Daly Resources Limited (ACN 664 007 621)

Prospectus

For an offer of up to 48,000,000 Shares at an issue price of $0.25 per Share to raise up to $12,000,000 (before costs).

This Prospectus has been issued to provide information on the offer of a minimum of 40,000,000 Shares and a maximum of 48,000,000 Shares to be issued at a price of $0.25 per Share to raise a minimum of $10,000,000 (before costs) and a maximum of $12,000,000 (before costs) (**Public Offer**).

This Prospectus also incorporates the Secondary Offer detailed in section 2.2.

The Offers pursuant to this Prospectus are subject to a number of conditions precedent as outlined in Section 2.4 of this Prospectus.

It is proposed that the Offers will close at 5.00pm (AWST) on 19 May 2026. The Directors reserve the right to close the Offers earlier or to extend this date without notice. Applications must be received before that time.

This is an important document and requires your immediate attention. It should be read in its entirety. Please consult your professional adviser(s) if you have any questions about this Prospectus.

Investment in the Shares offered pursuant to this Prospectus should be regarded as **highly speculative** in nature, and investors should be aware that they may lose some or all of their investment. Refer to Section 4 for a summary of the key risks associated with an investment in the Shares.

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Important Information

The Offers

This Prospectus is issued by Daly Resources Limited (ACN 664 007 621) (**Company**) for the purpose of Chapter 6D of the *Corporations Act 2001* (Cth) (**Corporations Act**). The Offers contained in this Prospectus are the Public Offer and the Lead Manager Offer.

Prospectus

This Prospectus is dated, and was lodged with ASIC on, 27 April 2026 (**Prospectus Date**). Neither ASIC nor ASX (or their respective officers) take any responsibility for the contents of this Prospectus or the merits of the investment to which this Prospectus relates. The expiry date of this Prospectus is 5.00pm AWST on that date which is 13 months after the Prospectus Date was lodged with ASIC. No Securities will be issued on the basis of this Prospectus after that expiry date.

Application will be made to ASX within seven days of the Prospectus Date for Official Quotation of the Shares the subject of the Offers.

No person is authorised to give any information or to make any representation in connection with the Offers, other than as is contained in this Prospectus. Any information or representation not contained in this Prospectus should not be relied on as having been made or authorised by the Company or the Directors in connection with the Offers.

It is important that you read this Prospectus in its entirety and seek professional advice where necessary. The Securities the subject of this Prospectus should be considered highly speculative.

Euroz Hartleys Limited (**Lead Manager**) has acted as the lead manager to the Public Offer. To the maximum extent permitted by law, the Lead Manager and each of its affiliates, officers, employees and advisers expressly disclaim all liabilities in respect of, make no representations regarding, and take no responsibility for, any part of this Prospectus other than references to their name and make no representation or warranty as to the currency, accuracy, reliability or completeness of this Prospectus.

The Company, the Share Registry and the Lead Manager disclaim all liability, whether in negligence or otherwise, to persons who trade Securities before receiving their holding statement.

Exposure Period

The Corporations Act prohibits the Company from processing Applications in the seven day period after the date of the Original Prospectus (**Exposure Period**). The Exposure Period may be extended by ASIC by up to a further seven days. The purpose of the Exposure Period is to enable this Prospectus to be examined by market participants prior to the raising of funds. You should be aware that this examination may result in the identification of deficiencies in this Prospectus. In such circumstances, any Application that has been received may need to be dealt with in accordance with section 724 of the Corporations Act. Applications under this Prospectus will not be processed by the Company until after the Exposure Period. No preference will be conferred upon Applications received during the Exposure Period.

No-Cooling-Off Rights

Cooling-off rights do not apply to an investment in Securities issued under this Prospectus. This means that, in most circumstances, you cannot withdraw your Application once it has been accepted.

Conditional Offers

The Offers contained in this Prospectus are conditional on certain events occurring. If these events do not occur, the Offers will not proceed and investors will be refunded their Application Monies without interest. Please refer to Section 2.4 for further details on the conditions attaching to the Offers.

Electronic Prospectus and Application Forms

During the Exposure Period, an electronic version of this Prospectus (without an Application Form) will be available from https://dalyresources.com.au/ only to persons in Australia. Application Forms will not be made available until after the Exposure Period has expired.

The Offers constituted by this Prospectus in electronic form are only available to persons receiving an electronic version of this Prospectus and relevant Application Form within Australia.

The Prospectus is not available to persons in other jurisdictions in which it may not be lawful to make such an invitation or offer to apply for Securities. If you access the electronic version of this Prospectus, you should ensure that you download and read the Prospectus in its entirety.

Persons having received a copy of this Prospectus in its electronic form may obtain an additional paper copy of this Prospectus and the relevant Application Form (free of charge) from the Company's registered office during the Offer Period by contacting the Company as detailed in the Corporate Directory.

Prospective investors wishing to subscribe for Shares under the Public Offer should complete the Application Form. If you do not provide the information required on the Application Form, the Company may not be able to accept or process your Application.

No document or information included on the Company's website is incorporated by reference into this Prospectus.

Offers outside Australia

No action has been taken to register or qualify the Securities the subject of this Prospectus, or the Offers, or otherwise to permit the public offering of the Securities, in any jurisdiction outside Australia other than in the limited circumstances set out below. The distribution of this Prospectus in jurisdictions outside of Australia may be restricted by law and persons who come into possession of this Prospectus outside of Australia should observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable securities laws. This Prospectus does not constitute an offer of Securities in any jurisdiction where, or to any person to whom, it would be unlawful to issue this Prospectus, except to the extent set forth in Section 2.15.

Speculative Investment

The Securities offered pursuant to this Prospectus should be considered highly speculative. There is no guarantee that the Securities offered pursuant to this Prospectus will make a return on the capital invested, that dividends will be paid on the Securities or that there will be an increase in the value of the Securities in the future.

Prospective investors should carefully consider whether the Securities offered pursuant to this Prospectus are an appropriate investment for them in light of their personal circumstances, including their financial and taxation position. Refer to Section 4 for details relating to the key risks applicable to an investment in the Securities.

Using this Prospectus

Persons wishing to subscribe for Securities offered by this Prospectus should read this Prospectus in its entirety in order to make an informed assessment of the assets and liabilities, financial position and performance, profits and losses, and prospects of the Company and the rights and liabilities attaching to the Securities offered pursuant to this Prospectus. If persons considering subscribing for Securities offered pursuant to this Prospectus have any questions, they should consult their stockbroker, solicitor, accountant or other professional adviser for advice.

Forward-Looking Statements

This Prospectus contains forward-looking statements which are identified by words such as 'believes', 'estimates', 'expects', 'targets', 'intends', 'may', 'will', 'would', 'could', or 'should' and other similar words that involve risks and uncertainties.

These statements are based on an assessment of present economic and operating conditions, and on a number of assumptions regarding future events and actions that, as at the date of this Prospectus, are expected to take place.

Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company, the Directors and management of the Company. Key risk factors associated with an investment in the Company are detailed in Section 4. These and other factors could cause actual results to differ materially from those expressed in any forward-looking statements.

The Company has no intention to update or revise forward-looking statements, or to publish prospective financial information in the future, regardless of whether new information, future events or any other factors affect the information contained in this Prospectus, except where required by law.

The Company cannot and does not give assurances that the results, performance or achievements expressed or implied in the forward-looking statements contained in this Prospectus will actually occur and investors are cautioned not to place undue reliance on these forward-looking statements.

Photographs and Diagrams

Photographs used in this Prospectus which do not have descriptions are for illustration only and should not be interpreted to mean that any person shown endorses this Prospectus or its contents or that the assets shown in them are owned by the Company. Diagrams used in this Prospectus are illustrative only and may not be drawn to scale. Unless otherwise stated, all data contained in charts, graphs and tables is based on information available at the date of this Prospectus.

Competent Persons Statements

The information in this Prospectus that relates to technical assessment of the mineral assets and exploration results is based on, and fairly represents, information and supporting documentation prepared by Mr Beau Nicholls (a fellow of the Australian Institute of Geosciences) (**Competent Person**).

The Competent Person is the Principal Consultant of Sahara Operations (Australia) Pty Ltd.

The Competent Person has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration, and to the activity being undertaken, to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (**JORC Code**). Exploration results contained in this Prospectus have been reported in accordance with the JORC Code.

As at the date of this Prospectus, the Competent Person does not have a relevant interest in any Securities in the Company.

The Competent Person consents to the inclusion of the matters based on his information in the form and context in which it appears in this Prospectus and has not withdrawn his consent before lodgement of this Prospectus with ASIC.

Miscellaneous

All financial amounts contained in this Prospectus are expressed as Australian currency unless otherwise stated. Conversions may not reconcile due to rounding. All references to '$' are references to Australian dollars unless otherwise stated.

All references to time in this Prospectus are references to AWST, being the time in Perth, Western Australia, unless otherwise stated.

Defined terms and abbreviations used in this Prospectus are detailed in the glossary in Section 10.

Consents to Statements Instrument

As permitted by *ASIC Corporations (Consents to Statements) Instrument 2016/72*, this Prospectus may include or be accompanied by certain statements fairly representing statements by an official person or from a public official document or published book, journal or comparable publication, including but not limited to where the statement was not made, or published, in connection with the Offers. Pursuant to *ASIC Corporations (Consents to Statements) Instrument 2016/72* the consent of persons to which such statements are attributable is not required for the inclusion of those statements in this Prospectus.

Corporate Directory

Directors and Company Secretary	
Mike Edwards	Executive Chairman
David Pennock	Non-Executive Director
Scott Glasson	Finance Director
William Belbin	Non-Executive Director
Chris Marshall	Company Secretary

Registered and Principal Office	Proposed Stock Exchange Listing
Daly Resources Limited Level 1, Suite 2, 1292 Hay Street, West Perth WA 6005 Phone: +61 478 198 665 Email: admin@dalyresources.com.au Website: https://dalyresources.com.au/	Australian Securities Exchange (ASX) Proposed ASX Code: DLY

Share Registry*	Independent Geologist
Automic Pty Ltd Level 5, 191 St Georges Terrace, Perth WA 6000 Phone (within Australia): 1300 288 664 Phone (outside Australia): +61 2 9698 5414	Sahara Operations (Australia) Pty Ltd Unit 1, 114 Briggs Street Welshpool WA 6106 Email: info@saharanr.com

Lead Manager
Euroz Hartleys Limited Level 37, 250 St Georges Terrace Perth WA 6000 +61 8 9268 28888

Lawyers
Hamilton Locke Pty Ltd Level 48, 152-158 St Georges Terrace Perth WA 6000

Auditor*	Investigating Accountant
Hall Chadwick WA Audit Pty Ltd 283 Rokeby Road Subiaco WA 6008	Hall Chadwick WA Audit Pty Ltd 283 Rokeby Road Subiaco WA 6008

* These entities are included for information purposes only. They have not been involved in the preparation of this Prospectus.

Letter from the Board

Dear Investor

On behalf of the board of Daly Resources Limited (**Company**), I am pleased to present this Prospectus and to invite you to become a Shareholder in the Company.

The Company is a mineral and exploration and development company focused on the discovery and delineation of fluorite, copper and zinc mineral resources and reserves in the McArthur Basin and Georgina Basin, Northern Territory. Our initial focus will be on evaluation and assessment of fluorite potential in addition to early stage copper and zinc exploration. While the proximity of the Projects to nearby mineral occurrences is no guarantee that they will be prospective for an economic reserve, the Board is excited by recent exploration successes in these frontier areas.

The purpose of the Public Offer is to raise up to $12,000,000 (before costs) which will enable the Company to:

- undertake systematic exploration at the Projects, including (but not limited to) geophysical surveys, geochemical sampling drilling, and metallurgical studies;
- have sufficient working capital for additional marketing, exploration and future acquisitions; and
- pay for the costs of the Offers.

This Prospectus contains detailed information about the Offers and the current and proposed operations of the Company, as well as the risks pertaining to an investment in the Company.

In addition to the Public Offer, this Prospectus is also being issued to make the Lead Manager Offer (see Section 2.2 for further details).

An investment in the Company is speculative and subject to certain risks, a non-exhaustive list of which is highlighted in Section 4 including but not limited to the Company having no operating revenue and requiring additional funding to develop its Projects, and the risks associated with the exploration and development of its Projects. Please see Sections 4.1, 4.2 and 4.3 for further details of the risks specific to the Company, risks specific to the mining industry on Completion and general risks respectively.

The Company has no operating revenue and is unlikely to generate any operating revenue unless and until the Projects are successfully developed and production commences. The future capital requirements of the Company will depend on many factors including its business development activities.

Before deciding on whether to invest in the Company, you should read this Prospectus carefully and consult with your accountant, financial adviser, stockbroker, lawyer or other professional adviser.

We look forward to welcoming you as a Shareholder should you decide to take up Shares pursuant to the Public Offer.

Yours faithfully

Mike Edwards
Executive Chairman

Key details of the Offers

Pro forma capital structure	Shares at Minimum Subscription	%	Shares at Maximum Subscription	%	Options	Performance Rights
Securities currently on issue[(1)]	43,000,000	51.81	43,000,000	47.25	18,750,000[(2)]	5,500,000[(5)]
Shares offered under the Public Offer	40,000,000	48.19	48,000,000	52.75	Nil	Nil
Lead Manager Options[(3)]	Nil	-	Nil	-	4,000,000	Nil
Total securities on issue at Admission[(4)]	**83,000,000**	**100.00**	**91,000,000**	**100.00**	**22,750,000**	**5,500,000**

Notes:

1. See Section 2.6 for further details relating to the current and proposed capital structure of the Company.
2. See Section 8.2 for the terms and conditions of the Options.
3. See Section 8.3 for the terms and conditions of the Lead Manager Options.
4. The total number of Securities on issue at Admission, following completion of the Offers, assumes no further Shares are issued and none of the Options are converted into Shares.
5. See Section 8.4 for the terms and conditions of the Performance Rights.
6. The Company's free float at the time of Admission will be not less than 20%.

Indicative Timetable

Event	Date
Lodgement of this Prospectus with ASIC	27 April 2026
Opening Date for the Offers	5 May 2026
Closing Date for the Offers	19 May 2026
Issue Date	1 June 2026
Despatch of holding statements	3 June 2026
Expected date for Official Quotation on ASX	16 June 2026

Note: The dates shown in the table above are indicative only and may vary subject to the Corporations Act, the Listing Rules and other applicable laws. The Company, in consultation with the Lead Manager, reserves the right to vary the dates and times of the Offers (including, to vary the Opening Date and Closing Date, to accept late Applications, either generally or in particular cases, or to cancel or withdraw the Offers before Completion) in each case without notifying any recipient of this Prospectus or any Applicants, which may have a consequential effect on other dates. If the Offers are cancelled or withdrawn before the allotment of Shares, then all Application Monies will be refunded in full (without interest) as soon as possible in accordance with the requirements of the Corporations Act. Applicants are therefore encouraged to lodge their Application Form and deposit the Application Monies as soon as possible after the Opening Date if they wish to invest in the Company. The admission of the Company to the Official List of the ASX and the commencement of quotation of the Shares are subject to confirmation from the ASX.

1. Investment Overview

This Section is not intended to provide full information for investors intending to apply for Securities offered pursuant to this Prospectus. This Prospectus should be read and considered in its entirety. The Securities offered pursuant to this Prospectus carry no guarantee in respect of return of capital, return on investment, payment of dividends or the future value of the Securities.

Topic	Summary	More information
Introduction		
Who is the Company and what does it do?	The Company was incorporated as a proprietary limited company on 22 November 2022 in the State of Western Australia under the name Daly Resources Pty Ltd and converted to a public company on 5 October 2023. The Company is a mineral exploration and development company focused on the discovery and delineation of fluorite, copper, zinc and lead mineral resources and reserves in the McArthur Basin and Georgina Basin, Northern Territory.	Section 3
What are the Company's projects?	The Projects consist of an aggregate of 19 granted exploration licences and 9 exploration licence applications, totalling 13,092km^2 of tenure. The Projects are prospective for fluorite, copper and zinc, as shown from anomalous to significant results from previous limited exploration activities, historical data analysis and conceptual modelling. In addition, the Batten Project lies in close proximity to the operating McArthur River base metals mine in the Northern Territory. The Company (either directly or through its wholly owned subsidiary) will hold the following projects on Admission: (a) the Huckitta Project (prospective for fluorite, copper, zinc and lead), (b) the Broughton Project (prospective for copper and zinc); (c) the Batten Project (prospective for copper, zinc, lead and silver); (d) the Beetaloo Project (prospective for copper and zinc); and (e) the Bulman-Jimbu Project (prospective for zinc and lead).	Section 3 and 3.1, the Solicitor's Reports in Annexure B, and the Independent Geologist Report in Annexure C
What is the Company's financial position?	Investors should be aware that the Company is currently making a loss. A summary of the financial history of the Company is set out in the financial information section and Independent Limited Assurance Report in Section 5 and Annexure A respectively.	Section 5 and Annexure A
What is the proposed capital structure of the Company?	The proposed capital structure of the Company on Admission is set out in Section 2.6.	Section 2.6

Topic	Summary	More information
What is the proposed use of funds raised under the Public Offer?	The Company intends to apply funds raised under the Public Offer, together with existing cash reserves post Admission, to undertake exploration at the Projects (as set out in the proposed use of funds in Section 2.5). The Board is satisfied that following completion of the Public Offer, the Company will have sufficient working capital to carry out its stated objectives as detailed in this Prospectus.	Section 2.5
What is the Company's strategy?	Following Admission, the Company's primary focus will be to explore the Projects across extensive basins in northern Australia, employing both conventional and innovative exploration concepts, where the Company believes there is the possibility of a tier one discovery. This bottom up approach has resulted in acquisition of largely greenfields projects that cover large areas (eg Broughton and Huckitta) or more mature areas where a considered and methodological approach to exploration will be adopted (eg Batten Project). This means that specific drill-ready targets have not yet been defined. Further details regarding the Company's strategy and objectives are in Section 3.10.	Section 3.10
Summary of key risks		
Prospective investors should be aware that subscribing for Securities in the Company involves a number of risks. The risk factors set out in Section 4, and other general risks applicable to all investments in listed securities, may affect the value of the Securities in the future. Accordingly, an investment in the Company should be considered highly speculative. This Section summarises the key risks which apply to an investment in the Company and investors should refer to Section 4 for a more detailed summary of the risks.		
Limited history	The Company was incorporated on 22 November 2022 and therefore has no operational and limited financial history on which to evaluate its business and prospects. The prospects of the Company must be considered in light of the risks, expenses and difficulties frequently encountered by companies in the early stages of their development, particularly in the mineral exploration sector, which has a high level of inherent risk and uncertainty. No assurance can be given that the Company will achieve commercial viability through the successful exploration on, or mining development of, the Projects. Until the Company is able to realise value from the Projects, it is likely to incur operational losses.	Section 4.1(a)
Conditionality of Offers	The obligation of the Company to issue the Securities under the Offers is conditional on ASX granting approval for Admission to the Official List. If this condition is not satisfied, the Company will not proceed with the Offers. Failure to complete the Offers may have a material adverse effect on the Company's financial position.	Section 4.1(c)
Future capital requirements	The Company has no operating revenue and is unlikely to generate any operating revenue unless and until production commences. The future capital requirements of the Company will depend on many factors including its ability to produce and	Sections 4.1(b)

Topic	Summary	More information
	market its products. The Company believes its available cash and the net proceeds of the Public Offer should be adequate to fund its business objectives in the short term as stated in this Prospectus. No assurances can be made that appropriate capital or funding, if and when needed, will be available on terms favourable to the Company or at all. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its activities and this could have a material adverse effect on the Company's activities. The Company may undertake additional offerings of Securities in the future. The increase in the number of Shares issued and outstanding and the possibility of sales of such Shares may have a depressive effect on the price of Shares. In addition, as a result of such additional Shares, the voting power of the Company's existing Shareholders will be diluted.	
Going concern risk	The Company's reviewed report for the half year ended 31 December 2025 includes the following material uncertainty relating to going concern: *'We draw attention to Note 1.4 in the financial report, which indicates that the Consolidated Entity incurred a net loss of $22,443 during the half year ended 31 December 2025. As stated in Note 1.4, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Consolidated Entity's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.'* The Company's consolidated financial statements for the half year ended 31 December 2025 were prepared on a going concern basis which contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business. The Board believes that on completion of the Offers, the Company will have sufficient funds to adequately meet the Company's current commitments and working capital requirements. However, there remains a risk that further funding will be required by the Company in the medium to long term. An inability to obtain additional funding would have a materially adverse effect on the Company's business, and may give rise to significant uncertainty on the Company's ability to continue as a going concern.	Section 4.1(d)
Potential for dilution	On completion of the Offers and the subsequent issue of Securities pursuant to the Offers, the number of Shares in the Company will, on a Maximum Subscription basis, increase from 43,000,000 to 91,000,000 and, on a Minimum Subscription basis, from 43,000,000 to 83,000,000. In addition to the above, on a Maximum Subscription basis, the total number of Securities on issue (on a fully diluted basis,	Section 4.1(e)

Topic	Summary	More information
	assuming all Options and Performance Rights are exercised or vest and convert into Shares) will be 119,250,000. On a Minimum Subscription basis, the total number of Securities on issue on a fully diluted basis will be 111,250,000. The key terms of the Options and Performance Rights to be issued pursuant to the Offers are set out in Sections 8.2 and 8.4 of this Prospectus respectively. The Board is of the opinion that the conversion of the Performance Rights and exercise of the Options is unlikely at this time, having regard to vesting conditions, escrow requirements, exercise price relative to market price, and performance milestones. This means the number of Shares on issue will increase by approximately 93.02% on a Minimum Subscription basis and approximately 111.63% on a Maximum Subscription basis, on completion of the Offers (in each case, on an undiluted basis). On a fully diluted basis (assuming all Options and Performance Rights are exercised or vest and convert into Shares), the increase in the total number of Securities on issue will be 158.72% on a Minimum Subscription basis and 177.33% on a Maximum Subscription basis. On this basis, existing Shareholders should note that if they do not participate in the Public Offer (and even if they do), their holdings may be considerably diluted (as compared to their holdings and number of Shares on issue as at the date of this Prospectus), both on an undiluted and fully diluted basis.	
Liquidity risk	On Admission, the Company expects to have 83,000,000 Securities on issue (based on the Minimum Subscription). The Company expects approximately 53,860,000 Securities (comprising 25,610,000 Shares, 5,500,000 Performance Rights and 22,750,000 Options) to be subject to 24 months escrow and 2,400,000 Shares to be subject to 12 months escrow in accordance with Chapter 9 of the Listing Rules (based on the Minimum Subscription). Accordingly, the number of Shares subject to escrow is expected to be equal to approximately 33.75% of the Company's undiluted issued share capital on a Minimum Subscription basis. This creates a liquidity risk as a large portion of issued capital may not be able to be freely tradable for a period of time. The ability of an investor in the Company to sell their Shares on the ASX will depend on the turnover or liquidity of the Shares at the time of sale. Therefore, investors may not be able to sell their Shares at the time, in the volumes or at the price they desire. Other factors may impact the price of the Shares and may adversely affect an investor's ability to liquidate their investment, including a drop in trading volume and general market conditions. In addition, after the end of the relevant escrow periods affecting Shares in the Company, a significant sale of then tradeable Shares (or the market perception that such a sale might occur) could have an adverse effect on the Company's Share price. Please refer to Section 2.16 for further details on	Section 4.1(g)

Topic	Summary	More information
	the Shares likely to be classified by the ASX as restricted securities.	
New projects and acquisitions	Although the Company's immediate focus will be on the Projects, as with most exploration entities, it will pursue and assess other new business opportunities in the resource sector over time which complement its business. These new business opportunities may take the form of direct project acquisitions, joint ventures, farm ins, acquisition of tenements/permits, and/or direct equity participation. The acquisition of projects (whether completed or not) may require the payment of monies (as a deposit and/or exclusivity fee) after only limited due diligence or prior to the completion of comprehensive due diligence. There can be no guarantee that any proposed acquisition will be completed or be successful. If the proposed acquisition is not completed, monies advanced may not be recoverable, which may have a material adverse effect on the Company. If an acquisition is completed, the Directors will need to reassess at that time, the funding allocated to current Projects and new projects, which may result in the Company reallocating funds from the Projects and/or raising additional capital (if available). Furthermore, notwithstanding that an acquisition may proceed upon the completion of due diligence, the usual risks associated with the new project/business activities will remain.	Section 4.1(h)
Exploration and development risks	The prospects of the Tenements must be considered in light of the considerable risks, expenses and difficulties frequently encountered by companies in the early stage of exploration and development activities and, accordingly, carries significant exploration risk. Potential investors should understand that mineral exploration and development is a high-risk undertaking. There can be no assurance that exploration and development will result in the discovery of further mineral deposits. Even if an apparently viable deposit is identified, there is no guarantee that it can be economically exploited. Major expenses may be required to establish ore reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site. The future exploration activities of the Company may be affected by a range of factors including geological conditions, limitations on activities due to seasonal weather patterns, unanticipated operational and technical difficulties, industrial and environmental accidents, native title process, changing government regulations and many other factors beyond the control of the Company. The success of the Company will also depend upon the Company having access to sufficient development capital, being able to maintain title to its Tenements and obtaining all required approvals for its activities. In the event that exploration programs are unsuccessful this could lead to a diminution in the value of its Tenements, a reduction in the	Section 4.2(a)

Topic	Summary	More information
	cash reserves of the Company and possible relinquishment of part or all of its Tenements. Investors are cautioned that the Tenements being in proximity to mineral discoveries, resources or historical mineral occurrences is no guarantee that the Tenements will be prospective for an economic reserve.	
Major Shareholders	Sandfire holds 12,000,000 Shares. Sandfire's Shareholding will represent 13.19% of the Company's undiluted issued capital on a Maximum Subscription basis. Sandfire will therefore have significant voting power. The Company and its Directors will comply with all applicable laws and the Listing Rules in relation to any dealings between Sandfire and the Company. However, there is a risk that investors will discount the Company's Shares as a result of the level of control held by Sandfire, and the decreased likelihood of a third party making a takeover bid for the Company.	Section 4.1(i)
Resource estimation risk	No Mineral Resource estimate, Ore Reserve or Exploration Target has been reported at the Projects. Whilst the Company intends to undertake exploration activities with the aim of defining a Mineral Resource, no assurances can be given that this will be successfully achieved. Even if this is achieved, no assurance can be provided that the Mineral Resources can be economically extracted. The calculation and interpretation of Mineral Resource estimates are by their nature expressions of judgement based on knowledge, experience and industry practice. Estimates that were valid when originally calculated may alter significantly through additional fieldwork or when new information or techniques become available. This may result in alterations to development and mining plans, which may in turn adversely affect the Company's operations.	Section 4.2(b)
Title and grant risk (Australia)	Interests in all tenements in Australia are governed by applicable state or Territory legislation and are evidenced by the granting of licences or leases. Each licence or lease is for a specific term and carries with it work program, annual expenditure and reporting commitments, as well as other conditions requiring compliance. Consequently, the Company could be exposed to additional costs, have its ability to explore or mine the Projects reduced or lose title to or its interest in the tenements if licence conditions are not met or if sufficient funds are unavailable to meet expenditure commitments. If in the future the term of any of the Tenements are not renewed or extended, the Company may suffer damage through loss of the opportunity to discover and/or develop any mineral resources on these Tenements.	Section 4.2(c)
Royalties	The Tenements are subject to certain royalty arrangements that are either currently in place, or that may become applicable in the future. In particular, Glyde River has granted	Section 4.2(j) and the Solicitor's Reports in Annexure B

<table>
<tr><th>Topic</th><th>Summary</th><th>More information</th></tr>
<tr><td></td><td>a 1.5% net smelter return royalty to Sandfire Resources pursuant to the Sandfire SPA.
These royalties, along with any usual royalties payable to the Northern Territory Government (if applicable) may have an impact on the economics of progressing any proposed mining operations on the Tenements.</td><td></td></tr>
<tr><td>General Risks</td><td>The Company is subject to various general risks, including but not limited to:
(a) Economic risks;
(b) Market conditions;
(c) Force majeure;
(d) Government and legal risk;
(e) Litigation risks;
(f) Insurance risks;
(g) Taxation;
(h) Unforeseen expenditure risk;
(i) Climate change risks;
(j) Infectious diseases;
(k) Unforeseen risk;
(l) Competitive conditions; and
(m) Speculative investment.</td><td>Section 4.3</td></tr>
<tr><td colspan="3">Directors, Related Party Interest and Substantial Holders</td></tr>
<tr><td>Who are the Directors, management personnel and company secretary?</td><td><table><tr><th colspan="2">Board</th></tr><tr><td>Mike Edwards</td><td>Executive Chairman</td></tr><tr><td>David Pennock</td><td>Non-Executive Director</td></tr><tr><td>Scott Glasson</td><td>Finance Director</td></tr><tr><td>William Belbin</td><td>Non-Executive Director</td></tr><tr><th colspan="2">Management</th></tr><tr><td>Gregor Bennett</td><td>Chief Geologist</td></tr><tr><td>Daniel Greene</td><td>Exploration Manager</td></tr><tr><th colspan="2">Company Secretary</th></tr><tr><td>Chris Marshall</td><td>Company Secretary</td></tr></table>Information regarding the experience and background of the Directors, management personnel and company secretary is set out in Section 6.</td><td>“Corporate Directory” and Sections 3.1 and 6</td></tr>
<tr><td>What are the remuneration arrangements</td><td>The Company has entered into an Executive Chairman letter of appointment and executive services agreement with Mr Mike Edwards dated 26 March 2026, pursuant to which Mr Edwards has consented to be appointed as Executive</td><td>Section 6.6</td></tr>
</table>

Topic	Summary	More information
and benefits of the Directors?	Chairman. The Company has agreed to pay Mr Edwards $280,000 per annum (excluding statutory superannuation) for services provided to the Company as Executive Chairman. The Company has entered into a Non-Executive Director letter of appointment with David Pennock dated 26 March 2026, pursuant to which Mr Pennock has consented to be appointed as a Director. The Company has agreed to pay Mr Pennock $50,000 per annum (excluding statutory superannuation) for services provided to the Company as Non-Executive Director. The Company has entered into a Finance Director letter of appointment and consultancy agreement with Scott Glasson dated 25 March 2026, pursuant to which Mr Glasson has consented to be appointed as Finance Director. The Company has agreed to pay Mr Glasson $100,000 per annum (excluding GST) for services provided to the Company as Finance Director. The Company has entered into a Non-Executive Director letter of appointment with William Belbin dated 26 March 2026, pursuant to which Mr Belbin has consented to be appointed as a Director. The Company has agreed to pay Mr Belbin $50,000 per annum (excluding statutory superannuation) for services provided to the Company as Non-Executive Director.	
What interests do Directors have in the securities of the Company at the Prospectus Date and on Admission?	The anticipated relevant interests of the Directors (and their respective related entities) in Securities on Admission are set out in Section 6.5.	Section 6.5
What important contracts with related parties is the Company a party to?	The Company has entered into the following related party transactions on arms' length terms: (a) a consultancy agreement with Scott Glasson, pursuant to which Mr Glasson will provide services as Finance Director if and when requested by the Company; (b) letters of appointment with each of its Directors and Company Secretary on standard terms; and (c) deeds of indemnity, insurance and access with each of its Directors on standard terms. In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must: (a) obtain Shareholder approval in the manner set out in section 217 and 227 of the Corporations Act; and (b) give the benefit within 15 months following such approval,	Sections 6.7

Topic	Summary	More information
	unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act. The letters of appointment and executive agreements (as applicable) entered with each of the Directors are considered to be on comparable terms with those entered by other companies of similar size and stage of development, and are considered by the non-interested Directors to be reasonable remuneration for the purpose of Chapter 2E of the Corporations Act. Similarly, the arrangements with The California Group Pty Ltd (for Director services provided by Scott Glasson) as summarised in Section 7.4 are considered to be on comparable terms with those entered by other companies of similar size and stage of development, and are considered by the non-interested Directors to be reasonable remuneration for the purpose of Chapter 2E of the Corporations Act. At the Prospectus Date, no other material transactions with related parties and Directors' interests exist that the Directors are aware of, other than those disclosed in the Prospectus.	

<table>
<tr><th>Topic</th><th>Summary</th><th>More information</th></tr>
<tr><td>Who will be the substantial holders of the Company?</td><td>As at the date of this Prospectus, the Shareholders holding an interest in 5% or more of the Shares on issue are as follows:
<table>
<tr><th>Substantial Shareholder</th><th>Shares</th><th>%[1]</th></tr>
<tr><td>Will Belbin</td><td>2,300,000</td><td>5.35</td></tr>
<tr><td>Scott Glasson</td><td>2,500,000</td><td>5.81</td></tr>
<tr><td>David Pennock</td><td>2,650,000</td><td>6.16</td></tr>
<tr><td>David Rawlings</td><td>2,900,000</td><td>6.74</td></tr>
<tr><td>Sandfire</td><td>12,000,000</td><td>27.91</td></tr>
</table>
Notes:
1. On an undiluted basis.

Based on the information known as at the date of this Prospectus, on Admission the following persons will have an interest in 5% or more of the Shares on issue:
<table>
<tr><th rowspan="2">Substantial Shareholder</th><th rowspan="2">Shares</th><th colspan="2">%[1]</th></tr>
<tr><th>Minimum Subscription</th><th>Maximum Subscription</th></tr>
<tr><td>Sandfire</td><td>12,000,000</td><td>14.46</td><td>13.19</td></tr>
</table>
Notes:
1. On an undiluted basis.</td><td>Section 8.7</td></tr>
<tr><td>What fees are payable to the Lead Manager?</td><td>The Company has appointed Euroz Hartleys Limited as Lead Manager to the Public Offer. Refer to Section 7.3 for a summary of the Lead Manager Mandate, including a summary of the fees payable to the Lead Manager.</td><td>Section 7.3</td></tr>
<tr><td>What are the Lead Manager's interests in the Securities of the Company?</td><td>Based on the information available to the Company as at the date of this Prospectus, the Lead Manager and its associates are not expected to have a relevant interest in any Shares on Admission.

In addition, the Company will issue up to 4,000,000 Options to the Lead Manager on the terms and conditions in Section 8.3.</td><td>Sections 8.8 and 7.3</td></tr>
</table>

Topic	Summary	More information
What are the Offers?		
What are the Offers?	The Public Offer is an initial public offering of a minimum of 40,000,000 Shares and a maximum of 48,000,000 Shares. The Lead Manager Offer is a separate offer of up to 4,000,000 unquoted options to the Lead Manager.	Sections 2.1 and 2.2
What is the Public Offer Price?	$0.25 per Share.	Section 2.1(a)
What is the minimum subscription amount under the Public Offer?	The minimum subscription under the Public Offer is $10,000,000 (before costs) (being 40,000,000 Shares).	Section 2.1(b)
Will the Securities be quoted?	Application for quotation of all Shares to be issued under the Prospectus will be made to ASX within seven days after the date of the Prospectus.	Section 2.10
What is the purpose of the Offers?	The primary purpose of this Prospectus is to: (a) raise up to $12,000,000 (before costs) under the Public Offer; (b) provide funding for the purposes outlined in the proposed use of funds in Section 2.5; (c) position the Company to seek to achieve the objectives detailed in Section 3; (d) assist the Company to meet the requirements of ASX and satisfy Chapters 1 and 2 of the Listing Rules, as part of the Company's application for Admission; (e) remove the need for an additional disclosure document to be issued upon the sale of any Shares that are issued under the Public Offer, or any Shares that may be issued on conversion of the Options the subject of the Lead Manager Offer; and (f) provide the Company with access to capital markets to improve financial flexibility.	Section 2.3

Topic	Summary	More information
What are the conditions of the Offers?	The Offers under this Prospectus are conditional upon the following events occurring: (a) the Company raising the Minimum Subscription, being $10,000,000 (before costs), under the Public Offer (refer to Section 2.1(b)); (b) to the extent required by ASX or the Listing Rules, certain persons entering into a restriction agreement or being issued a restriction notice imposing such restrictions on trading on the Company's Securities as mandated by the Listing Rules; and (c) ASX providing the Company with a list of conditions to the satisfaction of the Company which, once satisfied, will result in ASX admitting the Company to the Official List.	Sections 2.4
Are there any escrow arrangements?	Yes, there are compulsory escrow arrangements under the Listing Rules. None of the Shares issued under the Public Offer will be subject to escrow.	Section 2.16
Are the Offers underwritten?	The Offer is not underwritten.	Section 2.17
Additional information		
Will the Company be adequately funded after completion of the Offers?	The Board believes that the funds raised from the Public Offer will provide the Company with sufficient working capital to achieve its stated objectives as detailed in this Prospectus.	Section 2.5
What rights and liabilities attach to the Securities on issue?	All Shares issued under the Public Offer will rank equally in all respects with existing Shares on issue. The rights and liabilities attaching to the Shares are described in Section 8.1.	Section 8.1
Who is eligible to participate in the Offers?	The Public Offer is open to all investors with a registered address in Australia and certain investors in New Zealand as set out in Sections 2.14 and 2.15. No action has been taken to register or qualify the Shares the subject of the Prospectus, or the Offer, or otherwise to permit the offering of the Shares in any jurisdiction outside Australia other than in the limited circumstances set out in Section 2.14.	Sections 2.14 and 2.15
How do I apply for Securities under the Public Offer?	The process for applying for Shares in the Company is set out in Section 2.8. Applications for Shares under the Public Offer must be made by completing the Application Form attached to, or accompanying, this Prospectus in accordance with the instructions set out in Section 2.8 and the Application Form.	Section 2.8
What is the allocation policy?	The allocation policy will be influenced, but not constrained by the following factors: (a) the number of Shares applied for;	Section 2.12

Topic	Summary	More information
	(b) the overall level of demand for the Public Offer; (c) the timeliness of the bid by particular Applicants; (d) the desire for a spread of investors, including institutional investors; (e) the likelihood that particular Applicants will be long-term Shareholders; (f) the desire for an informed and active market for trading Shares following completion of the Offers; (g) ensuring an appropriate Shareholder base for the Company going forward; and (h) any other factors that the Company and the Lead Manager consider appropriate. There is no assurance that any Applicant will be allocated any Shares under the Public Offer, or the number of Shares for which it has applied. The Company reserves the right to reject any Application or to issue a lesser number of Shares than those applied for. Where the number of Shares issued is less than the number applied for, surplus Application Monies will be refunded (without interest) as soon as reasonably practicable after the Closing Date.	
When will I receive confirmation that my Application has been successful?	Holding statements confirming allocations under the Public Offer will be sent to successful applicants on or about 3 June 2026.	"Indicative Timetable"
What is the Company's dividend policy?	The Company does not expect to pay dividends in the near future as its focus will primarily be on growing the existing businesses. Any future determination as to the payment of dividends by the Company will be at the discretion of the Directors and will depend upon matters such as the availability of distributable earnings, the operating results and financial condition of the Company, future capital requirements, general business and other factors considered relevant by the Directors. No assurances are given in relation to the payment of dividends, or that any dividends may attach franking credits.	Section 3.12
How can I find out more about the Prospectus or the Offers?	Questions relating to the Offers and the completion of an Application Form can be directed to Automic on 1300 288 664 (within Australia) and +61 2 9698 5414 (outside Australia) between 8:30am to 8:00pm (Sydney time), Monday to Friday (excluding public holidays).	Section 2.22

2. Details of Offers

2.1 Public Offer

(a) **General**

The Public Offer is an initial public offering of a minimum of 40,000,000 Shares (**Minimum Subscription**) and a maximum of 48,000,000 Shares (**Maximum Subscription**) at an offer price of $0.25 per Share (**Offer Price**) to raise a minimum of $10,000,000 (before costs) and a maximum of $12,000,000 (before costs) (**Public Offer**).

The Shares to be issued pursuant to the Public Offer are of the same class and will rank equally with the existing Shares on issue. The rights and liabilities attaching to the Shares are further described in Section 8.1.

Applications for Shares under the Public Offer must be made on the Electronic Application Form available at https://apply.automic.com.au/DalyResources must be received by the Company on or before the Closing Date. Persons wishing to apply for Shares under the Public Offer should refer to Section 2.8 for further details and instructions.

(b) **Minimum Subscription**

The minimum subscription under the Public Offer is $10,000,000 (before costs) (being 40,000,000 Shares).

None of the Shares offered under this Prospectus will be issued if Applications are not received for the Minimum Subscription. Should Applications for the Minimum Subscription not be received within three months from the Prospectus Date, the Company will either repay the Application Monies (without interest) to Applicants or issue a supplementary prospectus or Prospectus and allow Applicants one month to withdraw their Applications and have their Application Monies refunded to them (without interest).

2.2 Lead Manager Offer

This Prospectus includes a separate offer of up to 4,000,000 unquoted options to the Lead Manager (or its nominees) (**Lead Manager Offer**) as follows:

(a) 2,000,000 unquoted options with an exercise price of $0.40 and have an expiry date of 4 years from their date of issue (**Tranche 1 Options**); and

(b) 2,000,000 unquoted options with an exercise price of $0.50 and have an expiry date of 4 years from their date of issue (**Tranche 2 Options**),

(together, the **Lead Manager Options**).

The Company has agreed to issue the Lead Manager Options under the Lead Manager Mandate as partial consideration for the lead manager services provided in connection with the Public Offer.

The Lead Manager Options will be issued on the terms and conditions in Section 8.3.

The Lead Manager Offer is being made under this Prospectus to remove the need for an additional disclosure document to be issued upon the sale or transfer of any Shares that may be issued following the exercise of Lead Manager Options.

