



ASX RELEASE (29 OCTOBER 2025)

Notice of Annual General Meeting

Tartana Minerals Limited (ASX: TAT) (**Tartana** or **the Company**) advises that its 2025 Annual General Meeting will be held at 1.00pm AEDT on Wednesday, 26 November 2025 at 169 Blues Point Road, McMahon's Point NSW 2060.

A copy of the Notice of Meeting as dispatched to shareholders and a sample proxy form are enclosed.

ENDS

This announcement has been approved by the Company Secretary of Tartana Minerals Limited (ASX:TAT).

Further Information:

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Tartana Minerals Limited

ACN 111 398 040

**Notice of Annual General Meeting
Wednesday 26 November 2025 at
1:00pm (AEDT)**

**169 Blues Point Road
McMahons Point NSW 2060**

This is an important document. Please read it carefully.

Please speak to your professional advisers if you have any questions about this document or how to vote at the Meeting.

Notice of Annual General Meeting

Notice is hereby given that an Annual General Meeting of Tartana Minerals Limited (the **Company** or **TAT**) is to be held at 1:00pm (AEDT) on Wednesday, 26 November 2025 at 169 Blues Point Road, McMahons Point NSW 2060. The meeting will also be live-streamed however, voting will only be available by proxy or in person. Live stream attendees will not be considered to be 'present' at the meeting for the purposes of voting or forming a quorum. Further details will be provided closer to the AGM.

If Shareholders have any questions regarding the meeting or seek further information, please contact the Company Secretary at TAT@reignadvisory.com.

Business

Financial Statements and Reports

General Business – Consideration of Financial Statements

Consideration and discussion of Annual Report to shareholders for the financial year ended 30 June 2025 (**Annual Report**), which have been circulated to Shareholders on 30 September 2025.

Shareholders can also access the Company's Annual Report on the Company's website at <https://tartanaminerals.com.au/> and titled "Annual Report to shareholders", which was released to the ASX on 30 September 2025.

No voting is required for this item.

1. Resolution 1: Non-binding resolution to adopt the Remuneration Report

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

"That the Directors' Remuneration Report for the year ended 30 June 2025 be and is hereby adopted for the purposes of the Corporations Act 2001 (Cth)".

Voting Exclusion Statement

The company will disregard any votes cast on Resolution 1 (in any capacity, whether as proxy or as shareholder) by any of the following:

- a) Key Management Personnel;
- b) Closely Related Parties of Key Management Personnel; and
- c) as a proxy by a member of Key Management Personnel or a Key Management Personnel's Closely Related Party

However, the Company need not disregard a vote if it is:

- 1. Cast by a person as proxy appointed in accordance with the directions on the proxy form that specify how the proxy is to vote on Resolution 1; and the vote is not cast on behalf of a person described in subparagraphs (a), (b) and (c) above; or
- 2. Cast by the chair of the Meeting as proxy appointed in accordance with the directions of the proxy form for a person who is entitled to vote, and such appointment on the proxy form expressly authorises the chair to exercise the proxy even if the resolution is connected directly with the remuneration report; and the vote is not cast on behalf of a person described in subparagraphs (a), (b) and (c) above.

Voting Intention of Chair

Shareholders should be aware that any undirected proxies given to the Chair will be cast by the Chair and counted in favour of the Resolutions the subject of this Meeting, including Resolution 1, subject to compliance with the Corporations Act.

Election of Directors

2. Resolution 2: Ordinary Resolution to elect Shuyi (Kiara) Wang as a Director

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

“That, Shuyi (Kiara) Wang, retiring in accordance with rule 6.1 of the Company’s Constitution, be elected as a director of the Company”.

3. Resolution 3: Ordinary Resolution to elect Mat Hancock as a Director

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

“That, Mat Hancock, retiring in accordance with rule 9.2 of the Company’s Constitution, be elected as a director of the Company”.

Refinancing of Various Facilities

4. Resolution 4: Ordinary Resolution to Approve the Issuance of Convertible Notes to Breakaway Finance Pty Ltd

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 900 2025A Convertible Notes each with a face value of \$1,000 (aggregate \$900,000) in the Company to Breakaway Finance Pty Ltd, for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 4. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Breakaway Finance Pty Ltd;
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity;
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

5. Resolution 5: Ordinary Resolution to Approve the Issuance of Convertible Notes to Sparkiki Pty Ltd

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 450 2025A Convertible Notes each with a face value of \$1,000 (aggregate \$450,000) in the Company to Sparkiki Pty Ltd, for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 5. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Sparkiki Pty Ltd;
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity;
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

6. Resolution 6: Ordinary Resolution to Approve the Issuance of Convertible Notes to Shuyi Wang

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 300 2025A Convertible Notes each with a face value of \$1,000 (aggregate \$300,000) in the Company to Shuyi Wang for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 6. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Shuyi Wang;
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity;
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

7. Resolution 7: Ordinary Resolution to Approve the Issuance of Convertible Notes to Yaputri Pte Ltd

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 500 2025A Convertible Notes each with a face value of \$1,000 (aggregate \$500,000) in the Company to Yaputri Pte Ltd for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 7. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Yaputri Pte Ltd;
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity;
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

8. Resolution 8: Ordinary Resolution to Approve the Issuance of Convertible Notes to Quarto Capital

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 500 2025B Convertible Notes each with a face value of \$1,000 (aggregate \$500,000) in the Company to Quarto Capital Investment Ltd for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 8. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Quarto Capital Investment Ltd;
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity;
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

9. Resolution 9 Ordinary Resolution to Approve the Issuance of Convertible Notes to Equity Realty

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 200 2025C Convertible Notes each with a face value of \$1,000 (aggregate \$200,000) in the Company to Equity Realty Development (Australia) Co. Pty Ltd for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 9. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Equity Realty Development (Australia) Co. Pty Ltd;
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity;
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Approval of Issue to Curwon Pty Ltd

10. Resolution 10: Ordinary Resolution to Approve Issue to Curwon Pty Ltd

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

“That, for the purposes of ASX Listing Rule 7.1, and for all other purposes, Shareholders approve the issue of 10,000,000 Shares in the Company to Curwon Pty Ltd, for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 10. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Curwon Pty Ltd;
- A 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 entity); or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Approval of Issue to Former Director

11. Resolution 11: Ordinary Resolution to Approve Issue to Jihad Malaeb

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 1,500,000 Shares in the Company to Jihad Malaeb (or his nominee), for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 10. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Jihad Malaeb (or his nominee);
- A 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 entity); or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Issue of 2025 Performance Rights

12. Resolution 12: Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Stephen Bartrop

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 1,000,000 Class 2025 Performance Rights to Stephen Bartrop (or his nominee), for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 12. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Stephen Bartrop (or his nominee);
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity); or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

13. Resolution 13: Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Michael Thirnbeck

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 1,000,000 Class 2025 Performance Rights to Michael Thirnbeck (or his nominee), for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 13. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Michael Thirnbeck (or his nominee);
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity; or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

14. Resolution 14: Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Alistair Lewis

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 1,000,000 Class 2025 Performance Rights to Alistair Lewis (or his nominee), for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 14. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Alistair Lewis (or his nominee);
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity; or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

15. Resolution 15: Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Shuyi Wang

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 1,000,000 Class 2025 Performance Rights to Shuyi Wang (or her nominee), for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 15. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Shuyi Wang (or her nominee);
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity; or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

16. Resolution 16: Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Mat Hancock

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

“That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, Shareholders approve the issue of 1,000,000 Class 2025 Performance Rights to Mat Hancock (or his nominee), for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 16. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Mat Hancock (or his nominee);
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity; or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

17. Resolution 17: Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Reign Advisory Pty Ltd

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

“That, for the purposes of ASX Listing Rule 7.1, and for all other purposes, Shareholders approve the issue of 500,000 Class 2025 Performance Rights to Reign Advisory Pty Ltd (or their nominee), for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 17. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Reign Advisory Pty Ltd (or their nominee);
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity; or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

18. Resolution 18: Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Michael Liprino

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

“That, for the purposes of ASX Listing Rule 7.1, and for all other purposes, Shareholders approve the issue of 300,000 Class 2025 Performance Rights to Michael Liprino (or his nominee), for the purpose, and on the terms set out in the Explanatory Statement”.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 18. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- Michael Liprino (or his nominee);
- the person who is to receive the securities in question and any other person who will obtain a material benefit as result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity; or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Additional Placement Capacity

19. Resolution 19: Special Resolution to Approve Additional 10% Placement Capacity

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

"That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given to allow the Company to issue equity securities up to 10% of the fully paid ordinary issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Statement".

