian dollars.

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.

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.

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 EV Resources Limited (ACN 009 144 503).

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

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.

Explanatory Statement means the explanatory statement accompanying the Notice.

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

Listing Rules means the Listing Rules of ASX.

Material Person means a related party of the Company, member of the Key Management Personnel, substantial holder of the Company, adviser of the Company or associate of any of these parties.

Meeting means the meeting convened by the Notice.

Notice means this notice of meeting including the Explanatory Statement and the Proxy Form.

Option means an option to acquire a Share.

Performance Right means a right to acquire a Share subject to satisfaction of performance milestones.

Proxy Form means the proxy form accompanying the Notice.

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

Section means a section of the Explanatory Statement.

Security means a Share, Option, or Performance Right.

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

Shareholder means a registered holder of a Share.

WST means Western Standard Time as observed in Perth, Western Australia.

SCHEDULE 1 – TERMS AND CONDITIONS OF OPTIONS

1.	**Entitlement**	Each Option entitles the holder to subscribe for one Share upon exercise of the Option.
2.	**Exercise Price**	Subject to paragraph 9, the amount payable upon exercise of each Option will be $0.003 (**Exercise Price**).
3.	**Expiry Date**	Each Option will expire at 5:00 pm (WST) on the date that is 24 months from the date of issue (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date
4.	**Exercise Period**	The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).
5.	**Exercise Notice**	The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Exercise Notice**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
6.	**Exercise Date**	An Exercise Notice is only effective on and from the later of the date of receipt of the Exercise Notice and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).
7.	**Timing of issue of Shares on exercise**	Within five Business Days after the Exercise Date, the Company will: (a) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Exercise Notice and for which cleared funds have been received by the Company; (b) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and (c) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options. If a notice delivered under 7(b) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.
8.	**Shares issued on exercise**	Shares issued on exercise of the Options rank equally with the then issued shares of the Company.
9.	**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 the holder 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.
10.	**Participation in new issues**	There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.
11.	**Change in exercise price/Adjustment for rights issue**	An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.
12.	**Transferability**	The Options are not transferable.

SCHEDULE 2 – TERMS AND CONDITIONS OF PERFORMANCE RIGHTS

<table>
<tr><td>1.</td><td>Entitlement</td><td>Each Performance Right entitles the holder to subscribe for one Share upon conversion of the Performance Right.</td></tr>
<tr><td>2.</td><td>Consideration</td><td>The Performance Rights will be issued for nil consideration and no consideration will be payable upon the conversion of the Performance Rights into Shares.</td></tr>
<tr><td>3.</td><td>Vesting Conditions/ Milestones</td><td>The Performance Rights shall vest as follows:
<table><tr><th>CLASS</th><th>VESTING CONDITION/MILESTONE</th></tr><tr><td>A</td><td>Upon completion pf a strategic placement ≥ $5 million at ≥ $0.01 within 12 months from the date of issue.</td></tr><tr><td>B</td><td>Upon execution of an offtake agreement and receipt of USD $2 million investment within 12 months from the date of issue.</td></tr><tr><td>C</td><td>Upon commencement of the Los Lirios Antimony Mine project production at ≥ 300 tonnes per day within 12 months from the date of issue.</td></tr><tr><td>D</td><td>Upon commencement of the Los Lirios Antimony Mine project production at ≥ 500 tonnes per day within 24 months from the date of issue.</td></tr><tr><td>E</td><td>Upon commencement of the Los Lirios Antimony Mine project production at ≥ 1,000 tonnes per day within 36 months from the date of issue.</td></tr></table>each, a Vesting Condition.</td></tr>
<tr><td>4.</td><td>Expiry Date</td><td>The Performance Rights whether vested or unvested, will otherwise expire on the earlier to occur of:
(a) the holder ceasing to be an officer (and employee, if applicable) or an employee of the Company (where they are not an officer at the time of issue), as applicable, unless otherwise determined by the Board at its absolute discretion; and
(b) 5:00 pm (WST) on:
<table><tr><th>CLASS</th><th>EXPIRY DATE</th></tr><tr><td>A</td><td>12 months from the date of issue.</td></tr><tr><td>B</td><td>12 months from the date of issue.</td></tr><tr><td>C</td><td>12 months from the date of issue.</td></tr><tr><td>D</td><td>24 months from the date of issue.</td></tr><tr><td>E</td><td>36 months from the date of issue.</td></tr></table>(Expiry Date).
For the avoidance of doubt, any unconverted Performance Rights will automatically lapse on the Expiry Date.</td></tr>
<tr><td>5.</td><td>Notice of vesting</td><td>The Company shall notify the holder in writing when the relevant Vesting Condition has been satisfied.</td></tr>
<tr><td>6.</td><td>Quotation of Performance Rights</td><td>The Performance Rights will not be quoted on ASX.</td></tr>
<tr><td>7.</td><td>Conversion</td><td>Subject to paragraph 16, upon vesting, each Performance Right will, at the election of the holder, convert into one Share.</td></tr>
<tr><td>8.</td><td>Timing of issue of Shares on conversion</td><td>Within five Business Days of conversion of the Performance Rights, the Company will:
(a) issue the number of Shares required under these terms and</td></tr>
</table>

