

Results of Annual General Meeting

D3 Energy Limited (**ASX: D3E**) (**OTCQX: DNRGF**) (**D3 Energy or the Company**) advises, in accordance with Listing Rule 3.13.2, that at the Annual General Meeting of shareholders of the Company held today, all resolutions put to the meeting were passed on a poll:

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|---------------|---|
| Resolution 1: | Adoption of Remuneration Report |
| Resolution 2: | Re-election of Director – Gregory Columbus |
| Resolution 3: | Approval of 7.1A Mandate |
| Resolution 4: | Approval of maximum securities under the Employee Securities Incentive Plan |
| Resolution 5: | Ratification of prior issue of COO Incentive Securities |
| Resolution 6: | Ratification of prior issue of Consultant Incentive Securities |
| Resolution 7: | Ratification of agreement to issue the Initial Consideration Shares |
| Resolution 8: | Approval to issue 3,000,000 Performance Rights to Mr David Casey |
| Resolution 9: | Approval to issue 1,500,000 Performance Rights to Mr Gregory Columbus |
| Resolution10: | Approval to issue 900,000 Performance Rights to Mr Matthew Worner |

Details of the voting on the resolutions are set out in the attached voting summary.

END

Authorised for release by the Board of Directors of D3 Energy Limited

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About D3 Energy Limited

D3 Energy (ASX: D3E) is an Australian-listed helium and natural gas exploration company with a primary focus on the development of its flagship asset, ER315, located in South Africa's Free State Province. ER315 contains certified reserves and significant contingent and prospective resources and continues to deliver strong technical results, positioning D3 Energy as a key player in the global energy transition.

In addition to its South African operations, D3 Energy recently expanded into Australia through the strategic acquisition of highly prospective helium and hydrogen permits in the Arkaroola Basin, further broadening its international footprint in critical gases while maintaining a clear focus on advancing ER315 toward development.



Disclosure of Proxy Votes

D3 Energy Limited

Annual General Meeting

Monday, 24 November 2025



In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)			Results
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	
1 Adoption of Remuneration Report	P	11,229,001	11,229,001 100.00%	0 0.00%	0	0 0.00%	11,229,001 100.00%	0 0.00%	937,500	-
2 Re-election of Director – Gregory Columbus	P	22,836,197	22,836,197 100.00%	0 0.00%	3,408,993	0 0.00%	22,836,197 100.00%	0 0.00%	4,346,493	Carried
3 Approval of 7.1A Mandate	P	26,238,524	26,238,524 100.00%	0 0.00%	6,666	0 0.00%	27,176,024 100.00%	0 0.00%	6,666	Carried
4 Approval of maximum securities under the Company's Employee Securities Incentive Plan	P	11,229,001	11,223,171 99.95%	5,830 0.05%	0	0 0.00%	12,160,671 99.95%	5,830 0.05%	0	Carried
5 Ratification of prior issue of COO Incentive Securities	P	26,238,524	26,232,694 99.98%	5,830 0.02%	6,666	0 0.00%	27,170,194 99.98%	5,830 0.02%	6,666	Carried
6 Ratification of prior issue of Consultant Incentive Securities	P	26,238,524	26,232,694 99.98%	5,830 0.02%	6,666	0 0.00%	27,170,194 99.98%	5,830 0.02%	6,666	Carried
7 Ratification of the agreement to issue the Initial Consideration Shares	P	26,238,524	26,232,694 99.98%	5,830 0.02%	6,666	0 0.00%	27,170,194 99.98%	5,830 0.02%	6,666	Carried
8 Approval to issue 3,000,000 Performance Rights to Mr David Casey or his nominated associate	P	11,222,335	11,206,505 99.86%	15,830 0.14%	6,666	0 0.00%	12,144,005 99.87%	15,830 0.13%	6,666	Carried

			Proxy Votes				Poll Results (if applicable)			Results
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
9 Approval to issue 1,500,000 Performance Rights to Mr Gregory Columbus or his nominated associate	P	11,222,335	11,216,505 99.95%	5,830 0.05%	6,666	0 0.00%	12,154,005 99.95%	5,830 0.05%	6,666	Carried
10 Approval to issue 900,000 Performance Rights to Mr Matthew Worner or his nominated associate	P	11,222,335	11,206,505 99.86%	15,830 0.14%	6,666	0 0.00%	12,144,005 99.87%	15,830 0.13%	6,666	Carried