Note: this resolution is a special resolution and can only be passed if at least 75% of the votes cast, in person or by proxy, by members who are entitled to vote on the resolution, vote in favour.

Voting Exclusion Statement

A voting exclusion applies to this Resolution 19. The Company will disregard any votes cast in favour of the resolution by or on behalf of:

- A 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 entity); or
- An associate of those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - 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
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Important Note:

The proposed allottees of any 7.1A 10% Additional Capacity are not as yet known or identified. In these circumstances (and in accordance with the note set out in ASX Listing Rule 14.11.1 relating to ASX Listing Rules 7.1 and 7.1A), for a person's vote to be excluded, it must be known that that person will participate in the proposed issue. Where it is not known who will participate in the proposed issue (as is the case in respect of the 10% Securities), Shareholders must consider the proposal on the basis that they may or may not get a benefit and that it is possible that their holding will be diluted and as such there is no reason to exclude their votes.

Other Business

To transact any other business which may be legally brought before a General Meeting, in accordance with the Company's Constitution and the *Corporations Act 2001* (Cth).

On behalf of the Board,



Sonny Didugu
Company Secretary
29 October 2025

Explanatory Statement

This Explanatory Statement is intended to provide Shareholders of Tartana Minerals Limited (ASX: TAT) (**TAT** or the **Company**) with sufficient information to assess the merits of the Resolutions contained in the accompanying Notice of Annual General Meeting of the Company.

The Directors recommend that shareholders read this Explanatory Statement in full before making any decision in relation to the Resolutions.

If you have any queries regarding the matters set out in this Explanatory Statement or the preceding Notice please contact TAT or seek advice from your professional advisors.

Financial Statements and Reports

Financial Statements and Reports – Financial Year Ended 30 June 2025

The Corporations Act requires the Financial Report, Directors' Report and Auditor's Report for the past financial year to be tabled before the Annual General Meeting, and the Company's Constitution provides for such reports to be received and considered at that meeting. Neither the Corporations Act nor the Company's Constitution requires a vote of shareholders at the Annual General Meeting on such Reports. The Annual General Meeting provides a forum for shareholders to ask questions and make comments on the Company's reports and accounts and on the business and operations of the Company for the year ended 30 June 2025.

In addition, at the meeting, shareholders may ask questions of the auditor in relation to the following:

- the conduct of the audit;
- the content of the auditor's report;
- the accounting policies adopted by the Company for the preparation of the financial statements; and
- the auditor's independence in relation to the above items.

Shareholders may view the Company's 2025 Annual Report on the Company's website: www.tartanaminerals.com.au

Resolution 1: Non-binding resolution to adopt the Remuneration Report

In accordance with Section 250R(2) of the Corporations Act a resolution that the Remuneration Report be adopted must be put to a vote at the Company's Annual General Meeting. The vote on this resolution is advisory only and does not bind the Directors or the Company. The Remuneration Report is set out in the Company's 2024 Annual Report and is also available from the Company's website.

The Remuneration Report:

- describes the policies behind, and the structure of, the remuneration arrangements of the Company and the link between the remuneration of executives and the Company's performance;
- sets out the remuneration arrangements in place for each director and for certain members of the senior management team; and
- explains the difference between the bases for remunerating non-executive directors and senior executives, including the Managing Director.

If the Resolution 1 receives a 'No' vote of 25% or more of the votes cast at the meeting, the Company's 2026 Remuneration Report will include a report on actions taken by the Board in response. The Board will take the outcome of the vote, even if less than 25% 'No' into consideration when reviewing the Company's remuneration policy. A 'No' vote of greater than 25% was not received in the past year.

Voting Exclusion Statement

A Voting Exclusion Statement applies to this Resolution 1 relating to Key Management Personnel identified in the 2025 Annual Report and their Closely Related Parties as these terms are defined in the Corporations Act.

Election of Directors

Resolution 2: Ordinary Resolution to elect Shuyi (Kiara) Wang as Director

Rule 6.1 of the Company's Constitution requires one-third of the directors, rounding down, must stand for re-election at every Annual General Meeting. The Managing Director and any director already standing for re-election under another rule, such as Mat Hancock (Resolution 3), are excluded. Ms Wang accordingly retires and submits himself for re-election at this Annual General Meeting.

The 2025 Annual Report includes Kiara Wang's full bio, including her qualifications and experience. The Company does not provide the further information recommended by Recommendation 1.2 of the ASX Corporate Governance Principles and Recommendations but will consider doing so in future periods.

The Board does not consider Ms Wang to be an independent director.

Resolution 3: Ordinary Resolution to elect Mat Hancock as Director

Rule 9.1 of the Company's Constitution requires that any director appointed by the other directors must seek re-election at the first Annual General Meeting following their appointment. Mr Hancock, being eligible for re-election, seeks such re-election at this Annual General Meeting.

Mathew Hancock is a minerals processing professional with many years of experience. Mathew has been involved in mineral processing technology development including a key role in Newmont's Tanami Gold Operations parallel milling project. He has also been involved in the design and construction of skid-based hardrock and alluvial processing plants. Mathew is also the Managing Director of Viking Hoard a privately owned small-scale hard rock mining operation in Far North Queensland.

Mathew was instrumental in the recommissioning of Company's heap leach – solvent extraction - crystallisation plant to product copper sulphate pentahydrate near Chillagoe and co-ordinating the Mungana processing plant refurbishment review.

The Company does not provide the further information recommended by Recommendation 1.2 of the ASX Corporate Governance Principles and Recommendations but will consider doing so in future periods.

The Board does not consider Mr Hancock to be an independent director.

Refinancing of Various Facilities

The Company has a number of financing arrangements in place which are intended to be refinanced into convertible notes, subject to shareholder approval to be sought at this meeting.

Although further information is provided below in respect of each resolution, generally, if the relevant resolution is not passed the Company will continue to owe funds to these investors on similar terms as the convertible notes proposed to be issued but for the ability to convert the debts into equity at the holders' election.

A summary of the various financing arrangements, separated by resolution, follow:

Res	Investor	Funding Amount	Notes (Subject to Shareholder Approval)
4	Breakaway Finance Pty Ltd (Stephen Bartrop)	\$900,000	900 2025A Convertible Notes (ex \$0.10 exp 30 Nov 2026)
5	Sparkiki Pty Ltd (Alistair Lewis)	\$450,000	450 2025A Convertible Notes (ex \$0.10 exp 30 Nov 2026)
6	Shuyi Wang	\$300,000	300 2025A Convertible Notes (ex \$0.10 exp 30 Nov 2026)
7	Yaputri Pte Ltd	\$500,000	500 2025A Convertible Notes (ex \$0.10 exp 30 Nov 2026)
8	Quarto Capital Investment Ltd	\$500,000	500 2025B Convertible Notes (ex \$0.10 exp 5 August 2027)

9	Equity Realty Development (Australia) Co Ltd	\$200,000	200 2025C Convertible Notes (ex \$0.10 exp 3 April 2027) (secured)
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(together the **2025A-C Convertible Notes**).

Annexed at Annexure A is a summary of the material terms of each of the 2025A-C Convertible Notes.

Regulatory Framework (Resolutions 4 to 6)

Resolutions 4 to 6 contemplate the issue of 2025A Convertible Notes to three related parties of the Company. The issue accordingly has both Corporations Act and Listing Rules considerations.

Corporations Act: Chapter 2E of the Corporations Act requires that for a public company to give a financial benefit to a related party (including directors of the Company), the company must obtain approval of members in the manner set out in Sections 217 to 227 of the Corporations Act and give the benefit within 15 months following such approval unless the giving of the financial benefit falls within an exception set out in Sections 210 to 216 of the Corporations Act.

The issue of the 2025A Convertible Notes to these parties constitutes the giving of a financial benefit to those parties who are related parties of the Company by reason of their directorship.