Only the Lead Manager (or its nominees) may accept the Lead Manager Offer. A personalised Application Form in relation to the Lead Manager Offer will be issued to the Lead Manager (or its nominees) together with a copy of this Prospectus.

Refer to Section 7.3 for a summary of the Lead Manager Mandate.

2.3 Purpose of the Offers

The primary purpose of this Prospectus is to:

(a) raise up to $12,000,000 (before costs) under the Public Offer;

(b) provide funding for the purposes outlined in the proposed use of funds in Section 2.5;

(c) position the Company to seek to achieve the objectives detailed in Section 3;

(d) assist the Company to meet the requirements of ASX and satisfy Chapters 1 and 2 of the Listing Rules, as part of the Company's application for Admission;

(e) remove the need for an additional disclosure document to be issued upon the sale of any Shares that are issued under the Public Offer, or any Shares that may be issued on conversion of the Options the subject of the Lead Manager Offer; and

(f) provide the Company with access to capital markets to improve financial flexibility.

2.4 Conditional Offers

The Offers under this Prospectus are conditional upon the following events occurring:

(a) the Company raising the Minimum Subscription, being $10,000,000 (before costs), under the Public Offer (refer to Section 2.1(b));

(b) to the extent required by ASX or the Listing Rules, certain persons entering into a restriction agreement or being issued a restriction notice imposing such restrictions on trading on the Company's Securities as mandated by the Listing Rules; and

(c) ASX providing the Company with a list of conditions to the satisfaction of the Company which, once satisfied, will result in ASX admitting the Company to the Official List.

If these conditions are not satisfied or become incapable of being satisfied then the Offers will not proceed and the Company will repay all Application Monies received under the Public Offer (without interest) in accordance with the Corporations Act.

2.5 Proposed use of Funds

Following the Offers, it is anticipated that the following funds will be available to the Company:

Source of funds	$	
	Minimum Subscription	Maximum Subscription
Existing cash as at the date of this Prospectus	494,967	494,967
Proceeds from the issue of Shares under the Public Offer (before costs)	10,000,000	12,000,000
Total funds available	**10,494,967**	**12,494,967**

The following table shows the intended use of funds in the two year period following Admission:

Use of funds	Minimum Subscription		Maximum Subscription	
	$	%	$	%
Year 1				
Exploration and development[1]	3,160,000	30.11	3,550,000	28.41
Directors' and Management fees[2]	439,600	4.19	439,600	3.52
Costs of the Offers[3]	732,832	6.98	825,463	6.61
Working Capital[4]	667,994	6.36	667,994	5.35
Sub-total	**5,000,426**	**47.75**	**5,483,057**	**43.88**
Year 2				
Exploration and development[1]	3,870,000	36.87	4,550,000	36.41
Directors' and Management fees[2]	439,600	4.19	439,600	3.52
Working Capital[4]	1,184,941	11.29	2,022,310	16.18
Sub-total	**5,494,541**	**52.35**	**7,011,910**	**56.12**
Total funds allocated	**10,494,967**	**100.00**	**12,494,967**	**100**

Notes:

1. See Section 3.11 for further information on the Company's exploration budget.
2. See Section 6.6 for further details of the Directors' remuneration.
3. Expenses paid or payable by the Company in relation to the Offers are summarised in Section 8.11. The total costs of the Offers is $732,832 on a Minimum Subscription basis and $825,463 on a Maximum Subscription basis, of which $0.00 has been paid.
4. Working capital also includes surplus funds and funds for corporate costs and potential future acquisition costs which include costs required for the identification of new projects and opportunistic acquisitions. The Company notes that:
   (a) it is not currently considering other acquisitions;
   (b) that any future acquisitions are likely to be in the mineral resource sector;
   (c) that the timing of any such transactions is not yet known; and
   (d) if no suitable acquisition opportunity arises, and subject to the outcomes of exploration activities, the Company may elect to allocate some or all of these funds to exploration on the Company's existing Projects.

The above table is a statement of current intentions as at the date of this Prospectus. Investors should note that, as with any budget, the allocation of funds set out in the above table may change depending on a number of factors, including market conditions, the development of new opportunities and/or any number of other factors (including the risk factors outlined in Section 4), and actual expenditure levels, may differ significantly from the above estimates.

Although the Company's immediate focus will be on the Projects, as with most exploration entities, it will pursue and assess other new business opportunities in the resource sector over time which complement its business. These new business opportunities may take the form of direct project acquisitions, joint ventures, farm-ins, acquisition of tenements, and/or direct equity participation.

The Board believes that the funds raised from the Public Offer will provide the Company with sufficient working capital to achieve its stated objectives as detailed in this Prospectus.

The use of further equity funding may be considered by the Board where it is appropriate to accelerate a specific project or strategy.

Based on the intended use of funds detailed above, the amount raised pursuant to the Public Offer will provide the Company sufficient funding for approximately 2 years. As the Company has no operating revenue, the Company will require further financing in the future. See Section 4.1(b) for further details about the risks associated with the Company's future capital requirements.

The Company has sufficient access to the Projects in order to satisfy the commitments test under Listing Rule 1.3.2(b) for its proposed exploration program and budget. To the extent the Company intends to undertake activities in other areas of the Tenements, it may require additional access agreements.

2.6 Capital Structure on Admission

Pro forma capital structure	Minimum Subscription		Maximum Subscription		Options	Performance Rights
	Shares	%	Shares	%		
Securities currently on issue	43,000,000	51.81	43,000,000	47.25	18,750,000[(1)]	5,500,000[(4)]
Shares offered under the Public Offer	40,000,000	48.19	48,000,000	52.75	Nil	-
Lead Manager Options[(2)]	Nil	-	Nil	-	4,000,000	-
Total securities on issue at Admission[(3)]	**83,000,000**	**100.00**	**91,000,000**	**100.00**	**22,750,000**	**5,500,000**

Notes:

1. See Section 8.2 for the terms and conditions of the Options.
2. See Section 8.3 for the terms and conditions of the Lead Manager Options.
3. The total number of Securities on issue at Admission, following completion of the Offers, assumes no further Shares are issued and none of the Options are converted into Shares.
4. See Section 8.4 for the terms and conditions of the Performance Rights.
5. The Company's free float at the time of Admission will be not less than 20%.

2.7 Forecasts

The Directors have considered the matters detailed in ASIC Regulatory Guide 170 and believe that they do not have a reasonable basis to forecast future earnings on the basis that the operations of the Company are inherently uncertain. Accordingly, any forecast or projection information would contain such a broad range of potential outcomes and possibilities that it is not possible to prepare a reliable best estimate forecast or projection.

The Directors consequently believe that, given these inherent uncertainties, it is not possible to include reliable forecasts in this Prospectus.

Refer to Section 3 for further information in respect to the Company's proposed activities.

2.8 Applications

(a) **Public Offer**

Applications for Shares under the Public Offer can be made using the Application Form accompanying this Prospectus or otherwise provided by the Company. The Application Form must be executed in accordance with the instructions set out on the form.

Applications under the Public Offer must be for a minimum of 10,000 Shares ($2,500) and then in increments of 2,500 Shares ($625).

No brokerage, stamp duty or other costs are payable by Applicants. All Application Monies will be paid into a trust account.

(i) **Option 1: Submit an online Application Form and pay with BPAY®**

For online applications, investors can apply online with payment made electronically via BPAY®. Investors applying online will be directed to use an online Application Form available at available at https://apply.automic.com.au/DalyResources and make payment by BPAY®. Applicants will be given a BPAY® biller code and a customer reference number (**CRN**) unique to the online Application once the online Application Form has been completed.

BPAY® payments must be made from an Australian dollar account of an Australian institution. Using the BPAY® details, Applicants must:

(A) access their participating BPAY® Australian financial institution either via telephone or internet banking;

(B) select to use BPAY® and follow the prompts; enter the biller code and unique CRN that corresponds to the online Application;

(C) enter the amount to be paid which corresponds to the value of Shares under the online Application Form;

(D) select which account payment is to be made from;

(E) schedule the payment to occur on the same day that the online Application Form is completed. Applications without payment will not be accepted; and

(F) record and retain the BPAY® receipt number and date paid.

Investors should confirm with their Australian financial institution whether there are any limits on the Investor's account that may limit the amount of any BPAY® payment and the cut off time for the BPAY® payment.

Investors can apply online by following the instructions at https://apply.automic.com.au/DalyResources and completing a BPAY® payment. If payment is not made via BPAY®, the Application will be incomplete and will not be accepted. The online Application Form and BPAY® payment must be completed and received by no later than the Closing Date.

(ii) **Option 2: Submit an Application Form and pay via Electronic Funds Transfer "EFT"**

Investors can apply online with payment made electronically via EFT. Investors applying online will be directed to use an online Application Form available at https://apply.automic.com.au/DalyResources and will be given a payment reference number unique to the online Application once the online Application Form has been completed.

EFT payments must be received in Australian dollars ($AUD). Using EFT payment details, Applicants must:

(A) use the unique payment reference number that corresponds to the online Application Form;

(B) enter the amount to be paid which corresponds to the value of Shares under the online Application Form;

(C) select which account payment is to be made from;

(D) schedule the payment to occur on the same day that the online Application Form is completed. Applications without payment will not be accepted; and

(E) record and retain the EFT receipt number and date paid.

Applicants should confirm with their Australian financial institution whether there are any limits on the Applicant's account that may limit the amount of any EFT payment and the cut off time for the funds transfer.

An original, completed and lodged Application Form together with confirmation of BPAY® or EFT payment for the Application Monies, constitutes a binding and irrevocable offer to subscribe for the number of Shares specified in the Application Form. The Application Form does not need to be signed to be valid. If the Application Form is not completed correctly or if the accompanying payment is for the wrong amount, it may be treated by the Company as valid. The Directors' decision as to whether to treat such an Application as valid and how to construe amend or complete the Application Form is final; however an applicant will not be treated as having applied for more Shares than is indicated by the amount of the BPAY® or EFT for the Application Monies.

It is the responsibility of Applicants outside of Australia to obtain all necessary approvals for the allotment and issue of Shares pursuant to this Prospectus. The return of a completed Application Form with the requisite Application Monies (if applicable) will be taken by the Company to constitute a representation and warranty by the Applicant that all relevant approvals have been obtained and that the Applicant:

(i) agrees to become a member of the Company and to be bound by the terms of the Constitution;

(ii) agrees to be bound by the terms of the Public Offer;

(iii) acknowledges having personally received a printed or electronic copy of the Prospectus (and any supplementary or replacement prospectus) including or accompanied by the Application Form and having read them all in full;

(iv) declares that all details and statements in the Application Form are complete and accurate;

(v) declares that, if they are an individual, they are over 18 years of age and have full legal capacity and power to perform all its rights and obligations under the Application Form;

(vi) acknowledges that, once the Company receives an Application Form, it may not be withdrawn;

(vii) applies for the number of Shares at the Australian dollar amount shown on the front of the Application Form;

(viii) agrees to being allocated and issued or transferred the number of Shares applied for (or a lower number allocated in a way described in this Prospectus), or no Shares at all;

(ix) acknowledges that, in some circumstances, the Company may not pay dividends, or that any dividends paid may not be franked;

(x) declares that the Applicant(s) is/are a resident of Australia or New Zealand (refer to Section 2.15 for further information regarding participation by overseas Applicants);

(xi) authorises the Company, the Lead Manager and their respective officers or agents, to do anything on their behalf necessary for the Shares to be issued to them, including to act on instructions of the Company's Share Registry upon using the contact details set out in the Application Form;

(xii) acknowledges that the information contained in, or accompanying, the Prospectus is not investment or financial product advice or a recommendation that Shares are suitable for them given their investment objectives, financial situation or particular needs;

(xiii) acknowledges that the Shares have not, and will not be, registered under the securities laws in any other jurisdictions outside Australia, and accordingly, the Shares may not be offered, sold or otherwise transferred except in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of applicable securities laws;

(xiv) acknowledges and agrees that the Offers may be withdrawn by the Company, or may otherwise not proceed in the circumstances described in this Prospectus; and

(xv) acknowledges and agrees that if Admission does not occur for any reason, the Offers will not proceed.

The Offers may be closed at an earlier date and time at the discretion of the Directors, without prior notice. Applicants are therefore encouraged to submit their Application Forms as early as possible. However, the Company reserves the right to extend the Offers or accept late Applications.

(b) **Lead Manager Offer**

The Lead Manager Offer is open to the Lead Manager (or its nominees) and only the Lead Manager (or its nominees) may apply for the Lead Manager Options under the Lead Manager Offer.

An application form will be issued to the Lead Manager (or its nominees) together with a copy of this Prospectus.

$0.00001 per Option will be payable for the Lead Manager Options to be issued pursuant to the Lead Manager Offer.

2.9 CHESS and issuer sponsorship

The Company will apply to participate in CHESS. All trading on the ASX will be settled through CHESS. ASX Settlement, a wholly-owned subsidiary of the ASX, operates CHESS in accordance with the Listing Rules and the ASX Settlement Operating Rules. On behalf of the Company, the Share Registry will operate an electronic issuer sponsored sub-register and an electronic CHESS sub-register. The two sub-registers together make up the Company's principal register of securities.

Under CHESS, the Company will not issue certificates to Shareholders. Rather, holding statements (similar to bank statements) will be sent to Shareholders as soon as practicable after allotment. Holding statements will be sent either by CHESS (for Shareholders who elect to hold Shares on the CHESS sub-register) or by the Company's Share Registry (for Shareholders who elect to hold their Shares on the issuer sponsored sub-register). The statements will set out the number of existing Shares (where applicable) and the number of new Shares allotted under this Prospectus and provide details of a Shareholder's holder identification number (for Shareholders who elect to hold Shares on the CHESS sub-register) or Shareholder reference number (for Shareholders who elect to hold their Shares on the issuer sponsored sub-register). Updated holding statements will also be sent to each Shareholder at the end of each month in which there is a transaction on their holding, as required by the Listing Rules.

2.10 ASX Listing and Official Quotation

Application will be made to ASX within seven days of the Prospectus Date for admission to the Official List and for the Shares, including those offered by this Prospectus, to be granted Official Quotation (apart from any Shares that may be designated by ASX as restricted securities).

If ASX does not grant permission for Official Quotation within three months after the Prospectus Date (or within such longer period as may be permitted by ASIC) none of the Securities offered by this Prospectus will be allotted and issued. If no allotment and issue is made, all Application Monies will be refunded to Applicants (without interest) as soon as practicable.

ASX takes no responsibility for the contents of this Prospectus. The fact that ASX may grant Official Quotation is not to be taken in any way as an indication of the merits of the Company or the Securities offered pursuant to this Prospectus.

2.11 Application Monies to be held in trust

Application Monies will be held in trust for Applicants until the allotment of the Shares. Any interest that accrues will be retained by the Company.

2.12 Allocation and issue of Shares

The Directors, in consultation with the Lead Manager, will allocate Shares in the Public Offer at their sole discretion with a view to ensuring an appropriate Shareholder base for the Company going forward.

The allocation policy will be influenced, but not constrained by the following factors:

(a) the number of Shares applied for;

(b) the overall level of demand for the Public Offer;

(c) the timeliness of the bid by particular Applicants;

(d) the desire for a spread of investors, including institutional investors;

(e) the likelihood that particular Applicants will be long-term Shareholders;

(f) the desire for an informed and active market for trading Shares following completion of the Offers;

(g) ensuring an appropriate Shareholder base for the Company going forward; and

(h) any other factors that the Company and the Lead Manager consider appropriate.

There is no assurance that any Applicant will be allocated any Shares under the Public Offer, or the number of Shares for which it has applied. The Company reserves the right to reject any Application or to issue a lesser number of Shares than those applied for. Where the number of Shares issued is less than the number applied for, surplus Application Monies will be refunded (without interest) as soon as reasonably practicable after the Closing Date.

Subject to the matters in Section 2.10, Shares under the Offers are expected to be allotted on the Issue Date. It is the responsibility of Applicants to determine their allocation prior to trading in the Securities issued under the Offers. Applicants who sell Securities before they receive their holding statements do so at their own risk.

2.13 Risks

Prospective investors should be aware that an investment in the Company should be considered highly speculative and involves a number of risks inherent in the various business segments of the Company. Section 4 details the key risk factors which prospective investors should be aware of. It is recommended that prospective investors consider these risks carefully before deciding whether to invest in the Company.

This Prospectus should be read in its entirety as it provides information for prospective investors to decide whether to invest in the Company. If you have any questions about the desirability of, or procedure for, investing in the Company please contact your stockbroker, accountant or other independent adviser.

2.14 Overseas Applicants

This Prospectus does not, and is not intended to, constitute an offer in any place or jurisdiction, or to any person to whom, it would not be lawful to make such an offer or to issue this Prospectus. The distribution of this Prospectus in jurisdictions outside Australia, may be restricted by law and persons who come into possession of this Prospectus should observe any of these restrictions, including those set forth below. Any failure to comply with such restrictions may constitute a violation of applicable securities laws.

No action has been taken to register or qualify the Securities or otherwise permit an offering of the Securities the subject of this Prospectus in any jurisdiction outside Australia other than in the limited circumstances set out in Section 2.15 below.

2.15 Notice to investors outside Australia

(a) **Hong Kong**

WARNING: This document has not been, and will not be, registered as a prospectus under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong, nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the “SFO”). Accordingly, this document may not be distributed, and the Securities may not be offered or sold, in Hong Kong other than to “professional investors” (as defined in the SFO and any rules made under that ordinance).

No advertisement, invitation or document relating to the Securities has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Securities that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors. No person allotted Securities may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities.

The contents of this document have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the offer. If you are in doubt about any contents of this document, you should obtain independent professional advice.

(b) **New Zealand**

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (the **FMC Act**).

The Securities are not being offered or sold in New Zealand (or allotted with a view to being offered for sale in New Zealand) other than to a person who:

(i) is an investment business within the meaning of clause 37 of Schedule 1 of the FMC Act;

(ii) meets the investment activity criteria specified in clause 38 of Schedule 1 of the FMC Act;

(iii) is large within the meaning of clause 39 of Schedule 1 of the FMC Act;

(iv) is a government agency within the meaning of clause 40 of Schedule 1 of the FMC Act; or

(v) is an eligible investor within the meaning of clause 41 of Schedule 1 of the FMC Act.

(c) **Singapore**

This document and any other materials relating to the Securities have not been, and will not be, lodged or registered as a prospectus in Singapore with the Monetary Authority of Singapore. Accordingly, this document and any other document or materials in connection with the offer or sale, or invitation for subscription or purchase, of Securities, may not be issued, circulated or distributed, nor may the Securities be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore except pursuant to and in accordance with exemptions in Subdivision (4) Division 1, Part 13 of the Securities and Futures Act 2001 of Singapore (the “SFA”) or another exemption under the SFA.

This document has been given to you on the basis that you are an “institutional investor” or an “accredited investor” (as such terms are defined in the SFA). If you are not such an investor, please return this document immediately. You may not forward or circulate this document to any other person in Singapore.

Any offer is not made to you with a view to the Securities being subsequently offered for sale to any other party in Securities. On-sale restrictions in Singapore may be applicable to investors who acquire Securities. As such, investors are advised to acquaint themselves with the SFA provisions relating to resale restrictions in Singapore and comply accordingly.

2.16 Escrow arrangements

ASX will classify certain existing Securities on issue in the Company (as opposed to those to be issued under this Prospectus) as being subject to the restricted securities provisions of the Listing Rules. Restricted Securities would be required to be held in escrow for up to 24 months and would not be able to be sold, mortgaged, pledged, assigned or transferred for that period without the prior approval of ASX. During the period in which these Securities are prohibited from being transferred, trading in Shares may be less liquid which may impact on the ability of a Shareholder to dispose of their Shares in a timely manner.

None of the Shares issued pursuant to the Public Offer are expected to be restricted securities.

The Company anticipates that upon Admission:

(a) approximately 25,610,000 Shares, 5,500,000 Performance Rights and 22,750,000 Options will be classified as restricted securities by ASX for a period of 24 months from the date of quotation; and

(b) approximately 2,400,000 Shares will be classified as restricted securities by ASX for a period of 12 months from the date of issue.

The Company anticipates that upon Admission approximately 56,260,000 Shares will be classified as restricted securities by ASX which, on a Minimum Subscription basis, will comprise approximately 33.75% of the issued share capital on an undiluted basis, and approximately 25.18% on a fully diluted basis (assuming all Performance Rights and Options are issued, vested and exercised and that no other Securities are issued).

Prior to the Company's Shares being admitted to quotation on the ASX, the Company will issue restriction notices to the holders of restricted securities in accordance with Chapter 9 of the Listing Rules, and the Company will announce to ASX full details (quantity and duration) of the Securities required to be held in escrow.

2.17 Underwriting

The Offers are not underwritten.

2.18 Brokerage, Commission and Stamp Duty

No brokerage, commission or stamp duty is payable by Applicants on the acquisition of Securities pursuant to the Offers.

2.19 Withdrawal

The Directors may at any time decide to withdraw this Prospectus and the Offers in which case the Company will return all Application Monies (without interest) within 28 days of giving notice of their withdrawal.

2.20 Privacy disclosure

Persons who apply for Securities pursuant to this Prospectus are asked to provide personal information to the Company, either directly or through the Share Registry. The Company and the Share Registry collect, hold and use that personal information to assess Applications for

Securities, to provide facilities and services to security holders, and to carry out various administrative functions. Access to the information collected may be provided to the Company's agents and service providers and to ASX, ASIC and other regulatory bodies on the basis that they deal with such information in accordance with the relevant privacy laws. If you do not provide the information required on the relevant Application Form, the Company may not be able to accept or process your Application.

An Applicant has a right to gain access to the information that the Company holds about that person subject to certain exemptions under law. A fee may be charged for access. Access requests can be made in accordance with Principle 12 of the Australian Privacy Principles and can be made in writing to the Company's registered office.

2.21 Paper Copies of Prospectus

The Company will provide paper copies of this Prospectus (including any supplementary or replacement document) and the Application Form to investors upon request and free of charge. Requests for a paper copy from should be directed to the Company Secretary on +61 (08) 6249 5286.

2.22 Enquiries

This Prospectus provides information for potential investors in the Company and should be read in its entirety. If, after reading this Prospectus, you have any questions about any aspect of an investment in the Company, please contact your stockbroker, accountant or independent financial adviser.

Questions relating to the Offers and the completion of an Application Form can be directed to Automic on 1300 288 664 (within Australia) and +61 2 9698 5414 (outside Australia) between 8:30am to 8:00pm (Sydney time), Monday to Friday (excluding public holidays).

3. Company Overview

3.1 Company and Business Overview

The Company was incorporated as a proprietary limited company on 22 November 2022 in the State of Western Australia under the name Daly Resources Pty Ltd and converted to a public company on 5 October 2023.

The Company is a mineral exploration and development company focused on the discovery and delineation of fluorite, copper, zinc, and lead mineral resources and reserves in the McArthur Basin and Georgina Basin, Northern Territory.

The Projects consist of an aggregate of 19 granted exploration licences and 9 exploration licence applications, totalling 13,092km^2 of tenure. The Projects are prospective for fluorite, copper, silver, and zinc, as shown from anomalous to significant results from previous limited exploration activities, historical data analysis and conceptual modelling. In addition, the Batten Project lies in close proximity to the operating McArthur River base metals mine in the Northern Territory.

The Company (either directly or through its wholly owned subsidiary) will hold the following projects on Admission:

(a) the Huckitta Project (prospective for fluorite, copper, zinc and lead),

(b) the Broughton Project (prospective for copper and zinc);

(c) the Batten Project (prospective for copper, zinc, lead and silver);

(d) the Beetaloo Project (prospective for copper and zinc); and

(e) the Bulman-Jimbu Project (prospective for zinc and lead),

(collectively, the **Projects**).

Funds raised under the Public Offer will be utilised primarily to undertake exploration at the Projects (see Sections 2.5 and 3.11 for details of the Company's proposed use of funds and exploration budget).

3.2 Board and management personnel

The Company's Board on Admission will comprise:

(a) Mike Edwards – Executive Chairman;

(b) David Pennock – Non-Executive Director;

(c) Scott Glasson – Finance Director; and

(d) William Belbin – Non-Executive Director.

The Company's key management and company secretary are as follows:

(e) Chris Marshall – Company Secretary;

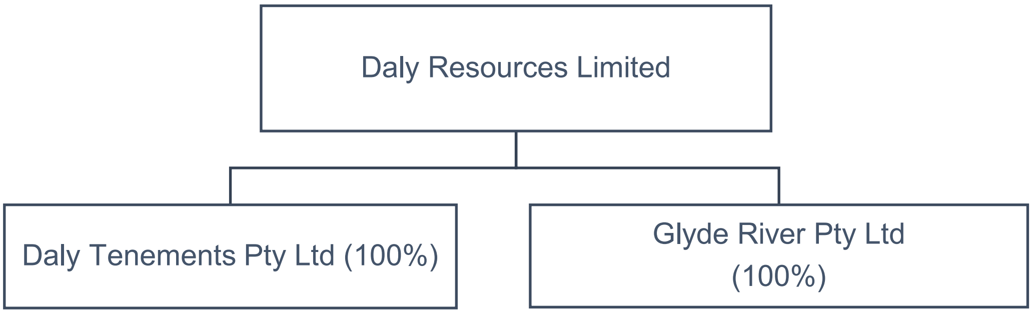
(f) Daniel Greene – Exploration Manager; and

(g) Gregor Bennett – Chief Geologist.

Further information on the Board, management, and the company secretary personnel is set out in Section 6.

3.3 Corporate Structure

The Company's corporate structure is set out in the following diagram.



Daly Tenements Pty Ltd (ACN 658 845 786) (**Daly Tenements**) was incorporated in Western Australia on 19 April 2022 for the purpose of acquiring and managing the Broughton, Beetaloo, Bulman-Jimbu, Batten, and Huckitta Projects.

Glyde River Pty Ltd (ACN 680 722 810) (**Glyde River**) was incorporated in Western Australia on 12 September 2024 for the purpose of acquiring and managing the Batten and Huckitta Projects.

Further information on the ownership of the Projects is set out in the Solicitor's Report in Annexure B.

3.4 Tenements

A comprehensive summary of regional and local geology, historical mining and historical exploration pertaining to the Tenements is contained in the Independent Geologist Report in Annexure C.

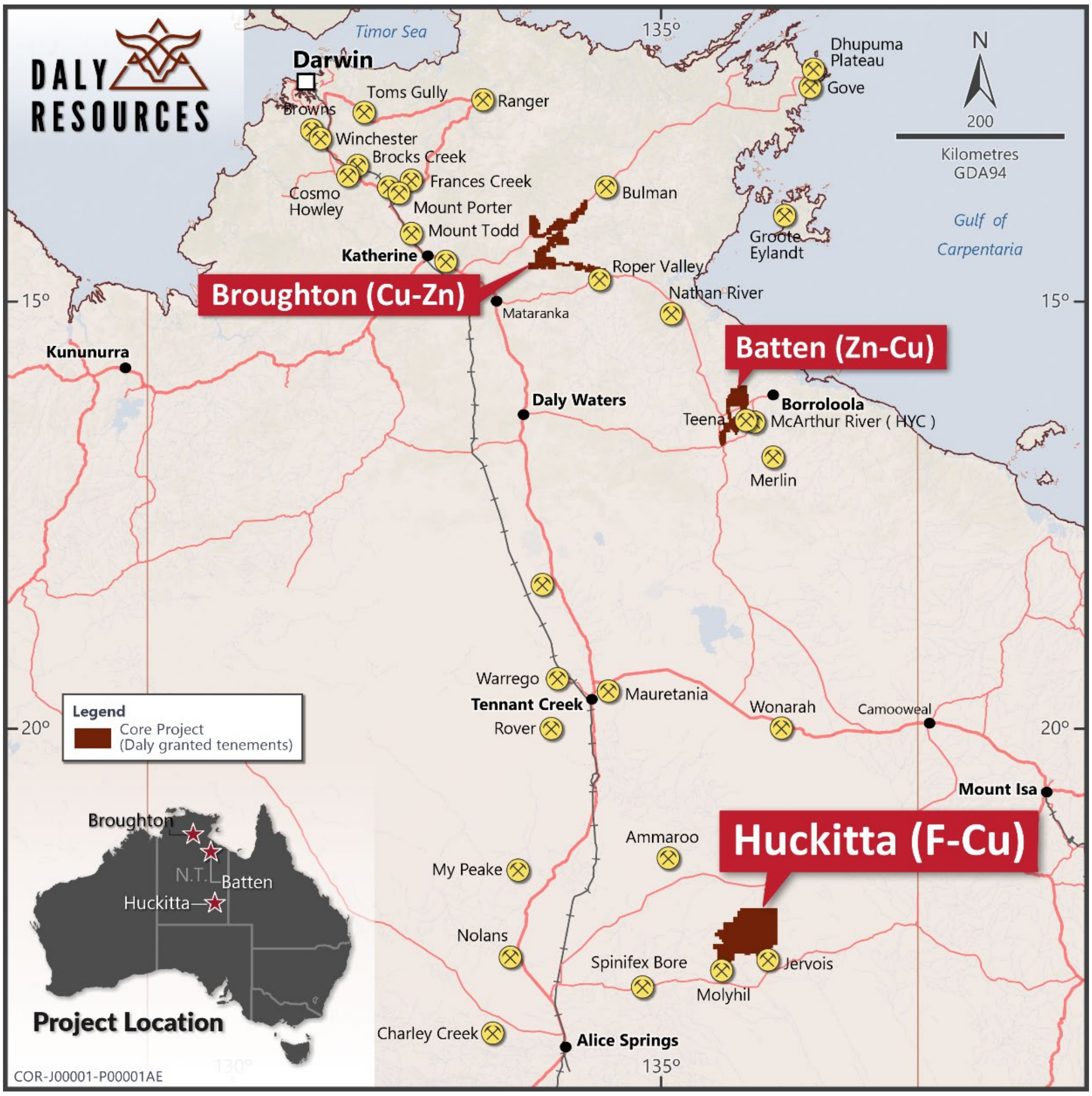


Figure 1: *Projects Map*

A comprehensive summary of the status of the tenements comprising the Projects can be found in Annexure B (Solicitor's Report on Title).

3.5 Huckitta Project

(a) **Background**

The Huckitta Project is located approximately 200km northeast of Alice Springs, Northern Territory via the Plenty Highway and station tracks. The Huckitta Project tenements cover the northern margin of the Jinka Granite which hosts a number of significant outcropping fluorite veins and reefs. The tenements also cover the southern margin of the Neoproterozoic to Palaeozoic Georgina Basin and is 5km north of the Jervois Cu-Au-Ag deposit. The Huckitta Project consists of 10 granted exploration licences covering 3,729km^2. The project is prospective for fluorite, copper, zinc and lead mineralisation. The largely untested fluorite potential is shown by the proximity to the Sandover Fluorite Project, owned by Tivan Limited (ASX: TVN), which lies immediately to the south of Daly's tenure on the same geological sequence. The base metal prospectivity is shown by the previous limited exploration activities carried out and the nearby Box Hole carbonate-hosted Pb-Zn-Cu Box Hole prospect. It also lies in close proximity to the Jervois Cu-Pb-Zn project (KGL Resources Ltd).

Tenement No.	Grant Date (Application Date)	Expiry	Area (Blocks)	Holder
EL33263	22/02/2023	21/02/2029	84	Glyde River (100%)
EL33264	22/02/2023	21/02/2029	231	Glyde River (100%)
EL33267	22/02/2023	21/02/2029	28	Glyde River (100%)
EL33268	22/02/2023	21/02/2029	240	Glyde River (100%)
EL33269	22/02/2023	21/02/2029	238	Glyde River (100%)
EL33271	22/02/2023	21/02/2029	171	Glyde River (100%)
EL33272	22/02/2023	21/02/2029	53	Glyde River (100%)
EL33721	15/08/2024	14/08/2030	74	Glyde River (100%)
EL34048	23/07/2025	22/07/2031	25	Daly Tenements (100%)
EL34086	(6/03/2025)	Not applicable	40	Daly Tenements (100%)
Total	-	-	1,184	-

The Company is targeting fluorite, copper, zinc and lead mineralisation at the Huckitta Project.

(b) **Geology**

The regional geology setting for the Huckitta Fluorite Project is the northern margin of eastern Aileron Province within the Arunta Region. The Aileron Province is defined as Paleoproterozoic crust, on the southern margin of the Northern Australia Craton. It contains variably metamorphosed clastic sediments along with metavolcanic and igneous rocks. The Georgina Basin lies to the north (unconformity) and the Irindina Province to the south (faulted contact).

The Huckitta F project area consists of predominantly the Jinka Granite (1730 – 1710Ma). There is also a folded sedimentary package of sandstones, limestones and conglomerates that are part of the Georgina Basin (Cambrian to Neoproterozoic). The fluorite reefs form a hydrothermal vein system within the Palaeoproterozoic Jinka Granite.

The Huckitta Cu Project is situated on the southern fringes of the Georgina Basin, encompassing the northern margin of the adjacent metamorphics and granites of the Palaeoproterozoic Aileron Province. The Neoproterozoic to Devonian Georgina Basin is a remnant of a series of interconnected central Australian basins, originally forming part of the Centralian Superbasin, which was initiated at about 850 Ma, at the onset of the break-up of Rodinia. At this southern margin is the basin depocentre, the Dulcie Syncline, which has been inverted and upthrust over the basement. Inliers of the basin also lie south of the thrust zone (Irindina Complex) and have been metamorphosed to granulite facies, indicating significant burial and then inversion.

The project is at the southern edge of an arch extending south from the Elkedra Shelf, a major Cambrian depositional element in the basin. Outcropping stratigraphy in the tenement is limited to the Cambrian Arrinthrunga Formation. Here it comprises the Eurowie Member sandstone and undivided carbonates. The Eurowie Member appears to underlie the carbonate unit but they probably interfinger to some degree. In the western margin of the project, alluvial sediments of Turkey Creek obscure the underlying geology. The main target unit is the Arthur Creek Formation, comprising organic-rich shales, and this underlies much of the project area.

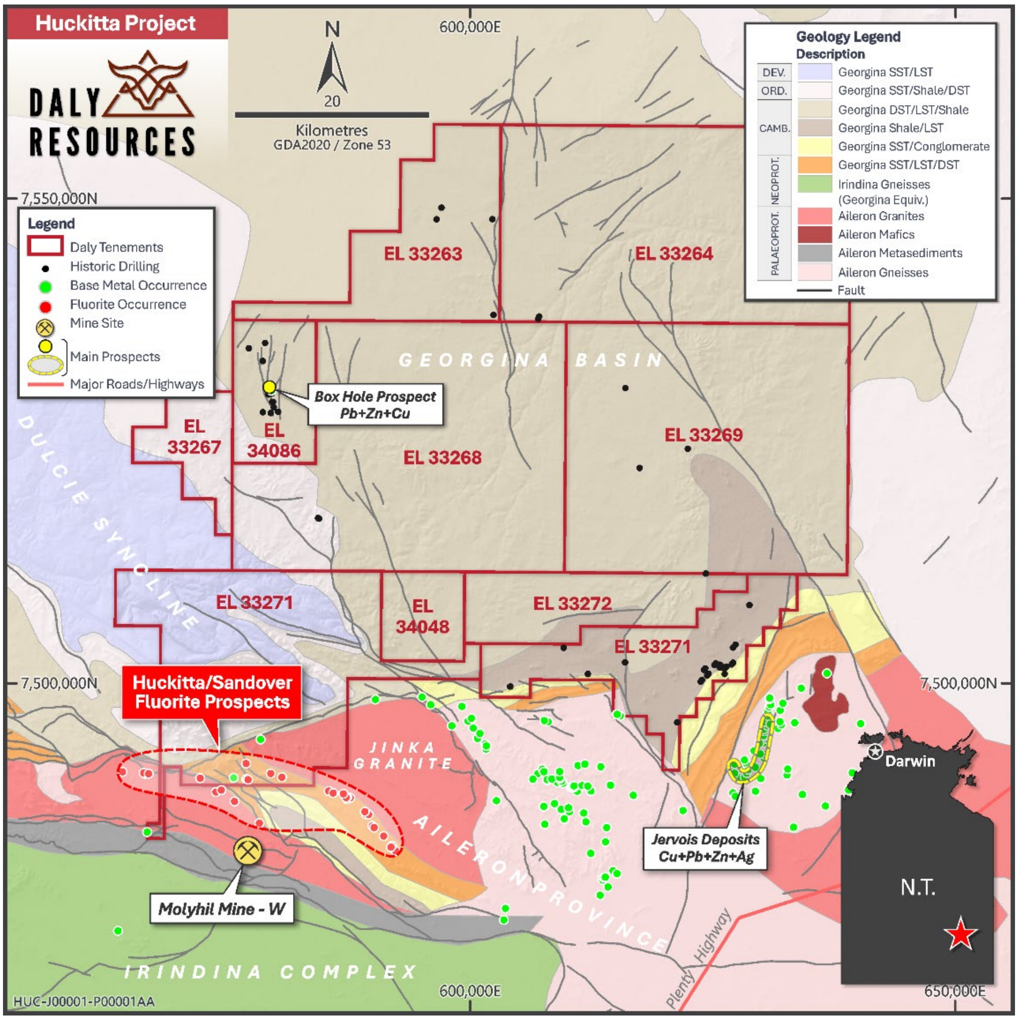


Figure 2: *Huckitta Project Geology*

(i) **Mineralisation**

The Huckitta fluorite reefs present as high-grade fluorspar veins with significant concentrations of barite, quartz and copper. Fluorite occurs primarily as purple to colourless, and vein thicknesses range from a few centimetres up to several metres.

Recent mapping and geochemical sampling by Daly have confirmed the presence of high-grade fluorite at several locations near the southern part of tenement EL 33271.

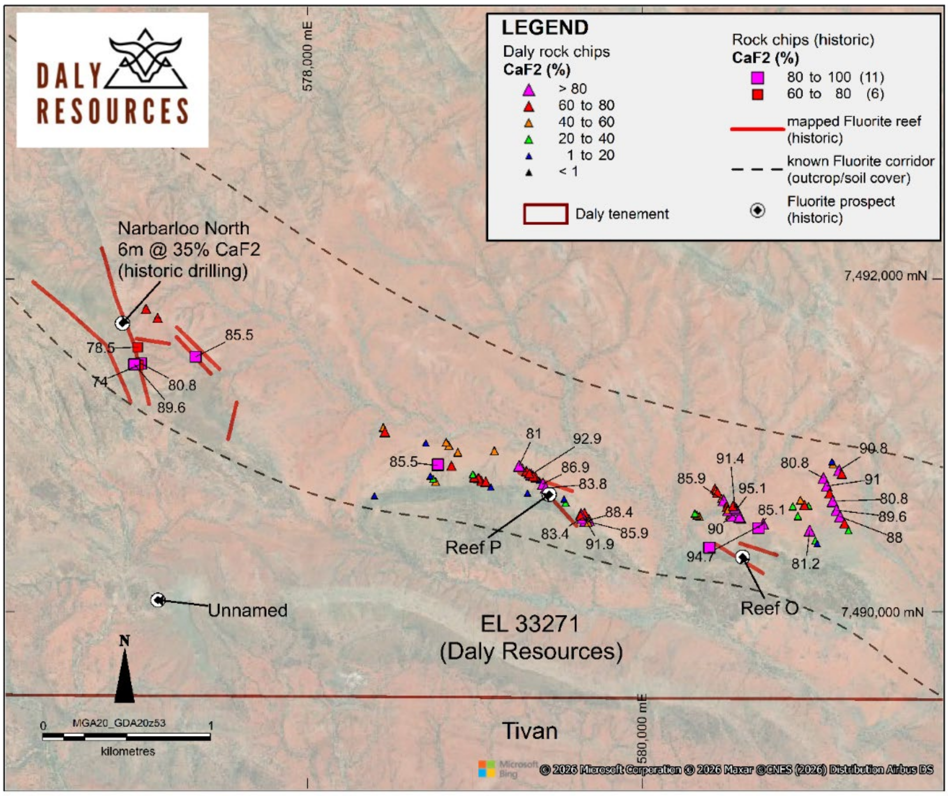


Figure 3: *Huckitta main fluorite prospects and rockchip sample results*

The Georgina Basin is prospective for both conventional and unconventional hydrocarbons and contains evidence of several active petroleum systems, with both gas and oil shows reported. Key potential source rocks include the middle Cambrian Thorntonia Limestone and the Arthur Creek Formation.

The Box Hole Pb-Zn prospect, located within a tenement excision to the Huckitta Project, is a stratabound epigenetic replacement and vug-fill hosted in the Arrinthrunga Formation and is generally viewed as MVT style mineralisation.

Several base metal, barite and tungsten prospects/deposits, including Jervois VMS and Molyhill tungsten, exist in the metamorphic rocks of the Arunta Region along the southern margin of the tenure package

Refer to section 13.1 of the Independent Geologist Report contained in Annexure C for further information regarding the local geology at the Huckitta Project.

(ii) **Historical exploration**

The fluorite prospects at Huckitta and the adjacent Sandover Fluorite Project (ASX: TVN) were explored by Central Pacific Minerals NL in the 1970's. The only reported fluorite drilling conducted on Daly's tenement was at the Narbarloo North prospect where two airtrack holes were drilled for a total of 58 metres. Only one hole "Drillhole PH1" successfully drilled through the reef, intersecting 6.1m @ 35.1% CaF2. Drillhole PH2 returned 4.6m @ 16.5% CaF2 but did not penetrate through the entire mineralised zone (and was abandoned due to a compressor failure on the drill rig).