		conditions in respect of the number of Performance Rights converted; (b) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and (c) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Performance Rights. If a notice delivered under 8(b) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.
9.	**Shares issued on exercise**	Shares issued on exercise of the Performance Rights rank equally with the then issued shares of the Company.
10.	**Change of Control**	If a change of control event occurs (being an event which results in any person (either alone or together with associates) owning more than 50% of the Company's issued capital), the Board may in its discretion determine the manner in which any or all of the holder's Performance Rights will be dealt with, including, without limitation, in a manner that allows the holder to participate in and/or benefit from any transaction arising from or in connection with the change of control event. The Board may specify in the invitation how the Performance Rights will be treated on a change of control event occurring, or the Board determining that such event is likely to occur, which may vary depending upon circumstances in which the Participant becomes a leaver and preserve some or all of the Board's discretion under this rule.
11.	**Participation in new issues**	There are no participation rights or entitlements inherent in the Performance Rights and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Performance Rights without converting the Performance Rights.
12.	**Adjustment for bonus issues of Shares**	If the Company makes a bonus issue of Shares or other securities to the Company's existing shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment no changes will be made to the Performance Rights.
13.	**Reorganisation**	If at any time the issued capital of the Company is reorganised (including consolidation, subdivision, reduction or return), all rights of a holder will be changed in a manner consistent with the applicable ASX Listing Rules and the Corporations Act at the time of reorganisation.
14.	**Dividend and voting rights**	The Performance Rights do not confer on the holder an entitlement to vote (except as otherwise required by law) or receive dividends.
15.	**Transferability**	The Performance Rights are not transferable.
16.	**Deferral of conversion if resulting in a prohibited**	If the conversion of a Performance Right would result in any person being in contravention of section 606(1) of the Corporations Act (**General Prohibition**) then the conversion of that Performance Right shall be deferred until such later time or times that the conversion

	acquisition of Shares	would not result in a contravention of the General Prohibition. In assessing whether a conversion of a Performance Right would result in a contravention of the General Prohibition: (a) holders may give written notification to the Company if they consider that the conversion of a Performance Right may result in the contravention of the General Prohibition. The absence of such written notification from the holder will entitle the Company to assume the conversion of a Performance Right will not result in any person being in contravention of the General Prohibition; and (b) the Company may (but is not obliged to) by written notice to a holder request a holder to provide the written notice referred to in paragraph (a) within 7 days if the Company considers that the conversion of a Performance Right may result in a contravention of the General Prohibition. The absence of such written notification from the holder will entitle the Company to assume the conversion of a Performance Right will not result in any person being in contravention of the General Prohibition.
17.	**No rights to return of capital**	A Performance Right does not entitle the holder to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.
18.	**Rights on winding up**	A Performance Right does not entitle the holder to participate in the surplus profits or assets of the Company upon winding up.
19.	**ASX Listing Rule compliance**	The Board reserves the right to amend any term of the Performance Rights to ensure compliance with the ASX Listing Rules.
20.	**No other rights**	A Performance Right gives the holder no rights other than those expressly provided by these terms and conditions and those provided at law where such rights at law cannot be excluded by these terms.