The Company consider that the directors' participation in the 2025A Convertible Notes is on arm's length terms and thus rely on section 210 of the Corporations Act to not seek shareholder approval pursuant to Chapter 2E of the Corporations Act. In this regard, of particular note is that there are no differences between the terms of the 2025A Convertible Notes issued to directors compared to other parties, and the entire 2025A-C Convertible Notes are broadly on a similar set of terms.

Listing Rules: ASX Listing Rule 10.11 provides that unless one of the exceptions in ASX 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 ASX 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 ASX 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.

The proposed issues of 2025A Convertible Notes fall within ASX Listing Rule 10.11.1 and do not fall within any of the exceptions in ASX Listing Rule 10.12. The Resolutions, therefore, require the approval of Shareholders under ASX Listing Rule 10.11.

The Company accordingly seeks shareholder approval pursuant to ASX Listing Rule 10.11 for Resolutions 4 to 6. Pursuant to ASX Listing Rule 7.2 Exception 14, where approval under ASX Listing Rule 10.11 is obtained approval is not required under ASX Listing Rule 7.1 and the issue of securities will not be included in the company's 15% limit.

If Resolutions 4 to 6 are passed, the Company will be able to proceed with the issue of the 2025A Convertible Notes to these related parties. If Resolutions 4 to 6 are not passed, the Company will not be able to proceed with the issue of the 2025A Convertible Notes to the relevant related party. The Company will then continue to have an obligation to repay each of the related parties in the form of an unsecured cash advance.

Regulatory Framework (Resolutions 7 to 9)

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities (as defined in the ASX Listing Rules, which includes options and convertible 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 of these 2025A-C Convertible Notes does not fit within any of the exceptions set out in ASX Listing Rule 7.2. ASX Listing Rule 7.1 allows the Company to seek shareholder approval for an issue of securities which would not have the effect of reducing the Company's 'placement capacity' under ASX Listing Rule 7.1.

To this end, Resolutions 7 to 9 seek Shareholder approval to issue of the 2025A-C Convertible Notes under and for the purposes of ASX Listing Rule 7.1.

If Resolutions 7 to 9 are passed, the Company will issue the 2025A-C Convertible Notes relating to those resolutions without using placement capacity available under ASX Listing Rule 7.1.

If Resolutions 7 to 9 are not passed, the existing finance arrangements will continue to apply. The terms of the existing financing arrangements is provided in the following under "Other material terms of agreement".

Information required by either ASX Listing Rule 10.13 or ASX Listing Rule 7.3

As required by ASX Listing Rule 10.13, the Company provides the following information in respect of Resolution 4:

Name of recipients	Breakaway Finance Pty Ltd whom is a party to whom LR 10.11.1 applies by reason of being controlled by a director of the Company, Stephen Bartrop.
Number and class of securities to be issued	900 2025A Convertible Notes (ex \$0.10 exp 30 Nov 2026)
Material terms of the securities	Each 2025A Convertible Note has a face value of \$1,000 and can be converted into equity at \$0.10 per share, and mature on 30 November 2026. A more comprehensive summary of the terms of the 2025A Convertible Notes is set out in Annexure A.
Date by which securities will be issued	The 2025A Convertible Notes must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Each 2025A Convertible Note has a face value of \$1,000.
Purpose of the issue	The Company is refinancing existing debts held by the proposed recipient into Convertible Notes.
Other material terms of agreement	The material terms of the 2025A Convertible Notes are set out in Annexure A. If shareholder approval is not received, the following material terms of the existing financing will continue: • interest paid monthly of 15% per annum • no rights to convert into equity • lender may demand repayment at any time
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 4

As required by ASX Listing Rule 10.13, the Company provides the following information in respect of Resolution 5

Name of recipients	Sparkiki Pty Ltd whom is a party to whom LR 10.11.1 applies by reason of being controlled by a director of the Company, Alistair Lewis.
Number and class of securities to be issued	450 2025A Convertible Notes (ex \$0.10 exp 30 Nov 2026)
Material terms of the securities	Each 2025A Convertible Note has a face value of \$1,000 and can be converted into equity at \$0.10 per share, and mature on 30 November 2026. A more comprehensive summary of the terms of the 2025A Convertible Notes is set out in Annexure A.
Date by which securities will be issued	The 2025A Convertible Notes must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Each 2025A Convertible Note has a face value of \$1,000.
Purpose of the issue	The Company is refinancing existing debts held by the proposed recipient into Convertible Notes.
Other material terms of agreement	The material terms of the 2025A Convertible Notes are set out in Annexure A. If shareholder approval is not received, the following material terms of the existing financing will continue: • interest paid monthly of 15% per annum • no rights to convert into equity • lender may demand repayment at any time
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 5

As required by ASX Listing Rule 10.13, the Company provides the following information in respect of Resolution 6:

Name of recipients	Shuyi Wang whom is a party to whom LR 10.11.1 applies by reason of being a director of the Company.
Number and class of securities to be issued	300 2025A Convertible Notes (ex \$0.10 exp 30 Nov 2026)
Material terms of the securities	Each 2025A Convertible Note has a face value of \$1,000 and can be converted into equity at \$0.10 per share, and mature on 30 November 2026. A more comprehensive summary of the terms of the 2025A Convertible Notes is set out in Annexure A.
Date by which securities will be issued	The 2025A Convertible Notes must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Each 2025A Convertible Note has a face value of \$1,000.
Purpose of the issue	The Company is refinancing existing debts held by the proposed recipient into Convertible Notes.

Other material terms of agreement	The material terms of the 2025A Convertible Notes are set out in Annexure A. If shareholder approval is not received, the following material terms of the existing financing will continue: • interest paid monthly of 15% per annum • no rights to convert into equity • lender may demand repayment at any time
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 6

As required by ASX Listing Rule 7.3, the Company provides the following information in respect of Resolution 7

Number and class of securities issued or to be issued	500 2025A Convertible Notes
Name of recipients or basis on which persons were identified	Yaputri Pte Ltd, an existing financier to the Company.
Material terms of the securities	Each 2025A Convertible Note has a face value of \$1,000 and can be converted into equity at \$0.10 per share, and mature on 30 November 2026. A more comprehensive summary of the terms of the 2025A Convertible Notes is set out in Annexure A.
Date securities were issued or will be issued	The 2025A Convertible Notes must be issued within three months of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Each 2025A Convertible Note has a face value of \$1,000.
Purpose of the issue	The Company is refinancing existing debts held by the proposed recipient into Convertible Notes.
Other material terms of agreement	The material terms of the 2025A Convertible Notes are set out in Annexure A. If shareholder approval is not received, the following material terms of the existing financing will continue: • interest paid monthly of 15% per annum • no rights to convert into equity • lender may not demand repayment until March 2026
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 7

As required by ASX Listing Rule 7.3, the Company provides the following information in respect of Resolution 8

Number and class of securities issued or to be issued	500 2025B Convertible Notes
Name of recipients or basis on which persons were identified	Quarto Capital Pty Ltd, an existing financier to the Company.

Material terms of the securities	Each 2025B Convertible Note has a face value of \$1,000 and can be converted into equity at \$0.10 per share, and mature on 5 August 2027. A more comprehensive summary of the terms of the 2025B Convertible Notes is set out in Annexure A.
Date securities were issued or will be issued	The 2025B Convertible Notes must be issued within three months of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Each 2025B Convertible Note has a face value of \$1,000.
Purpose of the issue	The Company is refinancing existing debts held by the proposed recipient into Convertible Notes.
Other material terms of agreement	The material terms of the 2025B Convertible Notes are set out in Annexure A. If shareholder approval is not received, the following material terms of the existing financing will continue: • interest paid monthly of 15% per annum • no rights to convert into equity • lender may not demand repayment until 5 August 2027
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 8

As required by ASX Listing Rule 7.3, the Company provides the following information in respect of Resolution 9

Number and class of securities issued or to be issued	200 2025C Convertible Notes
Name of recipients or basis on which persons were identified	Equity Realty Development (Australia) Co Pty Ltd, an existing financier to the Company.
Material terms of the securities	Each 2025C Convertible Note has a face value of \$1,000 and can be converted into equity at \$0.10 per share, and mature on 3 April 2027. A more comprehensive summary of the terms of the 2025C Convertible Notes is set out in Annexure A.
Date securities were issued or will be issued	The 2025C Convertible Notes must be issued within three months of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Each 2025C Convertible Note has a face value of \$1,000.
Purpose of the issue	The Company is refinancing existing debts held by the proposed recipient into Convertible Notes.