Previous base metal exploration within the Huckitta tenements included Anglo American (1960, 1975 & 1993), CEC/BHP/Anaconda (1977-1979), Plenty River (1985), Saracen (1998), Normandy (1992), CRAE (1993-1994), NuPower (2008-2011), Mincor (2010-2011), and a collective of Elkedra/Uramet/Intercept Minerals (2001-2012). The latter completed significant exploration over the Box Hole Prospect, including surface sampling, VTEM, IP and gravity surveys, RC and RAB drilling plus an independent exploration potential report by CSA Global (Townrow, 2011). Mincor Zinc also completed detailed work in the Box Hole region with further geophysical data collection, collaboration with CSIRO on a structural interpretation, culminating in a phase of diamond stratigraphic drilling (Thevissen, 2012).

(iii) **Geophysical Surveys**

There are government data available including Airborne Magnetics and Radiometrics, ground Gravity, Seismic and Magneto tellurics.

(iv) **Gravity**

Ground gravity station distribution over the majority of tenure at 2 x 2km spacing. Box Hole prospect located in the centre of the project was covered on at 400x400m spacing.

(v) **Geochemistry**

In December 2025, Daly Resources completed a program of reconnaissance rock-chip sampling across the main fluorite reef system within EL 33271 to confirm historical mineralisation and assess the tenor and continuity of fluorite mineralisation. The sampling program focused primarily on the northern fluorite belt and associated reef exposures identified from previous exploration and mapping.

A total of 92 rock-chip samples were collected and analysed for CaF_2. The northern fluorite belt contains the majority of the high-grade results and extends northwest from Tivan's Sandover Fluorite Project into Daly's tenure for at least ~6 km of strike length. High-grade samples within this belt commonly return >85% CaF_2, supporting the interpretation that the exposed reefs represent a well-developed hydrothermal fluorite vein system.

These results are consistent with historical exploration. Previous drilling at the Narbarloo North prospect intersected 6.1m @ 35.1% CaF_2, while historical rock-chip sampling reported values up to 89.6% CaF_2. Daly's sampling confirms the presence of a laterally extensive hydrothermal system within the Huckitta Project area.

(vi) **Regional prospectivity**

(A) FLUORITE

Recent work by Daly Resources, including reconnaissance mapping and rock chip sampling, has confirmed the presence of high-grade fluorite mineralisation along the northern fluorite belt over approximately 6km of strike within the project tenure. Rock-chip samples returned grades up to 95.1% CaF_2, supporting the interpretation that the fluorite reefs represent a well-developed hydrothermal system.

Additional encouragement is provided by recent drilling results from the adjacent Sandover Fluorite Project operated by Tivan Limited, where diamond drilling intersected significant fluorite mineralisation and confirmed continuity of the vein system at depth.

The combination of mapped reefs, high-grade surface geochemistry and limited historical drilling indicates that the fluorite system at Huckitta remains underexplored, with potential for additional mineralisation along strike and beneath shallow cover within Daly's tenure.

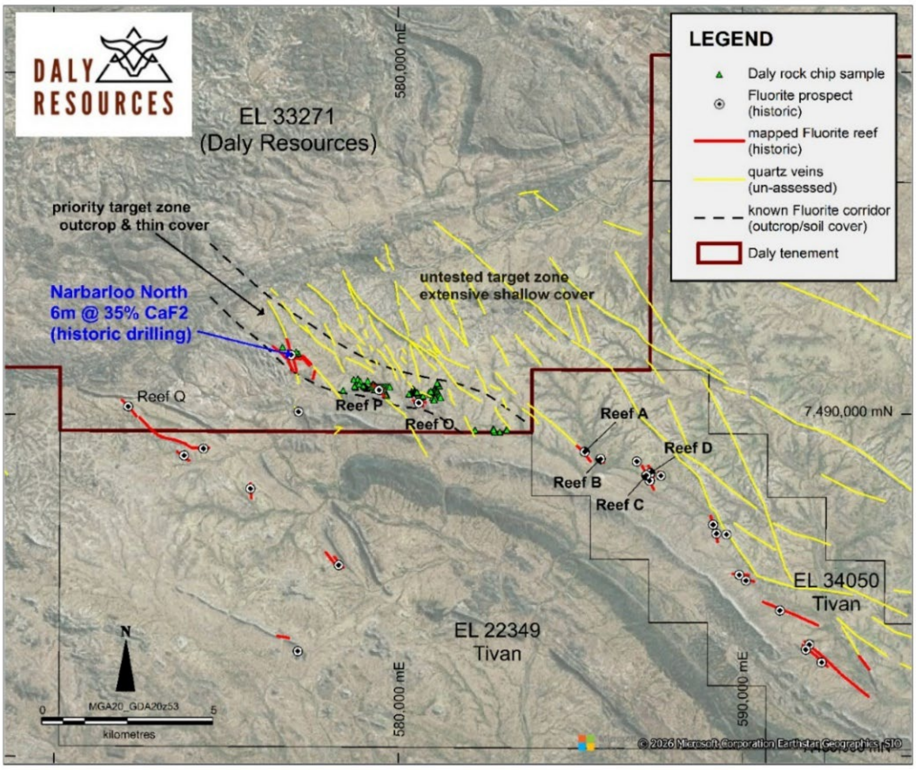


Figure 4: *Huckitta Fluorite Prospects*

(B) COPPER

Sandfire completed a review of historical geochemistry of base metals exploration in the region and made a number of conclusions, including:

(1) Southern Georgina Basin remains largely untested for base metals mineralisation despite surface historical sampling by CRA, Central Petroleum and Elkedra Diamonds.

(2) CRA -177um ineffective test of regional prospectivity.

(3) Eastern side of project area – poor drainage development and very low-lying topography which is probably why no sampling has been carried out there.

(4) Boundary between Georgina Basin and Arunta block has patchy but good surface geochemistry coverage.

GeTech group plc (GeTech), a company specialising in the analysis of geospatial datasets in the hydrocarbon and mineral exploration industries were engaged by Sandfire to compile a weights-of-evidence review on the prospectivity of the southern portion of the Georgina Basin for sedimentary-hosted Cu mineralisation. The analogue GeTech used was the Kupferschiefer Copper deposit in Germany and Poland.

Analysed datasets to define favourability for criteria included:

(1) Lithospheric thickness (approximately 170km from top to base, at thick craton margins);

(2) Continental sediments (presence of red beds);

(3) Mafic/intermediate volcanics (potential sources of Cu);

(4) Preserved Evaporites (produce Cu transporting brines);

(5) Copper Traps (organic-rich mudstones or black shales);

(6) Highstand-Lowstand Range (stratigraphic juxtaposition of Cu sources and Cu-transporting brines);

(7) Sedimentation Rate (higher sedimentation thicknesses); and

(8) Heat Flow (proximity to areas of high basement heat production).

Results compiled into a sedimentary hosted Cu prospectivity map based on the number of intersecting layers.

The project has potential to host a sediment-hosted Cu district but is largely unexplored with almost no baseline geochemical data, coarse regional geophysics and only 20 drillholes more than 50m deep,

A field reconnaissance was completed by Sandfire to determine access conditions early in 2023. This was followed by a field visit in August 2023 to begin initial mapping of the stratigraphy and rock chip sampling. Samples were taken around major faults or stratigraphic contacts. In total, 33 rock chip samples were collected within EL33271.

The work is considered by Sahara to be minimal reconnaissance and not significant to the project base metals potential.

(vii) **Drilling**

Limited historical drilling has been completed within the Huckitta Project area. Central Pacific Minerals conducted early exploration in the early 1970s and drilled two air-track holes at the Narbarloo North fluorite prospect for a total of approximately 58m. One drill hole successfully intersected the fluorite reef, returning 6.1 m at 35.1% CaF_2, while the second hole intersected 4.6m at 16.5% CaF_2 but did not fully penetrate the mineralised zone due to equipment failure. These results confirmed that the high-grade fluorite mineralisation exposed at surface continues at depth within the reef system.

Regional exploration by Central Pacific Minerals also demonstrated that the fluorite reefs form part of a hydrothermal quartz–fluorite vein system hosted within the Jinka Granite. The reefs occur as veins and stockworks comprising fluorite, quartz and minor barite, with individual veins ranging from centimetres to several metres in thickness.

More recently, encouraging drilling results have been reported from the adjacent Sandover Fluorite Project, located immediately south of Daly's tenure and operated by Tivan Limited. In late 2025, Tivan completed a maiden drilling program comprising seven diamond holes for 518 m targeting several fluorite reefs. All holes intersected fluorite mineralisation, confirming continuity beneath surface exposures. Significant reported intercepts include (Tivan Limited, ASX Announcement, 11 February 2026):

- 20.3 m at 18.9% CaF_2 from 24 m, including 6.2 m at 37.7% CaF_2
- 15.5 m at 22.4% CaF_2 from 56.5 m, including 5.4 m at 32.1% CaF_2
- 8 m at 25.1% CaF_2 from 34 m, including 4.5 m at 41.6% CaF_2
- 3.4 m at 71.7% CaF_2 from 36.8 m

The drilling demonstrated strong vertical continuity of the fluorite veins and locally wider mineralised zones at depth compared with surface exposures. The results also indicate that the fluorite mineralisation system is laterally extensive and remains open along strike and at depth.

Given the geological continuity of the fluorite reef system between the Sandover and Huckitta areas, these nearby drilling results provide support for the potential scale of fluorite mineralisation within the Daly Resources tenure.

The project has had limited historic drilling for base metals, with only higher density drilling over Box Hole and Jervois prospects. Within the project tenure there are only 48 drillholes deeper than 50m.

Refer to section 13.3 of the Independent Geologist Report contained in Annexure C for further information regarding previous exploration at the Huckitta Project.

(viii) **Proposed Exploration**

It is proposed that Daly Resources continues to prioritise fluorite exploration activities at the southern Huckitta tenement. A campaign of mapping and geochemical sampling is necessary prior to RC and diamond drilling required to effectively evaluate the potential for an economic fluorite resource. Additional geochemical and geological work is required to enable the Company to design appropriate drilling activities in order to identify additional fluorite veins and reefs beneath shallow cover.

It is proposed that the Company undertake a work programme in respect of the Huckitta Cu Project in the first 24 months following the Company's admission to the ASX involving geological mapping, surface sampling and airborne electromagnetics.

Refer to section 13.4 of the Independent Geologist Report contained in Annexure C for further information regarding the proposed exploration to be undertaken at the Huckitta Project, and to the Independent Geologist Report generally for further information regarding the Huckitta Project.

Refer to Section 3.11 for further information regarding the Company's exploration budget.

3.6 Broughton Project

(a) **Background**

The Broughton Project is located approximately 580km from the capital of Darwin, Northern Territory via the Stuart Highway and Central Arnhem Road. The Broughton Project consists of 4 granted tenements covering 1,633km^2. The project is prospective for copper and zinc as shown by the previous limited exploration activities carried out and anomalous results obtained.

Tenement No.	Grant Date (Application Date)	Expiry	Area (Blocks)	Holder
EL33108	2/09/2022	1/09/2028	122	Daly Tenements (100%)
EL32993	29/07/2022	28/07/2028	124	Daly Tenements (100%)
EL32992	29/07/2022	28/07/2028	123	Daly Tenements (100%)
EL32991	29/07/2022	28/07/2028	122	Daly Tenements (100%)
Total	**-**	**-**	**491**	**-**

The Company is targeting copper and zinc mineralisation at the Broughton Project.

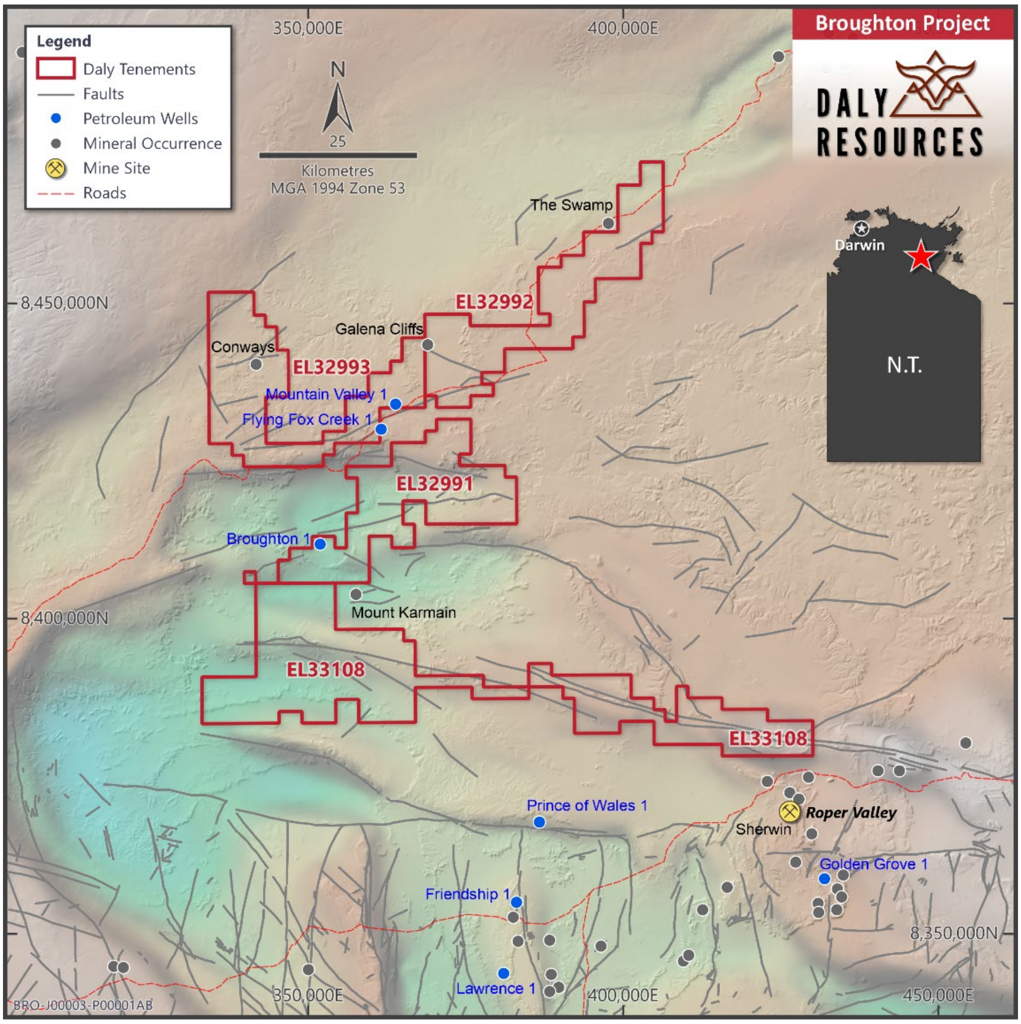


Figure 5: *Broughton Project Tenements*

(b) **Geology**

The project geology comprised the northwestern wedge of the exposed Roper Group on the Arnhem Shelf. This is the uppermost stratigraphic component of the McArthur Basin. The Roper Group comprises interlayered sandstone, siltstone and TOC-rich shale deposited in a large epeiric seaway associated with a foreland basin connected to the south with an unknown orogen. It is underlain to the northwest by the dolostone-rich Mount Rig/Nathan Group (Favenc package), based on seismic and petroleum well data. Seismic and well data also predict the Katherine River Group (Redbank package) to be widespread under the Roper cover on the Arnhem Shelf. The Roper Group is overlain by patchy remnants of the Neoproterozoic to Cambrian Georgina Basin and in turn by poorly constrained patches of Permian-Jurassic and Cretaceous sediments of the Dunmarra Basin, and finally by Tertiary to recent alluvial sediments and soils. Black soil is thickly developed over large areas of the Arnhem Shelf. In terms of igneous activity, the Roper Group is intruded by regional sills of the Derim Derim Dolerite, emplaced at the latter stages of Roper Group deposition.

Refer to section 10.1 of the Independent Geologist Report contained in Annexure C for further information regarding the local geology at the Broughton Project.

(c) **Historical Exploration**

Historically, exploration on the Broughton Project (ie., by previous parties) has included drilling, geophysics, geochemical sampling and mapping.

The area covered by the Broughton Project has been explored by numerous exploration companies. The historical work is summarised below:

Summary of Exploration activity in the region		
Year	**Company**	**Activity**
1950s	BHP	Iron ore exploration
1970s to early 1980s	Pechiney, Kratos, Western Nuclear	Uranium exploration
1980-2005	BHP, Ashton, Stockdale, CRA/Rio Tinto, ERD	Diamond exploration
Early 1980s	Anglo American, WMC, Aberfoyle	Base metals exploration in the general region. Led to the discovery of Wongalara to the east of Broughton.
1987-1989	Pacific Oil and Gas	Conventional petroleum. Responsible for the only deep drilling in the Broughton Project, including Broughton #1, Flying Fox Creek #1 and Mountain Valley #1.
1989-1995	Stockdale, Poseidon, Normandy	Stockdale originally explored the region for diamonds, along with Ashton, De Beers & BHP, as far back as 1985. Whilst initially concentrating on diamonds, Stockdale undertook regional-scale stream sediment sampling for Kimberlite Indicator Minerals ("KIMs"), but also for trace element geochemistry that they believed may assist with diamond exploration. They noted anomalous base metals in numerous samples and rarely, gold. This led to interest of Poseidon Exploration who formed a JV. Poseidon undertook further extensive regional -#80 stream sediment sampling, followed by prospect-scale rock chip and -80# soil sampling. At least 2000 samples were collected in this next stage, with an element suite: Cu, Pb, Zn, Ag, +/- Au, Ba, Bi, Fe, Mn, Cr, Sb, Mo. The ensuing geochemical exploration was generally at a more detailed scale. Poseidon compiled detailed prospect maps, showing sampling sites and interpreted trends. Poseidon were overtaken by Normandy in 1993, who continued exploration in the region. The undertook drilling at The Swamp and Galena Cliffs, but sub-surface results were disappointing. Overall, the Poseidon-Normandy period involved excellent quality work that led to the discovery of Galena Cliffs, The Swamp, Conways and Area 14 prospects in 1991-1993. This three-year effort is the only significant piece of base metal exploration undertaken in the Broughton area. They utilised a sandstone-hosted Pb-Zn model derived from Laisvall, Sweden, which is probably reasonable.
1992-current	ERD, Roper Resources, Australian Ilmenite	Iron ore and ilmenite exploration
2009-2016	Merlin Diamonds, Myanmar Metals	Merlin Diamonds essentially explored the same region as Broughton Project for diamonds. Aside from diamond exploration, they collected conventional multi-element stream sediments and rockchips. They were obviously aware of the prospects defined by Poseidon and undertook programs to follow some of these up, including assessing potential for offset geochemical signatures, such as where drainage anomalies relate to mineralisation up-slope. Separately, Merlin was also responsible for expanding the prospectivity of the Conways area in the NW part of Broughton. They collected further rockchips that were anomalous in Pb and Zn.
2012-2013	United Uranium	Discovered low grade Zn to the east of Broughton Project via RC drilling following up a VTEM anomaly. Conductor largely due to organic materials, pyrrhotite and pyrite.
2017-2018	Coolabah Group	Reviewed base metal potential and compiled regional data, which has been inherited by the Company

Figure 6: *Summary of Exploration activity in the region surrounding the Broughton Project*

(i) Geophysics

Historic geophysics has been conducted across the region, including regional airborne magnetics/radiometrics, regional ground gravity and limited follow up ground EM and IP.

(ii) Magnetics / Radiometrics

The over-arching mag/rad data for the project area is the regional surveys commissioned by the NT Geological Survey. The most notable features are the high frequency, high amplitude anomalies associated with the Derim Derim Dolerite intrusions and mafic volcanics in the Katherine River Group.

(iii) Gravity

The over-arching ground-acquired gravity data for the project area is the stitched regional surveys commissioned by the NT Geological Survey. The image below shows a Bouguer anomaly grid for the Broughton Project, showing a large gravity low over EL32993.

(iv) Geochemistry

Normandy-Poseidon collected in excess of 2,000 samples including regional stream sediment and soil sampling, followed by prospect-scale rock chips and -80# soils. They analysed for Cu, Pb, Zn, Ag, +/- Ba, Bi, Fe, Mn, Cr, Sb and Mo. There are other smaller surveys by other companies. The data has been compiled by the Company from the NTGS datasets and from company reports, the latter substantially boosting the sample quantities. A large effort was also made to validate the data both in terms of location and assays data.

The historic stream sediment geochemistry and small prospects define a broad geochemical halo (“smoke”) consistent with a basin-scale hydrothermal system. There appears to be a vertical zonation in the basal fining-upwards cycle of the Roper Group from Pb through to Zn rich upwards.

(v) Drilling

A total of 57 holes for 2,415m have been drilled in the Broughton Project tenements as shown in the export from the NTGS 2026 dataset (holes <50m in green, holes greater than 50m in blue, petroleum wells labelled). Of these, only 6 are deeper than 50m, and 3 of these deeper holes are petroleum exploration wells, the deepest of which is Broughton #1 at 1,000m deep. The remaining holes are shallow auger.

Petroleum diamond core drillhole Broughton #1 was inspected by Sahara during the site visit. This hole is stored at the NTGS Core storage facility in Darwin.

Oil well logs in Broughton #1 (93.3m to 105m) described sandstones, siltstones and mudstones with strong sulphides including sphalerite, galena, chalcopyrite and quartz. This mineralisation was confirmed visually by Sahara and also confirmed by the Olympus Delta pXRF, which returned point analysis of between 500ppm to 1900ppm Zn (with minor copper).

Refer to section 10.3 of the Independent Geologist Report contained in Annexure C for further information regarding previous exploration at the Broughton Project.

(d) **Proposed exploration**

It is proposed that the Company undertake a work programme in respect of the Broughton Project in the first 24 months following the Company's admission to the ASX involving analysis of historic core, geological mapping & geochemical surveys and airborne electromagnetics.

The Company will be exploring for sedimentary base metals using a hybrid petroleum-minerals system approach, with the main analogues being Century in Queensland and Dzhezkazgan in Kazakhstan. The project possesses all key components necessary to form a mineral deposit:

(i) Metal source – mafic and felsic volcanics and proximal epiclastics dominate the Katherine River Group.

(ii) Brine factory – widespread evaporites to generate a brine are now recognised in the Mainoru Formation.

(iii) Reductant (petroleum) source – the Roper Group has abundant organic facies that have reached the oil or gas window.

(iv) Migration paths for each – major strike-slip structures and roll-over anticlines are well represented in historic seismic data and geological maps.

(v) Trap and mixing zone – the presence of residual hydrocarbons and sulphides in petroleum well cores at lithological transitions at several levels of the stratigraphy.

The main attractions of the project area are:

(i) Situated in the Carpentaria Zinc Belt, a world class province with giant Cu, Zn, Pb deposits.

(ii) Roper Basin currently overlooked for this type of mineral system, although some conventional exploration during 1980-1995 that did not lead to much drilling.

(iii) Significant interest in unconventional petroleum in this area now and was once a conventional oil and gas "hotspot".

(iv) Petroleum exploration hole Broughton #1 contains evidence of disseminated sulphides in stratigraphy regionally viewed as "barren".

(v) Review of historic exploration identifies numerous low-grade base metal prospects and broad anomalies, dominantly Zn-Pb.

(vi) Presence of geochemical "smoke" in stream sediment data.

The Broughton #1 target is at shallow depth of less than 100 metres and there is sufficiently poor geochemical coverage that surface mineralisation is possible.

Refer to section 10.4 of the Independent Geologist Report contained in Annexure C for further information regarding the proposed exploration to be undertaken at the Broughton Project, and to the Independent Geologist Report generally for further information regarding the Broughton Project.

Refer to Section 3.11 for further information regarding the Company's exploration budget.

3.7 Batten Project

(a) Background

The Batten Project is located approximately 860km from the capital Darwin, Northern Territory via the Stuart and Carpentaria Highways. The Batten Project consists of 5 granted tenements and 1 application covering 1,129km^2. The project is primarily prospective for copper, zinc, lead and silver (similar to the McArthur River mine which is located 13km to the east of the Batten Project) as shown by the previous limited exploration activities carried out and production records of the nearby McArthur River Mine (operated by Glencore plc).

Tenement No.	Grant Date (Application Date)	Expiry	Area (Blocks)	Holder
EL32177	27/04/2021	26/04/2027	24	Daly Tenements (100%)
EL33028	7/03/2023	6/03/2029	21	Daly Tenements (100%)
ELA33608	21/08/2023	NA	12	Daly Tenements (100%)
EL26831	9/06/2009	8/06/2027	126	Glyde River (100%)
EL28656	27/10/2011	26/10/2027	39	Glyde River (100%)
EL30156	9/06/2009	8/06/2027	127	Glyde River (100%)
Total	**-**	**-**	**349**	**-**

The Company is targeting copper and zinc mineralisation at the Batten Project.

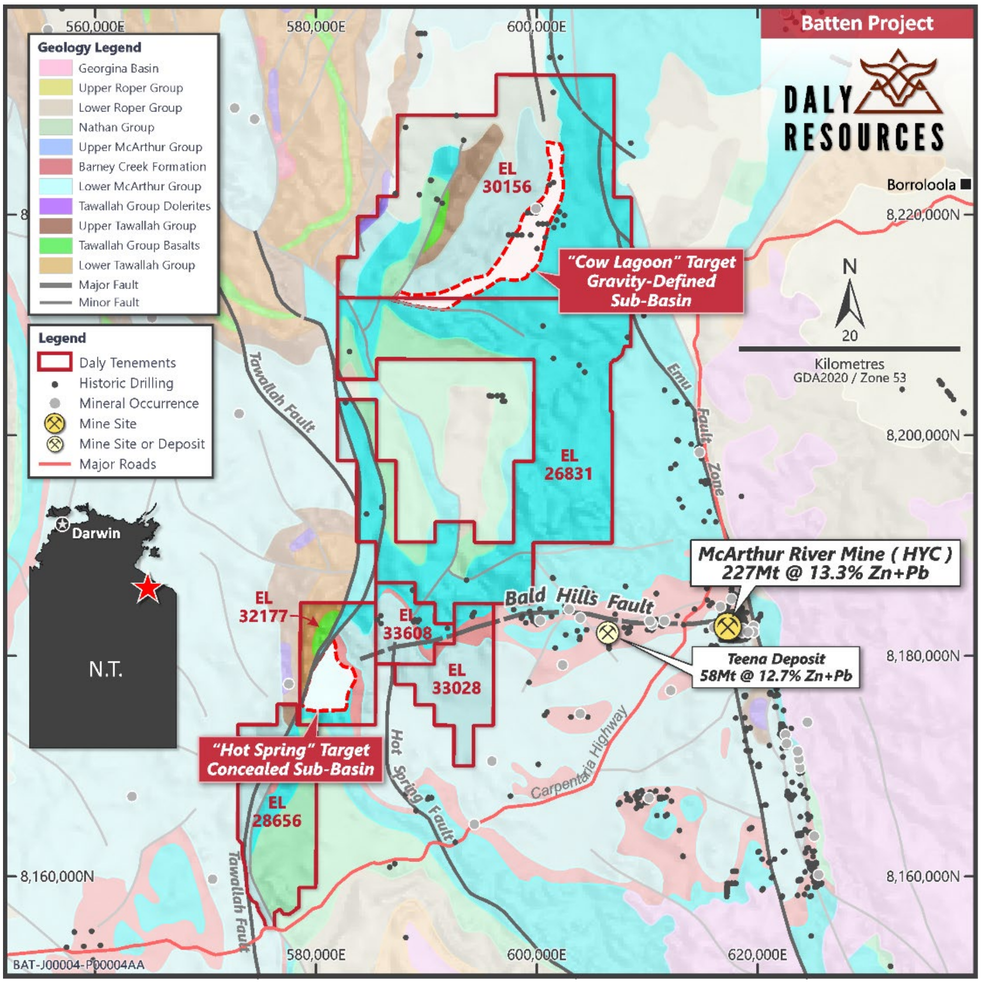


Figure 7: *Batten Project Tenements*

(b) **Geology**

The geological mapping in the region began in the 1960s (BMR) and has been superseded by second edition 250k mapping by the NTGS with some 100k scale mapping in local areas. This mapping has been condensed into a 1M scale geological map. A regional seismic line was acquired across the basin in the early 2000s. In more recent times, the NTGS and CSIRO have undertaken 3D modelling of the basin.

Mineralisation at the McArthur River deposit is hosted by HYC Pyritic Shale Member lithofacies of the approximately 1640 Ma Barney Creek Formation, which occurs towards the top of the Umbolooga Sub-group of the McArthur Group. The immediate host sequence was deposited within a tectonically induced sub-basin that is bounded to the east by the major, north-south, syn-depositional, Emu Fault corridor, which lies on the eastern margin of the broader Batten Fault Zone.

The Emu Fault is a wide, generally NNW trending corridor of faulting, that is commonly 1 to 2km wide, but is up to 5 km in width when the Western fault splay to the south of McArthur River is included. It has been interpreted, from deep seismic data, to be an upward fanning 'flower structure'-like zone of dislocation, including east dipping to vertical strike-slip, and west-vergent reverse faults, representing repeated activity over a long period, prior to, during and after mineralisation at McArthur River. The overall fault zone has a steep west dip, with only minor net displacement of the

McArthur Group, generally of less than 500 metres. Strike-slip displacement on the Emu Fault prior to deposition of the Roper Group was most likely sinistral, including during deposition of the McArthur Group, whilst the youngest movement appears to have been dextral.

In contrast to the steep, overall strike-slip Emu Fault on the eastern margin of the broader Batten Fault Zone, the main, generally north-south structures toward the western margin, are east-vergent thrust faults that post-date Roper River Group deposition and are splays off a deep detachment. The principal of these are the Tawallah and Scrutton faults that are approximately 35 to 50 and approximately 55 km to the west of the Emu Fault respectively. The sinuous Tawallah Fault merges with the Scrutton Fault to the south and juxtaposes mainly Tawallah Group on the west/upper plate side over middle to upper McArthur Group to the east. In the north, the Tawallah Fault has an apparent 12 km of vertical displacement.

(c) **Mineralisation**

The target of exploration for the Batten Project is McArthur River (HYC) type sediment-hosted Zn-Pb-Ag mineralisation, generally viewed as SEDEX style.

The McArthur River mineralisation is hosted within fine grained HYC Pyritic Shale Member lithofacies and comprises 8 individual ore lenses that are from less than 2 to less than 12 m thick, each of which is separated by less than 2 to 5m thick bands of interfingering Cooley Dolostone type sedimentary breccia, and lesser poorly bedded or fragmented pyritic and dolomitic shale interbeds. The deposit covers an area of approximately $2km^2$ and has an average composite thickness of 55 m.

The Teena deposit is located 8km west of the McArthur River zinc-lead mine (and 7km from the Batten Project) and occurs within the east-west elongated Teena sub-basin, a half-graben that is bounded to the north by the ENE-WSW trending growth structure, the Bald Hills Fault. It has a (Inferred) resource estimate of 58Mt @ 11.1% Zn & 1.6% Pb (JORC 2012).

Mineralisation is hosted within rocks interpreted to equate with the Barney Creek Formation. The Barney Creek Formation rests on the Teena Dolostone, and is thickest adjacent to, and to the south of, the Jabiru Fault, thinning to the south. The sequence comprises the basal W-Fold Shale Member, overlain progressively by the HYC Shale Member which hosts the ore deposit, Pyritic Barney Creek Formation and the Upper Barney Creek Formation, which transgresses the sequence to the south to rest directly on the Teena Dolostone by approximately1 km south of the Jabiru Fault.

The zinc-lead mineralisation at the Teena deposit is interpreted to have been precipitated as stratiform sulphide minerals within fine grained carbonaceous sediments that were accumulating at the base of an anoxic brine pool during sub-basin development, similar to those described above at the McArthur River mine. At a mesoscopic scale, the mineralisation occurs as bedded massive sulphides intercalated with carbonaceous shales and calcareous siltstones. Several phases of mineralisation have been observed ranging from near-syngenetic depositional, to late-stage hot influx events during diagenesis and remobilisation and replacement during basin inversion. In the mineralised lodes the principal sulphide minerals (in abundance order) are sphalerite, pyrite, pyrrhotite and galena along with trace arsenopyrite. The main gangue minerals are silicates (orthoclase, quartz and muscovite), ankerite and traces of barite.

Another discovery in the district that deserves mention is Myrtle, 16km south of HYC. It is of similar style, but lower grade, with a (Indicated and Inferred) resource of 43.6 Mt @ 4.1% Zn, 0.9% Pb (JORC 2012).

Refer to section 9.1 of the Independent Geologist Report contained in Annexure C for further information regarding the local geology at the Batten Project.

(d) **Historical Exploration**

Historically, exploration on the Batten Project (ie., by previous parties) has included drilling, geophysics, geochemical sampling and mapping.

The area covered by the Batten Project has been explored by several exploration companies. The historical work carried out regionally is summarised below, but not all is within the Batten Project tenements.

Summary of Exploration activity in the region		
Year	**Company**	**Activity**
Prior to 1955	McArthur River Company and Australian Mining and Smelting Company	Lead mineralization was discovered near the old McArthur River Homestead in 1887 by T.C. Lynott. In 1912, Cooks prospect was drilled by the McArthur River Company, but results were not encouraging and the prospect was abandoned. No further interest was shown in the area until 1953 when Australian Mining and Smelting Company drilled the Bald Hills lead prospect.
1957 to 1982	Carpentaria Exploration Company (CEC)	Work largely focussed on the recently-discovered HYC, however, they also collected stream sediment samples and detailed airphoto-assisted mapping over the broader region.
1977 to 1982	AO (Australia) / Shell	Aerial EM surveys ("INPUT"), IP gravity and magnetics surveys, air photo interpretation, literature reviews, rock chip sampling and diamond drilling over a broad area. Of particular note was exploration undertaken in the Rosie Creek-Bong Bong area that demonstrated that sub-basins with organic shales and anomalous base metals exist on the northern part of the Emu Fault Zone. Numerous diamond holes were drilled following up geophysical targets, but mineralisation was sub-economic.
1979-1983	Western Mining Corp	WMC explored the Rosie Creek area with a more pragmatic approach, with other metals apart from Zn in mind. They carried out geophysics and drilled numerous RC and diamond drill holes.
1981 to 1986	BHP Pty Ltd	BHP carried out extensive mapping, stream sediment sampling, AEM and various ground geophysical trials. Their results were overall poor, but they also did not drill many targets, which were dismissed on geophysical grounds. BHP also followed up the sub-basins in the Rosie Creek area (diamond drilling and geophysics) but failed to identify economic mineralisation.
1982-1986	Amoco	Petroleum company undertook mapping and deep stratigraphic drilling over a large region of the McArthur Basin. Important diamond core holes were drilled in the Batten Project area.
1989 to 1997	Mount Isa Mines, Perilya Mines, Quilpie and Noranda	Soils, stream sediments and rockchips were collected over broad areas. Targets were followed up by IP and EM. Several prospects were defined and drilled, but only sub-economic intersections of base metals were returned. This includes the Caranbirini, Leila, Boko, Berjaya prospects.
1992 to 1999	MIM Exploration	Exploration work included an aerial EM and magnetic survey identifying 41 areas of high conductivity (EM response) and several disruptive structures in the magnetic data. Ground geophysical surveys included SIROTEM, MaxMin and Protem. Eleven holes, for a total of 2,606m, were drilled on three prospects – "Lynott", "Homestead" and "Boko". MIM also continued the search for economic mineralisation in the Rosie Creek and Yalco areas. Numerous diamond holes were drilled and geophysics acquired.
1992 to 1996	BHP Minerals	BHP acquired large QUESTEM and GeoTEM surveys over the broader tenements. In the Hot Springs area, soil/stream sediment sampling identified a large low-level lead anomaly ("Little Creek"). The drilling of six RC holes for 628m revealed that they had targeted formations higher in the stratigraphy and no anomalies were present. BHP also explored the Rosie Creek area for manganese.
1995	Normandy	A small helimag survey was flown near Yalco Creek and two unsuccessful RC holes drilled into black shales.
2002-present	Rio Tinto / Anglo / Rox / Teck	Various JVs existed between these companies. Rox and Teck undertook an enormous amount of exploration that led to the discovery of Myrtle and Teena deposits and estimation of resources on both. The exploration tools trialled and rolled out are very instructive for exploration at Batten. Examples include: partial leach soils, IP, EM, ground gravity, airborne gravity (Falcon), ground magnetics, seismic, AMT, and petrophysical testwork on core. Rio explored the Yalco and Waramana areas briefly and targets remain untested. Teck/Sandfire JV separate (below).
2004-2012	Sandfire / Pacifico	Sandfire undertook significant exploration in this period including flying mag/rad, fixed-wing AEM survey "Borroloola" using the TEMPEST system, and several smaller heli-borne VTEM surveys, IP, EM, gravity, geological mapping and soil sampling. Drilled diamond and RC holes in various areas of the project, including Yalco, Rosie Creek and Coppermine Creek. Subsequently, the tenement package (which is largely the same as North Batten Project is now) was JVed to MMG then Teck as outlined below.
2014-2017	Ripple Resources	A depth-to-basement study
2013-2019	MMG (JV)	MMG initiated broad surface sampling, various geophysical surveys (inc Falcon gravity, NSAMT) and diamond drilling, including at Leila Creek, Yalco East, Sawtooth, Rosie Creek and Mt Young prospects. 2018-2019 saw a large-scale IP program across the Batten Project area and several follow-up diamond drillholes in the Rosie Creek, Berjaya and Rosie East areas. Most of these holes were IP chargeability anomaly targets however the holes east of the Emu Fault were conceptual structural/geochemistry targets. The holes in the Greater Rosie Creek area sought to intersect or test for extensions to the pyritic shale envelope that was found within the Barney

		Creek Fm at Rosie Creek in 2016. Drilling at Berjaya sought to follow up low-grade Zn mineralisation in MMG drillhole NB16DD018 drilled in 2016.
2019-2024	Teck JV	After reviewing historic data, Teck acquired Falcon gravity over the Cow Lagoon area and reprocessed historic seismic data. They subsequently drilled 6 diamond core holes further north in the Mount Young area, including following up holes drilled by Rio at Fandango. Only narrow intervals of Barney Creek Formation were intersected. Importantly, they did not drill any holes in the coverage area of the Falcon survey, which presents the Company with a first-pass opportunity to target there. Teck withdrew from the JV in mid-2024.

Figure 8: *Summary of Exploration Activity in the Region Surrounding the Batten Project*

(i) Geophysics

Historic geophysics has been conducted across the region, including regional airborne magnetics/radiometrics, regional and local-scale ground gravity, prospect-scale airborne gravity gradiometry and airborne electromagnetics (AEM), and follow up ground EM and IP. There are also seismic surveys across the Batten Fault Zone. Depth-to-basement datasets have also been compiled.

(ii) Magnetics / Radiometrics

The over-arching mag/rad data for the project area is the regional surveys commissioned by the NT Geological Survey. The known mineral deposits are also highlighted. Magnetic features generally relate to basalt units in the Tawallah Group. Numerous smaller detailed mag/rad surveys have also been completed in the project area.

(iii) Gravity/GDD

The over-arching ground-acquired gravity data for the project area is the stitched regional surveys commissioned by the NT Geological Survey that includes some infill company data that was collected during co-funding rounds. The image below shows a Bouguer anomaly map. There is no obvious gravity response for the McArthur River mine area at this scale, but the southwestern part of the Batten Project has a distinctive gravity low along the Tawallah Fault. Several companies have also acquired detailed ground gravity and airborne Falcon AGG data over parts of the project area. An example from Cow Lagoon is shown below. Interestingly, there is a distinct low (blue colours) that follows the mapped Barney Creek Formation that is currently poorly tested by drilling.

(iv) SEEBASE

SEEBASE imagery highlights the depth to “crystalline basement” and is derived from various datasets, including geological mapping, magnetics, gravity and seismic. This unit is well represented in the Batten Project area and is the main target for exploration.

(v) AEM

Various airborne (fixed wing and heli-borne) EM surveys have been acquired over the project including:

(A) INPUT AEM (mid 1970s)

(B) QUESTEM AEM (mid 1990s)

(C) TEMPEST AEM (2009)

(D) VTEM (various surveys by Sandfire and MMG in 2005-2015)

The image below shows the late-time EM for two separate surveys, which has defined several untested EM conductors that are coincident with major structures within the prospective geological units (Barney Creek formation which hosts McArthur River and Teena). The western conductor defines the footprint of the Hot Spring target.

(vi) Ground EM/IP

There are numerous historic accounts of EM and IP surveys throughout the Batten Project. Various companies have trialled and rolled-out various systems, but these tend to be dominated by near-surface conductance, similar to the airborne EM.

(vii) Geochemical Sampling

Government records of historic surface samples show there are the following within the bounds of the Batten Project tenements:

(E) 1,193 soils

(F) 3,282 stream sediments

(G) 229 rock chips

A review of historic reports in the far south of the project area by DLY located additional data which has been captured and are incorporated into the figures above. However, there is clearly a significant amount of data yet to be compiled from the Sandfire era and prior exploration.

(viii) RC and DC Drilling

The region has been extensively drilled given proximity to the McArthur River Mine, however, the public-domain NTGS dataset contains only 77 drillholes within the Batten Project tenure (15km2 per drillhole), and once the shallow holes (<50m) are filtered there are only 61 drillholes (19km2 per drillhole). This dataset also includes 22 holes augmented from DLY review work, but there are potentially more holes that have not been collected into the database as yet, such as historic drilling programs that were poorly registered in the original company reports. This requires a thorough validation of the various datasets and reports.

