

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity Axel REE Limited
ABN 50 665 921 273

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Patrick John Volpe
Date of last notice	23 July 2024

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect (1)
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect (1) – Vermar Pty Ltd <P & T Super Fund A/C> (Director of Trustee and beneficiary of the superfund) Indirect (2) – Dimensional Holdings Pty Ltd (Sole Director and beneficial owner) Indirect (3) – CAP Holdings Pty Ltd <CAP A/C> (Director of Trustee and beneficiary of the Trust) Indirect (4) – Growthtech International Pty Ltd (Director and beneficial owner) Indirect (5) – Foxfire Metals Pty Ltd (Director and substantial shareholder)

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Appendix 3Y
Change of Director's Interest Notice

Date of change	6 August 2024
No. of securities held prior to change	<p>Indirect (1) – Vermar Pty Ltd <P & T Super Fund A/C></p> <ul style="list-style-type: none"> - Nil <p>Indirect (2) – Dimensional Holdings Pty Ltd</p> <ul style="list-style-type: none"> - 29,500,000 ordinary shares <p>Indirect (3) – CAP Holdings Pty Ltd <CAP A/C></p> <ul style="list-style-type: none"> - 27,400,000 ordinary shares - 1,000,000 unlisted options exercisable at \$0.30 expiring 17 April 2027 - 1,000,000 unlisted options exercisable at \$0.37 expiring 17 April 2027 <p>Indirect (4) – Growthtech International Pty Ltd</p> <ul style="list-style-type: none"> - 5,000,000 ordinary shares <p>Indirect (5) – Foxfire Metals Pty Ltd</p> <ul style="list-style-type: none"> - 1 ordinary share
Class	Ordinary shares
Number acquired	500,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$49,000.00

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Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	<p>Indirect (1) – Vermar Pty Ltd <P & T Super Fund A/C></p> <ul style="list-style-type: none"> - 500,000 ordinary shares <p>Indirect (2) – Dimensional Holdings Pty Ltd</p> <ul style="list-style-type: none"> - 29,500,000 ordinary shares <p>Indirect (3) – CAP Holdings Pty Ltd <CAP A/C></p> <ul style="list-style-type: none"> - 27,400,000 ordinary shares - 1,000,000 unlisted options exercisable at \$0.30 expiring 17 April 2027 - 1,000,000 unlisted options exercisable at \$0.37 expiring 17 April 2027 <p>Indirect (4) – Growthtech International Pty Ltd</p> <ul style="list-style-type: none"> - 5,000,000 ordinary shares <p>Indirect (5) – Foxfire Metals Pty Ltd</p> <ul style="list-style-type: none"> - 1 ordinary share
<p>Nature of change</p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	On market purchase of shares

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Agreement to issue 832,059 Ordinary Shares to Foxfire Metals Pty Ltd (Consideration Shares) six months after the date of admission of the Company to the Official List. The Consideration Shares are subject to an escrow period ending 24 months from the date the Company's securities were admitted to the Official List.
Nature of interest	Indirect – Mr Volpe is director and substantial shareholder of Foxfire Metals Pty Ltd.
Name of registered holder (if issued securities)	Foxfire Metals Pty Ltd
Date of change	n/a – no change

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Appendix 3Y

Change of Director's Interest Notice

No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	n/a
Interest acquired	n/a
Interest disposed	n/a
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	n/a
Interest after change	n/a

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.