Other material terms of agreement	The material terms of the 2025B Convertible Notes are set out in Annexure A. A key difference between the 2025A and 2025B Convertible Notes compared to 2025C is that 2025C is intended to be a secured note. If shareholder approval is not received, the following material terms of the existing financing will continue: • interest paid monthly of 15% per annum • no rights to convert into equity • lender may not demand repayment until 5 August 2027
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 9

Approval of Issue to Curwon Pty Ltd

Resolution 10: Ordinary Resolution to approve Issue to Curwon Pty Ltd

On 21 October 2025, the Company announced it had entered into a binding agreement for the acquisition of Queensland EPM 27804 (**Molloy Regional Project**). The vendor of the Molloy Regional Project is Curwon Pty Ltd, controlled by Mr Duncan Hardie – a long term shareholder and supporter of the Company. Mr Hardie is not a person to whom ASX Listing Rule 10.11 applies.

The Molloy Regional Project is intended to fold within the Company's broader Herberton and Dimbulah tenement packages which include prospective tin-tungsten-antimony-REE-copper prospects in Far North Queensland.

The acquisition of the Molloy Regional Project further expands the Company's footprint in that region and provides further flexibility and optionality for further investment or for the Company to explore a potential spin-off of these assets whilst it focusses on its core projects.

The consideration payable for the Molloy Regional Project is 10,000,000 Fully Paid Ordinary Shares in Tartana with completion of this issue conditional upon the successful registration of the tenement transfer. Resolution 10 seeks shareholder approval for the issue of these Shares.

The Company acknowledges that this registration process may take some months. Shareholder approval is being sought, however pursuant to ASX Listing Rule 7.1 which requires the issue to be made within three months of shareholder approval. The Company accordingly proposes the following:

- If shareholder approval is received for Resolution 10 and the transfer completes within three months of the Meeting, the Company will issue the securities to Curwon Pty Ltd pursuant to this approval;
- If shareholder approval is received for Resolution 10 however the transfer does not complete within three months of the Meeting, the approval at this Meeting will be stale and the Company will issue the securities to Curwon Pty Ltd using existing placement capacity at that time (without shareholder approval); and
- If shareholder approval is not received for Resolution 10, the Company will still proceed with the acquisition of the Molloy Regional Project but the issue of securities to Curwon Pty Ltd will be made under ASX Listing Rule 7.1 without shareholder approval.

The proposed issue to Curwon complies with ASX Listing Rule 7.1. Absent shareholder approval, the Company has sufficient placement capacity for this issue under ASX Listing Rule 7.1. ASX Listing Rule 7.2 Exception 17 does not apply to this transaction (the transaction is not conditional on shareholder approval).

Regulatory Framework

The issues contemplated by Resolution 10 are not to related parties. Accordingly the issues are proposed to be made under ASX Listing Rule 7.1, which is summarised in the above as it relates to Resolutions 7 to 9.

Additional Information required by ASX Listing Rule 7.3

As required by ASX Listing Rule 7.3, the Company provides the following information with respect to Resolution 10.

Name of recipients	Curwon Pty Ltd
Number and class of securities to be issued	10,000,000 Shares
Material terms of the securities	Fully Paid Ordinary Shares
Date by which securities will be issued	The Shares must be issued within three months of the Meeting if they are to be considered to have been issued with shareholder approval under ASX Listing Rule 7.1 The Company provides further information on the issue timing in the above.
Price (or other consideration)	An issue price is unspecified. The Company is issuing these securities in consideration for the acquisition of the Molloy Regional Project.
Purpose of the issue	Consideration for acquisition.
Other material terms of agreement	The Company has entered into a Tenement Sale Agreement. It provides for: • Buyer: Queensland Strategic Metals Pty Ltd (ACN 605 093 703) a subsidiary of Tartana • Seller: Curwon Pty Ltd (ACN 655 364 873) • Asset: 100% interest in Exploration Permit for Minerals (EPM 27804), including all associated mining information • Consideration: 10,000,000 fully paid ordinary shares in Tartana Minerals Limited • Conditions precedent: ◦ Execution and delivery of tenement transfer forms ◦ Ministerial approval under the Resources Acts for transfer of 100% interest ◦ No material adverse effect prior to completion • Completion: Within 5 business days of satisfaction (or waiver) of all conditions • Financial assurance: Buyer to replace existing bank guarantee; Seller released post-completion • Environmental indemnity: Seller indemnifies Buyer for pre-completion environmental matters • Governing law: Queensland • Other terms are terms the Company considers standard and customary for an agreement of this nature.
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 10

Approval of Issue to Former Director

Resolution 11: Ordinary Resolution to approve Issue to Jihad Malaeb

Mr Jihad Malaeb was a director of the Company until 4 July 2025. He served a three year tenure including a period as Chairman of the Board. At the time of his resignation, the Company agreed to settle various outstanding amounts to him arising out of his directorship. The terms of this agreement were disclosed on 4 July 2025 and are described below. Resolution 11 seeks to effect that issue.

Regulatory Framework

The regulatory framework relevant to the proposal to permit Mr Malaeb to be issued these shares is fundamentally similar to the one that applies to Resolutions 4 to 6. Although Mr Malaeb is no longer a director, he remains a related party of the Company for six months from ceasing to be a director.

With respect to the Corporations Act, the Company notes that:

- The issue of shares to Mr Malaeb constitutes the giving of a financial benefit to Mr Malaeb who is a related party of the Company by reason of their former directorship which ended within six months of the date of the proposed issue.
- The Company consider that his participation in such an issue is on arm's length terms and thus rely on section 210 of the Corporations Act to not seek shareholder approval pursuant to Chapter 2E of the Corporations Act.
- In this regard, of particular note is that the proposed issue to Mr Malaeb was at a premium to the last closing share price on 4 July 2025, and reduces an amount of cash that would otherwise be owed to Mr Malaeb.

With respect to the ASX Listing Rules, the Company notes that:

- The proposed issue of shares in a placement fall within ASX Listing Rule 10.11.1 and does not fall within any of the exceptions in ASX Listing Rule 10.12. The placement, therefore, requires the approval of Shareholders under ASX Listing Rule 10.11.
- The Company accordingly seeks shareholder approval pursuant to ASX Listing Rule 10.11 for Resolution 11
- Pursuant to ASX Listing Rule 7.2 Exception 14, where approval under ASX Listing Rule 10.11 is obtained approval is not required under ASX Listing Rule 7.1 and the issue of securities will not be included in the company's 15% limit.
- If Resolution 11 is passed, the Company will be able to proceed with the issue of the shares to Mr Malaeb.
- If Resolution 11 is not passed, the Company will be required to pay to Mr Malaeb the value of those shares at \$0.05 per share, being \$75,000.

Information required by ASX Listing Rule 10.13

The Company provides the following information in respect of Resolution 11

Name of recipients	Jihad Malaeb (or his nominee) whom is a party to whom LR 10.11 applies by reason of being a former director of the Company.
Number and class of securities to be issued	1,500,000 Fully Paid Ordinary Shares
Material terms of the securities	Fully Paid Ordinary Shares ranking pari passu with other securities of that class.
Date by which securities will be issued	The shares must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	\$0.05 per Share
Purpose of the issue	Payment in lieu of cash for an amount outstanding to Mr Malaeb.
Other material terms of agreement	Mr Malaeb and the Company entered into a deed of release at the time of his cessation as a director. In return for a mutual and full release from any matters arising from Mr Malaeb's directorship and his prior engagement to provide consulting

	services to the Company above and beyond his role as Chairman, and mutual confidentiality, Mr Malaeb is to have been paid by the Company: \$100,000 plus GST paid over the six months from 4 July 2025, and subject to shareholder approval, be issued 1,500,000 Shares at a fixed issue price of \$0.05 per Share subject to shareholder approval to be sought by 30 November 2025. Should shareholder approval not be received for the issue of the Shares, the Company will pay to Mr Malaeb on such failure \$75,000 being the value of the Shares at the deemed issue price. Additionally, the Company has agreed that the 1,000,000 Performance Rights held by Mr Malaeb have lapsed following the end of his directorship.
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 11

Issue of 2025 Performance Rights

Resolutions 12 - 18: Performance Rights to the Directors and Company Secretary

The Company proposes that, subject to shareholder approval, it will issue performance rights to each of the directors, the Company Secretary, and an accounting services provider, providing additional remuneration contingent on their achievement of the performance milestone.