Refer to section 9.3 of the Independent Geologist Report contained in Annexure C for further information regarding previous exploration at the Batten Project.

(e) **Proposed Exploration**

It is proposed that the Company undertake a work programme in respect of the Batten Project in the first 24 months following the Company's admission to the ASX involving ground geophysics and diamond core drilling.

Batten is located (at its closest point) 13km from Glencore's McArthur River mine which is one of the world's largest deposits of zinc and lead. Glencore's operation includes an open cut mine and processing facilities. The similar Teena and Myrtle deposits are located 7km and 16km to the west and of the Batten Project, respectively.

Mineralisation has been known in the McArthur River district and exploited on a small scale since around 1880 when galena veining within carbonate rocks was first reported. It has undergone widespread and long-term exploration since HYC was discovered in the 1960s, however, despite the more recent discoveries of Teena and Myrtle, it is fair to say that the region has strong residual potential for further discoveries of the SEDEX type.

Daly's Batten Project overall is a relatively mature exploration project, but there are areas that have had limited exploration completed despite being located in the same geological units and comparable structural controls as McArthur River and Teena deposits. An example is the Hot Spring target area in the southern part of the tenement package. This target area is covered by several AEM surveys and there are conductors that are represented in all surveys. It appears to be associated with a gravity low, consistent with a thick package of siliciclastics, rather than carbonates. Hot Spring requires ground-based geophysical and geochemical assessment and is viewed by the Company as likely to be underpinned by a similar sub-basin that deserves testing.

Elsewhere in the Batten Project, the target host Barney Creek Formation is widespread according to mapping and historic drilling. Some of these mapped areas have not been tested, at least properly, for deep sub-basins. The Cow Lagoon-Yalco area has mapped Barney Creek Formation and a coincident gravity low, but has only scant drilling, most of which is shallow (less than 100 metres). In the Rosie Creek area to the north, companies dating back to the 1970s had appreciated there are sub-basin sediments present, but pyrite-dominated. In recent times, this has taken the attention of Sandfire, MMG and Teck. However, they too have been unable to identify economic intersections in their drilling.

Sahara consider the Batten Project is prospective primarily for Zn, Pb, Ag and Cu. Daly will need to take a different view and implement a different methodology to the past explorers to be successful in this project. Utilising the recent under-utilised datasets, such as the untested Falcon gravity data acquired by Teck, is an example. Applying petroleum principles to exploration will also enable the Company to rethink the prospective horizons beyond the Barney Creek Formation. This is particularly important for copper prospectivity at the project, which has been somewhat over-looked in the past.

The Company is exploring for sedimentary base metals using a hybrid petroleum-minerals system approach, with the main analogues being Century in Queensland and Dzhezkazgan in Kazakhstan. The project possesses all key components necessary to form a mineral deposit:

(i) Metal source – mafic and felsic volcanics and proximal epiclastics dominate the Katherine River Group.

(ii) Brine factory – widespread evaporites to generate a brine are now recognised in the Mainoru Formation.

(iii) Reductant (petroleum) source – the Roper Group has abundant organic facies that have reached the oil or gas window.

(iv) Migration paths for each – major strike-slip structures and roll-over anticlines are well represented in historic seismic data and geological maps.

(v) Trap and mixing zone – the presence of residual hydrocarbons and sulphides in petroleum well cores at lithological transitions at several levels of the stratigraphy.

The main attractions of the project area are:

(i) Situated in the Carpentaria Zinc Belt, a world class province with giant Cu, Zn, Pb deposits (Isa, HYC, Century).

(ii) Roper Basin currently overlooked for this type of mineral system, although some conventional exploration during 1980-1995 that did not lead to much drilling.

(iii) Significant interest in unconventional petroleum in this area now and was once a conventional oil and gas “hotspot”.

(iv) Petroleum exploration hole Broughton #1 contains evidence of disseminated sulphides in stratigraphy regionally viewed as “barren”.

(v) Review of historic exploration identifies numerous low-grade base metal prospects and broad anomalies, dominantly Zn-Pb.

(vi) Presence of geochemical “smoke” in stream sediment data.

The Broughton #1 target is at shallow depth of less than 100 m and there is sufficiently poor geochemical coverage that surface mineralisation is possible.

Refer to section 9.4 of the Independent Geologist Report contained in Annexure C for further information regarding the proposed exploration to be undertaken at the Batten Project, and to the Independent Geologist Report generally for further information regarding the Batten Project.

Refer to Section 3.11 for further information regarding the Company’s exploration budget.

3.8 Beetaloo Project

(a) Background

The Beetaloo Project is located approximately 600km from the capital of Darwin, Northern Territory via the Stuart Highway. The Beetaloo Project comprises 6 tenement applications covering 4,945km^2. The project is prospective primarily for copper and zinc as shown by the previous limited exploration activities carried out and regional anomalous trends.

Tenement No.	Grant Date (Application Date)	Expiry	Area (Blocks)	Holder
ELA32920	(1/10/2021)	Not applicable	250	Daly Tenements (100%)
ELA33209	(4/05/2022)	Not applicable	250	Daly Tenements (100%)
ELA33210	(4/05/2022)	Not applicable	249	Daly Tenements (100%)
ELA33211	(4/05/2022)	Not applicable	249	Daly Tenements (100%)
ELA33212	(4/05/2022)	Not applicable	250	Daly Tenements (100%)

ELA33213	(4/05/2022)	Not applicable	249	Daly Tenements (100%)
Total	**-**	**-**	**1,497**	**-**

The Company is targeting copper and zinc mineralisation at the Beetaloo Project.

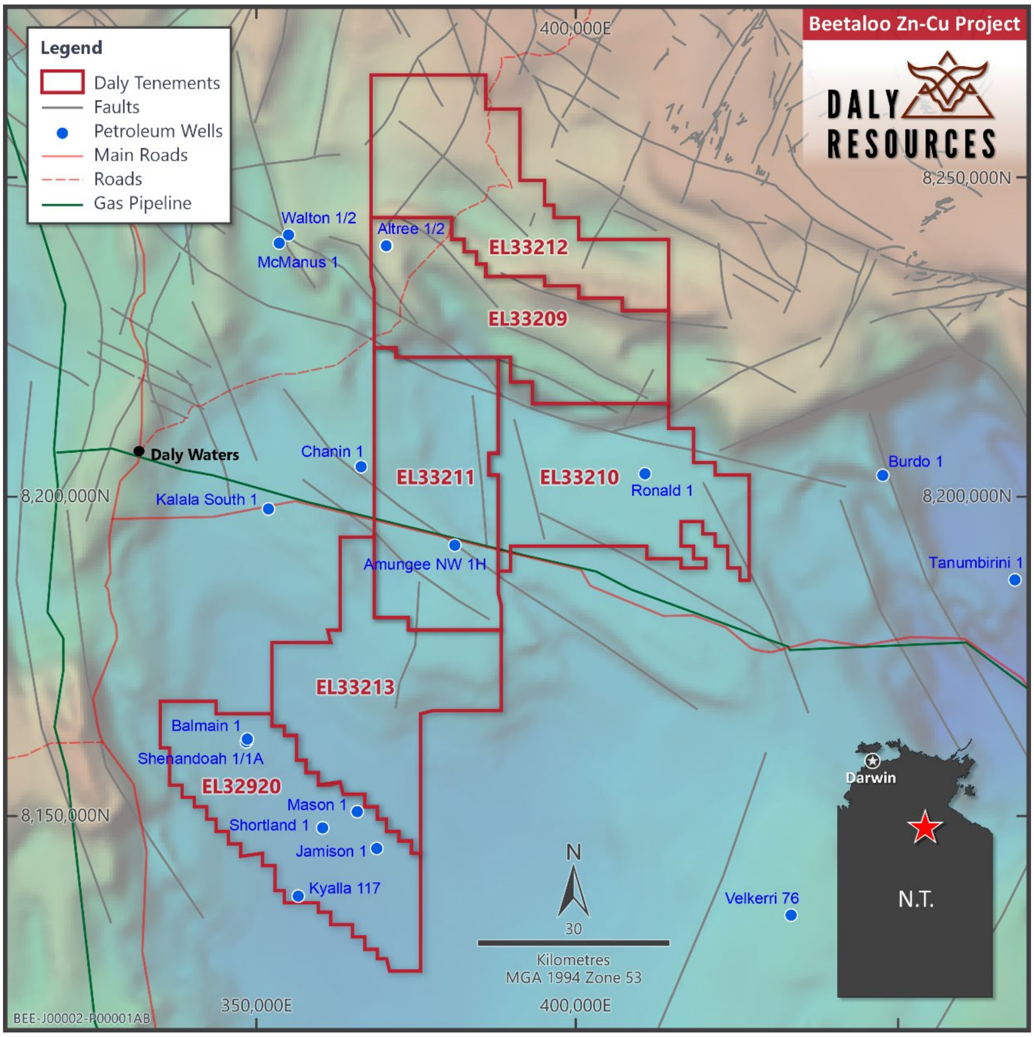


***Figure 9:** Beetaloo Project Tenements*

(b) **Geology**

The project is located in flat lying terrain with outcrops of carbonate rocks interpreted to be part of the Middle Cambrian Montejinni Limestone, and subcrops and lags of siltstones and sandstones interpreted to be part of the Middle Cambrian Merrina Beds. There is also likely to be localised preserved flood basalt of the Cambrian Nutwood Down Volcanics, based on the magnetic imagery. Sand covers most of the landscape making surface exploration difficult.

The project is prospective for stratiform style base metal mineralisation, hosted in the Roper Group or Georgina Basin. No mineralisation has been defined to date in this project.

Refer to section 12.1 of the Independent Geologist Report contained in Annexure C for further information regarding the local geology at the Beetaloo Project.

(c) **Historical exploration**

Historically, exploration on the Beetaloo Project (ie., by previous parties) has included drilling and geophysics.

The area covered by the Beetaloo Project has been explored by several exploration companies, largely for diamonds or surficial deposits. The historical work is summarised below:

Summary of Exploration activity in the region		
Year	**Company**	**Activity**
1971	Comalco	A total of 2214 holes for 4368 feet (approximately1,331m) have been drilled by Comalco Ltd in the region. The holes were drilled in 1971 with an Edson vacuum type drill (2" bit and 2m samples) targeting bauxite mineralisation. No significant bauxite was found, and the project was relinquished.
1994	Normandy Exploration	The region is host to the giant MacArthur River (HYC) shale-hosted Zn-Pb-Ag deposit. Exploration carried out included an aeromagnetics and radiometric survey. Data from a petroleum well open file report revealed that the depth of Cambrian "cover" in the area is in excess of 150m over the tenement area and in some places up to 450m and the ground was subsequently relinquished
2002-2004	Rio Tinto, De Beers	The ground was considered prospective for diamonds following the identification of a number of kimberlitic indicator minerals occurrences, largely chromite, and also included micro-diamonds from a historical sampling campaign.
2008 - 2011	United Uranium	Exploration activities during the reporting period consisted of a first pass reconnaissance / prospecting program, incorporating soil sampling, scintillometer and XRF surveys across the previously identified "Main Radiometric Anomaly" and "Escarpment Anomalies".

Figure 10: *Summary of Exploration Activity in the Region of the Beetaloo Project Tenements*

(i) Geophysics

The most notable features of the Beetaloo Project are the high frequency, low amplitude anomalies associated with the basalts of the Nutwood Down Volcanics.

Various geophysical and petroleum well data has been used to construct a depth to crystalline basement image (SEEBASE). It depicts a deep Roper Group section, formally known as the Beetaloo Basin. Petroleum well locations as known at the time of writing are shown in blue. The most striking feature, beyond the depth of the basin, is the strong NW-SE structural grain, as noted at Broughton Project.

Given that the area is now the focus of petroleum exploration, there is a plethora of seismic data available for mineral exploration purposes.

(ii) Geochemistry

There only 3 recorded rock chips in the Govt database across the project and these are whole rock geochemistry sampling conducted by the NTGS.

(iii) Drilling

A total of 118 vacuum holes for 569m were drilled by Comalco Ltd in the Beetaloo Project tenure. The holes were targeting bauxite mineralisation but failed to identify any significant mineralisation. At least 11 deep petroleum wells have been drilled in the project tenure for a total of 21,107m. The deepest holes, Amungee NW1-2H, is 3,883m deep and intersected several thick intervals of organic shales with potential for unconventional oil and gas.

Refer to section 12.3 of the Independent Geologist Report contained in Annexure C for further information regarding previous exploration at the Beetaloo Project.

(d) **Proposed Exploration**

It is proposed that the Company undertake a work programme in respect of the Beetaloo Project in the first 24 months following the Company's admission to the ASX involving progress towards grant, water bore analysis, analysis of historic core and airborne electromagnetics.

The Beetaloo Project is a frontier exploration project prospective for Zinc and Copper.

The project is located at a major structural intersection on the southwestern margin of the Beetaloo Basin, which is part of the Greater McArthur Superbasin that hosts the giant sediment-hosted base metal deposit at McArthur River. The Superbasin contains thick, petroleum bearing, reduced sediments which are an ideal trap sequence and the major structures bounding the Superbasin are considered ideal structural fluid pathways for major sediment-hosted copper deposits. The project also encompasses key conceptual criteria for the formation of sediment-hosted copper in the Cambrian and Neoproterozoic basin cover and is completely untested.

Refer to section 12.4 of the Independent Geologist Report contained in Annexure C for further information regarding the proposed exploration to be undertaken at the Beetaloo Project, and to the Independent Geologist Report generally for further information regarding the Beetaloo Project.

Refer to Section 3.11 for further information regarding the Company's exploration budget.

3.9 Bulman-Jimbu Project

(a) **Background**

The Bulman Project comprises two large contiguous tenement applications along the trend of the Bulman Fault (ELs 33534 & 33535; 1,656km2). The project is located ~620km from the capital Darwin via the Stuart Highway and Central Arnhem Road. The Bulman Project is prospective for Copper and Zinc.

Tenement No.	Grant Date (Application Date)	Expiry	Area (Blocks)	Holder
ELA33534	(1/06/2023)	Not applicable	250	Daly Tenements (100%)
ELA33535	(1/06/2023)	Not applicable	250	Daly Tenements (100%)

(b) **Geology**

The Bulman Project is comprised of the basal Katherine River Group, overlain the Mount Rigg Group (Bone Creek Sandstone and the Dook Creek Formation) and part of the lowermost Roper Group. The Mount Rigg Group intruded by sills of the Derim Derim Dolerite.

The Bone Creek Formation is comprised of quartzose sandstone with local conglomerate and breccia at the base and is up to 180m thick. The Dook Creek Formation is a laminated stromatolitic and oolitic dolostone, dololutite, dolomitic siltstone and sandstone with chert. Exact thickness is unknown, however, it is estimated at around 600m in thickness.

At the historic Bulman Mine area immediately east of the tenements, the Derim Derim Dolerite forms the Bulman sill and intrudes the upper part of the Dook Creek Formation. It is a northeast trending body with a thickness of between 20 to 100m extending over 150km. Contact metamorphic effects in carbonate country rocks include pervasive silicification and recrystallisation, to produce marble and serpentine ± talc-bearing calc-silicate hornfels (Ahmad et al, 2013). The project geology for the Bulman Project is shown in the figure below.

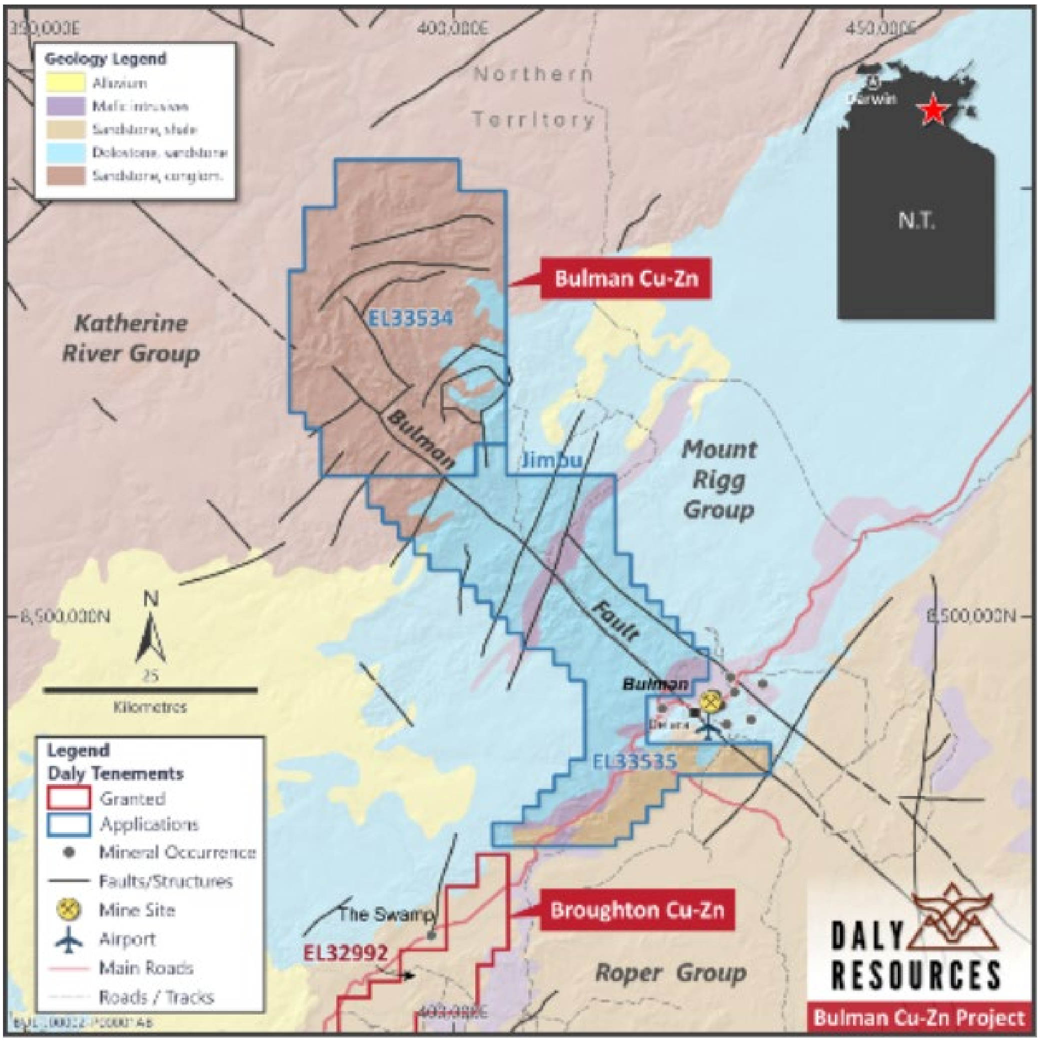


Figure 11: *Bulman-Jimbu Tenements*

(c) **Mineralisation**

The historic Bulman mine workings occur outside Daly Resources' tenement package but illustrate the style of mineralisation present in the district. The Bulman mineralisation is spatially related to dolerite sills and overprints the thermal aureole rocks of these sills. The mineral occurrences occur in horizontal to gently dipping laminated stromatolitic dolostone, chert and sandstone of the Dook Creek Formation (Sweet et al. 1999). The Derim Derim Dolerite intrudes the Dook Creek Formation producing pronounced contact metamorphic effects (Ahmad et al, 2013). Most of the occurrences are in carbonate rocks contact metamorphosed by the Derim Derim Dolerite in the form of the Bulman sill. The contact zone is reported to be about 50m wide and metamorphic effects range from slight recrystallization to extensive skarn development.

The Bulman style mineralisation may exhibit locally high base metal grades, consistent with carbonate-hosted stratabound Zn-Pb deposits (”MVT” style). This type of deposit consists of carbonates with lens-like deposits of galena, sphalerite and chalcopyrite.

The carbonates typically have primary to secondary porosity. Almost all mineralisation occurs in carbonate rocks, dololutite and dolostone, showing contact metamorphic effects within 50m of the intruding dolerite sills.

(d) **Exploration**

The area of the Bulman Mine has been explored by several exploration companies since 1880’s and has been mined intermittently for Zn and Pb through to about 1940. The area to the northwest along the Bulman Fault was explored by Normandy in the late 1990s, with the main target being copper in the Katherine River Group. They collected only rock chips, and no drilling has taken place.

(e) **Geophysics**

Northern Territory Geological Survey (NTGS) completed airborne magnetics and radiometrics over three surveys in 1989, 1992 and 1994. The flight line spacing was 500m with lines flown east-west. The image below is the regional magnetic image (TMI) for the Bulman Project. The most notable features are the high frequency; high amplitude anomalies associated with the Derim Derim Dolerite intrusions and mafic volcanics in the Katherine River Group. There are also linear orthogonal set of magnetic features that have been attributed to Cambrian mafic dykes.

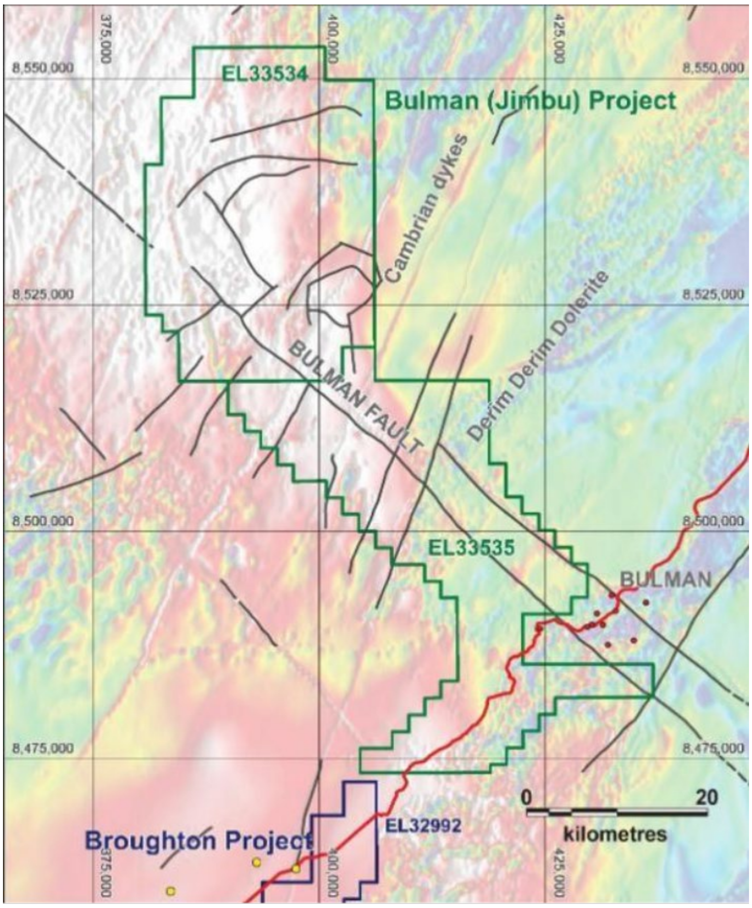


Figure 12: *Bulman-Jimbu airborne magnetics and radiometrics*

(f) **Geochemistry**

The available datasets of the NTGS do not contain any stream sediment or soils data covering the Bulman Project, and there are only 30 rock chips from Normandy exploration in the region. The peak assay is 380ppm Cu and 850ppm Pb (Zdziarski, 2002). Perusing the historic reports, it is evident that there is more data that has not been captured into the public datasets.

(g) **Drilling**

There are no recorded drillholes in the project tenure.

(h) **Exploration Potential**

Sahara considers the area adjacent to the Bulman Mine prospective for Zinc and Lead, as the same stratigraphic units are exposed. There is no drilling outside the mine area and in particular no deep drilling to test for a larger stratiform system, which has merit given analogues such as McArthur River and Century both have nearby discordant MVT-style mineralisation. The Bulman Project tenements are contiguous to Bulman Mine to the northwest and are largely unexplored, beyond regional exploration by Normandy. These tenements have been secured based on prospective geophysics and geology similar to the Bulman Project.

The project is prospective for stratiform or structural-controlled base metals deposits.

3.10 Business strategy/objectives of the Company

Following Admission, the Company's primary focus will be to explore and advance the Huckitta Fluorite prospects. The Company has identified several significant fluorite prospects at Huckitta presenting as high grade outcropping vein systems. The Company plans to evaluate these fluorite veins and reefs with systematic exploration, sampling and drill testing.

In addition, the Company will conduct base metals exploration on its extensive suite of projects in the Georgina and McArthur basins in northern Australia, with the aim of making a tier one discovery.

Some projects are lacking the baseline regional datasets necessary to focus into the target scale. This requires the Company to acquire data via non ground disturbing programs that include (without limitation): (i) regional soil, steam sediment and rockchip sampling; (ii) airborne electromagnetic surveys; and (iii) ground gravity surveys. Even the most advanced project, the Batten Project has a target area of 5km scale, which is not sufficiently well defined to deploy drilling as yet. It requires ground gravity to refine the geological architecture before precise and costly deep drilling can be deployed. Similarly, at the Huckitta Project, fluorite occurrences are well-documented and sampled, but specific drill traverses can only be planned once detailed mapping and infill sampling has taken place. It is safe to say that drilling is already warranted at Batten and Huckitta, but is subject to further site evaluations and land access constraints, as outlined below. It should be noted that the budgets will be subject to modification on an ongoing basis depending on the results obtained from exploration undertaken. This will involve an ongoing assessment of the Projects and may lead to increased or decreased levels of expenditure on certain interests, reflecting a change in emphasis.

Subject to the results of exploration activities, technical studies and the availability of appropriate funding, the Company ultimately aims to progress from an explorer into a developer.

The Company aims to achieve this by undertaking:

(a) systematic exploration activities at the Projects, with the aim of discovering an economic mineral deposit;

(b) economic and technical assessments of the Projects in line with industry standards (for example, the completion of a scoping study, then a prefeasibility study, followed by a definitive feasibility study); and

(c) project development and construction.

Although the Company's immediate focus will be on the Projects, as with most exploration entities, it will also assess new business opportunities in the resource sector that complement its business. These new business opportunities may take the form of direct project acquisitions, joint ventures, farm-ins, acquisition of tenements, and/or direct equity participation, all of which would complement the Company's existing mineral portfolio. The Board will assess the suitability of investment opportunities by utilising its experience in evaluating projects with reference to the objectives of the Company. The Company confirms that it is not currently evaluating any other assets other than its Projects.

3.11 Proposed exploration budgets

The Company proposes to fund its intended activities as outlined in the table below from the proceeds of the Public Offer.

The Company confirms that it has sufficient access to the Tenements to carry out exploration activities such that it will be able to spend its cash in accordance with its commitments for the purposes of Listing Rule 1.3.2(b).

Subject to the above, the following budget takes into account the proposed expenses over the next 2 years to complete initial exploration of the Tenements. As budgeted below, the Company's exploration expenditure will meet or exceed the expenditure requirements for each of the Tenements (see the Solicitor's Report in Annexure B for further details):

Exploration and Development Budget							
Expenditure		Minimum Subscription			Maximum Subscription		
		Year 1 ($)	Year 2 ($)	Total ($)	Year 1 ($)	Year 2 ($)	Total ($)
HUCKITTA	Rents & Land Access	140,000	140,000	280,000	140,000	170,000	310,000
	Data Compilation	40,000	20,000	60,000	40,000	20,000	60,000
	Geological Mapping	100,000	80,000	180,000	120,000	120,000	240,000
	Geochemical Surveys	280,000	260,000	540,000	340,000	300,000	640,000
	Native Title Surveys	120,000	-	120,000	120,000	-	120,000
	Geophysical surveys	700,000	660,000	1,360,000	780,000	770,000	1,550,000
	Exploration Drilling	200,000	1,300,000	1,500,000	300,000	1,600,000	1,900,000
	Total	**1,580,000**	**2,460,000**	**4,040,000**	**1,840,000**	**2,980,000**	**4,820,000**
BATTEN	Rents & Land Access	150,000	170,000	320,000	150,000	170,000	320,000
	Data Compilation	30,000	20,000	50,000	30,000	20,000	50,000
	Geological Mapping	60,000	80,000	140,000	80,000	100,000	180,000
	Geochemical Surveys	50,000	100,000	150,000	80,000	120,000	200,000
	Native Title Surveys	60,000	-	60,000	60,000	-	-
	Geophysical surveys	160,000	180,000	340,000	180,000	200,000	380,000
	Exploration Drilling - DDH	400,000	-	400,000	400,000	-	400,000
	Total	**910,000**	**550,000**	**1,460,000**	**980,000**	**610,000**	**1,590,000**
BROUGHTON	Rents & Land Access	110,000	110,000	220,000	110,000	110,000	220,000
	Data Compilation	40,000	-	40,000	40,000	-	40,000

	Geological Mapping	60,000	120,000	180,000	80,000	150,000	230,000
	Geochemical Surveys	160,000	280,000	440,000	180,000	300,000	480,000
	Geophysics - AEM	300,000	350,000	650,000	320,000	400,000	720,000
	Exploration Drilling	-	-	-	-	-	-
	Total	**670,000**	**860,000**	**1,530,000**	**730,000**	**960,000**	**1,690,000**
	GRAND TOTAL	**3,160,000**	**3,870,000**	**7,030,000**	**3,550,000**	**4,550,000**	**8,100,000**

3.12 Dividend policy

The Company does not expect to pay dividends in the near future as its focus will primarily be on growing the existing businesses.

Any future determination as to the payment of dividends by the Company will be at the discretion of the Directors and will depend upon matters such as the availability of distributable earnings, the operating results and financial condition of the Company, future capital requirements, general business and other factors considered relevant by the Directors. No assurances are given in relation to the payment of dividends, or that any dividends may attach franking credits.

4. Risk Factors

As with any share investment, there are risks involved. This Section identifies the major areas of risk associated with an investment in the Company but should not be taken as an exhaustive list of the potential risk factors to which the Company and its Shareholders are exposed. Potential investors should read the entire Prospectus and consult their professional advisers before deciding whether to apply for Securities.

Any investment in the Company under this Prospectus should be considered highly speculative.

4.1 Risks specific to the Company

(a) **Limited history**

The Company was incorporated on 22 November 2022 and therefore has no operational and limited financial history on which to evaluate its business and prospects. The prospects of the Company must be considered in light of the risks, expenses and difficulties frequently encountered by companies in the early stages of their development, particularly in the mineral exploration sector, which has a high level of inherent risk and uncertainty. No assurance can be given that the Company will achieve commercial viability through the successful exploration on, or mining development of, the Projects. Until the Company is able to realise value from the Projects, it is likely to incur operational losses.

(b) **Future capital requirements**

The Company's business is in the exploration stage, and it is unlikely to generate any operating revenue unless and until the Projects are successfully developed and production commences. As such, the Company will require additional financing to continue its operations and fund exploration activities. The future capital requirements of the Company will depend on many factors including the strength of the economy, general economic factors and its business development activities. The Company believes its available cash and the net proceeds of the Public Offer should be adequate to fund its business development activities, exploration program and other Company objectives in the short term as stated in this Prospectus.

In order to successfully develop the Projects and for production to commence, the Company will require further financing in the future, in addition to amounts raised pursuant to the Public Offer. Global financial conditions continue to be subject to volatility arising from international geopolitical developments and global economic phenomenon, as well as general financial market turbulence. Access to public financing and credit can be negatively impacted by the effect of these events on global credit markets. There can be no assurance that the Company will be able to obtain adequate financing in the future, or that the terms of such financing will be favourable for further exploration and development of its projects. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration or development. Further, revenues, financings and profits, if any, will depend upon various factors, including the success, if any, of exploration programs and general market conditions for natural resources.

Any additional equity financing may be dilutive to Shareholders, may be undertaken at lower prices than the then market price (or the offer price under the Public Offer) or may involve restrictive covenants which limit the Company's operations and business strategy. Debt financing, if available, may involve restrictions on financing and operating activities or the registering of security interests over the Company's assets.

Although the Directors believe that additional capital can be obtained, no assurances can be made that appropriate capital or funding, if and when needed, will be available on terms favourable to the Company or at all. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its activities and this could have a material adverse effect on the Company's activities including resulting in Projects being subject to forfeiture, and could affect the Company's ability to continue as a going concern.

The Company may undertake additional offerings of Securities in the future. The increase in the number of Shares issued and outstanding and the possibility of sales of such Shares may have a depressive effect on the price of Shares. In addition, as a result of such additional Shares, the voting power of the Company's existing Shareholders will be diluted.

(c) **Conditionality of Offers**

The obligation of the Company to issue the Securities under the Offers is conditional on ASX granting approval for Admission to the Official List. If this condition is not satisfied, the Company will not proceed with the Offers. Failure to complete the Offers may have a material adverse effect on the Company's financial position.

(d) **Going concern risk**

The Company's reviewed financial report for the half year ended 31 December 2025 includes the following material uncertainty relating to going concern:

> *'We draw attention to Note 1.4 in the financial report, which indicates that the Consolidated Entity incurred a net loss of $22,443 during the half year ended 31 December 2025. As stated in Note 1.4, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Consolidated Entity's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.'*

The Company's consolidated financial statements for the half year ended 31 December 2025 were prepared on a going concern basis which contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business. The Board believes that on completion of the Offers, the Company will have sufficient funds to adequately meet the Company's current commitments and working capital requirements. However, there remains a risk that further funding will be required by the Company in the medium to long term. An inability to obtain additional funding would have a materially adverse effect on the Company's business, and may give rise to significant uncertainty on the Company's ability to continue as a going concern.

(e) **Potential for dilution**

On completion of the Offers and the subsequent issue of Securities pursuant to the Offers, the number of Shares in the Company will, on a Maximum Subscription basis, increase from 43,000,000 to 91,000,000 and, on a Minimum Subscription basis, from 43,000,000 to 83,000,000. In addition to the above, on a Maximum Subscription basis, the total number of Securities on issue (on a fully diluted basis, assuming all Options and Performance Rights are exercised or vest and convert into Shares) will be 119,250,000. On a Minimum Subscription basis, the total number of Securities on issue on a fully diluted basis will be 111,250,000. The key terms of the Options and Performance Rights to be issued pursuant to the Offers are set out in Sections 8.2 and 8.4 of this Prospectus respectively. The Board is of the opinion that the conversion of the Performance Rights and exercise of the Options is unlikely at this time, having regard to relevant factors such as vesting conditions, escrow requirements, exercise price relative to market price, and performance milestones.

This means the number of Shares on issue will increase by approximately 93.02% on a Minimum Subscription basis and approximately 111.63% on a Maximum Subscription basis, on completion of the Offers (in each case, on an undiluted basis). On a fully diluted basis (assuming all Options and Performance Rights are exercised or vest and convert into Shares), the increase in the total number of Securities on issue will be 158.72% on a Minimum Subscription basis and 177.33% on a Maximum Subscription basis. On this basis, existing Shareholders should note that if they do not participate in the Public Offer (and even if they do), their holdings may be considerably diluted (as compared to their holdings and number of Shares on issue as at the date of this Prospectus), both on an undiluted and fully diluted basis.

(f) **Discretion regarding use of funds**

The Company has identified certain forward-looking plans and objectives for the proceeds from the Public Offer, but the ability to achieve such plans and objectives could change as a result of a number of internal and external factors, such as operations and access to sufficient capital and resources. Because of the number and variability of factors that will determine the use of such proceeds, the Company's ultimate use might vary from its planned use. The Company may pursue acquisitions, collaborations or other opportunities that do not result in an increase in the market value of securities, including the market value of the Shares, and that may increase losses.

(g) **Liquidity risk**

On Admission, the Company expects to have 83,000,000 Securities on issue (based on the Minimum Subscription). The Company expects approximately 53,860,000 Securities (comprising 25,610,000 Shares, 5,500,000 Performance Rights and 22,750,000 Options) to be subject to 24 months escrow and 2,400,000 Shares to be subject to 12 months escrow in accordance with Chapter 9 of the Listing Rules (based on the Minimum Subscription). Accordingly, the number of Shares subject to escrow is expected to be equal to approximately 33.75% of the Company's undiluted issued share capital on a Minimum Subscription basis.

This creates a liquidity risk as a large portion of issued capital may not be able to be freely tradable for a period of time. The ability of an investor in the Company to sell their Shares on the ASX will depend on the turnover or liquidity of the Shares at the time of sale. Therefore, investors may not be able to sell their Shares at the time, in the volumes or at the price they desire. Other factors may impact the price of the Shares and may adversely affect an investor's ability to liquidate their investment, including a drop in trading volume and general market conditions.

In addition, after the end of the relevant escrow periods affecting Shares in the Company, a significant sale of then tradeable Shares (or the market perception that such a sale might occur) could have an adverse effect on the Company's Share price. Please refer to Section 2.16 for further details on the Shares likely to be classified by the ASX as restricted securities.

(h) **New projects and acquisitions**

Although the Company's immediate focus will be on the Projects, as with most exploration entities, it will pursue and assess other new business opportunities in the resource sector over time which complement its business. These new business opportunities may take the form of direct project acquisitions, joint ventures, farm ins, acquisition of tenements/permits, and/or direct equity participation.

The acquisition of projects (whether completed or not) may require the payment of monies (as a deposit and/or exclusivity fee) after only limited due diligence or prior to the completion of comprehensive due diligence. There can be no guarantee that any proposed acquisition will be completed or be successful. If the proposed acquisition is not completed, monies advanced may not be recoverable, which may have a material adverse effect on the Company.

If an acquisition is completed, the Directors will need to reassess at that time, the funding allocated to current Projects and new projects, which may result in the Company reallocating funds from the Projects and/or raising additional capital (if available). Furthermore, notwithstanding that an acquisition may proceed upon the completion of due diligence, the usual risks associated with the new project/business activities will remain.

(i) **Major shareholders**

Sandfire holds 12,000,000 Shares. Sandfire's Shareholding will represent 13.19% of the Company's undiluted issued capital on a Maximum Subscription basis.

Sandfire will therefore have significant voting power. The Company and its Directors will comply with all applicable laws and the Listing Rules in relation to any dealings between Sandfire and the Company. However, there is a risk that investors will discount the Company's Shares as a result of the level of control held by Sandfire, and the decreased likelihood of a third party making a takeover bid for the Company.

Further details in respect of substantial shareholder interests are set out in Section 8.7.

4.2 Mining industry risks

(a) **Exploration and development risks**

The prospects of the Tenements must be considered in light of the considerable risks, expenses and difficulties frequently encountered by companies in the early stage of exploration and development activities and, accordingly, carries significant exploration risk. Potential investors should understand that mineral exploration and development is a high-risk undertaking. There can be no assurance that exploration and development will result in the discovery of further mineral deposits. Even if an apparently viable deposit is identified, there is no guarantee that it can be economically exploited. Major expenses may be required to establish ore reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site. The future exploration activities of the Company may be affected by a range of factors including geological conditions, limitations on activities due to seasonal weather patterns, unanticipated operational and technical difficulties, industrial and environmental accidents, native title process, changing government regulations and many other factors beyond the control of the Company.

The success of the Company will also depend upon the Company having access to sufficient development capital, being able to maintain title to its Tenements and obtaining all required approvals for its activities. In the event that exploration programs are unsuccessful this could lead to a diminution in the value of its Tenements, a reduction in the cash reserves of the Company and possible relinquishment of part or all of its Tenements.

Investors are cautioned that the Tenements being in proximity to mineral discoveries, resources or historical mineral occurrences is no guarantee that the Tenements will be prospective for an economic reserve. The business of exploration for, and development and exploitation of, mineral deposits is speculative and involves a high degree of risk, which even a combination of careful evaluation, experience and knowledge may not eliminate.

(b) **Resource estimation risk**

No Mineral Resource estimate, Ore Reserve or Exploration Target has been reported at the Projects.

Whilst the Company intends to undertake exploration activities with the aim of defining a Mineral Resource, no assurances can be given that this will be successfully achieved. Even if this is achieved, no assurance can be provided that the Mineral Resources can be economically extracted. The calculation and interpretation of Mineral Resource estimates are by their nature expressions of judgement based on knowledge, experience and industry practice. Estimates that were valid when originally calculated may alter significantly through additional fieldwork or when new information or techniques become available. This may result in alterations to development and mining plans, which may in turn adversely affect the Company's operations.

(c) **Title and grant risk**

Interests in all tenements in Australia are governed by state legislation and are evidenced by the granting of licences or leases. Each licence or lease is for a specific term and carries with it work program, annual expenditure and reporting commitments, as well as other conditions requiring compliance. Consequently, the Company could be exposed to additional costs, have its ability to explore or mine the Projects reduced or lose title to or its interest in the tenements if licence conditions are not met or if sufficient funds are unavailable to meet expenditure commitments.

If in the future the term of any of the tenements are not renewed or extended, the Company may suffer damage through loss of the opportunity to discover and/or develop any mineral resources on these tenements.

The Pending Tenements are not yet granted and there is a risk that:

(i) the Pending Tenements may not be granted or there may be a delay to grant the Pending Tenements; and/or

(ii) the Pending Tenements may be granted over a lesser area than applied for or the Pending Tenements may be granted subject to non-standard conditions.

In particular, Pending Tenements ELA33534 and ELA33535 are located within Aboriginal Freehold Land, which is held on trust by the Arnhem Land Aboriginal Land Trust and managed by the Northern Land Council (**NLC**). Prior to the grant of ELA33534 and ELA33535, consent must be obtained from the NLC and an agreement entered into in respect of compensation and the protection of Aboriginal sites over the area.

The Company has advised that Daly Tenements has not yet started the consultation and negotiation process with the NLC in respect to the grant of these Pending Tenements.

For a summary of the Company's interests in the Tenements at the Projects as at the date of this Prospectus, please refer to the Solicitor's Report at Annexure B.