Proxy Voting Form

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

EV RESOURCES LTD | ABN 66 009 144 503

Your proxy voting instruction must be received by **11.00am (AWST) on Tuesday, 23 September 2025**, 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://investor.automic.com.au/#/loginsah 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 General Meeting of EV RESOURCES LTD, to be held at **11.00am (AWST) on Thursday, 25 September 2025 at 311 – 313 Hay Street, Subiaco WA 6008** hereby:

Appoint the Chair of the Meeting (Chair) OR 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 or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by ticking 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 5, 6, 7 and 8 (except where I/we have indicated a different voting intention below) even though Resolutions 5, 6, 7 and 8 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	RATIFICATION OF PRIOR ISSUE OF SHARES TO MILLSTREAM PARTNERS	☐	☐	☐
2	RATIFICATION OF PRIOR ISSUE OF SHARES IN CONSIDERATION FOR ACQUISITION	☐	☐	☐
3	RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES	☐	☐	☐
4	APPROVAL TO ISSUE SECURITIES TO ADVISER	☐	☐	☐
5	APPROVAL TO ISSUE SECURITIES TO DIRECTOR – SHANE MENERE	☐	☐	☐
6	APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTOR – SHANE MENERE	☐	☐	☐
7	APPROVAL TO ISSUE SECURITIES TO DIRECTOR – JUSTIN WERNER	☐	☐	☐
8	APPROVAL TO ISSUE PERFORMANCE RIGHTS TO DIRECTOR – JUSTIN WERNER	☐	☐	☐
9	APPROVAL TO ISSUE SHARES IN CONSIDERATION FOR SERVICES PROVIDED BY THE MARKET LINK	☐	☐	☐

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll 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

25 August 2025

Dear Shareholder

General Meeting – Notice and Proxy Form

Notice is hereby given that a General Meeting (**Meeting**) of Shareholders of EV Resources Limited (**Company** or **EV Resources**) will be held at 311-313 Hay Street, Subiaco WA 6008 on Thursday, 25 September 2025 at 11.00am AWST.

As permitted by the *Corporations Act 2001* (Cth), the Company will not be sending hard copies of the Notice of Meeting and accompanying Explanatory Memorandum (**Notice of Meeting**) to shareholders unless a shareholder has requested a hard copy. The Notice of Meeting can be viewed and downloaded from the link set out below: https://evresources.com.au/asx-announcements/

Alternatively, the Notice of Meeting will also be available on the ASX website, ticker code: EVR, at the following link: https://www.asx.com.au/markets/company/EVR

Lodge your proxy and voting instructions before the meeting online, by mail or by fax

Shareholders are strongly encouraged to vote by proxy. Enclosed with this notice is a paper copy Proxy Form which you can either use to lodge your voting instructions online, or complete and return by mail, fax or in person, following the instructions on the Proxy Form. In order for your proxy to count, Automic must receive your voting instructions by no later than 11:00 am (AWST) on 23 September 2025.

If it becomes necessary or appropriate to make alternative arrangements to those set out in the Notice of Meeting, the Company will notify shareholders accordingly via the Company's website and the ASX Market Announcements Platform. In order to receive electronic communications from the Company in the future, please update your Shareholder details online at https://investor.automic.com.au/#/home and log in with your unique shareholder identification number and postcode (or country for overseas residents).

Yours faithfully,

Louisa Martino
Company Secretary