The 2025 Performance Rights will each become convertible into one ordinary share in the Company upon the achievement a volume weighted average price of the Company's ordinary securities on the ASX over a 20 trading day period of \$0.10 achieved on or before 31 October 2026, being the performance milestone.

Details of the proposed recipients, the quantum of each proposal, and the relevant resolution are below:

Resolution	Recipient	Class and Number	Role in Company
12	Stephen Bartrop (or nominee)	1,000,000 2025 Performance Rights	Managing Director
13	Michael Thirnbeck (or nominee)	1,000,000 2025 Performance Rights	Non-Executive Director
14	Alistair Lewis (or nominee)	1,000,000 2025 Performance Rights	Chairman
15	Shuyi Wang (or nominee)	1,000,000 2025 Performance Rights	Non-Executive Director
16	Mat Hancock (or nominee)	1,000,000 2025 Performance Rights	Executive Director
17	Reign Advisory Pty Ltd (or nominee)	500,000 2025 Performance Rights	Company Secretarial Services
18	Michael Liprino (or nominee)	300,000 2025 Performance Rights	Accounting Services

Regulatory Framework – Resolutions 12 to 16

Resolutions 12 to 16 seek approval for the issue of Performance Rights to directors in the manner described in the table above.

Corporations Act: Chapter 2E of the Corporations Act requires that for a public company to give a financial benefit to a related party (including Directors of the Company), the company must obtain approval of members in the manner set out in Sections 217 to 227 of the Corporations Act and give the benefit within 15 months following such approval unless the giving of the financial benefit falls within an exception set out in Sections 210 to 216 of the Corporations Act.

The issue of the Performance Rights to each of the Directors constitutes the giving of a financial benefit to those directors who are related parties of the Company by reason of their directorship.

Having considered the circumstances of the Company and the Directors as required by section 211 of the Corporations Act, the Directors rely on section 211 and confirm that, in their opinion, the granting of the Performance Rights to the Directors represents fair and reasonable remuneration to the Directors, and accordingly, the Company does not seek shareholder approval pursuant to Chapter 2E of the Corporations Act.

ASX Listing Rules: Chapter 10 of the ASX Listing Rules also applies Resolutions 12 to 16. The Company has provided a summary of this Listing Rule above in respect of Resolutions 4 to 6.

If Resolutions 12 to 16 are passed, the Company will issue to the Directors a series of Performance Rights as set out in the above table. In the event that Resolutions 12 to 16 are not passed, the Company will not proceed with such issuance and will instead consider the merits of remunerating the directors in a different manner consistent with the ASX Listing Rules and the Corporations Act.

Regulatory Framework – Resolutions 17 and 18

The issues contemplated by Resolutions 17 and 18 are not to related parties. Accordingly the issues are proposed to be made under ASX Listing Rule 7.1, which is summarised in the above as it relates to Resolutions Resolutions 7 to 9.

Information required by either ASX Listing Rule 10.13 or ASX Listing Rule 7.3

As required by ASX Listing Rule 10.13, the Company provides the following information with respect to Resolution 12.

Name of recipients	Dr Stephen Bartrop (or nominee) who is a party to whom LR 10.11.1 applies by reason of being a Director of the Company.
Number and class of securities to be issued	1,000,000 2025 Performance Rights
Material terms of the securities	The Company has provided a summary of the terms of the 2025 Performance Rights at Annexure B.
Date by which securities will be issued	The Performance Rights must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Nil cash consideration as the securities are being issued as part of the directors' remuneration package.
Purpose of the issue	Remuneration to the director.
Other material terms of agreement	No further material terms other than as already disclosed above.

Current Remuneration	Details of Stephen Bartrop's remuneration have been set out in the 2025 Annual Report. In FY25, his total remuneration was \$279,581 inclusive of superannuation.
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 12

As required by ASX Listing Rule 10.13, the Company provides the following information with respect to Resolution 13

Name of recipients	Mr Michael Thirnbeck (or nominee) who is a party to whom LR 10.11.1 applies by reason of being a Director of the Company.
Number and class of securities to be issued	1,000,000 2025 Performance Rights
Material terms of the securities	The Company has provided a summary of the terms of the 2025 Performance Rights at Annexure B.
Date by which securities will be issued	The Performance Rights must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Nil cash consideration as the securities are being issued as part of the directors' remuneration package.
Purpose of the issue	Remuneration to the director.
Other material terms of agreement	No further material terms other than as already disclosed above.
Current Remuneration	Details of Michael Thirnbeck's remuneration have been set out in the 2025 Annual Report. In FY24, his total remuneration was \$171,763 inclusive of superannuation.

As required by ASX Listing Rule 10.13, the Company provides the following information with respect to Resolution 14.

Name of recipients	Dr Alistair Lewis (or nominee) who is a party to whom LR 10.11.1 applies by reason of being a Director of the Company.
Number and class of securities to be issued	1,000,000 2025 Performance Rights
Material terms of the securities	The Company has provided a summary of the terms of the 2025 Performance Rights at Annexure B.
Date by which securities will be issued	The Performance Rights must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Nil cash consideration as the securities are being issued as part of the directors' remuneration package.
Purpose of the issue	Remuneration to the director.
Other material terms of agreement	No further material terms other than as already disclosed above.

Tartana Minerals Limited
ACN 111 398 040

Current Remuneration	Details of Alistair Lewis' remuneration have been set out in the 2025 Annual Report. In FY24, his total remuneration was \$45,968 inclusive of superannuation.
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 14

As required by ASX Listing Rule 10.13, the Company provides the following information with respect to Resolution 15.

Name of recipients	Ms Shuyi Wang (or nominee) who is a party to whom LR 10.11.1 applies by reason of being a Director of the Company.
Number and class of securities to be issued	1,000,000 2025 Performance Rights
Material terms of the securities	The Company has provided a summary of the terms of the 2025 Performance Rights at Annexure B.
Date by which securities will be issued	The Performance Rights must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Nil cash consideration as the securities are being issued as part of the directors' remuneration package.
Purpose of the issue	Remuneration to the director.
Other material terms of agreement	No further material terms other than as already disclosed above.
Current Remuneration	Details of Shuyi Wang's remuneration have been set out in the 2025 Annual Report. In FY25, her total remuneration was \$44,678 inclusive of superannuation.
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 15

As required by ASX Listing Rule 10.13, the Company provides the following information with respect to Resolution 16

Name of recipients	Mr Mat Hancock (or nominee) who is a party to whom LR 10.11.1 applies by reason of being a Director of the Company.
Number and class of securities to be issued	1,000,000 2025 Performance Rights
Material terms of the securities	The Company has provided a summary of the terms of the 2025 Performance Rights at Annexure B.
Date by which securities will be issued	The Performance Rights must be issued within one month of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Nil cash consideration as the securities are being issued as part of the directors' remuneration package.
Purpose of the issue	Remuneration to the director.

Tartana Minerals Limited
ACN 111 398 040

Other material terms of agreement	No further material terms other than as already disclosed above.
Current Remuneration	As he was not a key management personnel or a director as at the 2025 Annual Report, his remuneration is not disclosed in that document. As an Executive Director with the title “Executive Director, Project Development” the Company proposes to pay him \$286,720 per annum inclusive of superannuation.
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 16

As required by ASX Listing Rule 7.3, the Company provides the following information with respect to Resolution 17.

Name of recipients	Reign Advisory Pty Ltd (or its nominee)
Number and class of securities to be issued	500,000 2025 Performance Rights
Material terms of the securities	The Company has provided a summary of the terms of the 2025 Performance Rights at Annexure B.
Date by which securities will be issued	The Performance Rights must be issued within three months of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Nil cash consideration as the securities are being issued as bonus remuneration.
Purpose of the issue	Additional remuneration to Reign Advisory Pty Ltd.
Other material terms of agreement	Reign Advisory Pty Ltd provides company secretarial services to the Company and makes Sonny Didugu available to hold the office of Company Secretary. Reign Advisory Pty Ltd is paid \$5,750 per month for these services.
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 17.