(d) **Minimum expenditure requirements and payment of rent/administration fees**

In order to maintain an interest in the Tenements in which the Company is the holder, the Company is committed to meet the conditions under which the Tenements were granted and the obligations of the Company are subject to minimum expenditure commitments required by Australian mining legislation. The extent of work performed on each Tenement may vary depending upon the results of the exploration programme which will determine the prospectivity of the relevant area of interest.

As at the Prospectus Date, the Company is up to date with its annual rent and administrative fees payment obligations. Further, it appears that the Company has not met the expenditure commitment for the previous reporting year. There is a risk that if the Company fails to satisfy these minimum expenditure commitments for a relevant tenement year, the Company may be required to relinquish part or all of its interests in these licences.

(e) **Land and access risk**

The primary underlying tenure of all the Tenements is perpetual pastoral lease or pastoral lease land with the exception of:

(i) EL28656, ELA33211 and ELA33212, which also overlap parcels of private, freehold land; and

(ii) Pending Tenements ELA33534 and ELA33535, which are located within Aboriginal Freehold Land, held on trust by the Arnhem Land Aboriginal Land Trust and managed by the NLC.

The Mineral Titles Act requires, as a condition of each mineral exploration licence, that the title holder follow the procedure set out in the Mineral Regulations for giving notice to landowners before starting to conduct authorised activities under a mineral exploration licence.

Any delays or costs in respect of conflicting third-party rights, providing required notices, obtaining necessary consents, or access and compensation obligations, may adversely impact the Company's ability to carry out exploration or mining activities within the affected areas.

The Company has advised that, in respect of the Tenements which fall within Perpetual Pastoral Lease 1119 – Jinka Station (Parcel Number 482), being, Tenements EL33271 and EL33272 held by Glyde River, and EL34048 held by Daly Tenements, it has a land access agreement in place to conduct certain exploration activities.

In addition to the above, the Tenements are also subject to other encroachments and competing interests, including areas that have been declared as National Parks, other granted mineral titles, granted petroleum exploration permits and petroleum pipelines, and applications for geothermal exploration permits.

It is also noted that that Tenements EL26831, EL30156, EL33267, EL33268, EL33271, EL34048 and ELA33534 encroach on Sites of Conservation Significance, which are classified as conservation or environmentally sensitive areas and Tenements EL33267, EL33268, EL33271, EL34048 and EL33721 overlaps Sites of Botanical Significance.

Our Searches also indicate that Tenement EL26831 overlaps on an Aboriginal Community Living Area held by Gurdanji Aboriginal Corporation. That may limit or impose conditions on the Company's ability to access the Tenements to conduct exploration and mining activities or that may cause delays in the Company's activities.

Under Northern Territory and Commonwealth legislation, the Company may be required to consult with, obtain the consent of and/or pay compensation to the holders of third-party interests which overlay areas within the Tenements, including pastoral leases and other mining tenure in respect of exploration or mining activities on the Tenements. The Company may also be required to obtain the consent of the relevant Minister in relation to activities on certain areas of the Tenements.

For further information, please refer to section 9 of the Solicitor's Report at Annexure B.

Notwithstanding the above requirements and associated risks, the Company has sufficient access to the Projects in order to satisfy the commitments test under Listing Rule 1.3.2(b) for its proposed exploration and budget.

Any delays in respect of conflicting third-party rights, obtaining necessary consents, or compensation obligations, may adversely impact the Company's ability to carry out exploration or mining activities within the affected areas.

(f) **Environmental risk**

The operations and proposed activities of the Company are subject to State and Federal laws and regulations concerning the environment. As with most exploration projects and mining operations, the Company's activities are expected to have an impact on the environment, particularly if advanced exploration or field development proceeds.

In the Northern Territory, Daly Tenements and Glyde River (or its nominee) will be required to apply for an "environmental (mining) licence" under the new legislative framework prior to undertaking any 'substantial disturbance' on the Tenements.

The requirement for the Company to obtain additional approvals may impact or delay the Company's ability to carry out exploration or mining activities within the affected areas.

The cost and complexity of complying with the applicable environmental laws and regulations may prevent the Company from being able to develop potentially economically viable mineral deposits.

The Company has instructed us that whilst it does not have an environmental (mining) licence in place, it is working to obtain one as soon as possible. However, in the first instance the proposed initial exploration programme will not constitute 'substantial disturbance' and therefore, will not require an environmental (mining) licence.

Although the Company believes that it is in compliance in all material respects with all applicable environmental laws and regulations, there are certain risks inherent to its activities, such as accidental spills, leakages or other unforeseen circumstances, which could subject the Company to extensive liability.

Government authorities may, from time to time, review the environmental bonds that are placed on permits. The Directors are not in a position to state whether a review is imminent or whether the outcome of such a review would be detrimental to the funding needs of the Company.

Further, and as noted above, the Company may require approval from the relevant authorities before it can undertake activities that are likely to impact the environment. Failure to obtain such approvals will prevent the Company from undertaking its desired activities. The Company is unable to predict the effect of additional environmental laws and regulations, which may be adopted in the future, including whether any such laws or regulations would materially increase the Company's cost of doing business or affect its operations in any area.

There can be no assurances that new environmental laws, regulations or stricter enforcement policies, once implemented, will not oblige the Company to incur significant expenses and undertake significant investments in such respect which could have a material adverse effect on the Company's business, financial condition and results of operations.

(g) **Integration risk**

Acquisitions of mining assets and businesses may be difficult to integrate with the Company's ongoing business and management may be unable to realise anticipated synergies. Any such acquisitions may be significant in size, may change the scale of the Company's business, may require additional capital, and/or may expose the Company to new geographic, political, operating, financial and geological risks.

(h) **Native title risk**

Our searches indicate that:

(i) certain Tenements are subject to a registered native title claim;

(ii) certain Tenements are subject to registered native title determinations; and

(iii) certain Tenements are subject to registered ILUAs.

The existence of native title claims over the area covered by the Tenements, or a subsequent determination of native title over the area, will not impact the rights or interests of the holder under the Tenements provided the Tenements have been validly granted in accordance with the *Native Title Act 1993* (Cth) (**Native Title Act**).

However, the grant of any future tenure over areas that are covered by a registered claim, or a positive determination of native title will require engagement with the relevant claimants or native title holders (as relevant) in accordance with the Native Title Act.

(i) **Heritage and sociological risk**

The Searches indicate that in respect of the areas comprising the Tenements, there are:

(i) registered sacred sites located on the parcel of land;

(ii) recorded sacred sites located on the parcel of land; and

(iii) restricted work areas in the parcel of land which are provided for in a previously issued Authority Certificate.

An Authority Certificate will be required before a person can enter and remain on an Aboriginal scared site or carry out any works on an Aboriginal sacred site.

The identification of these registered Aboriginal sacred sites, recorded sacred sites, and restricted work areas does not mean that there are no other Aboriginal scared sites within the area of the Tenements. As such, there remains a risk that additional Aboriginal sacred sites or places may exist on the land the subject of the Tenements.

The existence of such sites may preclude or limit mining in certain areas of the Tenements, or cause delays in the progression of the development of a mine.

For further information on the recorded Aboriginal sacred sites, refer to section 8.3 of the Solicitor's Report.

(j) **Royalties**

The Tenements are subject to certain royalty arrangements that are either currently in place, or that may become applicable in the future. In particular, Glyde River has granted a 1.5% net smelter return royalty to Sandfire Resources pursuant to the Sandfire SPA.

These royalties, along with any usual royalties payable to the Northern Territory Government (if applicable) may have an impact on the economics of progressing any proposed mining operations on the Tenements.

For further information on these royalties, refer to section 11 of the Solicitor's Report in Annexure B.

(k) **Encumbrances on Tenements**

The Searches indicate that the Tenements held by Glyde River are subject to a mortgage registered against the Tenements that protect the rights of Sandfire, as royalty holder under the Sandfire Royalty Deed. The Searches did not identify any other encumbrances registered on the Tenements.

The existence of this mortgage may impact the Company's ability to freely deal with the Tenements, should it wish to do so in future. For further information on the mortgage, and the interests which it is protecting, please refer to section 12 of the Solicitor's Report in Annexure B.

(l) **Reliance on key personnel**

The Company is reliant on a number of key personnel and consultants, including members of the Board and its experienced management team. The loss of one or more of these key contributors could have an adverse impact on the business of the Company.

It may be particularly difficult for the Company to attract and retain suitably qualified and experienced people given the current high demand in the industry and relatively small size of the Company, compared with other industry participants.

(m) **Reliance on contractors and experts**

In various aspects of its operations, the Company relies on the services, expertise and recommendations of service providers and their employees and contractors, whom often are engaged at significant expense to the Company. The Company cannot exercise complete control over third parties providing services to the Company.

(n) **Minerals and currency price volatility**

The Company's ability to proceed with the development of its Projects and benefit from any future mining operations will depend on market factors, some of which may be beyond its control.

Any future earnings are likely to be closely related to the price of precious and base metals and the terms of any off-take agreements that the Company enters into. The world market for minerals is subject to many variables and may fluctuate markedly. The price of minerals varies on a daily basis and there is no reliable way to predict future prices. Mineral prices are influenced by numerous factors and events which are beyond our control, such as global demand and supply, forward selling activities, milder abnormal or more severe than normal weather conditions, costs of production by other producers, and other macro-economic factors, such as expectations regarding inflation, interest rates, currency exchange rates, as well as general global economic conditions and political trends. The combined effects of any or all of these factors and events on the prices or volumes of precious and base metals are impossible for us to predict. If their market prices should fall due to these and other factors and events, the Company's business, financial condition, results of operations, prospects and the price of the Company's Shares could be materially and adversely affected. These factors may have an adverse effect on the Company's exploration, development and production activities, as well as on its ability to fund those activities.

Minerals are principally sold throughout the world in US dollars. The Company's cost base will be payable in various currencies including Australian dollars. As a result, any significant and/or sustained fluctuations in the exchange rate between the Australian dollar could have a materially adverse effect on the Company's operations, financial position (including revenue and profitability) and performance. The Company may undertake measures, where deemed necessary by the Board to mitigate such risks.

4.3 General risks

(a) **Economic risks**

General economic conditions, movements in interest and inflation rates, the prevailing global commodity prices and currency exchange rates may have an adverse effect on the Company's exploration, development and production activities, as well as on its ability to fund those activities.

As with any exploration or mining project, the economics are sensitive to metal and commodity prices. Commodity prices fluctuate and are affected by many factors beyond the control of the Company. Such factors include supply and demand fluctuations for minerals, technological advances, forward selling activities and other macro-economic factors. These prices may fluctuate to a level where the proposed mining operations are not profitable. Should the Company achieve success leading to mineral production, the revenue it will derive through the sale of commodities also exposes potential income of the Company to commodity price and exchange rate risks.

(b) **Market conditions**

The market price of the Shares can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general and resource exploration stocks in particular.

Further, share market conditions may affect the value of the Company's quoted Shares regardless of the Company's operating performance. Share market conditions are affected by many factors such as:

(i) general economic outlook;

(ii) interest rates and inflation rates;

(iii) currency fluctuations;

(iv) changes in investor sentiment;

(v) the demand for, and supply of, capital; and

(vi) terrorism or other hostilities.

Neither the Company nor the Directors warrant the future performance of the Company or any return on an investment in the Company.

(c) **Force majeure**

The Projects now or in the future may be adversely affected by risks outside the control of the Company including acts of God, pandemics and health-based operating restrictions, terrorism labour unrest, subversive activities or sabotage, fires, floods, explosions or other catastrophes.

(d) **Government and legal risk**

Changes in government, monetary policies, taxation and other laws can have a significant impact on the Company's assets, operations and ultimately the financial performance of the Company and its Shares. Such changes are likely to be beyond the control of the Company and may affect industry profitability as well as the Company's capacity to explore and mine.

The Company is not aware of any pending reviews or changes that would affect the Projects. However, changes in community attitudes on matters such as taxation, competition policy and environmental issues may bring about reviews and possibly changes in government policies. There is a risk that such changes may affect the Company's development plans or its rights and obligations in respect of its Projects. Any such government action may also require increased capital or operating expenditures and could prevent or delay certain operations by the Company.

(e) **Litigation risks**

The Company is exposed to possible litigation risks including native title claims, tenure disputes, environmental claims, occupational health and safety claims and employee claims. Further, the Company may be involved in disputes with other parties in the future which may result in litigation. Any such claim or dispute if proven, may impact adversely on the Company's operations, financial performance and financial position. The Company and its subsidiaries are not currently engaged in any litigation.

(f) **Insurance risks**

The Company intends to insure its operations in accordance with industry practice. However, the Company is subject to a number of operational risks and may not be adequately insured for certain risks, including industrial and transportation accidents, catastrophic accidents, changes in the regulatory environment, natural occurrences or technical failures. The occurrence of an event that is not covered or fully covered by insurance could have a material adverse effect on the business, financial condition and results of the Company. Insurance against all risks associated with mining exploration and production is not always available and where available the costs can be prohibitive.

(g) **Taxation**

The acquisition and disposal of Securities will have tax consequences, which will differ depending on the individual financial affairs of each investor. All potential investors in the Company are urged to obtain independent financial advice about the consequences of acquiring Securities from a taxation point of view and generally.

To the maximum extent permitted by law, the Company, its officers and each of their respective advisers accept no liability and responsibility with respect to the taxation consequences of applying for Securities under this Prospectus.

(h) **Unforeseen expenditure risk**

Expenditure may need to be incurred that has not been taken into account by the Company. Although the Company is not aware of any such additional expenditure requirements, if such expenditure is subsequently incurred, this may adversely affect the expenditure proposals of the Company.

(i) **Climate change risks**

Climate change is a risk the Company has considered, particularly related to its operations in the mining industry. The climate change risks particularly attributable to the Company include:

(i) the emergence of new or expanded regulations associated with the transitioning to a lower-carbon economy and market changes related to climate change mitigation. The Company may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples sit amongst an array of possible restraints on industry that may further impact the Company and its profitability. While the Company will endeavour to manage these risks and limit any consequential impacts, there can be no guarantee that the Company will not be impacted by these occurrences; and

(ii) climate change may cause certain physical and environmental risks that cannot be predicted by the Company, including events such as increased severity of weather patterns and incidence of extreme weather events and longer term physical risks such as shifting climate patterns. All these risks associated with climate change may significantly change the industry in which the Company operates.

(j) **Infectious diseases**

The Company’s share price may be adversely affected by economic uncertainty caused by future outbreaks of COVID-19 or other infectious diseases. Measures implemented by governments around the world (such as travel bans and quarantining) to limit the transmission of the virus or other infectious diseases may adversely impact the Company’s operations.

(k) **Unforeseen risk**

There may be other risks which the Directors are unaware of at the time of issuing this Prospectus which may have an adverse impact on the Company, its operations and/or the valuation and performance of its Shares.

(l) **Competitive conditions**

The Company’s activities are directed towards exploration, evaluation, development and production of mineral deposits. The mineral exploration industry is competitive and the Company will be required to compete for the acquisition of mineral properties, claims, leases and other mineral interests for operations, exploration and development projects. As a result of this competition the Company may not be able to acquire or retain prospective development projects, technical experts that can find, develop and mine such mineral properties and interests, workers to operate its mineral properties, and capital to finance exploration, development and future operations. The Company competes with other exploration and mining companies, some of which have greater financial resources and technical facilities, for the acquisition of mineral property interests, the recruitment and retention of qualified employees; and for investment capital with which to fund its projects. If the Company is unable to successfully compete in its industry it could have a material adverse effect on the Company's results of operations and financial condition.

(m) **Speculative investment**

The above list of risk factors ought not to be taken as exhaustive of the risks faced by the Company or by investors in the Company. The above factors, and others not specifically referred to above, may in the future materially affect the financial performance of the Company and the value of the Securities offered under this Prospectus.

Therefore, the Securities to be issued pursuant to this Prospectus carry no guarantee with respect to the payment of dividends, returns of capital or the market value of those Securities.

Potential investors should consider that the investment in the Company is highly speculative and should consult their professional advisers before deciding whether to apply for Securities pursuant to this Prospectus.

5. Financial Information

5.1 Introduction

This Section 5 sets out the Financial Information (as that term is defined in Section 5.2) of the Company. The Directors are responsible for the preparation and inclusion of all Financial Information in this Prospectus. The purpose of the inclusion of the Financial Information is to illustrate the effects of the Public Offer (and the Lead Manager Offer) on the financial position of the Company. Hall Chadwick has prepared an Independent Limited Assurance Report in respect of the Financial Information, as set out in Annexure A. Investors should note the scope and limitations of the Independent Limited Assurance Report.

The Financial Information and Independent Limited Assurance Report should be read in conjunction with the other information contained in this Prospectus, including:

(a) the risk factors described in Section 4;

(b) the proposed use of funds described in Section 2.5;

(c) the indicative capital structure described in Section 2.6; and

(d) the Independent Limited Assurance Report set out in Annexure A.

Investors should also note that past performance is not an indication of future performance of the Company.

5.2 Basis of preparation of the historical information

The Historical Financial Information has been prepared in accordance with the recognition and measurement requirements of Australian Accounting Standards and the accounting policies adopted by the Company as detailed in Note 1 of Section 5.9. The Pro Forma Financial Information has been derived from the Historical Financial Information and assumes the completion of the pro forma adjustments as set out in Note 2 of Section 5.9 as if those adjustments had occurred as at 31 December 2025.

The Financial Information contained in this Section 5 of this Prospectus is presented in an abbreviated form and does not contain all the disclosures that are provided in a financial report prepared in accordance with the Corporations Act and Australian Accounting Standards.

The Historical Financial Information and the Pro Forma Financial information are collectively referred to as the **Financial Information**.

The Historical Financial Information of the Company has been extracted from the financial report of the Company. The financial report of the Company for the period ended 31 December 2025 was reviewed by Hall Chadwick in accordance with Australian Auditing Standards. Hall Chadwick issued an unmodified audit opinion, including a material uncertainty related to going concern paragraph in respect of the financial report for the period ended 31 December 2025 and for the year ended 30 June 2025. BDO Australia issued an unmodified audit opinion, including a material uncertainty related to going concern paragraph in respect of the financial report for the year ended 30 June 2024.

5.3 Forecast financial information

Mineral exploration is inherently uncertain. Consequently, there are significant uncertainties associated with forecasting future revenues and expenses of the Company. In light of uncertainty as to timing and outcome of the Company's growth strategies and the general nature of the industry in which the Company will operate, as well as uncertain macro market and economic conditions in the Company's markets, the Company's performance in any future period cannot be reliably estimated. On these bases and after considering *ASIC Regulatory Guide 170*, the Directors do not believe they have a reasonable basis to reliably forecast future earnings and accordingly forecast financials are not included in this Prospectus.

The Financial Information is presented in an abbreviated form insofar as it does not include all the disclosures, statements, comparative information and notes required in an annual financial report prepared in accordance with Australian Accounting Standards applicable to general purpose financial reports prepared in accordance with the Corporations Act.

5.4 Basis of preparation of the Pro Forma Financial Information

The Pro Forma Financial Information included in this Section 5 has been prepared for the purposes of inclusion in this Prospectus. The Pro Forma Financial Information is based on the reviewed Statement of Financial Position of the Company as at 31 December 2025 adjusting for the impacts of the Public Offer and other pro forma adjustments.

The Pro Forma Financial Information does not reflect the actual financial results of the Group for the period indicated. The directors of the Company believe that it provides useful information as it illustrates to investors the financial position of the Group immediately after the Public Offer is completed and related pro forma adjustments are made.

5.5 Historical Statement of Financial Position

The table below sets out the Historical Statement of Financial Position for the Company.

	As at 31-Dec-25 Reviewed* $	As at 30-Jun-25 Audited* $	As at 30-June-24 Audited* $
Assets			
Cash and cash equivalents	69,357	36,326	149,941
GST receivable	713	11,367	1,138
Total current assets	**70,070**	**47,693**	**151,079**
Exploration and evaluation	1,775,593	1,711,708	224,840
Total non-current assets	**1,775,593**	**1,711,708**	**224,840**
Total assets	**1,845,663**	**1,759,401**	**375,919**
Liabilities			
Current Liabilities			
Trade and other payables	23,397	24,692	23,467
Total current Liabilities	**23,397**	**24,692**	**23,467**
Total Liabilities	**23,397**	**24,692**	**23,467**
Net Assets	**1,822,266**	**1,734,709**	**352,452**
Equity			
Share capital	2,457,500	2,347,500	612,500
Accumulated losses	(635,234)	(612,791)	(260,048)
Total Equity	**1,822,266**	**1,734,709**	**352,452**

*Refer to Section 5.2 with respect to the audit opinion issued by Hall Chadwick and BDO Australia on the Historical Financial Information of the Company. The Financial Information should be read in conjunction with the accounting policies in Section 5.9 and the Independent Limited Assurance Report set out in Annexure A.

5.6 Historical Statement of Profit or Loss and Other Comprehensive Income

The table below sets out the Historical Statement of Profit or Loss and other Comprehensive Income of the Company.

	Period ended 31-Dec-25 Reviewed* $	Year ended 30-Jun-25 Audited* $	Year ended 30-Jun-24 Audited** $
Other income	-	6,818	-
	-	**6,818**	**-**
Expenses			
Exploration expensed	(13,122)	(28,720)	(11,934)
Capitalised exploration impaired	-	(103,576)	-
Legal expenses	-	(75,112)	-
Prospectus costs	-	(10,629)	-
Professional fees	(6,565)	(37,204)	(40,973)
Share based payment	-	(100,000)	-
General and administrative expenses	(2,756)	(4,320)	(9,943)
Loss before income tax	**(22,443)**	**(352,743)**	**(62,850)**
Income tax expense	**-**	**-**	**-**
Net loss	**(22,443)**	**(352,743)**	**(62,850)**

*Refer to Section 5.2 with respect to the audit opinion issued by Hall Chadwick and BDO Australia on the Historical Financial Information of the Company. The Financial Information should be read in conjunction with the accounting policies in Section 5.9 and the Independent Limited Assurance Report set out in Annexure A.

5.7 Historical Statement of Cash Flows

The table below sets out the Historical Statement of Cash Flows of the Company.

	31-Dec-25 Reviewed* $	30-Jun-25 Audited* $	30-Jun-24 Audited** $
Cash flows used in operating activities			
Net GST received	10,654	-	-
Payments to suppliers and employees	(10,616)	(129,451)	(54,162)
Payments for exploration expensed	(13,122)	(28,720)	(11,934)
Net cash used in operating activities	**(13,084)**	**(158,171)**	**(66,096)**
Cash flows from investing activities			
Payments for capitalized exploration	(63,885)	(390,444)	(82,217)
Net cash used in investing activities	**(63,885)**	**(390,444)**	**(82,217)**
Cash flows from financing activities			
Proceeds from issue of shares	110,000	435,000	-
Net cash from financing activities	**110,000**	**435,000**	**-**
Net increase in cash and cash equivalents	**33,031**	**(113,615)**	**(153,313)**
Opening cash and cash equivalents	36,326	149,941	303,254
Closing cash and cash equivalents	**69,357**	**36,326**	**149,941**

*Refer to Section 5.2 with respect to the audit opinion issued by Hall Chadwick and BDO Australia on the Historical Financial Information of the Company. The Financial Information should be read in conjunction with the accounting policies in Section 5.9 and the Independent Limited Assurance Report set out in Annexure A.

5.8 Historical and Pro Forma Statements of Financial Position

	Note	Reviewed 31 December 2025	Subsequent events	Pro forma adjustments (Minimum)	Pro forma adjustments (Maximum)	Pro forma balance (Minimum)	Pro forma balance (Maximum)
ASSETS							
CURRENT ASSETS							
Cash and cash equivalents	3	69,357	561,500	9,267,168	11,174,537	9,898,025	11,805,394
GST receivable		713	-	-	-	713	713
TOTAL CURRENT ASSETS		**70,070**	**561,500**	**9,267,168**	**11,174,537**	**9,898,738**	**11,806,107**
NON-CURRENT ASSETS							
Exploration and evaluation	4	1,775,593	375,000	-	-	2,150,593	2,150,593
TOTAL NON-CURRENT ASSETS		**1,775,593**	**375,000**	**-**	**-**	**2,150,593**	**2,150,593**
TOTAL ASSETS		**1,845,663**	**936,500**	**9,267,168**	**11,174,537**	**12,049,331**	**13,956,701**
LIABILITIES							
CURRENT LIABILITIES							
Trade and other payables		23,397	-	-	-	23,397	23,397
TOTAL LIABILITIES		**23,397**	**-**	**-**	**-**	**23,397**	**23,397**
NET ASSETS		**1,822,266**	**936,500**	**9,267,168**	**11,174,537**	**12,025,934**	**13,933,304**

	Note	Reviewed 31 December 2025	Subsequent events	Pro forma adjustments (Minimum)	Pro forma adjustments (Maximum)	Pro forma balance (Minimum)	Pro forma balance (Maximum)
EQUITY							
Issued capital	5	2,457,500	615,000	8,811,397	10,721,397	11,883,897	13,793,897
Accumulated losses	6	(635,234)	(623,500)	(158,229)	(160,860)	(1,416,963)	(1,419,593)
Reserves	7	-	945,000	614,000	614,000	1,559,000	1,559,000
TOTAL EQUITY		**1,822,266**	**936,500**	**9,267,168**	**11,174,537**	**12,025,934**	**13,933,304**

The unaudited Pro Forma Statement of Financial Position represents the reviewed statement of financial position of the Company as at 31 December 2025 adjusted for the subsequent events and pro forma transactions outlined in note 2 of Section 5.9. It should be read in conjunction with the notes to the Financial Information. Please refer to Section 5.2 with respect to the audit opinion issued by Hall Chadwick on the Historical Financial Information of the Company. The Financial Information should be read in conjunction with the accounting policies in Section 5.9 and the Independent Limited Assurance Report set out in Annexure A.

5.9 Notes to and forming part of the Historical Financial Information

Note 1: Summary of material accounting policies

The material accounting policies adopted in the preparation of the Historical Financial Information and the Historical and Pro Forma Statements of Financial Position are set out below. These policies have been consistently applied to all periods presented unless otherwise stated.

(a) **Basis of preparation**

The Historical Financial Information has been prepared in accordance with the measurement and recognition (but not the disclosure) requirements of Australian Accounting Standards, Australian Accounting Interpretations and the Corporations Act.

The financial statements have been prepared on an accrual's basis, are based on historical cost and except where stated do not take into account changing money values or current valuations of selected non-current assets, financial assets and financial liabilities. Cost is based on the fair values of the consideration given in exchange for assets.

The preparation of the Historical Statement of Financial Position requires the use of certain critical accounting estimates and assumptions. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Historical Statement of Financial Position are disclosed where appropriate.

The pro forma Statement of Financial Position as at 31 December 2025 represents the reviewed financial position of the Company. The Statement of Financial Position should be read in conjunction with the notes set out below.

(b) **Going concern**

The financial information has been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

The entity's ability to continue as a going concern is dependent on the success of the Public Offer. The Directors believe that the entity will continue as a going concern. As a result, the financial information has been prepared on a going concern basis. However, should the Public Offer be unsuccessful, the entity may not be able to continue as a going concern. No adjustments have been made relating to the recoverability and classification of liabilities that might be necessary should the entity not continue as a going concern.

(c) **Cash and cash equivalents**

Cash and cash equivalents comprise cash balances that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(d) **Exploration and evaluation expenditure**

Exploration and evaluation costs are capitalised on the basis that the entity will commence commercial production in the future, from which time the costs will be amortised in proportion to the depletion of the mineral resources. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised. In addition, costs are only capitalised that are expected to be recovered either through successful development or sale of the relevant mining interest. Factors that could impact the future commercial production at the mine include the level of reserves and resources, future technology changes, which could impact the cost of mining, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this determination is made.

Note 2: Actual and proposed transactions to arrive at the Pro-Forma Financial Information

The Pro Forma Financial Information has been prepared by adjusting the Statement of Financial Position of the Company as at 31 December 2025 to reflect the financial effects of the following subsequent events which have occurred since 31 December 2025:

(a) the issue by the Company of 6,000,000 Shares, comprising 4,000,000 Shares at an issue price of $0.125 per Share and 2,000,000 Shares at an issue price of $0.05 per Share, to raise $600,000 (before costs);

(b) the issue by the Company of 300,000 Shares at an issue price of $0.05 per Share, being Shares issued for services in relation to exploration services, totalling $15,000 (before costs);

(c) movements in working capital;

(d) the issue of 16,750,000 unquoted Options, comprising 8,500,000 Options with an exercise price of $0.40, 7,750,000 Options with an exercise price of $0.30 and 500,000 Options with an exercise price of $0.50, each (**Director and KMP Options**) expiring 5 years from the date of the Company's admission to the official list of ASX;

(e) the issue of 2,000,000 unquoted Options, comprising 1,000,000 Options with an exercise price of $0.30 and 1,000,000 Options with an exercise price of $0.40 expiring 5 years from the date of the Company's admission to the official list of ASX as consideration for the acquisition of Cedar Resources Pty Ltd;

(f) the issue of 5,500,000 Director and KMP Performance Rights, comprising:

(i) 2,750,000 Performance Rights which will vest upon the Company's VWAP being at least $0.75 over 20 consecutive days on which the Company's Shares have traded on the ASX and will expire 5 years from their date of issue; and

(ii) 2,750,000 Performance Rights which will vest upon the Company's VWAP being at least $1 over 20 consecutive days on which the Company's Shares have traded on the ASX and will expire 5 years from their date of issue.

and the following pro forma transactions which are yet to occur, but are proposed to occur following on or before completion of the Public Offer:

(g) the minimum issue of 40,000,000 Shares and maximum issue of 48,000,000 Shares, each at an issue price of $0.25 per Share, under the Public Offer;

(h) the issue of 4,000,000 unquoted Options, comprising 2,000,000 Options with an exercise price of $0.40 and 2,000,000 Options with an exercise price of $0.50, each (**Lead Manager Options**) expiring 4 years from the date of the Company's admission to the official list of ASX;

(i) cash costs of the Offers, which are estimated to be $732,832 assuming the Minimum Subscription is raised, and $825,463 assuming the Maximum Subscription is raised.

Note 3 Cash and cash equivalents

	Minimum $	Maximum $
Audited Cash and cash equivalents as at 31 December 2025:	70,070	70,070
Subsequent events		
Seed raise pre-IPO	600,000	600,000
Expenses pre-IPO	(38,500)	(38,500)
Total subsequent events	**561,500**	**561,500**
Pro-forma adjustments:		
Proceeds from shares issued under the Public Offer	10,000,000	12,000,000
Costs of the Public Offer	(732,832)	(825,463)
Total Pro Forma Adjustments	**9,267,168**	**11,174,537**
Pro-forma Balance	**9,898,738**	**11,806,107**

Note 4 Exploration and evaluation

	Minimum $	Maximum $
Audited exploration and evaluation as at 31 December 2025:	1,775,593	1,775,593
Subsequent events:		
Acquisition of Cedar Resources Pty Ltd	360,000	360,000
Shares issued for geological services	15,000	15,000
Total subsequent events	**375,000**	**375,000**
Pro-forma Balance	**2,150,593**	**2,150,593**

Note 5 Issued capital

	Minimum		Maximum	
	No of shares	$	No of shares	$
Audited Issued capital as at 31 December 2025	36,700,000	2,457,500	36,700,000	2,457,500
Issuance of shares from seed capital raising	6,000,000	600,000	6,000,000	600,000
Shares issued for services	300,000	15,000	300,000	15,000
Total subsequent events	**6,300,000**	**615,000**	**6,300,000**	**615,000**
Pro forma adjustments:				
Proceeds from shares issued under the Public Offer	40,000,000	10,000,000	48,000,000	12,000,000
Options issued to the Lead Manager		(614,000)		(614,000)
Costs of the Public Offer – capitalised cash		(574,603)		(664,603)
Total pro forma adjustments	**40,000,000**	**8,811,397**	**48,000,000**	**10,721,397**
Pro forma issued capital	**83,000,000**	**11,883,897**	**91,000,000**	**13,793,897**

Note 6 Accumulated losses

	Minimum $	Maximum $
Audited Retained earnings as at 31 December 2025:	(635,234)	(635,234)
Expenses pre-IPO	(38,500)	(38,500)
Issue of Director and KMP Options	(585,000)	(585,000)
Total Subsequent Events	**(623,500)**	**(623,500)**
Pro-forma adjustments:		
Costs of the offer	(158,229)	(160,860)
Total Pro Forma Adjustments	**(158,229)**	**(160,860)**
Pro-forma Balance	**(1,416,963)**	**(1,419,593)**

Note 7 Reserves

	Minimum $	Maximum $
Audited Reserves as at 31 December 2025	**-**	-
Options issued for acquisition of Cedar Resources Pty Ltd	360,000	360,000
Issue of Director and KMP options	585,000	585,000
Total Subsequent Events	**945,000**	**945,000**
Pro forma adjustments:		
Issue of Lead Manager Options	614,000	614,000
Total pro forma adjustments	**614,000**	**614,000**
Pro forma reserves	**1,559,000**	**1,559,000**

The Options have been valued using the Black Scholes Option Pricing Model using the following inputs:

Lead Manager Options:

Exercise price	**$0.50 and $0.40**
Estimated Volatility	100%
Option Life	4 years
Risk-free interest rate	4.34%
Fair value of option	$0.149 and $0.158

Ex KMP and Vendor Options:

Exercise price	**$0.40 and $0.30**
Estimated Volatility	100%
Option Life	5 years
Risk-free interest rate	4.34%
Fair value of option	$0.175 and $0.185

6. Board, Management and Corporate Governance

6.1 Board of Directors

The Board consists of:

(a) Mike Edwards – Executive Chairman;

(b) David Pennock – Non-Executive Director;

(c) Scott Glasson – Finance Director; and

(d) William Belbin – Non-Executive Director.

6.2 Directors' Profiles

The names and details of the Directors that will be in office at the date of Admission are as follows:

(a) **Mike Edwards – Executive Chairman**

Mr Edwards was appointed on 20 February 2026.

Mr Edwards holds a B.Bus (Economics & Finance) from Curtin University of Technology, and a B.Sci (Geology) from the University of Western Australia.

Mr Edwards is Geologist and Economist with over 25 years in both the public and private sector. For the last 15 years, has worked as a consultant and advisor in the resources industry and has held numerous Executive and Non-Executive Director roles, predominantly with ASX-listed companies and most recently was Non-Executive Chairman of Greenstone Resources Ltd (ASX:GSR) which merged with Horizon Minerals Limited (ASX: HRZ), as Non-Executive Chairman of Future Battery Minerals (ASX:FBM) and Non-Executive Chairman Firefly Resources Limited (ASX:FFR) which became Spartan Resources (ASX:SPR) which was acquired by Ramelius Resources Limited (ASX:RMS) in an approximately $4.2b deal in August 2025.

Mr Edwards is currently Non-Executive Chairman of Metal Hawk Limited (ASX: MHK), Non-Executive Director of De. Mem Ltd (ASX:DEM), Non-Executive Director of Javelin Minerals (ASX:JAV) and Non-Executive Chairman of Sommerset Minerals (ASX:SMM).

Mr Edwards is not considered to be independent.

(b) **David Pennock – Non-Executive Director**

Appointed on 22 November 2022 (ie on incorporation).

Mr Pennock is a corporate Geologist with over 20 years in the resources industry focusing on project and business development. Mr Pennock is a consultant for Pennock Executive Recruiting Pty Ltd, working with a range of clients from large scale producers to small cap explorers. He has strong business development skills and is well connected within the resources sector.

Mr Pennock is an Executive Director of Metal Hawk Limited.

Mr Pennock is not considered to be independent.

(c) **Scott Glasson – Finance Director**

Mr Glasson holds a Bachelor of Commerce from the University of Western Australia and is a Chartered Accountant with over 20 years' experience across the resources, oil & gas and retail sectors. He spent 10 years with KPMG and Ernst & Young advising listed and private companies on audit and transaction matters.

Mr Glasson has extensive experience in corporate finance, capital management and governance, including acquisitions and divestments, joint ventures, capital raisings, financial reporting and ASX compliance.

Mr Glasson is currently Chief Financial Officer of Metal Hawk Limited (ASX: MHK) and Director of TalonX Resources Limited (ASX: TXR).

Mr Glasson is not considered to be independent.

(d) **William Belbin – Non-Executive Director**

Mr Belbin was appointed on 2 March 2026.

Mr Belbin holds a B.Sc Geology, M.Sc and is a highly experienced exploration Geologist.

Mr Belbin has over 20 years' experience working in gold and base metals exploration, with extensive experience in project generation and evaluation. Mr Belbin was Exploration Manager for Rox Resources Limited (ASX: RXL) during the discovery of the Teena Zinc Deposit, NT, with JV partner Teck Australia. Mr Belbin played a key role in Rox's Fisher East nickel sulphide discoveries. Previously Mr Belbin worked with Newexco Exploration Pty Ltd as a Senior Geologist at Western Area's Forrestania Nickel Project.

Mr Belbin is currently the Managing Director of Metal Hawk Limited (ASX: MHK).

Mr Belbin is not considered to be independent.

No Director has been the subject of any disciplinary action, criminal conviction, personal bankruptcy or disqualification in Australia or elsewhere in the last ten years which is relevant or material to the performance of their duties as a Director or which is relevant to an investor's decision as to whether to subscribe for Securities.

6.3 Management Personnel

(a) **Gregor Bennett – Chief Geologist**

Gregor is an exploration geologist with over 15 years' experience across precious and base metals in Australia and internationally. He has built and led high-performing teams that consistently deliver material resource growth.

At Maximus Resources, he drove a 250% increase in gold resources, contributing to the company's acquisition by Astral Resources. At Rox Resources, he oversaw resource growth at the Youanmi Gold Project, doubling the inventory to 2.3Moz Au, and played a key role in the discovery and definition of the 7.5Mt Fisher East nickel sulphide deposits, as well as being involved in the Rox/Teck Joint Venture discovery of the world-class Teena Zinc Deposit in the Northern Territory.

Earlier in his career, Gregor contributed to advancing the 32Moz Mesa de Plata silver project in Mexico and the 8Mt Odysseus nickel deposit with Xstrata Nickel.

Gregor has been working closely with Daly over the past 5-6 months and has been instrumental in the fluorite discoveries at our Huckitta Project.

(b) **Daniel Greene – Exploration Manager**

Daniel is an exploration geologist & manager with 19 years' experience delivering exploration success across Australia and internationally, particularly in remote and complex jurisdictions. He has led multi-commodity programmes from early-stage project generation through to discovery and resource delineation. This includes over six years working in the Northern Territory's Alligator Rivers and Murphy Province, as Exploration Manager – NT with DevEx Resources, developing strong capability in land access and stakeholder engagement, including navigating permitting frameworks, coordinating approvals, and maintaining effective relationships with key stakeholders.

Daniel has a disciplined technical approach and commercial focus, he brings a pragmatic and effective style to advancing exploration projects in challenging environments.

(c) **Chris Marshall – Company Secretary**

Mr Marshall holds a LLB, FGIA and FCIS.

Mr Marshall was formally appointed on 3 March 2026.

Mr Marshall is an experienced corporate, mining and resources lawyer with over 18 years' experience. He spent 5 years with Corrs Chambers Westgarth in the corporate advisory team specialising in energy and resources and has since held senior legal and company secretarial positions within the mining sector. Mr Marshall is the founder and director of Marshall Lawyers, a commercial law firm established in 2018, and is a Fellow of the Governance Institute of Australia.

Mr Marshall is the Company Secretary of Metal Hawk Limited (ASX: MHK) and Talonx Resources Limited (ASX: TXR).

The Board considers Mr Marshall to be independent.

6.4 Interests of Directors

No current or proposed Director of the Company (or entity in which they are a partner or director) has, or has had in the two years before the date of this Prospectus, any interests in:

(a) the formation or promotion of the Company; or

(b) property acquired or proposed to be acquired by the Company in connection with its formation or promotion of the Offers; or

(c) the Offers, and

no amounts have been paid or agreed to be paid and no value or other benefit has been given or agreed to be given to:

(d) any Director to induce him or her to become, or to qualify as, a Director; or

(e) any Director of the Company for services which he or she (or an entity in which they are a partner or director) has provided in connection with the formation or promotion of the Company or the Offers,

except as disclosed in this Prospectus and as follows.

6.5 Security holdings of Directors

The Directors and their related entities have the following interests in Securities as at the date of this Prospectus:

Directors	Shares	%[1]	Options[2]	%[3]	Performance Rights[4]	%[5]
Scott Glasson[6]	2,500,000	5.81	3,000,000	16.00	1,000,000	18.18
William Belbin[7]	2,300,000	5.35	3,000,000	16.00	1,000,000	18.18
Mike Edwards[8]	600,000	1.40	2,000,000	10.67	1,000,000	18.18
David Pennock[9]	2,650,000	6.16	3,000,000	16.00	1,000,000	18.18

Notes:

1. Based on 43,000,000 Shares being on issue at the date of this Prospectus and on an undiluted basis.
2. The terms and conditions of the Options are in Section 8.2.
3. Based on 18,750,000 Options being on issue at the date of this Prospectus.
4. The terms and conditions of the Performance Rights are in Section 8.4.
5. Based on 5,500,000 Performance Rights being on issue at the date of this Prospectus.
6. Mr Glasson's Securities are held as follows:
   (a) 2,500,000 Shares held indirectly through California Investments Pty Ltd;
   (b) 3,000,000 Options held indirectly through California Investments Pty Ltd; and
   (c) 1,000,000 Performance Rights held indirectly through California Investments Pty Ltd.
7. Mr Belbin's Securities are held as follows:
   (a) 2,300,000 Shares held indirectly through Camelwood Investments Pty Ltd;
   (b) 3,000,000 Options held indirectly through Camelwood Investments Pty Ltd; and
   (c) 1,000,000 Performance Rights held indirectly through Camelwood Investments Pty Ltd.
8. Mr Edwards' Securities are held as follows:
   (a) 600,000 Shares held indirectly through Shadwick Nominees Pty Ltd;
   (b) 2,000,000 Options held indirectly through Shadwick Nominees Pty Ltd; and
   (c) 1,000,000 Performance Rights held indirectly through Shadwick Nominees Pty Ltd.
9. Mr Pennock's Securities are held as follows:
   (a) 2,650,000 Shares held indirectly through Wagoe Investments Pty Ltd;
   (b) 3,000,000 Options held indirectly through Wagoe Investments Pty Ltd; and
   (c) 1,000,000 Performance Rights held indirectly through Wagoe Investments Pty Ltd.

