



ASX Announcement

09 FEBRUARY 2026

Listing Rule 10.1 – BREACH AND REMEDIATION PLAN

DGR Global Limited (**DGR** or the **Company**) advises that ASX has notified the Company that it considers the Company to be in breach of Listing Rule 10.1 in relation to the sum of \$500,000 recently advanced under an existing facility agreement (**Facility Agreement**) with Samuel Holdings Pty Ltd as trustee for the Manumbar Pastoral Trust (Samuel), a related party of DGR.

BACKGROUND

On 4 December 2025, DGR executed a variation to its Facility Agreement with Samuel (**Variation Letter**). The Variation Letter increased the total facility commitment under the Facility Agreement by \$1,500,000 (**Third Drawing**) and made certain commercial adjustments, while the nature and extent of the existing security interests over DGR's assets - previously approved by shareholders on 2 April 2025 - remained unchanged. The Variation Letter provided for payment of the Third Drawing as follows:

- Tranche 1, in the amount of \$500,000.00, payable upon signing of the Variation Letter; and
- Tranches 2, 3 and 4, totalling \$1,000,000.00, payable after satisfaction of various condition precedents, including obtaining shareholder approval pursuant to Listing Rule 10.1 or ASX granting a waiver from Listing Rule 10.1 in these circumstances.

At the time the Variation Letter was entered into DGR did not consider that Tranche 1 of the Third Drawing required separate shareholder approval under Listing Rule 10.1. This was because:

- The underlying security interests had already been approved by DGR shareholders; and
- The amount of Tranche 1 (\$500,000) was less than 5% of DGR's equity interests based on its most recent published accounts.

The Company's intention was that Tranches 2, 3 and 4 of the Third Drawing (totalling \$1,000,000) would be subject to either an ASX waiver or shareholder approval under Listing Rule 10.1.

BREACH OF LISTING RULE 10.1

Following its review of the Variation Letter and the treatment of Tranche 1 of the Third Drawing, ASX formed the view that Tranche 1 constituted a separate transaction for the purposes of Listing Rule 10.1 and required shareholder approval as it represented a further advance made pursuant an existing security over all the assets and undertakings of DGR. As shareholder approval was not obtained before Tranche 1 was made available to DGR, ASX has determined that DGR has breached Listing Rule 10.1.

REMEDIATION PLAN

To remedy the breach of Listing Rule 10.1, DGR will seek shareholder approval under Listing Rule 10.1 in relation to the advance of Tranche 1 of the Third Drawing. DGR will also seek shareholder approval under Listing Rule 10.1 for Tranches 2, 3 and 4 of the Third Drawing as its previous waiver applications in relation to the variations to the Facility Agreement have been refused by ASX.

The Company expects to convene a general meeting of its shareholders in either late March or early April 2026, following the preparation of a notice of meeting and an independent expert's report.

DGR continues to engage constructively with ASX and will update the market in accordance with its continuous disclosure obligations.

This ASX Announcement was authorised by the DGR Board of Directors

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ABOUT DGR GLOBAL LIMITED

DGR Global's business involves the creation of resource exploration development and mining companies. The business uses the skills of a core team of talented geoscientists to identify resource projects capable of yielding world class discoveries of attractive commodities.

This is achieved through:

- The identification of commodities with a favourable 20-year price outlook.
- Geological terranes with:
 - A demonstrated strong endowment for that commodity.
 - An under-explored history.
 - Opportunity for the application of recently developed exploration techniques.
 - Jurisdictions with improving socio-economic and regulatory frameworks.
 - Extensive available tenures.

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As a valued shareholder, you can now stay up to date of forces influencing the value of your investment in DGR Global by following us on LinkedIn. We regularly post information about the operations and the DGR companies as well as what is happening in our sectors around Australia and around the world – with links to documents in the media, brokers, and other authoritative sources so you can stay up to date. Our LinkedIn posts will also alert you to our latest ASX announcements. Join the thousands who follow us on LinkedIn @DGRGlobal. We've also added a "News Articles" page to our website which contains any news about DGR and the DGR sponsored companies and is located under the investor section on the DGR website: www.dgrglobal.com.au