As required by ASX Listing Rule 7.3, the Company provides the following information with respect to Resolution 18

Name of recipients	Michael Liprino (or his nominee)
Number and class of securities to be issued	300,000 2025 Performance Rights
Material terms of the securities	The Company has provided a summary of the terms of the 2025 Performance Rights at Annexure B.
Date by which securities will be issued	The Performance Rights must be issued within three months of the Meeting. However, the Company expects to complete issue within one week of the Meeting.
Price (or other consideration)	Nil cash consideration as the securities are being issued as bonus remuneration.
Purpose of the issue	Remuneration to Michael Liprino.

Other material terms of agreement	Mr Liprino is not a contractor to the Company. He is a partner of the firm Pitcher Partners in Western Australia. Pitcher Partners provide accounting and other outsourced management services to the Company. The directors have determined to separately remunerate him for his service to the Company.
Voting Exclusion Statement	A voting exclusion statement applies to Resolution 18

Additional Placement Capacity

Resolution 19: Approval of Additional 10% Placement Capacity

Resolution 19 is a special resolution for the approval of an additional 10% placement capacity for the Company to issue securities without shareholder approval pursuant to Listing Rule 7.1A (the **7.1A 10% Additional Capacity**). This provides the Company with a higher level of flexibility to undertake capital raisings or other corporate actions involving the issue of equity securities by the Company.

Regulatory Framework

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

Under ASX Listing Rule 7.1A, however, an eligible entity can seek approval from its members, by way of special resolution at its annual general meeting, to increase this 15% limit by an extra 10% to 25%. Securities issued pursuant to ASX Listing Rule 7.1A must be in an existing class of quoted equity security.

An eligible entity means an entity which is not included in the S&P/ASX 300 Index and that has a market capitalisation of \$300 million or less. The Company is an eligible entity for these purposes.

Resolution 19 seeks shareholder approval by way of a special resolution for the Company to have an additional 10% capacity provided for in Listing Rule 7.1A to issue securities without shareholder approval.

If Resolution 19 is not passed, the Company will not have access to the 7.1A 10% Additional Capacity to issue equity securities without shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing securities without shareholder approval set out in Listing Rule 7.1.

Compliance Information

In compliance with Listing Rule 7.3A, the Company provides the following information with respect to Resolution 19:

- (i) If Resolution 19 is approved by Shareholders, the approval to issue securities under this capacity per Listing Rule 7.1A will cease upon the earlier of:
 - a. The date that is 12 months after the date of the Annual General Meeting at which the approval is obtained – 26 November 2026;
 - b. The time and date of the Company's next annual general meeting; or
 - c. The date of the approval by Shareholders of a transaction under Listing Rule 11.1.2. or 11.2, being a significant change to the nature or scale of the Company's activities, or the disposal of a main undertaking.
- (ii) The minimum price at which equity securities may be issued under the Listing Rule 7.1A capacity will be calculated in accordance with Listing Rule 7.1A.3 which requires that the issue price be no less than 75% of the volume weighted average price for quoted securities in the same class as the securities being issued, calculated over the 15 trading days on which trades in that class were recorded immediately before:
 - a. The date on which the price at which the securities are to be issued is agreed by the Company and the recipient of the securities; or

- b. If the securities are not issued within 10 trading days of the date in paragraph a, the date on which the securities are issued.
- (iii) The Company may seek to issue securities under this capacity for cash consideration only. As the Company continues to pursue growth opportunities, the Company may seek to raise capital using this additional capacity. Funds raised may be applied towards working capital, for funding acquisitions or investments, or other opportunities identified by the Directors. The Company will ensure it remains compliant with its disclosure obligations under ASX Listing Rule 7.1A.4 upon the issue of any securities under this capacity.
- (iv) If Resolution 19 is approved by shareholders and the Company issues equity securities under the 7.1A 10% Additional Capacity, existing shareholders' economic and voting power in the Company will be diluted as shown in the table below. There is a risk that:
- the market price for the Company's equity securities may be significantly lower on the date of the issue of the equity securities than on the date of this approval under Listing Rule 7.1A; and
 - the equity securities may be issued at a price that is at a discount to the market price for the Company's equity securities on the issue date;

which may have an effect on the amount of funds raised by the issue of the equity securities.

The following table sets out the possible dilution of existing shareholders of the Company on the basis of the market price of the Company's securities of \$0.045 per Listing Rule 7.1A, where Variable "A" has been calculated in the manner required by Listing Rule 7.1A.2 as at 15 October 2025:

Variable A Listing Rule 7.1A	Dilution Effect			
		50% Decrease in Share Price 0.023	Current Share Price 0.045	100% Increase in Share Price 0.090
Current Variable A 214,145,894	10% Dilution	21,414,589	21,414,589	21,414,589
	Funds Raised	\$492,536	\$963,657	\$1,927,313
50% Increase Variable A 321,218,841	10% Dilution	32,121,884	32,121,884	32,121,884
	Funds Raised	\$738,803	\$1,445,485	\$2,890,970
100% Increase Variable A 428,291,788	10% Dilution	42,829,179	42,829,179	42,829,179
	Funds Raised	\$985,071	\$1,927,313	\$3,854,626

The above table makes the following assumptions:

- All securities have been issued under the 7.1A 10% Additional Capacity and the Company has issued the maximum number of equity securities available to it under the 7.1A 10% Additional Capacity
- The dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue
- The table only shows the effect of issues of securities under the 7.1A 10% Additional Capacity and does not consider the 15% capacity the Company has under Listing Rule 7.1 nor the Company's ability to issue securities without shareholder approval under the exceptions in Listing Rule 7.2

- (v) The allocation policy of the Company will be dependent upon the prevailing market conditions at the time of any proposed issue of securities under this capacity. The identity of any allottees will be determined on a case-by-case basis having regard to various factors including without limitation:
 - a. the alternate methods of raising funds that are available to the Company, including but not limited to, rights issue or other issue in which existing security holders can participate;
 - b. the effect of the issue of the securities on the control of the Company;
 - c. the financial situation of the Company; and
 - d. advice from corporate, financial and broker advisers (as may be applicable from time to time).
- (vi) As at the date of this Notice, the Company has not identified any allottees proposed to be offered securities under this placement capacity but may include new or existing investors who are not Related Parties or Associates of Related Parties of the Company.
- (vii) In the 12 months preceding the date of this Meeting, the Company has issued no Shares under its Listing Rule 7.1A capacity.
- (viii) A voting exclusion statement applies to this Resolution; however the Company is not proposing to make an issue of securities under Listing Rule 7.1A.2 at this time.

Directors Recommendations

The Directors make the following recommendations in respect of the Resolutions.

Resolution	Recommendation
Resolution 1	The directors do not make a recommendation in respect of this resolution. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 2	The Directors recommend shareholders vote in favour of this resolution to appoint Ms Wang as a director of the Company. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 3	The Directors recommend shareholders vote in favour of this resolution to appoint Mr Hancock as a director of the Company. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 4	The Directors (other than Dr Bartrop) recommend shareholders vote in favour of this resolution. The Company considers the financing to be on attractive terms and with the possibility of conversion at a material premium to the current price. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 5	The Directors (other than Dr Lewis) recommend shareholders vote in favour of this resolution. The Company considers the financing to be on attractive terms and with the possibility of conversion at a material premium to the current price. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 6	The Directors (other than Ms Wang) recommend shareholders vote in favour of this resolution. The Company considers the financing to be on attractive terms and with the possibility of conversion at a material premium to the current price. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 7	The Directors recommend shareholders vote in favour of this resolution. The Company considers the financing to be on attractive terms and with the possibility of conversion at a material premium to the current price. The Chairman will vote all undirected proxies in favour of this resolution.