Based on their intended participation in the Public Offer as at the date of this Prospectus, the Directors and their related entities are expected to have the following interests in Securities on Admission (on an undiluted basis):

Directors	Shares	%		Options[3]	%[4]	Performance Rights[5]	%[6]
		Minimum Subscription[1]	Maximum Subscription[2]				
Scott Glasson[7]	2,500,000	3.01	2.75	3,000,000	13.19	1,000,000	20.41
William Belbin[8]	2,300,000	2.77	2.53	3,000,000	13.19	1,000,000	20.41
Mike Edwards[9]	600,000	0.72	0.66	2,000,000	8.79	1,000,000	20.41
David Pennock[10]	2,650,000	3.19	2.91	3,000,000	13.19	1,000,000	20.41

Notes:

1. Based on 83,000,000 Shares being on issue at the date of Admission (based on the Minimum Subscription and on an undiluted basis).
2. Based on 91,000,000 Shares being on issue at the date of Admission (based on the Maximum Subscription and on an undiluted basis).
3. Refer to Section 8.2 for a summary of the terms of the Options.
4. Based on 22,750,000 Options being on issue at the date of Admission.
5. Refer to Section 8.4 for a summary of the terms of the Performance Rights.
6. Based on 5,500,000 Performance Rights being on issue at the date of Admission.
7. Mr Glasson's Securities are held as follows:
   (a) 2,500,000 Shares held indirectly through California Investments Pty Ltd;
   (b) 3,000,000 Options held indirectly through California Investments Pty Ltd; and
   (c) 1,000,000 Performance Rights held indirectly through California Investments Pty Ltd.
8. Mr Belbin's Securities are held as follows:
   (a) 2,300,000 Shares held indirectly through Camelwood Investments Pty Ltd;
   (b) 3,000,000 Options held indirectly through Camelwood Investments Pty Ltd; and
   (c) 1,000,000 Performance Rights held indirectly through Camelwood Investments Pty Ltd.
9. Mr Edwards' Securities are held as follows:
   (a) 600,000 Shares held indirectly through Shadwick Nominees Pty Ltd;
   (b) 2,000,000 Options held indirectly through Shadwick Nominees Pty Ltd; and
   (c) 1,000,000 Performance Rights held indirectly through Shadwick Nominees Pty Ltd.
10. Mr Pennock's Securities are held as follows:
    (a) 2,650,000 Shares held indirectly through Wagoe Investments Pty Ltd;
    (b) 3,000,000 Options held indirectly through Wagoe Investments Pty Ltd; and
    (c) 1,000,000 Performance Rights held indirectly through Wagoe Investments Pty Ltd.

The table below sets out the anticipated relevant interest of the Directors (and their related entities) in Securities on Admission on a fully and diluted and undiluted basis:

Directors	Shares	Minimum Subscription		Maximum Subscription	
		% (undiluted)	% (fully diluted)	% (undiluted)	% (fully diluted)
Scott Glasson	2,500,000	3.01	2.25	2.75	2.10
William Belbin	2,300,000	2.77	2.07	2.53	1.93
Mike Edwards	600,000	0.72	0.54	0.66	0.50
David Pennock	2,650,000	3.19	2.38	2.91	2.22

6.6 Remuneration of Directors

The Constitution provides that the Company may remunerate the Directors. The remuneration shall, subject to any resolution of a general meeting, be fixed by the Directors. The maximum aggregate amount of fees that can be paid to non-executive Directors is currently set at $500,000 per annum. The remuneration of the executive Directors will be determined by the Board.

The Company has entered into:

(a) an executive chairman letter of appointment and executive services agreement with Mike Edwards;

(b) non-executive director letters of appointment with David Pennock and William Belbin; and

(c) a finance director letter of appointment and consultancy agreement with Scott Glasson.

The Directors did not receive any remuneration for the Company's financial years ending 30 June 2025 and 30 June 2024.

6.7 Related Party Transactions

The Company has entered into the following related party transactions on arms' length terms:

(a) a consultancy agreement with The California Group Pty Ltd, pursuant to which Scott Glasson will provide services as Finance Director if and when requested by the Company, as summarised in Section 7.4(a);

(b) letters of appointment with each of its Directors and Company Secretary on standard terms, as summarised in Section 7.4; and

(c) deeds of indemnity, insurance and access with each of its Directors, as summarised in Section 7.5.

At the date of this Prospectus, no other material transactions with related parties and Directors' interests exist that the Directors are aware of, other than those disclosed in the Prospectus.

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

(a) obtain Shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and

(b) 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 letters of appointment and consultancy agreements (as applicable) entered with each of the Directors are considered to be on comparable terms with those entered by other companies of similar size and stage of development, and are considered by the non-interested Directors to be reasonable remuneration for the purpose of Chapter 2E of the Corporations Act.

6.8 ASX Corporate Governance Council Principles and Recommendations

The Company has adopted comprehensive systems of control and accountability as the basis for the administration of corporate governance. The Board is committed to administering the Company's policies and procedures with openness and integrity, pursuing the true spirit of corporate governance commensurate with the Company's needs.

To the extent applicable, the Company has adopted the 4th edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (**Recommendations**).

In light of the Company's size and nature, the Board considers that the current Board is a cost effective and practical method of directing and managing the Company. As the Company's activities develop in size, nature and scope, the size of the Board and the implementation of additional corporate governance policies and structures will be reviewed.

The Company's main corporate governance policies and practices as at the date of this Prospectus are detailed below. The Company's full Corporate Governance Plan is available in a dedicated corporate governance information section of the Company's website at https://dalyresources.com.au/about/.

(a) **Board of Directors**

The Board is responsible for the corporate governance of the Company. The Board develops strategies for the Company, reviews strategic objectives and monitors performance against those objectives. Clearly articulating the division of responsibilities between the Board and management will help manage expectations and avoid misunderstandings about their respective roles and accountabilities.

In general, the Board assumes (amongst others) the following responsibilities:

(i) providing leadership and setting the strategic objectives of the Company;

(ii) appointing and, when necessary, replacing Executive Directors;

(iii) approving the appointment and when necessary replacement, of other senior executives;

(iv) undertaking appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a Director;

(v) overseeing management's implementation of the Company's strategic objectives and its performance generally;

(vi) approving operating budgets and major capital expenditure;

(vii) overseeing the integrity of the Company's accounting and corporate reporting systems including the external audit;

(viii) overseeing the Company's process for making timely and balanced disclosure of all material information concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company's securities;

(ix) ensuring that the Company has in place an appropriate risk management framework and setting the risk appetite within which the Board expects management to operate; and

(x) monitoring the effectiveness of the Company's governance practices.

The Company is committed to ensuring that appropriate checks are undertaken before the appointment of a Director and has in place written agreements with each Director which detail the terms of their appointment.

(b) **Composition of the Board**

Election of Board members is substantially the province of the Shareholders in a general meeting. On Admission, the Board will consist of one Executive Director and three Non-Executive Directors. Each of these Non-Executive Directors is not considered to be independent by the Company. As the Company's activities develop in size, nature and scope, the composition of the Board and the implementation of additional corporate governance policies and structures will be reviewed.

(c) **Identification and management of risk**

The Board's collective experience will assist in the identification of the principal risks that may affect the Company's business. Key operational risks and their management will be recurring items for deliberation at Board meetings.

(d) **Ethical standards**

The Board is committed to the establishment and maintenance of appropriate ethical standards.

(e) **Independent professional advice**

Subject to the Board's approval (not to be unreasonably withheld), the Directors, at the Company's expense, may obtain independent professional advice on issues arising in the course of their duties.

(f) **Remuneration arrangements**

The remuneration of any Executive Director will be decided by the Board, without the affected Executive Director participating in that decision-making process.

In addition, subject to any necessary Shareholder approval, a Director may be paid fees or other amounts as the Directors determine where a Director performs special duties or otherwise performs services outside the scope of the ordinary duties of a Director (eg non-cash performance incentives such as options).

Directors are also entitled to be paid reasonable travel and other expenses incurred by them in the course of the performance of their duties as Directors.

The Board reviews and approves the Company's remuneration policy in order to ensure that the Company is able to attract and retain executives and Directors who will create value for Shareholders, having regard to the amount considered to be commensurate for an entity of the Company's size and level of activity as well as the relevant Directors' time, commitment and responsibility.

The Board is also responsible for reviewing any employee incentive and equity-based plans including the appropriateness of performance hurdles and total payments proposed.

(g) **Securities trading policy**

The Board has adopted a policy that sets out the guidelines on the sale and purchase of securities in the Company by its key management personnel (ie Directors and, if applicable, any employees reporting directly to the Executive Directors). The policy generally provides that the written acknowledgement of the Chairman (or the Board in the case of the Chairman) must be obtained prior to trading.

(h) **Diversity policy**

The Board values diversity and recognises the benefits it can bring to the organisation's ability to achieve its goals. Accordingly, the Company has set in place a diversity policy. This policy outlines the Company's diversity objectives in relation to gender, age, cultural background and ethnicity. It includes requirements for the Board to consider establishing measurable objectives for achieving diversity, and for the Board to assess annually both the objectives, and the Company's progress in achieving them.

(i) **Audit and risk**

The Company will not have a separate audit or risk committee until such time as the Board is of a sufficient size and structure, and the Company's operations are of a sufficient magnitude for a separate committee to be of benefit to the Company. In the meantime, the full Board will carry out the duties that would ordinarily be assigned to that committee under the written terms of reference for that committee, including but not limited to, monitoring and reviewing any matters of significance affecting financial reporting and compliance, the integrity of the financial reporting of the Company, the Company's internal financial control system and risk management systems and the external audit function.

(j) **External audit**

The Company in general meetings is responsible for the appointment of the external auditors of the Company, and the Board from time to time will review the scope, performance and fees of those external auditors.

(k) **Social media policy**

The Board has adopted a social media policy to regulate the use of social media by people associated with the Company or its subsidiaries to preserve the Company's reputation and integrity. The policy outlines requirements for compliance with confidentiality, governance, legal, privacy and regulatory parameters when using social media to conduct Company business.

(l) **Whistleblower policy**

The Board has adopted a whistleblower protection policy to ensure concerns regarding unacceptable conduct including breaches of the Company's code of conduct can be raised on a confidential basis, without fear of reprisal, dismissal or discriminatory treatment. The purpose of this policy is to promote responsible whistle blowing about issues where the interests of others, including the public, or of the organisation itself are at risk.

(m) **Anti-bribery and anti-corruption policy**

The Board has a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all business dealings. The Board has adopted an anti-bribery and anti-corruption policy for the purpose of setting out the responsibilities in observing and upholding the Company's position on bribery and corruption provide information and guidance to those working for the Company on how to recognise and deal with bribery and corruption issues.

6.9 Departures from Recommendations

Following Admission, the Company will be required to report any departures from the Recommendations in its annual financial report.

The Company's compliance and departures from the Recommendations as at the date of this Prospectus are detailed in the table below.

Principles and Recommendations	Comply (Yes/No)	Explanation
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT		
Recommendation 1.6 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the Board, its committees and individual directors; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	**Partially**	The process for evaluating board performance is detailed in the Performance Evaluation Policy which is available on the Company's website. The Performance Evaluation Policy has been newly adopted and therefore no performance evaluation has been undertaken in accordance with those processes contained within the policy.
Recommendation 1.7 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	**Partially**	The Board reviews the performance of its executive team at least every two years. A member of the executive team, for these purposes, means key management personnel (as defined in the Corporations Act), other than non-executive Directors. The applicable processes for these evaluations can be found in the Company's Performance Evaluation Policy, which is available on the Company's website.

Principles and Recommendations	Comply (Yes/No)	Explanation
		The Performance Evaluation Policy has been newly adopted and therefore no performance evaluation has been undertaken in accordance with those processes contained within the policy.
PRINCIPLE 2 – STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE		
Recommendation 2.1 The board of a listed entity should: (a) have a nomination committee which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	**Partially**	In view of the size and resources available to the Company, it is not considered that a separate nomination committee would add any substance to this process, as such the Board as a whole will act in regards to the responsibilities of the nomination committee. Those responsibilities are outlined in the Nomination and Remuneration Committee Charter which is available on the Company's website.
Recommendation 2.2 A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.	**Partially**	The Board is structured to facilitate the effective discharge of its duties and to add value through its deliberations. It seeks to achieve a Board composition with a balance of diverse attributes relevant to the Company's operations and markets, including skills sets, background, gender, geography and industry experience. In addition to those general skills expected for Board membership, the following skills have also been identified as being necessary such as operational management, exploration and geology, engineering, project delivery, finance, corporate governance, equity

Principles and Recommendations	Comply (Yes/No)	Explanation
		capital markets, legal, and commercial negotiations. A profile of each Director setting out their skills, experience and period of office will be set out in the Directors' Report section of each annual report. The Company has not disclosed a Board skill matrix.
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK		
Recommendation 7.1 The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	**Partially**	As a consequence of the size and composition of the Company's Board (comprising the Executive Director and Non-Executive Directors) the Board does not have a stand-alone risk committee. The Board as a whole has responsibilities typically assumed by a risk committee, including but not limited to: (a) ensuring that an appropriate risk-management framework is in place and is operating properly; and (b) reviewing and monitoring legal and policy compliance systems and issues. That is, matters typically dealt with by a risk committee are dealt with by the full Board.

Principles and Recommendations	Comply (Yes/No)	Explanation
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY		
Recommendation 8.1 The board of a listed entity should: (a) have a remuneration committee which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	**Partially**	The Board as a whole performs the function of the remuneration committee which includes setting the Company's remuneration structure, determining eligibilities to incentive schemes, assessing performance and remuneration of senior management and determining the remuneration and incentives of the Board. The Board may obtain external advice from independent consultants in determining the Company's remuneration practices, including remuneration levels, where considered appropriate. The Board considers that the Company is not currently of a size, nor are its affairs of such complexity to justify having a separate remuneration committee.

7. Material Contracts

The Directors consider that certain contracts entered into by the Company are material to the Company or are of such a nature that an investor may wish to have particulars of them when assessing whether to apply for Shares under the Offers. The provisions of such material contracts are summarised in this Section.

7.1 Sandfire SPA

The Company and its wholly-owned subsidiary, Glyde River, entered into a sale and purchase agreement (North Batten and Huckitta Projects) with Sandfire Resources Limited (ACN 105 154 185) (**Sandfire**) (being an unrelated party to the Company) (**Sandfire SPA**), pursuant to which Glyde River acquired a 100% interest in the tenements comprising Sandfire's North Batten Project (now integrated into the Batten Project) and Huckitta Project.

The aggregate consideration paid by the Company pursuant to the Sandfire SPA was 12,000,000 Shares.

Completion of the Sandfire SPA occurred on 28 October 2024.

The Sandfire SPA included a participation right whereby the Company agreed to provide Sandfire with advanced notice of any proposed equity capital raising, following which Sandfire may provide notice that it wishes to participate in such capital raising. If Sandfire so wishes, the Company will be required to use reasonable endeavours to permit Sandfire to participate in the capital raising (subject to and conditional upon any required Company shareholder approval, if required by law or the ASX Listing Rules). The participation right:

(a) will not apply to bonus issues, rights issues, dividend or distribution plans, securities issued pursuant to an employee incentive scheme or on conversion of existing securities or any merger, business combination, tender offer, takeover or scheme of arrangement; and

(b) will cease immediately if a change of control occurs in respect of Sandfire or Sandfire holds less than 10% of the Shares for more than 20 consecutive days (other than pending any required Company shareholder approval to enable Shares to be issued to Sandfire under the participation right), and will cease in all respects on the date that is 5 years after completion of the Sandfire SPA.

Pursuant to the Sandfire SPA, Glyde River:

(c) assumed the obligation to pay the Finching Royalty to Finching (as discussed at section 7.2(b) below); and

(d) granted a 1.5% net smelter return royalty to Sandfire Resources (as discussed at section 7.2(a) below).

The Sandfire SPA otherwise contains terms and conditions considered standard for an agreement of this nature and has been registered as a dealing against the applicable Tenements in accordance with its terms. For further information on the registration of the Sandfire SPA on certain Tenements, please refer to Schedule 1 of the Solicitor's Report in Annexure B.

7.2 Royalty Agreements

(a) **Sandfire Royalty**

Pursuant to the Sandfire SPA, Glyde River granted a 1.5% net smelter return royalty to Sandfire Resources pursuant to the Sandfire Royalty Deed in respect of EL26831, EL28656, EL30156, EL33263, EL33264, EL33267, EL33268, EL33269, EL33271, EL33272 and EL33721 (**Sandfire Royalty Tenements**).

The royalty is payable in respect of gold, silver, platinum, antimony, mercury, copper, lead, zinc and all other mineral elements and mineral compounds, existing or discovered within the Sandfire Royalty Tenements and commences on the first date of commercial production from the Sandfire Royalty Tenements.

Pursuant to the Sandfire SPA and the Sandfire Royalty Deed, Glyde River granted Sandfire Resources security over the Sandfire Royalty Tenements in respect of its obligation to pay the royalty.

(b) **Finching Royalty**

The obligations contained in the Finching Royalty Agreement were assigned to Glyde River, pursuant to a deed of assignment and assumption in accordance with the Sandfire SPA.

At the date of assignment, the Finching Royalty Agreement applied to EL26833 and EL26835, which were transferred to Glyde River under the Sandfire SPA, and both of which ceased on 19 May 2025 (and are now 'historic').

Pursuant to the Finching Royalty Agreement, a royalty is payable to Finching of $0.50 per tonne of manganese ore which is mined, sold and shipped by the title holder from historical exploration licence EL24700 or "*any other mining tenement or mining tenements which may be granted in lieu of or relate to the same ground as that of EL24700*."

Searches were conducted over the area the subject of historical tenements EL24700, EL26833 and EL26835, and it has been determined that Glyde River no longer holds any tenement interest over these tenements. Based on this, it is possible that this Finching Royalty no longer applies to any of the Tenements held by Glyde River. However, should Glyde River, in the future, apply for a tenement over the area of the historical tenements mentioned above, it is possible that the royalty will become payable to Finching.

7.3 Lead Manager Mandate

(a) **Lead Manager Mandate**

The Company entered into a lead manager mandate dated 23 February 2026 (**Lead Manager Mandate**) appointing Euroz Hartleys Limited (**Lead Manager**) as lead manager to the Public Offer.

The Company will pay the following fees to the Lead Manager for these services:

(i) a capital raising fee of 6% of the funds raised under the Public Offer; and

(ii) the Lead Manager Options, being:

(A) Tranche 1 Options: 2,000,000 unquoted Options with an exercise price of $0.40 and expiry date of 4 years from their date of issue; and

(B) Tranche 2 Options: 2,000,000 unquoted Options with an exercise price of $0.50 and expiry date of 4 years from their date of issue.

The Lead Manager Options will otherwise be subject to the terms and conditions in Section 8.3.

The Company has agreed to reimburse the Lead Manager for certain agreed costs and expenses incurred in performing these services.

See Section 8.8 for further information regarding the Lead Manager's interests in the Offers.

The Lead Manager Mandate contains additional provisions considered standard for agreements of this nature.

7.4 Executive Services Agreements, Consultancy Agreements and Letters of Appointment

(a) **Executive Chairman – Mike Edwards**

The Company has entered into an Executive Chairman letter of appointment with Mr Mike Edwards dated 26 March 2026 (**Edwards Appointment Letter**), pursuant to which Mr Edwards has consented to be appointed as Executive Chairman.

The Company has also entered a separate executive services agreement with Mr Edwards (**Edwards Executive Agreement**), pursuant to which Mr Edwards will be paid $280,000 per annum (excluding superannuation) for services provided to the Company as the Executive Chairman (**Edwards Executive Agreement**, and together with the Edwards Appointment Letter, the **Edwards Agreements**).

As an incentive component of his remuneration package, Mr Edwards holds:

(i) 2,000,000 Options on the terms and conditions in Section 8.2; and

(ii) 1,000,000 Performance Rights on the terms and conditions in Section 8.4.

The Edwards Agreements contain additional provisions considered standard for agreements of this nature.

(b) **Non-Executive Director – David Pennock**

The Company has entered into a Non-Executive Director letter of appointment with David Pennock dated 26 March 2026 (**Pennock Appointment Letter**), pursuant to which Mr Pennock has consented to be appointed as a Non-Executive Director. Pursuant to the Pennock Appointment Letter, the Company has agreed to pay Mr Pennock $50,000 per annum (excluding statutory superannuation) for services provided to the Company as Non-Executive Director.

As an incentive component of his remuneration package, Mr Pennock holds:

(i) 3,000,000 Options on the terms and conditions in Section 8.2;

(ii) 1,000,000 Performance Rights in the terms and conditions in Section 8.4.

The Pennock Appointment Letter contains additional provisions considered standard for agreements of this nature.

(c) **Finance Director - Scott Glasson**

The Company has entered into a Finance Director letter of appointment with Scott Glasson dated 25 March 2026 (**Glasson Appointment Letter**), pursuant to which Mr Glasson has consented to be appointed as Finance Director.

The Company has also entered a separate consultancy agreement with Mr Glasson for the provision of consultant services (**Glasson Consultancy Agreement** and together with the Glasson Appointment Letter, the **Glasson Agreements**). Pursuant to the Glasson consultancy Agreement, Mr Glasson will be paid $8,333.33 per month (excluding GST) for the provision of Finance Director consulting services.

As an incentive component of his remuneration package, Mr Glasson holds:

(i) 3,000,000 Options on the terms and conditions in Section 8.2; and

(ii) 1,000,000 Performance Rights on the terms and conditions in Section 8.4.

The Glasson Agreements contain additional provisions considered standard for agreements of this nature.

(d) **Non-Executive Director – William Belbin**

The Company has entered into a Non-Executive Director letter of appointment with William Belbin dated 26 March 2026 (**Belbin Appointment Letter**), pursuant to which Mr Belbin has consented to be appointed as a Director. Pursuant to the Belbin Appointment Letter, the Company has agreed to pay Mr Belbin $50,000 per annum (excluding statutory superannuation) for services provided to the Company as Non-Executive Director.

As an incentive component of his remuneration package, Mr Belbin holds:

(i) 3,000,000 Options on the terms and conditions in Section 8.2; and

(ii) 1,000,000 Performance Rights on the terms and conditions in Section 8.4.

The Belbin Appointment Letter contains additional provisions considered standard for agreements of this nature.

7.5 Deeds of indemnity, insurance and access

The Company is party to a deed of indemnity, insurance and access with each of the Directors and the Company Secretary (**Indemnified Parties**). Under these deeds, the Company indemnifies each of the Indemnified Parties to the extent permitted by law against any liability arising as a result of the Indemnified Parties acting in their respective positions. The Company is also required to maintain insurance policies for the benefit of the Indemnified Parties and must allow the Indemnified Parties to inspect board papers in certain circumstances. The deeds are considered standard for documents of this nature.

8. Additional information

8.1 Rights attaching to Shares

A summary of the rights attaching to the Shares is detailed below. This summary is qualified by the full terms of the Constitution (a full copy of the Constitution is available from the Company on request free of charge) and does not purport to be exhaustive or to constitute a definitive statement of the rights and liabilities of Shareholders. These rights and liabilities can involve complex questions of law arising from an interaction of the Constitution with statutory and common law requirements. For a Shareholder to obtain a definitive assessment of the rights and liabilities which attach to the Shares in any specific circumstances, the Shareholder should seek legal advice.

(a) (**Ranking of Shares**): At the date of this Prospectus, all Shares are of the same class and rank equally in all respects. Specifically, the Shares issued pursuant to this Prospectus will rank equally with existing Shares.

(b) (**Voting rights**): Subject to any rights or restrictions, at general meetings:

(i) every Shareholder present and entitled to vote may vote in person or by attorney, proxy or representative;

(ii) has one vote on a show of hands; and

(iii) has one vote for every Share held, upon a poll.

(c) (**Dividend rights**): Subject to the rights of persons (if any) entitled of Shares with special rights to dividend, the Directors may declare a final dividend subject to and in accordance with the provisions of the Corporations Act where:

(i) the Company's assets exceed its liabilities immediately before the dividend is declared and the excess is sufficient for the payment of the dividend;

(ii) the payment of the dividend is fair and reasonable to the Members as a whole; and

(iii) the payment of the dividend does not materially prejudice the Company's ability to pay its creditors,

and may authorise the payment or crediting by the Company to the Members of such a dividend.

(d) (**Variation of rights**): The rights attaching to the Shares may only be varied by the consent in writing of the holders of three-quarters of the Shares, or with the sanction of a special resolution passed at a general meeting.

(e) (**Transfer of Shares**): Pursuant to the Constitution, a Shareholder may transfer a Share by any means permitted by the Corporations Act or by law. The Company participates in the share registration and transfer system known as CHESS, which is operated by ASX under the Security Clearing House Business Rules. Under CHESS, the Company may issue holding statements in lieu of share certificates. The Directors may refuse to register a transfer of Shares only if the refusal would not contravene the Corporations Act or the ASX Listing Rules or where the registration would create a new parcel of unmarketable securities.

(f) (**General meetings**): Shareholders are entitled to be present in person, or by proxy, attorney or representative to attend and vote at general meetings of the Company.

The Directors may convene a general meeting at their discretion. General meetings shall also be convened on requisition as provided for by the Corporations Act.

(g) (**Unmarketable parcels**): The Company's Constitution provides for the sale of unmarketable parcels subject to any applicable laws and provided a notice is given to the minority Shareholders stating that the Company intends to sell their relevant Shares unless an exemption notice is received by a specified date.

(h) (**Rights on winding up**): If the Company is wound up, the liquidator may with the sanction of special resolution, divide the assets of the Company amongst members as the liquidator sees fit.

(i) (**Restricted Securities**): A holder of Restricted Securities (as defined in the Listing Rules) must comply with the requirements imposed by the Listing Rules in respect of Restricted Securities.

8.2 Terms and conditions of Options

(a) (**Entitlement**): Each Option entitles the holder to subscribe for one Share upon exercise of the Option.

(b) (**Issue Price**): The Options were issued for nil consideration.

(c) (**Exercise Price**): The Options will have the following exercise prices (each, an **Exercise Price**):

Security holder	Number of Options	Exercise Price	Expiry Date
Mr David Rawlings	1,500,000	$0.30	5 years from the date of Admission
	1,750,000	$0.40	5 years from the date of Admission
Mr Timothy McCormack	1,000,000	$0.30	5 years from the date of Admission
	1,000,000	$0.40	5 years from the date of Admission
Mr William Belbin	1,500,000	$0.30	5 years from the date of Admission
	1,500,000	$0.40	5 years from the date of Admission
Mr Mike Edwards	1,000,000	$0.30	5 years from the date of Admission
	1,000,000	$0.40	5 years from the date of Admission
Mr Scott Glasson	1,500,000	$0.30	5 years from the date of Admission
	1,500,000	$0.40	5 years from the date of Admission

Security holder	Number of Options	Exercise Price	Expiry Date
Mr David Pennock	1,500,000	$0.30	5 years from the date of Admission
	1,500,000	$0.40	5 years from the date of Admission
Mr Chris Marshall	250,000	$0.30	5 years from the date of Admission
	250,000	$0.40	5 years from the date of Admission
Gregor Bennett	500,000	$0.30	5 years from the date of Admission
	500,000	$0.40	5 years from the date of Admission
Daniel Greene	500,000	$0.40	5 years from the date of Admission
	500,000	$0.50	5 years from the date of Admission
Non-related party Security holders	2,000,000	$0.40	4 years from their date of issue
	2,000,000	$0.50	4 years from their date of issue

(d) (**Expiry Date**): Each Option will expire at 5.00pm (AWST) on the relevant date set out above (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(e) (**Vesting, exercise period and lapsing**): The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(f) (**Exercise Notice and payment**): Options may be exercised by notice in writing to the Company (**Exercise Notice**) together with payment of the Exercise Price for each Option being exercised. Any Exercise Notice for an Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt. Payment in connection with the exercise of Options must be in Australian dollars and made payable to the Company in cleared funds.

(g) (**Shares issued on exercise**): Shares issued on exercise of Options will rank equally in all respects with then existing Shares in the Company.

(h) (**Quotation of Shares**): Provided that the Company is quoted on ASX at the time, an application will be made by the Company to ASX for quotation of the Shares issued upon the exercise of the Options.

(i) (**Timing of issue of Shares**): Subject to Section 8.2(j), within five business days after the later of the following:

(i) receipt of an Exercise Notice given in accordance with these terms and conditions and payment of the Exercise Price in cleared funds for each Option being exercised by the Company if the Company is not in possession of excluded information (as defined in section 708A(7) of the Corporations Act); and

(ii) the date that the Company ceases to be in possession of excluded information with respect to the Company (if any) following the receipt of the Exercise Notice and payment of the Exercise Price in cleared funds for each Option being exercised by the Company,

the Company will allot and issue the Shares pursuant to the exercise of the Options and, to the extent that it is legally able to do so:

(iii) give ASX a notice that complies with section 708A(5)(e) of the Corporations Act; and

(iv) apply for official quotation on the ASX of the Shares issued pursuant to the exercise of the Options.

If the Company is unable to lodge a notice that complies with section 708A(5)(e) of the Corporations Act then the Company may, in its absolute discretion, issue the Shares after the lodgement of a disclosure document issued by the Company complying with Part 6D.2 of the Corporations Act in respect of an offer of Shares (**Cleansing Prospectus**) or, if agreed by the holder, issue the Shares after the holder signs an undertaking not to deal in the Shares until the earlier of the Company issuing a Cleansing Prospectus and twelve months from issue, and agrees to a holding lock being placed on the Shares for this period.

(j) (**Shareholder and regulatory approvals**): Despite any other provision of these terms and conditions, exercise of Options into Shares will be subject to the Company obtaining all required (if any) Shareholder and regulatory approvals for the purpose of issuing the Shares to the holder. If exercise of the Options would result in any person being in contravention of section 606(1) of the Corporations Act then the exercise of each Option that would cause the contravention will be deferred until such time or times that the exercise would not result in a contravention of section 606(1) of the Corporations Act. Holders must give notification to the Company in writing if they consider that the exercise of the Options may result in the contravention of section 606(1) of the Corporations Act, failing which the Company will be entitled to assume that the exercise of the Options will not result in any person being in contravention of section 606(1) of the Corporations Act.

(k) (**Cashless exercise of Options**): Other than Options held by Mr David Rawlings and Mr Timothy McCormack (or their nominee/s), the holder of Options may elect not to be required to provide payment of the Exercise Price for the number of Options specified in a Notice of Exercise but that on exercise of those Options the Company will transfer or allot to the holder that number of Shares equal in value to the positive difference between the then Market Value of the Shares at the time of exercise and the Exercise Price that would otherwise be payable to exercise those Options (with the number of Shares rounded down to the nearest whole Share). For the avoidance of doubt, the cashless exercise right set out in this sub-paragraph (k) do not apply to Options held by Mr David Rawlings or Mr Timothy McCormack (or their nominee/s), and those holders must provide payment of the Exercise Price in full upon exercise of their Options in accordance with sub-paragraph (f) above.

(l) (**Participation in new issues**): If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment), the number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the holder would have received if the holder had exercised the Option before the record date for the bonus issue and there will be no change made to the Exercise Price.

(m) (**Adjustment for bonus issues of Shares**): If the Company makes an issue of Shares pro rata to existing Shareholders there will be no adjustment to the Exercise Price.

(n) (**Adjustment for rights issues**): If there is any reconstruction of the issued share capital of the Company, the rights of the holders may be varied to comply with the Listing Rules which apply to the reconstruction at the time of the reconstruction.

(o) (**Quotation**): The Company will not apply for quotation of the Options on ASX.

(p) (**Transferability**): Options can only be transferred with the prior written consent of the Company, which consent may be withheld in the Company's sole discretion.

(q) (**Return of capital rights**): The Options do not confer any right to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.

8.3 Terms and conditions of Lead Manager Options

The terms and conditions of the Lead Manager Options, in this Schedule referred to as 'Options', are as follows:

(a) (**Entitlement**): Each Option entitles the holder to subscribe for one Share upon exercise of the Option.

(b) (**Exercise Price**): The amount payable upon exercise of the Options is set out below.

   (i) Tranche 1 Options: 2,000,000 unquoted options with an exercise price of $0.40 each and expiring 4 years from their date of issue; and

   (ii) Tranche 2 Options: 2,000,000 unquoted options with an exercise price of $0.50 each and expiring 4 years from their date of issue.

(c) (**Expiry Date**): Each Option will expire as set out in the above sub-paragraph (b) (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) (**Exercise Period**): The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(e) (**Notice of Exercise**): The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) (**Exercise Date**): A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(g) (**Timing of issue of Shares on exercise**): Within five Business Days after the Exercise Date, the Company will:

(i) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;

(ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and

(iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.

If a notice delivered under (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(h) (**Shares issued on exercise**): Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

(i) (**Quotation of the Options**): The Company will not apply for quotation of the Options on ASX, unless the Board resolves otherwise in its sole discretion.

(j) (**Reconstruction of capital**): If at any time the issued capital of the Company is reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.

(k) (**Participation in new issues**): There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(l) (**Change in exercise price**): An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(m) (**Transferability**): Options can only be transferred with the prior written consent of the Company, which consent may be withheld in the Company's sole discretion.

8.4 Terms and conditions of Performance Rights

The following terms and conditions apply to the Performance Rights:

(a) (**Entitlement**): Subject to the terms and conditions set out below, each Performance Right, once vested, entitles the holder to the issue of one fully paid ordinary share in the capital of the Company.

(b) (**Issue Price**): The Performance Rights are issued for nil cash consideration.

(c) (**Vesting Conditions**): Subject to the terms and conditions set out below, the Performance Rights will have the vesting conditions (**Vesting Condition**) specified below:

Class	A	B
Number	2,750,000	2,750,000
Vesting Condition	The Company's VWAP being at least $0.75 over 20 consecutive days on which the Company's Shares have traded on the ASX.	The Company's VWAP being at least $1.00 over 20 consecutive days on which the Company's Shares have traded on the ASX.
Expiry Date	5 years from the date of issue	5 years from the date of issue

The following definitions apply:

> ***Shares*** *means the Company's fully paid ordinary shares.*
>
> ***VWAP*** *means the volume weighted average market price (as defined in the ASX Listing Rules) of Shares.*

(d) (**Vesting**): Subject to the satisfaction of the Vesting Condition, the Company will notify the Holder in writing (**Vesting Notice**) within 3 Business Days of becoming aware that the relevant Vesting Condition has been satisfied.

(e) (**Expiry Date**): The Performance Rights will expire and lapse on the first to occur of the following:

  (i) the Vesting Condition becoming incapable of satisfaction due to the cessation of employment of the holder with the Company (or any of its subsidiary entities) (subject to the exercise of the Board's discretion under the Plan); and

  (ii) 5:00pm on the date which is 5 years after the date of issue of the Performance Rights,

(**Expiry Date**).

(f) (**Exercise**): At any time between receipt of a Vesting Notice and the Expiry Date (as defined in clause (e) above), the holder may apply to exercise Performance Rights by delivering a signed notice of exercise to the Company Secretary. The holder is not required to pay a fee to exercise the Performance Rights.

(g) (**Issue of Shares**): As soon as practicable after the valid exercise of a vested Performance Right, the Company will:

  (i) issue, allocate or cause to be transferred to the holder the number of Shares to which the holder is entitled;

  (ii) issue a substitute Certificate for any remaining unexercised Performance Rights held by the holder;

  (iii) if required, and subject to clause (h), give ASX a notice that complies with section 708A(5)(e) of the Corporations Act; and

  (iv) do all such acts, matters and things to obtain the grant of quotation of the Shares by ASX in accordance with the Listing Rules.

(h) (**Restrictions on transfer of Shares**): If the Company is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or such a notice for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, Shares issued on exercise of the Performance Rights may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act. The Company is authorised by the holder to apply a holding lock on the relevant Shares during the period of such restriction from trading.

(i) (**Ranking**): All Shares issued upon the conversion of Performance Rights will upon issue rank equally in all respects with other Shares.

(j) (**Transferability of the Performance Rights**): The Performance Rights are not transferable, except with the prior written approval of the Company at its sole discretion and subject to compliance with the Corporations Act and Listing Rules.

(k) (**Dividend rights**): A Performance Right does not entitle the holder to any dividends.

(l) (**Voting rights**): A Performance Right does not entitle the holder to vote on any resolutions proposed at a general meeting of the Company, subject to any voting rights provided under the Corporations Act or the ASX Listing Rules where such rights cannot be excluded by these terms.

(m) (**Quotation of the Performance Rights**) The Company will not apply for quotation of the Performance Rights on any securities exchange.

(n) (**Adjustments for reorganisation**): If there is any reorganisation of the issued share capital of the Company, the rights of the Performance Rights holder will be varied in accordance with the Listing Rules.

(o) (**Entitlements and bonus issues**): Subject to the rights under clause (p), holders will not be entitled to participate in new issues of capital offered to shareholders such as bonus issues and entitlement issues.

(p) (**Bonus issues**): If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment), the number of Shares which must be issued on the exercise of a vested Performance Right will be increased by the number of Shares which the holder would have received if the holder had exercised the Performance Right before the record date for the bonus issue.

(q) (**Return of capital rights**): The Performance Rights do not confer any right to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.

(r) (**Rights on winding up**): The Performance Rights have no right to participate in the surplus profits or assets of the Company upon a winding up of the Company.

(s) (**Takeovers prohibition**):

(i) the issue of Shares on exercise of the 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; and

(ii) the Company will not be required to seek the approval of its members for the purposes of item 7 of section 611 of the Corporations Act to permit the issue of any Shares on exercise of the Performance Rights.

(t) (**No other rights**): A Performance Right does not give a holder any rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.

(u) (**Amendments required by ASX**): The terms of the Performance Rights may be amended as considered necessary by the Board in order to comply with the ASX Listing Rules, or any directions of ASX regarding the terms provided that, subject to compliance with the Listing Rules, following such amendment, the economic and other rights of the holder are not diminished or terminated.

(v) (**Plan**): The Performance Rights are issued pursuant to and are subject to the Plan. In the event of conflict between a provision of these terms and conditions and the Plan, these terms and conditions prevail to the extent of that conflict.

(w) (**Constitution**): Upon the issue of the Shares on exercise of the Performance Rights, the holder will be bound by the Company's Constitution.

8.5 Performance Rights – Guidance Note 19

In accordance with Guidance Note 19, the following additional information is provided in respect of the Performance Rights:

(a) The Performance Rights were issued to the following members of the Board and management or their nominees (**Holders**) in the following proportions:

Holder	Class A	Class B	Total
William Belbin *(Non-Executive Director)*	500,000	500,000	**1,000,000**
Scott Glasson *(Finance Director)*	500,000	500,000	**1,000,000**
David Pennock *(Non-Executive Director)*	500,000	500,000	**1,000,000**
Mike Edwards *(Executive Chairman)*	500,000	500,000	**1,000,000**
Chris Marshall *(Company Secretary)*	150,000	150,000	**300,000**
Gregor Bennett *(Chief Geologist)*	300,000	300,000	**600,000**
Daniel Greene *(Exploration Manager)*	300,000	300,000	**600,000**
Total	**2,750,000**	**2,750,000**	**5,500,000**

(b) The relationship between the Company and the proposed holders of the Performance Rights is specified above.

(c) The Performance Rights are a performance-based component of the Holders' remuneration packages. The issue of the Performance Rights represents the Company's ongoing commitment to reward, retain and attract personnel whose skills and qualifications are necessary and appropriate for the Company's future operations and development. The performance hurdles are aligned to the Company's short, medium and longer-term performance objectives.

(d) The Directors and management personnel will have an integral role in meeting the performance milestones attaching to the Performance Rights by virtue of their respective positions.

(i) Mr Edwards will play an integral role in achieving the performance milestones in his capacity as Executive Chairman. His background as a Geologist and Economist, combined with over 25 years' experience across the resources sector, will support the Company's strategic direction and corporate objectives as it advances its exploration programmes.

(ii) Mr Pennock will contribute to achieving the performance milestones as Non-Executive Director. His experience in project and business development within the resources sector will provide strategic and commercial guidance to support the Company's growth objectives.

(iii) Mr Glasson will contribute to achieving the performance milestones as Finance Director. His qualifications as a Chartered Accountant and experience in corporate finance, capital management and ASX compliance will provide financial and governance oversight as the Company progresses towards Admission and its post-IPO objectives.

(iv) Mr Belbin will contribute to achieving the performance milestones as Non-Executive Director. His background as a geologist and experience across gold and base metals exploration will provide technical guidance to support the Company's drilling programmes and resource growth initiatives.

