
MANTLE MINERALS LIMITED

ACN 082 593 235

ADDENDUM TO NOTICE OF GENERAL MEETING

Mantle Minerals Limited (ACN 082 593 235) (**Company**) gives notice to Shareholders of amendments to the Notice of General Meeting dated 18 August 2025 and accompanying explanatory memorandum (**Notice**) in respect of the Company's general meeting of members to be held at 11:00am (WST) on 18 September 2025 (**Meeting**).

Shareholders should note that there is no change to the date, time and venue of the Meeting.

Capitalised terms in this Addendum have the same meaning as given in the Notice except as otherwise defined.

This Addendum is supplemental to the Notice and should be read in conjunction with the Notice.

This Addendum should be read in its entirety. If Shareholders are in doubt as to how they should note that should seek advice from their professional advisors prior to voting.

Apart from the amendments set out below, all Resolutions and the Explanatory Statement in the original Notice remain unchanged.

VOTING BY PROXY

The Company confirms that votes cast using the original proxy form will be accepted and there will not be a replacement proxy form.

Proxy Forms already received by the Company in accordance with the instructions in the Notice will still be accepted by the Company and will be counted in relation to the Resolutions to be voted on by Shareholders at the Meeting.

Shareholders who would like to alter a proxy vote that has already been cast, can do so by submitting a further proxy form, in the form of the original proxy form, that will have the effect of replacing the first received proxy form.

Shareholders who have not yet cast their vote may still vote using the proxy form that was enclosed with the Notice.

Proxy forms must be received by the Company no later than **11:00 am (WST) on 16 September 2025** being at least 48 hours before the Meeting.

1. BACKGROUND TO THE ADDENDUM

1.1 Clarifications

The Company wishes to clarify and correct certain information contained in the Notice, specifically:

- (a) Time for Determining Voting Entitlements;
- (b) Correction to Maximum Number of Securities under Resolutions 3 and 4; and
- (c) Correction to Expiry Date of Options and removal of the "Adjustment for rights issue" and "Adjustment for bonus issues of Shares" terms from the Options terms.

1.2 Disclosure of Capital Return

The Company also wishes to draw Shareholders' attention to new Company information released since the date of the original Notice.

Since the release of the Notice, the Company announced (on 2 September 2025) its intention to seek shareholder approval for a proposed return of capital to Shareholders of \$0.001 per Share on issue (**Capital Return**).

As Resolutions 3 and 4 relate to the issue of additional Shares in the Company, Shareholders should be aware that, if approved, these Resolutions would result in additional Shares on issue that would be eligible to participate in the proposed Capital Return. Accordingly, the Company considers this information relevant to Shareholders when considering their vote on Resolutions 3 and 4.

If Resolutions 3 and 4 are approved, the Company would return an additional \$785,669 to Shareholders under the Capital Return, if the Capital Return is ultimately approved.

Additionally, if any of the Options proposed to be issued under Resolutions 2, 3, 4 or 5 are exercised at an exercise price of \$0.0015 prior to the record date for the Capital Return (which must be at least three business days after shareholder approval of the Capital Return), the Shares issued on exercise of those Options will also be eligible to participate in the Capital Return.

If all of the Options the subject of Resolutions 2 to 5 are exercised prior to the record date of the Capital Return, an additional \$1,435,669 would be returned to Shareholders under the Capital Return if the Capital Return is ultimately approved.

For further details on the Capital Return, please refer to the announcement released on 2 September 2025.

2. AMENDMENTS TO THE NOTICE

2.1 Voting Eligibility

The first page of the Notice incorrectly stated that the time for determining the eligibility of members to vote at the Meeting was 11:00am (WST), which was during ASX trading hours.

This should correctly read **5:00pm (WST) on 16 September 2025**, in accordance with regulation 7.11.37 of the *Corporations Regulations 2001 (Cth)*.

2.2 Amendments to Resolution 3 and Section 5 of the Explanatory Statement

Assuming the Shares and Options are issued on or before 19 September 2025, the total interest accrued in relation to the Unrelated Convertible Notes prior to repayment will be \$40,549 resulting in a total amount outstanding (principal plus interest) of \$729,549.

Accordingly, subject to Shareholder approval of the conversion contemplated under **Resolution 3**, the Company will issue an aggregate of up to:

- (a) 729,549,000 Shares; and
- (b) 729,549,000 Options,

Accordingly, all references in Resolution 3 and Section 5 of the Explanatory Statement to:

- (a) "\$40,208" are replaced with "\$40,549";
- (b) "\$729,208" are replaced with "\$729,549"; and
- (c) "729,208,000" are replaced with "729,549,000".

2.3 Amendments to Resolution 4 and Section 6 of the Explanatory Statement

Assuming the Shares and Options are issued on or before 19 September 2025, the total interest accrued in relation to the Related Convertible Notes prior to repayment will be \$40,549 resulting in a total amount outstanding (principal plus interest) of \$729,549.

Accordingly, subject to Shareholder approval of the conversion contemplated under **Resolution 4**, the Company will issue an aggregate of up to 56,120,000 Shares and 56,120,000 Options.

Accordingly, all references in Resolution 4 and Section 6 of the Explanatory Statement to:

- (a) "\$3,092" are replaced with "\$3,120";
- (b) "\$56,092" are replaced with "\$56,120"; and
- (c) "56,092,000" are replaced with "56,120,000"

2.4 Amendments to Section 1.1, Section 7.1 and Schedule 1

The Expiry Date of the Options to be issued pursuant to the Notice have been erroneously referenced throughout the Notice.

The correct Expiry Date for all Options is **5:00pm (WST) on 19 September 2030**.

Accordingly, all references to 16 September 2030 in Sections 1.1 and 7.1 of the Explanatory Statement and Schedule 1 are replaced with 19 September 2030.

Further, the terms of the Options erroneously included an "Adjustment for rights issue" and "Adjustment for bonus issues of Shares". Accordingly, paragraphs (l) and (m) of Schedule 1 should be removed and replaced with the below:

(l) **No change in exercise price**

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.

(m) **Not used**

This Addendum is authorised by the Board

Should you wish to discuss the matters in this Addendum please do not hesitate to contact the Company Secretary on +61 8 6165 8858.