Resolution 8	The Directors recommend shareholders vote in favour of this resolution. The Company considers the financing to be on attractive terms and with the possibility of conversion at a material premium to the current price. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 9	The Directors recommend shareholders vote in favour of this resolution. The Company considers the financing to be on attractive terms and with the possibility of conversion at a material premium to the current price. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 10	The Directors recommend shareholders vote in favour of this resolution. The directors consider the acquisition terms to be attractive. The acquisition will proceed irrespective of whether shareholder approval is received or not, however receiving shareholder approval and issuing the shares within three months frees up additional placement capacity to the Company for future share issuances. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 11	The Directors recommend shareholders vote in favour of this resolution. The Company considers the arrangement to be in shareholders interests, reducing the cash liability to Mr Malaeb. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 12	The Directors (other than Dr Bartrop) recommend shareholders vote in favour of this resolution. The directors consider the incentivisation of the directors and other key team towards a 10c share price to be a positive. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 13	The Directors (other than Mr Thirnbeck) recommend shareholders vote in favour of this resolution. The directors consider the incentivisation of the directors and other key team towards a 10c share price to be a positive. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 14	The Directors (other than Dr Lewis) recommend shareholders vote in favour of this resolution. The directors consider the incentivisation of the directors and other key team towards a 10c share price to be a positive. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 15	The Directors (other than Ms Wang) recommend shareholders vote in favour of this resolution. The directors consider the incentivisation of the directors and other key team towards a 10c share price to be a positive. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 16	The Directors (other than Mr Hancock) recommend shareholders vote in favour of this resolution. The directors consider the incentivisation of the directors and other key team towards a 10c share price to be a positive. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 17	The Directors recommend shareholders vote in favour of this resolution. The directors consider the incentivisation of the directors and other key team towards a 10c share price to be a positive. The Chairman will vote all undirected proxies in favour of this resolution.

Resolution 18	The Directors recommend shareholders vote in favour of this resolution. The directors consider the incentivisation of the directors and other key team towards a 10c share price to be a positive. The Chairman will vote all undirected proxies in favour of this resolution.
Resolution 19	The Directors recommend shareholders vote in favour of this resolution, providing additional placement capacity to the Company for future share issuances. The Chairman will vote all undirected proxies in favour of this resolution.

Further Information

For further information, please contact the Company by email at TAT@reignadvisory.com.

If you are unsure about any of the matters discussed above, the Directors encourage you to seek professional financial, legal, taxation, accounting, or other advice prior to making any decisions.

Voting Information

Pursuant to Regulation 7.11.37 of the Corporations Regulation 2001 (Cth) the persons eligible to vote at the Meeting are those who are registered Shareholders at 7.00pm (Sydney time) on Monday, 24 November 2025.

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

Voting by proxy: To vote by proxy, please complete and sign the enclosed Proxy Form and return it in accordance with the instructions set out in the Voting form so it is received no later than 1.00pm (Sydney time) on Monday, 24 November 2025.

Pursuant to section 249L of the Corporations Act, Shareholders are advised that:

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

If a Proxy Form is signed by an attorney, the original or a certified copy of the power of attorney or other authority under which the Proxy Form is signed must be provided to the Company's share registry in the manner specified in the Proxy Form by no later than 1.00pm (Sydney time) on Monday, 24 November 2025.

Voting by corporate representative: A Shareholder or proxy which is a corporation and entitled to attend and vote at the Meeting may appoint an individual to act as its corporate representative to vote at the Meeting. The appointment must comply with section 250D of the Corporations Act. The representative should bring to the Meeting evidence of his or her appointment and lodge it with the registration desk, unless it has been previously provided to the Company's share registry by the time and in the manner specified in the Proxy Form.

Voting by attorney: A Shareholder entitled to attend and vote at the Meeting is entitled to appoint an attorney to attend and vote at the Meeting on the Shareholder's behalf. An attorney does not need to be a Shareholder. The power of attorney appointing the attorney must be signed and specify the name of each of the Shareholder, the Company and the attorney, and also specify the meeting(s) at which the appointment may be used. The appointment may be a standing one. To be effective, the power of attorney (or certified copy) must also be returned in the same manner and time as specified for Proxy Form or otherwise lodged at the registration desk on the day of the Meeting.

Key Management Personnel: The Chair of the meeting may vote an undirected proxy (ie. a proxy that does not specify how it is to be voted), provided the shareholder who has lodged the proxy has given informed consent, in the form of an express voting direction to the chair to exercise the undirected proxy, even if the resolution is connected with the remuneration of a member of Key Management Personnel (**Informed Consent**).

The Company recommends that shareholders consider the following options to ensure the validity of their votes:

- that shareholders direct proxies on a remuneration related resolution instead of leaving them undirected; or
 - that shareholders nominate a proxy who is not a member of Key Management Personnel or any of their Closely Related Parties to vote on a remuneration related resolution; or
- that shareholders who wish to vest their undirected proxies in the chair on a remuneration related resolution ensure that they follow instructions provided on the proxy form in order to provide Informed Consent.

Glossary

General terms and abbreviations in this Notice of Meeting and Explanatory Statement have the following meanings unless contrary intention appears or the context requires otherwise:

Term	Definition
2025 Performance Rights	The performance rights proposed to be issued pursuant to certain resolutions being considered at this meeting on the terms set out in Annexure B
2025A-C Convertible Notes	The convertible notes in the series 2025A Convertible Notes, 2025B Convertible Notes, or 2025C Convertible Notes taken together or individually as the case may require
ASX	ASX Limited or the market it operates (the Australian Securities Exchange) as the context may require
Closely Related Party	Has the meaning given to the term by section 9 of the Corporations Act
Company or TAT	Tartana Minerals Limited (ACN 111 398 040)
Corporations Act	<i>Corporations Act 2001</i> (Cth)
Equity Security	Has the meaning given to the term by Chapter 19 of the ASX Listing Rules, being: a share, a unit, a right to a share or unit or option, an option over an issued or unissued security, a convertible security, any security that ASX decides to classify as an equity security, but not a security ASX decides to classify as a debt security
Explanatory Statement	The explanatory statement enclosed with the Notice set out in this document
Key Management Personnel	Has the meaning given to the term by section 9 of the Corporations Act
Listing Rules or ASX Listing Rules	The rules of the ASX that govern the admission, quotation and removal of securities from the Official List, as amended from time to time
Meeting or Annual General Meeting or AGM	The Annual General Meeting of the Company to be held at 169 Blues Point Road, McMahons Point NSW 2060 at 1:00pm (AEDT) on Wednesday, 26 November 2025.
Notice of Meeting or Notice	The notice of Annual General Meeting set out in this document
Official List	The official list of entities that ASX has admitted and not removed
Options	An equity security that can be converted into one Share for every one Option held if the exercise price is paid to the Company prior to its expiry
Ordinary Resolution	A resolution which requires only a majority of the votes cast in person or by proxy by members entitled to vote on the resolution to vote in favour to be passed
Performance Rights	A security which grants the right to be converted into a Share subject to the terms and conditions of its issue
Resolutions	The resolutions set out in the Notice or any one or group of them as the context requires
Shareholder	A holder of Shares
Shares or Fully Paid Ordinary Shares	Fully paid ordinary shares in the Company
Special Resolution	A resolution which requires at least 75% of the votes cast in person or by proxy by members entitled to vote on the resolution to vote in favour to be passed

Annexure A: 2025A-C Convertible Note Terms

Issuer	Tartana Minerals Limited	
Holders	2025A	Breakway Finance Pty Ltd Sparkiki Pty Ltd Shuyi Wang Yaputri Pte Ltd
	2025B	Quarto Capital Investment Ltd
	2025C	Equity Realty Development (Australia) Co Pty Ltd
Conversion Price	\$0.10 per Convertible Note	
Face Value	\$1,000 per Convertible Note	
Maturity Date	2025A	30 November 2026
	2025B	5 August 2027
	2025C	3 April 2027
Security	2025A	Unsecured.
	2025B	Unsecured.
	2025C	Specific security deed to the value of \$200,000
Conversion	At the election of the holder only at any time on or before the Maturity Date at the Conversion Price. The Issuer may not force conversion. The number of shares to be issued on conversion is the Face Value divided by the Conversion Price (that is 10,000 Shares per each Note).	
Redemption	At the Maturity Date the Holder will be deemed to have redeemed any un-converted Notes. The Holder may not redeem the notes before the Maturity Date.	
Interest	15% per annum paid monthly in cash	
No quotation	The Notes will not be quoted on ASX. Any shares issued on Conversion will be quoted on ASX subject to ASX and any regulatory requirements at that time.	
No contravention of takeovers provisions	The issue of Shares on the conversion of Notes is subject to and conditional upon the issue of the relevant Shares not resulting in any person being in breach of section 606(1) of the Corporations Act.	