(v) Mr Marshall will contribute to achieving the performance milestones in his role as Company Secretary. His experience as a mining and resources lawyer will support the Company's governance framework and compliance obligations as an ASX-listed entity.

(vi) Mr Bennett and Mr Greene will contribute to achieving the performance milestones in their respective roles as Chief Geologist and Exploration Manager. Their respective exploration experience will underpin the Company's exploration programmes and resource delineation objectives.

(e) The remuneration packages of the Holders are as follows:

(i) the Directors remuneration is set out in Section 7.4;

(ii) Chris Marshall: $60,000 per annum (plus GST);

(iii) Gregor Bennett: $220,000 per annum (excluding superannuation); and

(iv) Daniel Greene: $220,000 per annum (excluding superannuation).

(f) Details of the security holdings of the Holders are as follows:

Holder	Consideration paid for Securities
William Belbin *(Non-Executive Director)*	2,300,000 Shares • *1,500,000 Shares at $0.01 per Share;* • *750,000 for nil* cash *consideration; and* • *50,000 at $0.05 per Share.* 3,000,000 Options (nil cash consideration) 1,000,000 Performance Rights (nil cash consideration)

Scott Glasson *(Finance Director)*	2,500,000 Shares • *1,500,000 Shares at $0.01 per Share;* • *750,000 for nil* cash *consideration; and* • *250,000 at $0.05 per Share.* 3,000,000 Options (nil cash consideration) 1,000,000 Performance Rights (nil cash consideration)
David Pennock *(Non-Executive Director)*	2,650,000 Shares: • *1,500,000 Shares at $0.01 per Share;* • *750,000 for nil* cash *consideration; and* • *400,000 at $0.05 per Share.* 3,000,000 Options (nil cash consideration) 1,000,000 Performance Rights (nil cash consideration)
Mike Edwards *(Executive Chairman)*	600,000 Shares ($0.05 per Share) 2,000,000 Options (nil cash consideration) 1,000,000 Performance Rights (nil cash consideration)
Chris Marshall *(Company Secretary)*	200,000 Shares ($0.05 per Share) 500,000 Options (nil cash consideration) 300,000 Performance Rights (nil cash consideration)
Gregor Bennett *(Chief Geologist)*	600,000 Shares: • *300,000 for nil cash consideration; and* • *300,000 at $0.05 per Share.* 1,000,000 Options (nil cash consideration) 600,000 Performance Rights (nil cash consideration)
Daniel Greene *(Exploration Manager)*	1,000,000 Options (nil cash consideration) 600,000 Performance Rights (nil cash consideration)

(g) The Company determined the number of Performance Rights based upon consideration of:

(i) current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company;

(ii) the total remuneration package of each Holder; and

(iii) the strategic objectives that will be achieved upon satisfaction of the performance milestones and the value to the Company and its Shareholders that will result from the achievement of the performance milestones.

(h) The terms and conditions of the Performance Rights are at Section 8.4.

(i) The Company considers that the terms of the Performance Rights are appropriate and equitable and should be acceptable to ASX as the terms are consistent with the guidance provided in section 6 of ASX Guidance Note 19 (**GN 19**), Performance Securities, and more specifically the Performance Rights will not:

(i) be transferrable;

(ii) confer any right to vote, except as otherwise required by law;

(iii) confer any entitlement to a dividend, whether fixed or at the discretion of the directors;

(iv) confer any right to a return of capital, whether in a winding up, upon a reduction of capital or otherwise;

(v) confer any right to participate in the surplus profits or assets of the Company upon winding up; or

(vi) confer any right to participate in new issues of securities such as bonus issues or entitlement issues,

unless and until the applicable performance milestone is achieved and the Performance Rights convert into fully paid ordinary shares.

(j) The Performance Rights will convert into a maximum of 5,500,000 Shares which, if the Minimum Subscription is raised, will represent approximately:

(i) 6.63% of the Company's issued share capital at admission on an undiluted basis; and

(ii) 4.94% of the Company's issued share capital at admission on a fully diluted basis.

(k) In accordance with section 11 of GN 19, the Company considers it necessary to further remunerate and incentivise the Holders to achieve the relevant performance milestones for the following reasons:

(i) the recipients are (or will be) integral to the Company's operations and, more specifically, the achievement of the Company's long term strategic and corporate objectives following admission;

(ii) to attract high calibre management and employees with the required skills and industry experience to execute the Company's objectives;

(iii) link the remuneration of the recipients to the performance of the Company and the creation of Shareholder value, aligning the interests of the recipients more closely with the interests of Shareholders; and

(iv) preserve available cash reserves by providing a cost-effective remuneration structure and enabling the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were paid to the recipients.

8.6 Summary of the Company's Employee Securities Incentive Plan

The Daly Resources Limited Plan (**Plan**) was adopted by the Board on 3 March 2026. The full terms of the Plan may be inspected at the registered office of the Company during normal business hours. A summary of the terms of the Plan is set out below. The Executive and Non-Executive Directors are entitled to participate in the Plan.

(a) (**Eligible Participant**): Eligible Participant means a person that has been determined by the Board to be eligible to participate in the Plan from time to time and is an "ESS participant" (as that term is defined in Division 1A of the Corporations Act) in relation to the Company or an associated entity of the Company. This relevantly includes, amongst others:

(i) an employee or director of the Company or an individual who provides services to the Company;

(ii) an employee or director of an associated entity of the Company or an individual who provides services to such an associated entity;

(iii) a prospective person to whom paragraphs (i) or (ii) apply;

(iv) a person prescribed by the relevant regulations for such purposes; or

(v) certain related persons on behalf of the participants described in paragraphs (i) to (iv) (inclusive).

(b) (**Maximum allocation**) The Company must not make an offer of Securities under the Plan in respect of which monetary consideration is payable (either upfront, or on exercise of convertible securities) where:

(i) the total number of Plan Shares (as defined in paragraph (m) below) that may be issued or acquired upon exercise of the convertible securities offered; plus

(ii) the total number of Plan Shares issued or that may be issued as a result of offers made under the Plan at any time during the previous 3 year period,

would exceed 5% of the total number of Shares on issue at the date of the offer or such other limit as may be specified by the relevant regulations or the Company's Constitution from time to time.

The maximum number of equity securities proposed to be issued under the Plan for the purposes of Listing Rule 7.2, Exception 13 is 8,000,000 (**ASX Limit**). This means that, subject to the following paragraph, the Company may issue up to the ASX Limit under the Plan without seeking Shareholder approval and without reducing its placement capacity under Listing Rule 7.1.

The Company will require prior Shareholder approval for the acquisition of equity securities under the Plan to Directors, their associates and any other person whose relationship with the Company or a Director or a Director's associate is such that, in ASX's opinion, the acquisition should be approved by Shareholders. The issue of Securities with Shareholder approval will not count towards the ASX Limit.

(c) (**Purpose**): The purpose of the Plan is to:

(i) assist in the reward, retention and motivation of Eligible Participants;

(ii) link the reward of Eligible Participants to Shareholder value creation; and

(iii) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of Securities.

(d) (**Plan administration**): The Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Plan rules in its sole and absolute discretion, subject to compliance with applicable laws and the Listing Rules. The Board may delegate its powers and discretion.

(e) (**Eligibility, invitation and application**): The Board may from time to time determine that an Eligible Participant may participate in the Plan and make an invitation to that Eligible Participant to apply for Securities on such terms and conditions as the Board decides. An invitation issued under the Plan will comply with the disclosure obligations pursuant to Division 1A of the Corporations Act.

On receipt of an invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part. If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation.

A waiting period of at least 14 days will apply to acquisitions of Securities for monetary consideration as required by the provisions of Division 1A of the Corporations Act.

(f) (**Grant of Securities**): The Company will, to the extent that it has accepted a duly completed application, grant the successful applicant (**Participant**) the relevant number of Securities, subject to the terms and conditions set out in the invitation, the Plan rules and any ancillary documentation required.

(g) (**Terms of Convertible Securities**): Each 'Convertible Security' represents a right to acquire one or more Shares (for example, under an option or performance right), subject to the terms and conditions of the Plan.

Prior to a Convertible Security being exercised a Participant does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security by virtue of holding the Convertible Security. A Participant may not sell, assign, transfer, grant a security interest over or otherwise deal with a Convertible Security that has been granted to them. A Participant must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.

(h) (**Vesting of Convertible Securities**): Any vesting conditions applicable to the grant of Convertible Securities will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that Convertible Security will lapse.

(i) (**Exercise of Convertible Securities and cashless exercise**): To exercise a Convertible Security, the Participant must deliver a signed notice of exercise and, subject to a cashless exercise of Convertible Securities (see below), pay the exercise price (if any) to or as directed by the Company, at any time prior to the earlier of any date specified in the vesting notice and the expiry date as set out in the invitation.

At the time of exercise of the Convertible Securities, and subject to Board approval, the Participant may elect not to be required to provide payment of the exercise price for the number of Convertible Securities specified in a notice of exercise, but that on exercise of those Convertible Securities the Company will transfer or issue to the Participant that number of Shares equal in value to the positive difference between the Market Value of the Shares at the time of exercise and the exercise price that would otherwise be payable to exercise those Convertible Securities.

Market Value means, at any given date, the volume weighted average price per Share traded on the ASX over the five trading days immediately preceding that given date, unless otherwise specified in an invitation.

A Convertible Security may not be exercised unless and until that Convertible Security has vested in accordance with the Plan rules, or such earlier date as set out in the Plan rules.

(j) (**Delivery of Shares on exercise of Convertible Securities**): As soon as practicable after the valid exercise of a Convertible Security by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Plan rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.

(k) (**Forfeiture of Convertible Securities**): Where a Participant who holds Convertible Securities ceases to be an Eligible Participant or becomes insolvent, all unvested Convertible Securities will automatically be forfeited by the Participant, unless the Board otherwise determines in its discretion to permit some or all of the Convertible Securities to vest.

Where the Board determines that a Participant has acted fraudulently or dishonestly, or wilfully breached his or her duties to the Group, the Board may in its discretion deem all unvested Convertible Securities held by that Participant to have been forfeited.

Unless the Board otherwise determines, or as otherwise set out in the Plan rules:

(i) any Convertible Securities which have not yet vested will be forfeited immediately on the date that the Board determines (acting reasonably and in good faith) that any applicable vesting conditions have not been met or cannot be met by the relevant date; and

(ii) any Convertible Securities which have not yet vested will be automatically forfeited on the expiry date specified in the invitation.

(l) (**Change of control**): If a change of control event occurs in relation to the Company, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the Participant's Convertible Securities will be dealt with, including, without limitation, in a manner that allows the Participant to participate in and/or benefit from any transaction arising from or in connection with the change of control event.

(m) (**Rights attaching to Plan Shares**): All Shares issued under the Plan, or issued or transferred to a Participant upon the valid exercise of a Convertible Security, (**Plan Shares**) will rank pari passu in all respects with the Shares of the same class. A Participant will be entitled to any dividends declared and distributed by the Company on the Plan Shares and may participate in any dividend reinvestment plan operated by the Company in respect of Plan Shares. A Participant may exercise any voting rights attaching to Plan Shares.

(n) (**Disposal restrictions on Securities**): If the invitation provides that any Plan Shares or Convertible Securities are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction.

(o) (**Adjustment of Convertible Securities**): If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Convertible Securities will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.

If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Convertible Securities is entitled, upon exercise of the Convertible Securities, to receive an allotment of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.

Unless otherwise determined by the Board, a holder of Convertible Securities does not have the right to participate in a pro rata issue of Shares made by the Company or sell renounceable rights.

(p) (**Participation in new issues**): There are no participation rights or entitlements inherent in the Convertible Securities and holders are not entitled to participate in any new issue of Shares of the Company during the currency of the Convertible Securities without exercising the Convertible Securities.

(q) (**Amendment of Plan**): Subject to the following paragraph, the Board may at any time amend any provisions of the Plan rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the Plan and determine that any amendments to the Plan rules be given retrospective effect, immediate effect or future effect.

No amendment to any provision of the Plan rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.

(r) (**Plan duration**): The Plan continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the Plan for a fixed period or indefinitely, and may end any suspension. If the Plan is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants.

If a Participant and the Company (acting by the Board) agree in writing that some or all of the Securities granted to that Participant are to be cancelled on a specified date or on the occurrence of a particular event, then those Securities may be cancelled in the manner agreed between the Company and the Participant.

8.7 Effect of the Offers on control and substantial Shareholders

As at the date of this Prospectus, the Shareholders holding an interest in 5% or more of the Shares on issue are as follows:

Substantial Shareholder	Shares	% (undiluted)
Will Belbin	2,300,000	5.35
Scott Glasson	2,500,000	5.81
David Pennock	2,650,000	6.16
David Rawlings	2,900,000	6.74
Sandfire Resources Limited	12,000,000	27.91

Based on the information known as at the date of this Prospectus, on Admission the following persons will have an interest in 5% or more of the Shares on issue:

Substantial Shareholder	Shares	% (undiluted)	
		Minimum Subscription	Maximum Subscription
Sandfire Resources Limited	12,000,000	14.46	13.19

8.8 Lead Manager Interests

The Lead Manager has been appointed as lead manager to the Public Offer. The Lead Manager will be paid fees in accordance with the Lead Manager Mandate summarised in Section 7.3.

As at the date of this Prospectus, the Lead Manager and its associates do not hold a relevant interest in any Shares.

Based on the information available to the Company as at the date of this Prospectus, the Lead Manager and its associates are not expected to have a relevant interest in any Shares on Admission.

In addition, the Company will issue up to 4,000,000 Options to the Lead Manager on the terms and conditions in Section 8.3.

8.9 Interests of Promoters, Experts and Advisers

Other than as set out below or elsewhere in this Prospectus, no:

(i) persons or entity named in this Prospectus as performing a function in a professional, advisory or other capacity in connection with the preparation or distribution of this Prospectus;

(ii) promoter of the Company; or

holds at the Prospectus Date, or has held at any time during the last 2 years, any interest in:

(iii) the formation or promotion of the Company;

(iv) property acquired or proposed to be acquired by the Company in connection with its formation or promotion, or the Offers; or

(v) the Offers,

and the Company has not paid any amount or provided any benefit, or agreed to do so, to any of those persons for services rendered by them in connection with the formation or promotion of the Company or the Offers.

Name	Approximate fees paid during the last 2 years for other services provided (excluding GST) ($)	Estimated fees of the Offers (excluding GST) ($)
Hall Chadwick WA Audit Pty Ltd	27,500	14,000
Sahara Operations (Australia) Pty Ltd (Independent Geologist)	30,000	12,000
Lead Manager	Nil	615,000(1)
Hamilton Locke Pty Ltd	62,520	100,000
Miscellaneous	Nil	4,000

Notes:

1. Assumes that the Maximum Subscription is raised under the Public Offer.

8.10 Consents

(a) Each of the parties referred to below:

(i) do not make the Offers;

(ii) does not make, or purport to make, any statement that is included in this Prospectus, or a statement on which a statement made in this Prospectus is based, other than as specified below or elsewhere in this Prospectus;

(iii) to the maximum extent permitted by law, expressly disclaims and takes no responsibility for any part of this Prospectus other than a reference to its name and a statement contained in this Prospectus with the consent of that party as specified below; and

(iv) has given and has not, prior to the lodgement of this Prospectus with ASIC, withdrawn its consent to the inclusion of the statements in this Prospectus that are specified below in the form and context in which the statements appear.

(b) **Share Registry**

Automic Pty Ltd has given, and has not withdrawn prior to the lodgement of this Prospectus with ASIC, its written consent to being named in this Prospectus as Share Registry of the Company in the form and context in which it is named.

(c) **Auditor**

Hall Chadwick WA Audit Pty Ltd has given, and has not withdrawn prior to the lodgement of this Prospectus with ASIC, its written consent to being named in this Prospectus as auditor of the Company in the form and context in which it is named.

(d) **Corporate Lawyers**

Hamilton Locke Pty Ltd has given, and has not withdrawn prior to the lodgement of this Prospectus with ASIC, its written consent to being named in this Prospectus as the Australian lawyers to the Company in the form and context in which it is named at the inclusion of the Australian Solicitors Report in the form and context in which it is included.

(e) **Independent Geologist**

Sahara Operations (Australia) Pty Ltd has given, and has not withdrawn prior to the lodgement of this Prospectus with ASIC, its written consent to being named in this Prospectus as the Independent Geologist to the Company in the form and context in which it is named and has given and not withdrawn its consent to the inclusion of the Independent Geologist Report in the form and context in which it is included.

(f) **Investigating Accountant**

Hall Chadwick WA Audit Pty Ltd has given, and has not withdrawn prior to the lodgement of this Prospectus with ASIC, its written consent to being named in this Prospectus as the Investigating Accountant to the Company in the form and context in which it is named and has given and not withdrawn its consent to the inclusion of the Independent Limited Assurance Report in the form and context in which it is included.

(g) **Lead Manager**

The Lead Manager has given, and has not withdrawn prior to the lodgement of this Prospectus with ASIC, its written consent to being named in this Prospectus as a Lead Manager to the Public Offer in the form and context in which it is named.

8.11 Expenses of the Offers

The total approximate expenses of the Offers payable by the Company are:

Expenses	$	
	Minimum Subscription	Maximum Subscription
ASX Quotation and ASIC Lodgement Fee	100,832	103,463
Legal Fees	80,000	80,000
Investigating Accountant Fees	14,000	14,000
Independent Geologist Fees	10,000	10,000
Lead Manager Fees[1]	525,000	615,000
Share Registry Fees	2,000	2,000
Printing, Postage and Administration Fees	1,000	1,000
Total	**732,832**	**825,463**

Notes:

1. Refer to Section 7.3 for a summary of the Lead Manager Mandate.

8.12 ASX Waivers and Confirmations

ASX has provided in-principle advice that upon receipt of a formal listing application, the ASX will grant waivers and provide confirmations in respect of the following ASX Listing Rules:

(a) confirmation that the terms and conditions of the Performance Rights are appropriate and equitable for the purposes of Listing Rule 6.1; and

(b) a waiver of Listing Rule 1.1 Condition 12 to permit the Company to have on issue 5,500,000 Performance Rights with a nil exercise price, on the condition that the full terms and conditions of such Securities are clearly disclosed in the Company's initial public offering prospectus. Under the Listing Rules, this condition must be complied with for such Waiver to be effective, and ASX may vary or revoke such Waiver at any time.

Further details of the in-principle waivers and confirmations are in Annexure D. The Company has not sought any relief from ASIC in connection with the Offer.

8.13 Continuous Disclosure Obligations

Following Admission, the Company will be a 'disclosing entity' (as defined in section 111AC of the Corporations Act) and, as such, will be subject to regular reporting and disclosure obligations. Specifically, like all listed companies, the Company will be required to continuously disclose any information it has to the market which a reasonable person would expect to have a material effect on the price or the value of the Shares (unless a relevant exception to disclosure applies). Price sensitive information will be publicly released through ASX before it is otherwise disclosed to Shareholders and market participants. Distribution of other information to Shareholders and market participants will also be managed through disclosure to ASX. In addition, the Company will post this information on its website after ASX confirms that an announcement has been made, with the aim of making the information readily accessible to the widest audience.

8.14 Litigation

So far as the Directors are aware, there is no current or threatened civil litigation, arbitration proceedings or administrative appeals, or criminal or governmental prosecutions of a material nature in which the Company (or any other member of the Group) is directly or indirectly concerned which is likely to have a material adverse effect on the business or financial position of the Company or the Group.

8.15 Electronic Prospectus

Pursuant to Regulatory Guide 107 ASIC has exempted compliance with certain provisions of the Corporations Act to allow distribution of an Electronic Prospectus on the basis of a paper Prospectus lodged with ASIC and the issue of Securities in response to an electronic application form, subject to compliance with certain provisions. If you have received this Prospectus as an Electronic Prospectus please ensure that you have received the entire Prospectus accompanied by the Application Form. If you have not, please email the Company and the Company will send to you, for free, either a hard copy or a further electronic copy of this Prospectus or both.

The Company reserves the right not to accept an Application Form from a person if it has reason to believe that when that person was given access to the electronic Application Form, it was not provided together with the Electronic Prospectus and any relevant supplementary or Prospectus or any of those documents were incomplete or altered. In such a case, the Application Monies received will be dealt with in accordance with section 722 of the Corporations Act.

8.16 Documents available for inspection

Copies of the following documents are available for inspection during normal business hours at the registered office of the Company:

(a) this Prospectus;

(b) the Constitution; and

(c) the consents referred to in Section 8.10 of this Prospectus.

8.17 Statement of Directors

The Directors report that after due enquiries by them, in their opinion, since the date of the financial statements in the Independent Limited Assurance Report in Annexure A, there have not been any circumstances that have arisen or that have materially affected or will materially affect the assets and liabilities, financial position, profits or losses or prospects of the Company, other than as disclosed in this Prospectus.

9. Authorisation

The Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Prospectus with ASIC and has not withdrawn that consent.

This Prospectus is signed for and on behalf of the Company by:

Mike Edwards
Executive Chairman
Dated: 27 April 2026

10. Glossary of Terms

These definitions are provided to assist persons in understanding some of the expressions used in this Prospectus.

$ or $	means Australian dollars.
Admission	means admission of the Company to the Official List, following completion of the Offers.
Applicant	means a person who submits an Application Form.
Application	means a valid application for Securities pursuant to this Prospectus.
Application Form	means the application form attached to this Prospectus.
Application Monies	means application monies for Shares under the Public Offer received and banked by the Company.
ASIC	means the Australian Securities and Investments Commission.
ASX	means ASX Limited ACN 008 624 691 or, where the context requires, the financial market operated by it.
ASX Settlement	means ASX Settlement Pty Limited ACN 008 504 532.
ASX Settlement Rules	means ASX Settlement Operating Rules of ASX Settlement Pty Ltd ABN 49 008 504 532.
Auditor	means Hall Chadwick WA Audit Pty Ltd (ABN 33 121 222 802).
AWST	means Australian Western Standard Time, being the time in Perth, Western Australia.
Batten Project	means, collectively, EL26831, EL28656, EL30156, EL32177, EL33028, and EL33608.
Belbin Appointment Letter	has the meaning given in Section 7.4(d).
Board	means the board of Directors of the Company as at the date of this Prospectus.
CHESS	means the Clearing House Electronic Subregister System operated by ASX Settlement.
Tenements	means the tenements comprising the Projects, as specified in the Solicitor's Reports.
Closing Date	means the date specified as the closing date in the Indicative Timetable.
Company	means Daly Resources Limited (ACN 664 007 621).
Conditional Admission Letter	means a letter from ASX setting out the conditions that the Company must satisfy to be admitted to the official list of ASX.
Constitution	means the constitution of the Company.
Corporations Act	means the *Corporations Act 2001* (Cth), as amended from time to time.
Daly Tenements	means Daly Tenements Pty Ltd (ACN 658 845 786).
Directors	means the directors of the Company.

Edwards Agreements	means the Edwards Executive Agreement and Edwards Appointment Letter.
Edwards Executive Agreement	has the meaning given in Section 7.4(a).
Edwards Appointment Letter	has the meaning given in Section 7.4(a).
Electronic Prospectus	means the electronic copy of this Prospectus located at the Company's website https://dalyresources.com.au.
Exposure Period	means the period of seven days after the date of lodgement of the Prospectus, which period may be extended by the ASIC by not more than seven days pursuant to section 727(3) of the Corporations Act.
Exploration Target	has the meaning given in the JORC Code.
Glasson Consultancy Agreement	has the meaning given in Section 7.4(c).
Glasson Agreements	has the meaning given in Section 7.4(c).
Glyde River	Glyde River Pty Ltd (ACN 680 722 810).
Group	means the Company and Daly Tenements.
GST	means Goods and Services Tax.
Indemnified Parties	means each of the Directors and Company Secretary.
Independent Geologist	means Sahara Operations (Australia) Pty Ltd (ACN: 639 873 975).
Independent Geologist Report	means the report contained in Annexure C.
Independent Limited Assurance Report	means the report contained in Annexure A.
Indicative Timetable	means the indicative timetable for the Offers on page 8 of this Prospectus.
Investigating Accountant	means Hall Chadwick WA Audit Pty Ltd (ABN 33 121 222 802).
Issue Date	means the date, as determined by the Directors, on which the Shares offered under this Prospectus are allotted, which is anticipated to be the date identified in the Indicative Timetable.
Jimbu Project	means, collectively, EL 33534 and EL 33535.
JORC Code	means the 2012 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves.
Lead Manager	means Euroz Hartleys Limited (ACN 104 195 057).
Lead Manager Mandate	means a lead manager mandate between the Company and the Lead Manager dated 23 February 2026.

Lead Manager Offer	means the offer of the Lead Manager Options to the Lead Manager under this Prospectus.
Lead Manager Options	has the meaning given in Section 2.2.
Listing Rules	means the listing rules of ASX.
Maximum Subscription	means the maximum subscription under the Public Offer, being $12,000,000 (before costs).
Mineral Resource	has the meaning given in the JORC Code.
Minimum Subscription	means the minimum subscription under the Public Offer, being $10,000,000 (before costs).
Offers	means the Public Offer and the Lead Manager Offer.
Offer Price	has the meaning given in Section 2.1.
Official List	means the official list of ASX.
Official Quotation	means official quotation by ASX in accordance with the Listing Rules.
Opening Date	means the date specified as the opening date in the Indicative Timetable.
Option	means an option to acquire a Share.
Ore Reserve	has the meaning given in the JORC Code.
Pennock Appointment Letter	has the meaning given in Section 7.4(b).
Plan	means the Daly Resources Limited Employee Securities Incentive Plan.
Projects	has the meaning given in Section 3.1.
Prospectus	means this prospectus dated the Prospectus Date.
Prospectus Date	means 27 April 2026, being the date that this Prospectus was lodged with ASIC.
Public Offer	has the meaning given in Section 2.1.
Sandfire	means Sandfire Resources Limited (ACN 105 154 185).
Sandfire Royalty Tenements	has the meaning given in Section 7.2.
Sandfire SPA	has the meaning given in Section 7.1.
Secondary Offer	means the secondary offer made under this Prospectus, being the Lead Manager Offer.
Section	means a section of this Prospectus.
Securities	means any securities, including Shares, Options or Performance Rights, issued or granted by the Company.
Share	means a fully paid ordinary share in the capital of the Company.
Share Registry	means Automic Pty Ltd (ACN 152 260 814).
Shareholder	means a holder of one or more Shares.

Solicitor's Report on Title	means the report contained in Annexure B.
Tranche 1 Options	has the meaning given in Section 2.2(a).
Tranche 2 Options	has the meaning given in Section 2.2(b).

Annexure A − Independent Limited Assurance Report

20 April 2026

The Directors
Level 1, 1292 Hay Street
West Perth WA 6005

Dear Board of Directors

Independent Limited Assurance Report – Daly Resources Limited Historical and Pro Forma Financial Information

We have been engaged by Daly Resources Limited ("Daly Resources" or "the Company") to prepare this Independent Limited Assurance Report ("Report") in relation to certain financial information of the Company for inclusion in the Prospectus. The Prospectus is issued for the purposes of raising a minimum of $10,000,000 before costs via the issue of 40,000,000 Shares at an issue price of $0.25 per share and a maximum of $12,000,000 before costs via the issue of 48,000,000 Shares at an issue price of $0.25 per share.

Expressions and terms defined in the Prospectus have the same meaning in this Report. This Report has been prepared for inclusion in the Prospectus. We disclaim any assumption of responsibility for any reliance on this Report or on the Financial Information to which it relates for any purpose other than that for which it was prepared.

Scope

You have requested Hall Chadwick WA Audit Pty Ltd ("Hall Chadwick") to perform a limited assurance engagement in relation to the historical and pro forma financial information described below and disclosed in the Prospectus.

The historical and pro forma financial information is presented in the Prospectus in an abbreviated form insofar as it does not include all of the presentation and disclosures required by Australian Accounting Standards and other mandatory professional reporting requirements applicable to general purpose financial reports prepared in accordance with the *Corporations Act 2001*.

Historical Financial Information

You have requested Hall Chadwick to review the following historical financial information (together the “Historical Financial Information”) of the Company included in the Prospectus:

- the historical Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2024, 2025 and period ended 31 December 2025.
- the historical Statement of Financial Position as at 30 June 2024, 2025, and 31 December 2025; and
- the historical Statement of Cash Flows for the year ended 30 June 2024, 2025, and period ended 31 December 2025.

The Historical Financial Information has been prepared in accordance with the stated basis of preparation, being the recognition and measurement principals contained in Australian Accounting Standards and the Company’s adopted accounting policies. The Historical Financial Information of the Company has been extracted from the financial report. The financial report of Daly Resources was audited by BDO Audit Pty Ltd (“BDO Australia”) in accordance with Australian Auditing Standards. BDO Australia issued an unqualified audit opinion on the financial report for the year ended 30 June 2024 with a material uncertainty related to going concern paragraph. The financial report of Daly Resources for the year ended 30 June 2025 and for the period ended 31 December 2025 were audited by Hall Chadwick in accordance with Australian Auditing Standards. Hall Chadwick issued an unqualified audit opinion with a material uncertainty related to going concern paragraph.

Pro forma financial information

You have requested Hall Chadwick to review the pro forma historical Statement of Financial Position as at 31 December 2025 referred to as “the pro forma financial information.”

The pro forma financial information has been derived from the historical financial information of the Company, after adjusting for the effects of the subsequent events and pro forma adjustments described in note 2 of Section 5.9 of the Prospectus. The stated basis of preparation is the recognition and measurement principles contained in Australian Accounting Standards applied to the historical financial information and the events or transactions to which the pro forma adjustments relate, as described in note 2 of Section 5.9 of the Prospectus, as if those events or transactions had occurred as at the date of the historical financial information. Due to its nature, the pro forma financial information does not represent the Company’s actual or prospective financial position or financial performance.

Directors’ Responsibility

The directors of the Company are responsible for the preparation of the historical financial information and pro forma financial information, including the selection and determination of pro forma adjustments made to the historical financial information and included in the pro forma financial information. This includes responsibility for such internal controls as the directors determine are necessary to enable the preparation of historical financial information and pro forma financial information that are free from material misstatement, whether due to fraud or error.

Our Responsibility

Our responsibility is to express limited assurance conclusions on the historical financial information and pro forma financial information based on the procedures performed and the evidence we have obtained. We have conducted our engagement in accordance with the Standard on Assurance Engagement ASAE 3450 *Assurance Engagements involving Corporate Fundraisings and/or Prospective Financial Information*.

Our limited assurance procedures consisted of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A limited assurance engagement is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain reasonable assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Our engagement did not involve updating or re-issuing any previously issued audit or review report on any financial information used as a source of the financial information.

Conclusions

Historical Financial Information

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the Historical Financial Information comprising:

- the historical Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2024, 2025, and period ended 31 December 2025.
- the historical Statement of Financial Position as at 30 June 2024, 2025, and period ended 31 December 2025 ; and
- the historical Statement of Cash Flows for the year ended 30 June 2024, 2025, and period ended 31 December 2025.

is not presented fairly in all material respects, in accordance with the stated basis of preparation as described in Section 5.2 of the Prospectus.

Pro Forma Financial Information

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the pro forma financial information comprising the Statement of Financial Position as at 31 December 2025 is not presented fairly in all material respects, in accordance with the stated basis of preparation as described in Section 5.2 of the Prospectus.

Restriction on Use

Without modifying our conclusions, we draw attention to Section 5.1 of the Prospectus, which describes the purpose of the financial information, being for inclusion in the Prospectus. As a result, the financial information may not be suitable for use for another purpose.

Consent

Hall Chadwick has consented to the inclusion of this Independent Limited Assurance Report in this Prospectus in the form and context in which it is so included (and at the date hereof, this consent has not been withdrawn), but has not authorised the issue of the Prospectus. Accordingly, Hall Chadwick makes no representation or warranties as to the completeness and accuracy of any information contained in this Prospectus, and takes no responsibility for, any other documents or material or statements in, or omissions from, this Prospectus.

Liability

The Liability of Hall Chadwick WA Audit Pty Ltd is limited to the inclusion of this report in the Prospectus. Hall Chadwick WA Audit Pty Ltd makes no representation regarding, and takes no responsibility for any other statements, or material in, or omissions from the Prospectus.

Declaration of Interest

Hall Chadwick WA Audit Pty Ltd does not have any interest in the outcome of this transaction or any other interest that could reasonably be regarded as being capable of affecting its ability to give an unbiased conclusion in this matter. Hall Chadwick WA Audit Pty Ltd will receive normal professional fees for the preparation of the report.

Yours faithfully,

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

CHRIS NICOLOFF FCA
Director

Annexure B – Solicitor's Report on Title

Our Ref: 20148

20 April 2026

The Directors
Daly Resources Limited
Level 2, 18 Kings Park Road
West Perth, WA 6005

Dear Directors

Daly Resources Limited Solicitor's Report – Mining Tenements

This Report has been prepared for the Company for inclusion in a Prospectus to be issued in connection with the Company's initial public offering of shares and application for admission to the official list of the ASX.

1. Scope

We have been requested to report on:

(a) 8 granted exploration licences (prefixed '**EL**'); and

(b) 9 exploration licence applications (prefixed '**ELA**'),

in which Daly Tenements Pty Ltd (ACN 658 845 786) (**Daly Tenements**), a wholly owned subsidiary of the Company has a 100% registered legal and beneficial interest; and

(c) 11 granted exploration licences (prefixed '**EL**'), in which Glyde River Pty Ltd (ACN 680 722 810) (**Glyde River**), a wholly owned subsidiary of the Company, has a 100% registered legal and beneficial interest,

together the '**Tenements**' (28 in total), all of which are located in the Northern Territory, Australia and which constitute the Company's Broughton Project, Beetaloo Project, Batten Project, North Batten Project and Huckitta Project (together, the '**Projects**').

Key details of the Tenements are set out in Schedule 1 (and the conditions imposed thereon are set out in Schedule 2) of this Report. Schedules 1 and 2 must be read in conjunction with this Report.

2. Searches

For the purposes of this Report, we have conducted Searches and made enquiries in respect of the Tenements as follows:

(a) Minister's Certificates for each of the Tenements obtained from the Department on 27 February 2026;

(b) searches of the Tenements to determine underlying land through the online Spatial Territory Resource Information Kit for Exploration (**STRIKE**) system maintained by the Department on 26 February 2026;

(c) 'Title Summary Reports' for each of the Tenements obtained from the STRIKE system maintained by the Department on 17 April 2026;

(d) Abstract of Records from the Register of Sacred Sites maintained by the AAPA under the Sacred Sites Act on 26 February 2026 and extracted on 16 March 2026; and

(e) searches of the schedule of native title applications, register of native title claims, national native title register, register of indigenous land use agreement and national land use agreements as maintained by the NNTT for any native title claims (registered or unregistered), native title determinations and ILUAs that overlap or apply to the Tenements on 20 April 2026 (**NNTT Searches**).

3. Purpose

(a) The purpose of this Report is to determine and identify, as at the date of this Report:

(i) the interests held by the Company in the Tenements;

(ii) any third party interests, including encumbrances, in relation to the Tenements;

(iii) any material issues existing in respect of the Tenements;

(iv) the good standing, or otherwise, of the Tenements; and

(v) any concurrent interests in the land the subject of the Tenements, including other mining tenements, private land, pastoral leases, native title and Aboriginal heritage.

(b) This Report is limited to the matters contained within and, for example, does not consider risks and issues (such as any additional approvals) that may arise in relation to the development of a mining project on the Tenements and any subsequent mining and processing of ore.

4. Summary of key items and overview of risk factors

4.1 Title

As at the date of this Report:

(a) The Company's wholly owned subsidiary, Daly Tenements has a 100% registered legal and beneficial interest in:

(i) EL33108, EL32993, EL32992 and EL32991 (**Broughton Project**);

(ii) EL32177 and EL33028 (**Batten Project**); and

(iii) EL34048 and EL34086 (**Huckitta Project**).

(b) The Company's wholly owned subsidiary, Glyde River has a 100% registered legal and beneficial interest in:

(i) EL26831, EL28656 and EL30156 (**Batten Project**); and

(ii) EL33263, EL33264, EL33267, EL33268, EL33269, EL33271, EL33272 and EL33721 (**Huckitta Project**).

(c) Daly Tenements is the 100% registered applicant for:

(i) ELA32920, ELA33209, ELA33210, ELA33211, ELA33212 and ELA33213 (**Beetaloo Project**);

(ii) ELA33608 (**Batten Project**); and

(iii) ELA33534 and ELA33535 (**Bulman-Jimbu Project**),

together, the '**Pending Tenements**'.

4.2 Grant of Pending Tenements

The Pending Tenements are not yet granted. There is a risk that:

(a) the Pending Tenements may not be granted or there may be a delay to grant the Pending Tenements; and/or

(b) the Pending Tenements may be granted over a lesser area than applied for or the Pending Tenements may be granted subject to non-standard conditions.

The Pending Tenements overlap portions of existing, granted mineral leases and extractive mineral exploration licences. For further information, please refer to section 9.9 of this Report.

Pending Tenements ELA33534 and ELA33535 are located within Aboriginal Freehold Land, which is held on trust by the Arnhem Land Aboriginal Land Trust and managed by the NLC. Prior to grant of ELA33534 and ELA33535, consent must be obtained from the NLC and an agreement entered into in respect of compensation and the protection of Aboriginal sites over the area. For further information, please refer to sections 7.11 and 8.1 below.

4.3 Compulsory relinquishments

Unless the Minister decides otherwise, the title area of a mineral exploration licence must be reduced at the end of each period of 2 operational years.

An "Operational Year" is defined in the Mineral Titles Act to mean the period of 12 months immediately after the title comes into force, and each subsequent period of 12 months. This includes the last operational year if the title holder applies for a renewal of the mineral exploration licence.

The Minister has broad discretion to decide, on his own initiative or on application of the title holder, that a reduction is not required, the size of the reduction, or to defer the timing of the reduction. However, if the title holder has failed to comply with the expenditure conditions of the mineral exploration licence, the Minister is not required to consider any such application made by the title holder.

The Searches indicate that in respect of all of the Broughton Project Tenements and certain Huckitta Project Tenements, compulsory relinquishments have occurred, with the areas of these tenements having been reduced in accordance with the requirements of the Mineral Titles Act since grant.

In respect of Huckitta Prioject Tenement EL33271, a reduction application was lodged on 21 February 2025, to retain an area of 97 Sub Blocks, however, it is not clear from our Searches whether this application has been approved, as, the current area of the Tenement remains at 171 Blocks, which is the same area as originally granted.

For further information in relation to the Tenements, refer to Schedule 1 of this Report.

4.4 Underlying tenure and other land interests

The Searches indicate that the primary underlying tenure of all the Tenements is perpetual pastoral lease or pastoral lease land, except for:

(a) EL28656, ELA33211 and ELA33212, which also overlap parcels of private, freehold land; and

(b) Pending Tenements ELA33534 and ELA33535, which are located within Aboriginal Freehold Land, held on trust by the Arnhem Land Aboriginal Land Trust and managed by the NLC. Prior to grant of ELA33534 and ELA33535, consent must be obtained from the NLC and an agreement entered into in respect of compensation and the protection of Aboriginal sites over the area.

For further information, please refer to sections 7.11 and 8.1 below

The Mineral Titles Act requires, as a condition of each mineral exploration licence, that the title holder follow the procedure set out in the Mineral Regulations for giving notice to landowners before starting to conduct authorised activities under a mineral exploration licence.

Any delays or costs in respect of conflicting third-party rights, providing required notices, obtaining necessary consents, or access and compensation obligations, may adversely impact the Company's ability to carry out exploration or mining activities within the affected areas.

In addition to the above, the Searches also indicate that there are other encroachments and competing interests in respect of the land the subject of the Tenements, including areas that have been declared as National Parks (please refer to section 9.5 below), other granted mineral titles (being mineral leases and extractive mineral exploration licences, please refer to section 9.9 below), granted petroleum exploration permits and petroleum pipelines, and applications for geothermal exploration permits (please refer to section 9.10 below).

It is also noted that that Tenements EL26831, EL30156, EL33267, EL33268, EL33271, EL34048 and ELA33534 encroach on Sites of Conservation Significance, which are classified as conservation or environmentally sensitive areas and Tenements EL33267, EL33268, EL33271, EL34048 and EL33721 overlaps Sites of Botanical Significance.

Our Searches also indicate that Tenement EL26831 overlaps on an Aboriginal Community Living Area held by Gurdanji Aboriginal Corporation.

The existence of these other encroachments and competing land interests in respect of the land the subject of the Tenements, may require additional approvals, consents and/or consultations, which may affect the timing for the conduct of exploration and mining activities and development of a mining project.

For further information on the underlying tenure of the Tenements, refer to section 9 of this Report.

4.5 Native Title

The existence of native title determinations or claims over the area covered by the Tenements, or a subsequent determination of native title over the area, will not impact the rights or interests of the holder under the Tenements, provided the Tenements have been or will be validly granted in accordance with the Native Title Act.

The grant of any future mining tenure to the Company, Daly Tenements or Glyde River over areas that are covered by registered claims or determinations will likely require engagement with the relevant claimants or native title holders (as relevant) in accordance with the Native Title Act.

For further information on native title affecting the Tenements, refer to section 7.10 of this Report.

4.6 Aboriginal Sacred Sites

The Searches indicate that in respect of the areas comprising the Tenements, there are:

(a) registered sacred sites located on the parcel of land;

(b) recorded sacred sites located on the parcel of land; and

(c) restricted work areas in the parcel of land which are provided for in a previously issued Authority Certificate.