Annexure B: 2025 Performance Rights Terms

Entitlement	Subject to the terms and conditions set out below, each Performance Right, once vested, entitles the holder to one fully paid ordinary share in the capital of the Company
Issue Price	The 2025 Performance Rights are issued for nil cash consideration.

Tartana Minerals Limited
ACN 111 398 040

Vesting and Expiry Conditions	The 2025 Performance Rights will vest upon the achievement of the 2025 Performance Rights Milestone as described below: - the volume weighted average price of the Company's securities over any consecutive 20 trading day period on the ASX is at or above \$0.10 on or before 31 October 2026 - the required volume weighted average price is to be adjusted in the event of any reorganisation of capital (such as a consolidation or split of the Company's securities) (the 2025 Performance Milestone). If the 2025 Performance Milestone has not been met on or before 31 October 2026, the 2025 Performance Rights will automatically lapse on 1 November 2026 (the Expiry Date).
Leavers	In the event that the relevant holder (or recipient) ceases to be employed or engaged by the Company prior to the vesting of the 2025 Performance Rights, unvested 2025 Performance Rights will immediately lapse. However, where the holder/recipient ceased employment or engagement with the Company in circumstances other than termination for cause, the Company may elect to permit some or all of the 2025 Performance Rights to remain on issue and vest in the ordinary course subject to the achievement of the 2025 Performance Milestone. Any exercise of this discretion is entirely at the Company's sole discretion and is subject to the Corporations Act, the ASX Listing Rules, and the Company's Constitution.
Vesting and Conversion	If the 2025 Performance Milestone is met, the Company will issue a Vesting Notice to the holder within three business days of becoming aware that the 2024 Performance Milestone has been met. Upon vesting, each Performance Right may be converted into one fully paid ordinary share in the Company by the holder issuing such a notice to the Company requesting the same. As soon as possible following the vesting of a Performance Right the Company will issue to the holder the number of Shares to which the holder is entitled (being 1:1 to the Performance Rights held) and if required (and subject to these Terms) give ASX a notice that complies with section 708(A)(5)(e) of the Corporations Act and do all such acts to obtain the granting of quotation of the Shares by ASX in accordance with the Listing Rules. In the event that the Company is required to but is unable to give ASX a notice that complies with section 708(A)(5)(e) of the Corporations Act or for any reason that notice is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, Shares issued on the exercise of the Performance Rights may not be able to be traded until the earlier of (a) 12 months after their issue by the Company; or (b) the Company has issued a Prospectus which complies with s 708A(11) of the Corporations Act. The Company may enforce this restriction including through the application of a 'holding lock' until such time as that restriction ends.
Ranking	All Shares issued upon the conversion of the Performance Rights will rank equally in all respects with other Shares
Transfer and Quotation	The 2025 Performance Rights are not transferable, except with the prior written authority of the Company issued at its sole discretion and subject to compliance with the Corporations Act and the ASX Listing Rules. The Company will not apply for quotation of the 2025 Performance Rights on any securities exchange.
Rights of Performance Rights	The 2025 Performance Rights does not entitle the holder to any dividends and does not entitle the holder to attend or vote at any general meeting of the Company except to the extent that such rights cannot be excluded by these

Tartana Minerals Limited
ACN 111 398 040

	Terms under the Corporations Act, the ASX Listing Rules, or the Company's Constitution. The 2025 Performance Rights does not entitle the holder to participate in any new issues of capital offered by the Company to shareholders such as bonus issues or entitlement issues except as required by the Corporations Act, the ASX Listing Rules, or the Company's Constitution. The 2025 Performance Rights does not give the holder any other rights other than those expressly provided by these terms and those provided at law (or regulation, including the ASX Listing Rules) where such right cannot be excluded by these terms.
Adjustments for Reorganisations	If there is a reorganisation of the issued capital of the Company, the rights of the 2025 Performance Rights will be varied in accordance with the ASX Listing Rules.
Takeovers Prohibition	The issue of Shares on the exercise of the 2025 Performance Rights is subject to and conditional upon the issue of the relevant Shares not resulting in any person being in breach of section 606(1) of the Corporations Act.
Change of Control	There are no special conditions should a change of control in the Company occur.
Amendments	The Company may amend these Terms including without limitation any amendment considered necessary by the Board in order for the Company to ensure compliance with the ASX Listing Rules, a direction from ASX, the Corporations Act, or the Company's Constitution.

Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact

TAT

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Tartana Minerals Limited Annual General Meeting

The Tartana Minerals Limited Annual General Meeting will be held on Wednesday, 26 November 2025 at 1:00pm (AEDT). You are encouraged to participate in the meeting using the following options:



MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

For your proxy appointment to be effective it must be received by 1:00pm (AEDT) Monday, 24 November 2025.



ATTENDING THE MEETING IN PERSON

The meeting will be held at:
169 Blues Point Road, McMahon's Point, NSW 2060

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

TAT

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?



Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:
www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **1:00pm (AEDT)** **Monday, 24 November 2025.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders 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 form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999
SRN/HIN: I999999999
PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

■ **Proxy Form**

Please mark ☒ to indicate your directions

Step 1 **Appoint a Proxy to Vote on Your Behalf**

XX

I/We being a member/s of Tartana Minerals Limited hereby appoint

☐ **the Chairman of the Meeting**

OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Tartana Minerals Limited to be held at 169 Blues Point Road, McMahons Point, NSW 2060 on Wednesday, 26 November 2025 at 1:00pm (AEDT) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Items 1 and 12-18 (except where I/we have indicated a different voting intention in step 2) even though Items 1 and 12-18 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on items 1 and 12-18 by marking the appropriate box in step 2.

Step 2 **Items of Business**

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain			For	Against	Abstain
1.	Non-binding resolution to adopt the Remuneration Report	☐	☐	☐	12.	Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Stephen Bartrop	☐	☐	☐
2.	Ordinary Resolution to elect Shuyi (Kiara) Wang as a Director	☐	☐	☐	13.	Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Michael Thimbeck	☐	☐	☐
3.	Ordinary Resolution to elect Mat Hancock as a Director	☐	☐	☐	14.	Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Alistair Lewis	☐	☐	☐
4.	Ordinary Resolution to Approve the Issuance of Convertible Notes to Breakaway Finance Pty Ltd	☐	☐	☐	15.	Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Shuyi Wang	☐	☐	☐
5.	Ordinary Resolution to Approve the Issuance of Convertible Notes to Sparkiki Pty Ltd	☐	☐	☐	16.	Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Mat Hancock	☐	☐	☐
6.	Ordinary Resolution to Approve the Issuance of Convertible Notes to Shuyi Wang	☐	☐	☐	17.	Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Reign Advisory Pty Ltd	☐	☐	☐
7.	Ordinary Resolution to Approve the Issuance of Convertible Notes to Yaputri Pte Ltd	☐	☐	☐	18.	Ordinary Resolution to Approve the Issuance of Class 2025 Performance Rights to Michael Liprino	☐	☐	☐
8.	Ordinary Resolution to Approve the Issuance of Convertible Notes to Quarto Capital	☐	☐	☐	19.	Special Resolution to Approve Additional 10% Placement Capacity	☐	☐	☐
9.	Ordinary Resolution to Approve the Issuance of Convertible Notes to Equity Realty	☐	☐	☐					
10.	Ordinary Resolution to Approve Issue to Curwon Pty Ltd	☐	☐	☐					
11.	Ordinary Resolution to Approve Issue to Jihad Malaeb	☐	☐	☐					

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 **Signature of Securityholder(s)** *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/

/

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

TATRM

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SUBURB
SAMPLETOWN VIC 3030

Dear Securityholder,

We have been trying to contact you in connection with your securityholding in Tartana Minerals Limited. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your securityholding which will exclude you from future mailings, other than notices of meeting.

Please note if you have previously elected to receive a hard copy Annual Report (including the financial report, directors' report and auditor's report) the dispatch of that report to you has been suspended but will be resumed on receipt of instructions from you to do so.

We value you as a securityholder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following;

- > Securityholder Reference Number (SRN);
- > ASX trading code;
- > Name of company in which security is held;
- > Old address; and
- > New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne Victoria 3001
Australia

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

Tartana Minerals Limited