An Authority Certificate will be required before a person can enter and remain on an Aboriginal scared site or carry out any works on an Aboriginal sacred site.

The identification of these registered Aboriginal sacred sites, recorded sacred sites, and restricted work areas does not mean that there are no other Aboriginal scared sites within the area of the Tenements. As such, there remains a risk that additional Aboriginal sacred sites or places may exist on the land the subject of the Tenements. The existence of such sites may preclude or limit mining in certain areas of the Tenements, or cause delays in the progression of the development of a mine.

For further information on the recorded Aboriginal sacred sites, refer to section 8.3 of this Report.

4.7 Environmental approvals

As of 1 July 2024, a new consolidated, risk-based licencing system to manage the environmental impact of mining activities and revise the framework for the remediation and management of legacy mines in came into effect in the Northern Territory, repealing the *Mining Management Act 2001* (NT).

The transitional arrangements under these legislative amendments provide that that existing mining authorisations and management plans will be deemed to be authorised under the new “environmental (mining) licence” framework. However, a deemed “environmental (mining) licence” has certain limitations and cannot be amended nor transferred.

As such, and as a consequence of these legislative amendments, Daly Tenements and Glyde River (or its nominee) will be required to apply for an “environmental (mining) licence” under the new legislative framework prior to undertaking any ‘substantial disturbance’ on the Tenements.

A rehabilitation liability levy and security, and workplace health and safety obligations are also applicable to the Tenements.

For further information on the environmental approval requirements, refer to section 5.3(b) of this Report.

There is a risk that obtaining and/or complying with the terms of the environmental (mining) licence could cause delays in the progression of the development of a mine and/or result in increased costs being incurred by the Company.

The Company has instructed us that whilst it does not have an environmental (mining) licence in place, it is working to obtain one as soon as possible. However, in the first instance the proposed initial exploration programme will not constitute 'substantial disturbance' and therefore, will not require an environmental (mining) licence.

4.8 Royalties

The Tenements are subject to certain royalty arrangements that are either currently in place, or that may become applicable in the future. In particular, Glyde River has granted a 1.5% net smelter return royalty to Sandfire Resources pursuant to the Sandfire SPA.

These royalties, along with any usual royalties payable to the Northern Territory Government (if applicable) may have an impact on the economics of progressing any proposed mining operations on the Tenements.

For further information on these royalties, refer to section 11 of this Report.

4.9 Mortgages

The Searches indicate that the Tenements held by Glyde River are subject to a mortgage registered against the Tenements that protect the rights of Sandfire, as royalty holder under the Sandfire Royalty Deed. The existence of this mortgage may impact the Company's ability to freely deal with the Tenements, should it wish to do so in future. For further information on the mortgage, and the interests which it is protecting, please refer to section 12 of this Report.

5. Tenements

The following provides a description of the nature and key terms of the Tenements (including potential successor tenements) that may be granted under the Mineral Titles Act which are relevant to the Tenements the subject of this Report.

5.1 Exploration Licence

(a) Application

In accordance with the Mineral Titles Act, an application for a mineral exploration licence must be made to the Minister in the approved form. An application must include a description of the blocks comprising the proposed title area of the exploration licence and a technical work program (which includes the proposed expenditure for carrying out technical work) for the first two operational years of the exploration licence. Each block is approximately 3.22 square kilometres (km^2) in size.

(b) Rights

The holder of a mineral exploration licence has the right to occupy the land and conduct exploration for minerals on the land.

The following activities may be conducted by the title holder on an exploration licence:

(i) digging pits, trenches and holes and sinking bores and tunnels, in the title area;

(ii) activities for ascertaining the quality, quantity or extent of ore or other material in the title area by drilling or other methods; and

(iii) the extraction and removal of samples of ore and other substances in amounts reasonably necessary for the evaluation of the potential for mining in the area.

Larger samples of ore may be removed with the authorisation of the Minister.

(c) Area

The title area of an exploration licence may comprise a minimum of 4 adjoining blocks and a maximum of 250 blocks. The Minister may grant an exploration licence with a title area smaller than 4 adjoining blocks if there are circumstances that justify the smaller area.

(d) Compulsory surrender

Unless the Minister decides otherwise, the title area of an exploration licence must be reduced at the end of each period of 2 operational years. “Operational Year” is defined in the Mineral Titles Act to mean the period of 12 months immediately after the title comes into force and each subsequent period of 12 months. This includes the last operational year if the title holder applies for a renewal of the exploration licence.

The Minister has broad discretion to decide, on his own initiative or on application of the title holder, that a reduction is not required, the size of the reduction and to defer the timing of the reduction. However, if the title holder has failed to comply with the expenditure conditions of the licence, the Minister is not required to consider any such application made by the holder.

(e) Term

The Minister may grant an exploration licence for a term not exceeding 6 years. Prior to the end of the term of an exploration licence, the title holder may apply to the Minister for the renewal of the exploration licence for all or some of the blocks in the title area. The Minister may renew the exploration licence for a term not exceeding 2 years but the exploration licence may be renewed more than once.

The Mineral Titles Act provides that if a renewal application has been made then the mineral title continues in force until the Minister’s decision takes effect (as to the renewal or the refusal of renew).

(f) Retention Status

The holder of an exploration licence may apply to the Minister to have the exploration licence, or part of the exploration licence, designated as an ELR. The application may only be made where there is an ore body or anomalous zone of possible economic potential in the title area and mining is not currently commercially viable or may be currently commercially viable but further work is required to assess its feasibility.

If an ELR is granted the area of the ELR will be excluded from the area of the exploration licence, unless the ELR is issued for all of the title area of the exploration licence in which case the ELR will replace the exploration licence.

The ELR may be issued for a term not exceeding 5 years and renewals may be sought for further periods of 5 years. The rights of the holder of an ELR include the right to occupy the title area and to continue conducting the activities authorised for an exploration licence.

An ELR gives the holder an exclusive right to apply for a mineral lease over all or part of the title area.

If the Minister is satisfied that the mining and processing of minerals on an ELR is commercially viable, the Minister may issue a notice to the title holder requiring the title holder to either apply for a mineral lease over all or part of the area of the ELR or give reasons why the title holder has not so applied. The Minister may cancel the ELR if the title holder fails to provide reasons or apply for a mineral lease within the time specified in the notice or, if reasons are provided by the title holder, the Minister is satisfied that it is the interests of the Territory that the ELR should be cancelled.

(g) Conditions

Exploration licences are granted subject to the following statutory conditions:

(i) before conducting authorised activities on an exploration licence, the title holder must give notice to any landowners (which include, among others, holders of pastoral leases and native title holders) or occupiers of land in the title area;

(ii) the holder of an exploration licence must:

(A) carry out exploration work in accordance with the technical work program and the minimum expenditure requirements for the exploration licence;

(B) give notice to the Minister within 28 days of discovery of a mineral that may be of economic or commercial interest;

(C) notify the Minister and provide such samples and data as the Minister requires within 28 days of finding underground water during the conduct of authorised activities; and

(D) provide the Minister with a technical work program for the authorised activities to be conducted on the title in the next operational year.

(iii) the holder of an exploration licence must not:

(A) extract or remove ore, except for sampling purposes or as otherwise authorised by the Minister; and

(B) sell a mineral discovered in the title area, unless the sale has been approved by the Minister.

Exploration licences are also subject to the conditions specified in the First Schedule (General Conditions of Grant) and Second Schedule Conditions that are scheduled to the notice of intention to grant the licences and any conditions imposed upon renewal of the licence. Exploration licences will also be granted subject to general conditions under the Mineral Titles Act, including:

(i) obligations to actively conduct authorised activities in the mineral title area;

(ii) to pay the rents and fees prescribed by the NT Regulations;

(iii) restrictions on disturbance of improvements in the mineral title area;

(iv) a prohibition against conducting authorised activities on pastoral land within 200 metres of a building not enclosed by a fence or within 50 metres of a fence that encloses a building; and

(v) a prohibition against cutting timber within the mineral title area except for authorised activities.

(h) Priority to apply for mineral lease

The holder of an exploration licence has an exclusive right to apply for a mineral lease for all or part of the title area.

(i) Amalgamation

The Minister may decide to amalgamate all or part of 2 or more adjoining title areas if the exploration licences are held by the same person and authorise the same activities. An amalgamation may be done on the Minister's own initiative (after consulting with the title holder) or on application by the holder of the original titles. The effect of an amalgamation is that the original titles are cancelled, and a new exploration licence issued in replacement.

(j) Transfer

Legal and equitable interests in Exploration Licences are transferable upon the Minister's approval and registration of a transfer in the approved form. The Minister must approve and register an application to transfer such an interest, unless satisfied that there are circumstances why the application to transfer should be refused.

(k) Cancellation

The Minister, may, after giving the title holder notice and an opportunity to make submissions, cancel a mineral title if the holder:

(i) has contravened a condition of the mineral title;

(ii) has failed to make payment of an amount due to the Northern Territory under the Mineral Titles Act within three months of it becoming due;

(iii) has not used good work practices in conducting authorised activities;

(iv) no longer has the financial resources to carry out the technical works program; or

(v) has not, for a period of two years, conducted authorised activities in the title area to a degree consistent with genuine mining or exploration.

5.2 Mineral Lease

(a) Applications

A person may apply in accordance with the Mineral Titles Act to the Minister for the grant of a mineral lease, however a holder of an exploration licence or retention licence over the relevant area has priority.

An application for a mineral lease must include a description of the land comprising the proposed area of the mineral lease, evidence of an ore body or anomalous zone of likely economic value in the proposed area of the mineral lease (unless the mineral lease is granted for purposes ancillary to a mining operation being carried out by the title holder on another mineral lease) and a summary of the work proposed to be carried out on the mineral lease.

(b) Rights

A mineral lease holder is authorised to occupy the title area and to conduct activities in connection with mining for minerals on the mineral lease area including:

(i) the exclusive right to conduct mining for minerals in the ML area;

(ii) to conduct activities in the ML area that are ancillary to mining (for example, operating a treatment plant); or

(iii) to conduct tourist fossicking in the ML area.

A mineral lease that gives the holder the right to conduct mining in the ML area also gives the holder the right to:

(iv) explore for minerals in the ML area;

(v) evaluate, process or refine minerals;

(vi) treat tailings and other materials;

(vii) store waste and other material;

(viii) remove minerals from the title area; and

(ix) conduct any other activities as specified in the ML in connection with any such activities.

(c) Term

The Minister may grant a mineral lease for the term the Minister considers appropriate.

A mineral lease holder may apply, in the approved form, to the Minister for a renewal of a mineral lease at any time before the expiry of the mineral lease term. Pursuant to the Mineral Titles Act, the Minister may renew the mineral lease for the term they consider appropriate (and there are no limits to the number of terms a mining lease can be renewed for).

The Mineral Titles Act provides that if a renewal application has been made then the mineral title continues in force until the Minister’s decision takes effect (as to the renewal or the refusal of renew).

(d) Area

Mineral leases are not subject to any limit in area.

(e) Conditions

A mineral lease is granted subject to certain standard conditions under the Mineral Titles Act, including the requirement to:

(i) comply with all contractual arrangements entered into with the Territory relating to the mining and development of mineral deposits in the title area and the processing of the minerals; and

(ii) conduct authorised activities in relation to the title area in a way that interferes as little as possible with the rights of other occupiers of land in the vicinity of the title area of the mining lease.

Mineral leases may also be granted with conditions that the Minister considers appropriate, including conditions requiring the title holder to obtain the Minister’s approval before taking a particular action.

(f) Transfer

Legal and equitable interests in mineral leases are transferable upon the Minister’s approval and registration of a transfer in the approved form. The Minister must approve and register an application to transfer such an interest, unless satisfied that there are circumstances why the application to transfer should be refused.

The Mineral Titles Act provides that an instrument of transfer has no effect until it is registered on the Mineral Titles Register kept by the Minister under the Mineral Titles Act.

5.3 Other requirements

Holders of mineral titles in the Northern Territory may be subject to additional requirements, including the need to implement certain plans prior to conducting activities and the payment of royalties, as outlined below.

(a) Royalty

In the Northern Territory, there are two separate royalty arrangements, as follows:

(i) the Mineral Royalties Act 2024 (NT) (**MRA24**), which applies to mining operations from 1 July 2024 and imposes an 'ad valorem' royalty scheme; and

(ii) the Mineral Royalty Act 1982 (NT) (**MRA82**), which applies to mines that were producing in 2023 and imposes a 'profit based' royalty scheme,

together the '**Royalty Acts**'. The Royalty Acts impose royalties on all minerals extracted in the Northern Territory except for uranium, petroleum and extractive minerals of a specified kind.

The MRA24 levies a royalty based on an ad valorem scheme as follows:

(iii) Category 1 mineral (minerals receiving only primary treatment that prepares the mineral for further processing, improves consistency for sale and provides a consistent feedstock for further processing) - 7.5% royalty;

(iv) Category 2 mineral (minerals that receive only secondary treatment consisting of concentration and ore dressing that reduces the particle size and increase the concentration of the mineral primarily through physical processes): 5% royalty;

(v) Category 3 mineral (minerals that receive only secondary treatment consisting of metallurgical treatment, or combinations of biological, chemical and heat treatments prior to final treatment): 3.5% royalty; and

(vi) Category 4 mineral (minerals that receive final treatment consisting of metallurgical treatment, chemical treatment, or combinations of biological, chemical and heat treatments prior to final treatment): 2.5% royalty.

The MRA82 levies a royalty at a rate the greater of:

(vii) a maximum of 20% of the net value from a production unit in a royalty year, less $10 000; and

(viii) the percentage of the gross production revenue, from the production unit in a royalty year, that applies to the royalty year.

However, only mature and more profitable mines will eventually transition to the 20% net value royalty. The less mature, small profit ventures will only have to pay the minimum royalty of approximately 1% to 2.5% (depending on the age of the mine).

Holders of mineral titles in the Northern Territory may be subject to additional requirements, including the need to obtain certain licences and approvals prior to conducting activities, provide security, and make payment of certain rehabilitation levies and royalties, as outlined below.

(b) Environment

As of 1 July 2024, the EP Act was amended, and the *Mining Management Act 2001* (NT) was repealed. These changes introduced a new consolidated, risk-based licencing system to manage the environmental impact of mining activities, and a framework for the remediation and management of legacy mines.

As a consequence of these legislative amendments, under the EP Act an "environmental (mining) licence" (rather than the submission of a Mining Management Plan) is now required when a proposed mining activity involves "substantial disturbance" to the mine site. 'Mining activity' includes exploration, extractive operations and mining operations.

Under regulation 233R of the EP Regulations, a "*substantial disturbance*" to the mine site is defined to include any of the following:

(i) land clearing;

(ii) earthworks, including cutting, filing, excavating or trenching;

(iii) aboveground works, including works for building roads, buildings, bridges, railways or airstrips or works for establishing conveyors, pipelines, telephone lines or power lines;

(iv) underground works, including works in connection with tunnels, wells, pipelines, conduits or cables;

(v) waterworks, including works in connection with dams, impoundments, canals or the drainage or alteration of river or creek banks, water courses or shorelines;

(vi) extracting resources from the surface of the land, underground, riverbeds or under the sea;

(vii) stockpiling ore, overburden, waste materials or by-products;

(viii) establishing seismic lines, drill pads, drill holes, grids, tracks or costeans;

(ix) establishing a camp for the workers;

(x) blasting;

(xi) active remove sensing or seismic techniques in water, including seismic surveys in the marine environment; or

(xii) any activity that is likely to have a significant impact on flora or fauna.

Under section 124D of the EP Act, the relevant title holder (or its nominee) also needs to be appointed as the "mining operator", with certain criteria and notification obligations to the Department required.

The new licencing scheme has three categories, based on the risk of impact of the mining activity to the environment, being either:

(xiii) a "*Standard Condition Licence*", for activities that are assessed as being low-risk to the environment, where the mining operator is able to meet pre-determined risk criteria and conditions;

(xiv) a "*Modified Condition Licence*", for activities that are assessed as being low to medium risk to the environment, where the mining operator can meet the risk criteria, but requires adjustment to the standard conditions to ensure the environment is appropriately protected; or

(xv) a "*Tailored Condition Licence*", for activities that are assessed as being high-risk to the environment, where the mining operator is unable to meet the risk criteria or standard conditions imposed to ensure that the mining activities do not cause significant harm to the environment.

(c) Rehabilitation Liability and Security

The *Legacy Mines Remediation Act 2023* (NT) also commenced on 1 July 2024, repealing the *Mining Management Act 2001* (NT), and establishing a new framework for the remediation and management of legacy mines, whereby mining operators are required to pay an annual levy to fund projects that address the legacy mines liability.

The *Legacy Mines Remediation Act 2023* (NT) provides a new framework for the "Mining Remediation Fund", payment of the mining remediation level, the relevant authorisations required to carry out remediation activities, and the framework for the oversight of legacy mines.

The levy is 1% of the mining security that is paid, is used to support the "Mining Remediation Fund" and is non-refundable.

In addition, under the amendments to the EP Act, all mining operators are also required to lodge mining security with the department in relation to those mining activities authorised pursuant to a granted "environmental (mining) licence".

(d) Health and Safety

All mining activities on an exploration licence or mineral lease require a risk management plan to be in place and provided to the regulator (being the Work Health Authority), in relation to workplace health and safety matters associated with the mining activities, in accordance with requirements in the WHS Act and the WHS Regulations.

We are instructed that the Company does not have an approved risk management plan in place.

6. Combined Reporting, Tenement Expenditure and Rent Compliance

The title holder of a group of mineral exploration licences may apply to the Mineral for approval to amalgamate and submit one combined annual mineral exploration report on a common date for a group of tenements that relates to titles held by the same title holder, are of the same type and in the same geological province, and are adjoining or substantially contiguous.

The Searches indicate that amalgamated reports are submitted as follows (except in respect of the Pending Tenements):

(a) The Tenements comprising the Broughton Project (Group Reporting No. 589 - Broughton);

(b) Tenements EL26831, EL28656 and EL30156 comprising the Batten Project (Group Reporting No. 660 – North Batten);

(c) Tenements EL32177 and EL33028 comprising the Batten Project (Group Reporting No. 609 – Batten Project); and

(d) The Tenements comprising the Huckitta Project (except for EL34048 and EL34086) (Group Reporting No. 661 – Huckitta).

A failure to comply with the minimum expenditure and rent conditions imposed on the grant of a tenement may result in a penalty or forfeiture being enforced in respect to the tenement.

Our Searches indicate that:

(e) the rent has been paid in full in respect of the Tenements for the previous reporting year; and

(f) it appears that the expenditure commitment for the previous reporting year has been met.

For further information in respect of the rent and expenditure commitments for each of the Tenements, please refer to Schedule 1.

7. Native title

7.1 General

On 3 June 1992, the High Court of Australia held in *Mabo v. Queensland (No. 2)* (1992) 175 CLR 1 that the common law of Australia recognises a form of native title. The Native Title Act came into effect on 1 January 1994, largely in response to the decision in *Mabo v. Queensland (No. 2)* (1992) 175 CLR 1.

The law in Australia recognises that Aboriginal people may hold native title rights and interests in respect of their land. Native title exists where Aboriginal people have maintained a traditional connection to their land and waters, provided it has not been extinguished.

The grant of a mining tenement also creates rights in respect of land. Those mining tenement rights may affect (i.e. be inconsistent with) certain native title rights and interests. As a general statement, those mining tenement will be invalid as against any native title rights, unless made valid by certain procedures in the Native Title Act.

7.2 Native title claims

The Native Title Act sets out a process by which Aboriginal people may seek a determination by the Federal Court that they hold native title rights and interests. Whilst the Federal Court is assessing the claimed native title rights and interests, a Registrar of the NNTT will assess whether the native title claim meets certain registration requirements set out in the Native Title Act, and if so, the native title claim will be entered on the RNTC. If the Federal Court determines that the claimed native rights and interests exist, details of the determined native title claim (and the determined native title rights held) are then entered on the NNTR.

If a claim for native title is entered on the RNTC, or a determined claim is entered on the NNTR, the Native Title Act provides the claimants/holders with certain rights, including procedural rights where a 'future act' is proposed. An example of a 'future act' is the grant of a mining tenement.

The Native Title Act sets out when 'acts' will be 'valid' in the event they affect (i.e. are inconsistent with) native title, however, this process need only apply where native title exists (a determined native title claim entered on the NNTR) or is claimed to exist (a native title claim entered on the RNTC). The 'acts' can be a proposed activity or development on land and waters.

7.3 **'Past Acts' (i.e. grants of mining tenements): Prior to 1 January 1994**

The Native Title Act permits, and all States and Territories of Australia have passed, legislation validating certain 'acts' which were done before 1 January 1994. In the Northern Territory, that legislation is the *Validation (Native Title) Act 1994* (NT). It provides that all 'acts' (e.g. grants of mining tenements) prior to 1 January 1994 are valid to the extent they affect native title.

7.4 **'Future Acts' (i.e. proposed grants of mining tenements): After 1 January 1994**

Generally, a 'future act' is an 'act' (e.g. the grant of mining tenement) occurring after 1 January 1994 which affects native title.

The Native Title Act sets out the circumstances in which, and procedures by which, 'future acts' will be valid should that 'act' affect native title.

Such circumstances include if the 'act' was done in certain circumstances between 1 January 1994 and 23 December 1996 (called 'Intermediate Period Acts'), or if the 'act' is permitted by an ILUA, or if certain procedures are to be followed where a claim for native title is entered on the RNTC, or a determined claim is entered on the NNTR. Such procedures include the 'Right to Negotiate Procedure' and the 'Expedited Procedure'. The key elements of these processes are outlined below.

7.5 **Intermediate Period Acts Between 1 January 1994 and 23 December 1996**

Similarly to Past Acts, the Native Title Act permits, and all States and Territories of Australia have passed, legislation validating certain Intermediate Period Acts (e.g. grants of mining tenements) done between 1 January 1994 and to 23 December 1996 over land or water where a freehold estate or lease (including a pastoral lease but not a mining lease) had been validly granted.

7.6 **Right to Negotiate Procedure**

Under the Right to Negotiate Procedure, the native title party whose details are registered on the RNTC or NNTR, the applicant for the mining tenement and the relevant State or Territory (collectively, the **Negotiation Parties**) are required to negotiate in good faith with a view to the native title party agreeing to the proposed future act.

The scope of the negotiations includes any matters relating to the effect of the grant of the future act on the claimed or determined native title rights and interest. Where the future act is the proposed grant of an exploration or prospecting licence, usually an agreement is reached which aims to protect Aboriginal heritage. This is because exploration licences confer only limited rights to the registered holder of the licence, conferring rights to conduct exploration and disturb the land for that purpose.

Where the future act is the proposed grant of a mining lease, the negotiations and resulting agreement are usually more complex, as the nature of rights granted for a mining lease contemplates substantial ground disturbance over a portion of the area granted. Such an agreement may address employment and training, environmental rehabilitation, Aboriginal heritage protection, cultural awareness and the payment of compensation.

If the Negotiation Parties negotiate in good faith but cannot reach agreement as to the doing of the future act, then provided at least 6 months have elapsed since the S29 Notice, any party (in most cases the applicant for the mining tenement) may apply to the NNTT for a determination as to whether the future act may be done, and if so, on what conditions.

7.7 **Expedited Procedure**

If the proposed future act (i.e. grant of the tenement) is not likely to interfere with the activities or sites of significance of the registered native title party or involved major disturbances to land or waters, a simplified process may apply (known as the Expedited Procedure). A registered native title party may object to this process and, if it does, the NNTT must determine the validity of the objection (which may result in the Expedited Process not being able to be utilised).

Current Department policy is that exploration licence applications will usually be processed through the Expedited Procedure unless an objection is received from the relevant Native Title Party.

7.8 **ILUA**

An ILUA is an agreement which has been authorised by the native title claimant group and has been registered with the NNTT. An ILUA binds the parties to the ILUA and also all persons holding native title to the relevant area that may not be a party. If an ILUA provides that any particular mining tenement(s) may be granted, then the relevant mining tenement(s) may be granted as provided for by the ILUA, generally without following other procedures, including the Right to Negotiate Procedure or the Expedited Procedure.

There are three kinds of ILUAs – (1) Body Corporate ILUAs (limited to areas where there are only RNTBCs); (2) Area ILUAs (utilised where there are not RNTBs for all of the areas covered); (3) the yet to be used Alternative Procedure ILUAs.

On registration of an ILUA on the Register of ILUAs, it binds not only the parties to the ILUA but also all persons holding native title to the relevant area that may not be a party, who will be bound by the who will be bound by the agreement in the same way as the RNTBC, or the native title group, as the case may be. If an ILUA that is registered on the Register of ILUAs provides that any particular mining tenement(s) may be granted, then the relevant mining tenement(s) may be granted as provided for by the ILUA, generally without following other future act procedures under the Native Title Act, including the Right to Negotiate Procedure or the Expedited Procedure.

The Searches indicate that Tenements below are the subject of ILUAs registered with the NNTT, as summarised in the table below, which relate to grants of petroleum exploration permits to other third parties, in the relevant area.

ILUA	Project Tenements	Status
Sturt Plateau Pipeline Project ILUA	EL32920	Registered Body Corporate – ILUA
Sandover Petroleum ILUA	EL33263, EL33264, EL33268, EL33269, EL33272, and EL33721	Registered Area Agreement – ILUA
NT Oil Ltd: EP 127 and 128 ILUA	EL33263, EL33264, EL33267, EL33268, EL33269, EL33271, EL33272, EL33721, EL34048 and EL34086	Registered Area Agreement – ILUA
Imperial Granites & Minerals Pty Ltd/CLC	EL33271	Registered Area Agreement – ILUA
Tyarne ILUA	EL33271	Registered Area Agreement – ILUA
Dulcie Range National Park ILUA	EL33271	Registered Area Agreement – ILUA

7.9 **Compensation**

In certain circumstances holders of native title (a determined native title claim that is registered on the NNTR) may be entitled to apply under the Native Title Act to the Federal Court for compensation for any effect on their native title. The Mineral Titles Act provides that holders of mining tenements are liable for such compensation where awarded by reason of their mining tenements having affected native title.

Consequently, if it has been, or is in the future, determined that native title exists over any of the land the subject of a mining tenement (or granted future act) and the holders of the native title apply to the Federal Court for compensation, the holder of the tenement may be liable and directed to pay the determined compensation.

7.10 **Native title claims affecting the Tenements**

The NNTT Searches in respect of the Tenements indicate that the Tenements are subject to the following native title determinations:

Native Title determination	Tenement affected (% overlap)	NNTT File No.	Federal Court No.	Date Determined	Status
McArthur River Pastoral Lease	EL26831 (99.38%) EL28656 (19.80%) EL30156 (100%) EL32177 (100%) EL33028 (100%) EL33608 (100%)	DCD2015/008	NTD17/2014 and NTD14/2021	26 November 2015	Native title exists in parts of the determination area
Billengarrah #2 Pastoral Lease	EL28656 (3.41%) EL32177 (<0.001%)	DCD2021/003	NTD21/2016	29 June 2021	Native title exists in parts of the determination area
Shenandoah Pastoral Lease	EL32920 (85.97%) EL33211 (25.58%) EL33213 (87.60%)	DCD2012/007	NTD21/2010	27 June 2012	Native title exists in parts of the determination area
Kalala Pastoral Lease	EL32920 (3.33%) EL33209 (2.86%) EL33211 (4.27%)	DCD2012/009	NTD24/2010	27 June 2012	Native title exists in parts of the determination area
Beetaloo Pastoral Lease	EL32920 (10.71%)	DCD2012/012	NTD27/2010	27 June 2012	Native title exists in parts of the determination area
Maryfield Pastoral Lease	EL33209 (0.53%) EL33212 (3.61%)	DCD2012/004	NTD18/2010	27 June 2012	Native title exists in parts of the determination area
Nutwood Downs Pastoral Lease	EL33209 (96.32%) EL33210 (68.02%)	DCD2020/002	NTD20/2013	9 September 2020	Native title exists in parts of the

Native Title determination	Tenement affected (% overlap)	NNTT File No.	Federal Court No.	Date Determined	Status
	EL33212 (96.01%)				determination area
Amungee Mungee Pastoral Lease	EL33210 (31.95%) EL33211 (18.04%) EL33213 (12.40%)	DCD2012/003	NTD17/2010	27 June 2012	Native title exists in parts of the determination area
Ooratippra	EL33263 (30.42%) EL33264 (25.96%)	DCD2011/001	NTD6043/2001	5 May 2011	Native title exists in parts of the determination area
Jinka Jervois Pastoral Leases (the determination area covers the two pastoral leases)	EL34048 (35.63%) EL33271 (65.85%) EL33272 (12.17%) EL33721 (80.61%)	DCD2021/001	NTD16/2018	5 May 2021	Native title exists in parts of the determination area
Amapete, Apwetyerlaneme, Atnweale and Warrtharre Landholding Groups (Huckitta Native Title Determination)	EL33271 (<0.0001%)	DCD2024/002	NTD18/2020	22 May 2024	Native title exists in parts of the determination area

The NNTT Searches also indicate that tenements EL33269 (9.31%), EL33272 (34.05%), and EL33721 (19.39%) fall within the Ankerente Claim (NNTT file no. DC2024/001, Federal Court file number NTD4/2024), which was filed on 15 March 2024 and accepted for registration on 3 May 2024.

The existence of any native title claims over the area covered by the Tenements, or a subsequent determination of native title over the area, affords the native title claimant or holder of native title (if determined) certain procedural rights concerning the doing of ‘future acts’ (defined above). As the Tenements have both already been granted, these procedural rights are no longer applicable.

However, the grant of any future tenure over areas that are covered by a registered claim or a positive determination of native title will be subject to the procedural rights of the native title claimants under the Native Title Act.

7.11 Aboriginal Interests in Land

Aboriginal interests in land in the Northern Territory are governed by either the ALRA or the Native Title Act, depending on the nature of the land. The ALRA applies to land which is held on trust as Aboriginal Freehold Land by a land trust established under ALRA.

The Native Title Act provides that an act affecting land or waters held by or for the benefit of Aboriginal peoples (including land held under ALRA) is not an act regulated by the Native Title Act. Accordingly, the Native Title Act and procedures required by the Native Title Act, including the future act process, do not apply to Aboriginal Freehold Land.

The Native Title Act applies to all other land within the Northern Territory in which native title rights and interests exist, which may include pastoral leases.

Title in Aboriginal Freehold Land is granted to Aboriginal land trusts whose members are traditional owners. The relevant land trust will hold the title for the benefit of the traditional owners and the NT Government cannot compulsorily acquire Aboriginal Freehold Land.

The ALRA mandates the establishment of land councils in the Northern Territory and the following Land Councils have been established to date:

(a) the Central Land Council;

(b) the Northern Land Council;

(c) the Anindilyakwa Land Council; and

(d) the Tiwi Land Council.

Land Councils are representative bodies made up of elected Aboriginal people. The Land Councils determine policy and employ expert legal, anthropological, land management, community and economic development staff to help Aboriginal people to claim and manage their land, protect their sacred sites and manage and distribute income received under the ALRA.

Pending Tenements ELA33534 and ELA33535 are subject to Aboriginal Freehold Land under the ALRA. For further information, please refer to section 9.2 below.

7.12 Validity of Tenements

The Tenements were all granted after 23 December 1996 and were therefore granted subject to the Native Title Act. Provided that the Tenements are validly granted in accordance with the Native Title Act, they will be valid as against native title rights and interests. With respect to the Tenements, we have assumed that, prior to grant, the Department was satisfied that the Native Title Act had been complied with.

8. Aboriginal heritage

8.1 Northern Territory legislation

“Heritage places” and “heritage objects” under the Heritage Act are places and objects that are either declared to be heritage places and objects under the Heritage Act or, a protected class of heritage places or objects.

Aboriginal or Macassan archaeological places and objects are declared as heritage places and objects pursuant to the Heritage Act. Broadly, an “Aboriginal or Macassan archaeological place” is a place pertaining to the past occupation by Aboriginal or Macassan people of the Northern Territory that has been modified by the activity of such people and in or on which the evidence of such activity exists.

An “Aboriginal or Macassan archaeological object” generally includes a relic pertaining to the past occupation by Aboriginal or Macassan people of the Northern Territory and is either in an Aboriginal or Macassan archaeological place or, stored in a place in accordance with Aboriginal tradition.

There is no obligation under the Heritage Act to declare Aboriginal or Macassan archaeological places or objects which are a protected class of heritage places and objects whether registered or not.

It is an offence under the Heritage Act to:

(a) engage in conduct resulting in damage to a heritage place or object;

(b) to remove part of a heritage place or object; or

(c) to fail to report to the Chief Executive Office, under the Northern Territory Heritage Act, the discovery of a site or object known to be a heritage site or object.

Damage or removal of a heritage site or object, without commission of an offence, is permitted in certain limited circumstances including in accordance with the terms of a heritage agreement or subject to a works approval under the Heritage Act.

8.2 Sacred Sites Legislation

Sacred sites in the Northern Territory are protected by the Sacred Sites Act. Under the Sacred Sites Act, it is an offence for a person to enter or remain on an Aboriginal sacred site or to carry out work on or use a sacred site.

A sacred site is defined under the ALRA as "a site that is sacred to Aboriginals or is otherwise of significance according to Aboriginal tradition". This definition includes, but is not limited to:

(a) sites which have been entered on the Register of Sacred Sites maintained by the AAPA known as "registered sacred sites"; and

(b) sites which have not yet been evaluated or entered on the Register of Sacred Sites but there is sufficient information indicating that they are nonetheless significant according to Aboriginal tradition, known as "recorded sacred sites".

A person who proposes to use or carry out work on tenements must apply to the AAPA for an Abstract of Records for the area on which operations are proposed. The Abstract of Records identifies both registered and recorded sacred sites on the tenements.

Registered sacred sites are those that Aboriginal custodians have asked the Authority to protect and that have subsequently been documented and evaluated by the Authority and entered on the Register of Sacred Sites.

Recorded sacred sites have not been evaluated or placed on the Register of Sacred Sites but there is information indicating that they are nonetheless significant according to Aboriginal tradition and are therefore "sacred sites" within the meaning of the Sacred Sites Act.

If the area of proposed operations is proximate to one of the recorded or registered sacred sites described on the Abstract of Records, and steps cannot be taken to avoid these sites, a tenement holder may elect to apply for an Authority Certificate from the AAPA.

Once an application has been received, the AAPA is required to consult with the custodians of the sacred sites on or in the vicinity of the land to which the application relates that are likely to be affected by the proposed works. The applicant for an Authority Certificate may also request the AAPA to arrange a conference between the applicant and the custodians of the sacred sites.

The AAPA is required to issue an Authority Certificate to the applicant if the AAPA is satisfied that the work or use of the land proposed by the applicant could proceed without there being a substantive risk of damage to or interference with a sacred site on the vicinity of the land or an agreement has been reached between the custodians of the sacred site and the applicant.

An Authority Certificate will:

(a) describe the part or parts of the land on which the work proposed may be carried out (or not carried out, as the case may be) with sufficient particularity to enable the land and part or parts to be identified; and

(b) setting out the conditions, if any, on which the work may be carried out.

The holder of an Authority Certificate will be indemnified against prosecution under the offence provisions of the Sacred Sites Act, provided that the holder has complied with the conditions of the certificate.

8.3 Sacred Sites on the Tenements

The Abstract of Records obtained in respect of the Tenements identifies:

(a) several registered sacred sites located on the parcel of land;

(b) several recorded sacred sites located on the parcel of land; and

(c) several restricted work areas in the parcel of land which are provided for in a previously issued Authority Certificate.

The results do not mean that there are no other sacred sites within the area of the Tenements and are only an indication that the sacred sites noted above have been registered or recorded in the area.

The Abstract of Records states that the AAPA highly recommends that an Authority Certificate be applied for any proposed ground disturbing or exploration works on or near the Tenements due to the presence of the sacred sites and restricted work areas.

9. Land access

9.1 General Overview

There are three (3) main land tenure types in the Northern Territory, comprising freehold land, Aboriginal freehold land and Pastoral land. Each land type affects the process for how mining titles may be granted.

It should be noted that in the Northern Territory, where a tenement application overlaps Aboriginal Freehold Land, it cannot be applied for or granted over any other land (ie freehold or Pastoral land) other than Aboriginal Freehold Land. This is because there is a different process in place for the granting of tenements over Aboriginal Freehold Land (which requires negotiations, an agreement and consent of the applicable land council) which may take time to achieve (please refer to Section 9.2 below for further information).

9.2 Aboriginal Freehold Land

Part IV of the ALRA sets out the legislative scheme for mining on Aboriginal Freehold Land. As noted previously, the Native Title Act future act regime does not apply to acts affecting Aboriginal Freehold Land.

Before an exploration licence application can be processed under the provisions of ALRA, the Minister must first give consent to the applicant to enter into negotiations with the relevant Land Council for its consent to the grant of the exploration licence.

The ALRA then provides that an exploration licence shall not be granted to a person in respect of Aboriginal Freehold Land unless:

(a) the relevant Land Council gives consent to the grant of the exploration licence; or

(b) the Governor-General has, by Proclamation, declared that the national interest requires that the exploration licence be granted; and

(c) the Land Council and the applicant for the exploration licence have entered into an agreement under Part IV of ALRA regarding the terms and conditions that operations on the exploration licence will be subject (and subject to the grant of the exploration licence pursuant to the Mineral Titles Act by the Minister).

Within three months of the Minister granting a Consent to Negotiate, the applicant must submit an application in writing to the relevant Land Council for consent to the grant of the exploration licence. The Land Council must notify the applicant of its decision on whether or not to give consent to the grant of the exploration licence (in whole or in part) before the expiry of the 22-month period commencing on 1 January in the calendar year after the calendar year in which the application is received by the Land Council (**Negotiating Period**). Under the ALRA, the relevant Land Council has a right to refuse its consent to the applicant of an exploration licence for the grant of that exploration licence.

During the Negotiating Period, the applicant and the Land Council must consult to progress negotiations to reach an agreement and to obtain the Land Council's consent to the grant of the exploration licence. The applicant and the Land Council may agree in writing to extend the Negotiating Period by a further two years and thereafter for further periods of 12 months, subject to notifying the Minister and the Minister for Indigenous Australians of the agreed extension. There is no limit to the number of extensions of the Negotiating Period that may be allowed.

However, if during the Negotiation Period, the Land Council refuses an application for consent, the ALRA provides that the land subject to the exploration licence application is to be placed in moratorium for a five year period. During this moratorium period, no person may apply for the consent of the Land Council to the grant of an exploration licence in respect of that land. The applicant retains a priority right to re-apply for the Land Council's consent to the grant of an exploration licence over the land for a 30-day period after the end of the five year moratorium period, in which case, the above process around the Consent to Negotiate and the Negotiating Period will re-commence.

If, at any time within the Negotiating Period, the Land Council notifies the Minister for Indigenous Australians in writing that the Land Council and the applicant agree that the terms and conditions of an agreement should be dealt with by arbitration, the Land Council is taken to have consented to the grant of the exploration licence on the day of the notification.

The Searches indicate that Pending Tenements ELA33534 and ELA33535 are both subject to Aboriginal Freehold Land scheduled under the ALRA, and held by the Arnhem Land Aboriginal Land Trust, managed by the NLC (Parcel Number 1646).

It is also noted that Tenement EL28656 boarders on and is directly adjacent to (but does not overlap) with Aboriginal Land (Scheduled under ALRA), owned by the Mambaliya Rrumburriya Wuyaliya Aboriginal Land Trust.

Our Searches further indicate that in respect to both ELA33534 and ELA33535, the Consent to Negotiate was issued on 30 August 2023, with an expiry of 30 November 2023 and an ALRA Proposal was lodged and effective from 13 November 2023 and expiring on 31 October 2025.

The Negotiation Period has been extended by mutual consent of Daly Tenements (as the Tenement applicant) and the NLC, effective from 22 October 2025 and expiring on 31 October 2026.

The Company has advised that Daly Tenements has not yet started the consultation and negotiation process with the NLC in respect to the grant of these Pending Tenements.

9.3 Perpetual Pastoral Lease and Pastoral Lease Land

Our Searches have identified that the underlying tenure of the majority of the Tenements are perpetual pastoral lease or pastoral lease land (except for EL28656, ELA33211 and ELA33212, which each partially cover freehold land and partially cover pastoral lease land and Pending Tenements ELA33534 and ELA33535, which are both subject to Aboriginal

Freehold Land scheduled under the ALRA). Details of the underlying tenure of the Tenements is as summarised in the table set out in Schedule 1.

The Mineral Titles Act:

(a) prohibits the holder of a mining tenement from conducting activities within certain prescribed distances of buildings, interfering with any animal on or near the Crown land or disturbing or damaging improvements on the land, without the consent of the landowner;

(b) imposes conditions on a mining tenement holder entering pastoral land, including requiring that all necessary steps are taken to notify the landowner or occupier of any intention to enter and commence activities on pastoral land; and

(c) provides that a holder of a mining tenement must pay compensation to any person that has an interest in land (i.e. the pastoral lease holder) for damage to the land, and any improvements on the land, caused by activities conducted under the tenement, and any loss suffered as a result of that damage.

Compensation payable to a pastoral lease holder can be, and usually is, determined by agreement with the pastoral lease holder or by the Northern Territory Civil and Administrative Tribunal if no agreement can be reached.

The Company has advised that, in respect of the Tenements which fall within Perpetual Pastoral Lease 1119 – Jinka Station (Parcel Number 482), being, Tenements EL33271 and EL33272 held by Glyde River, and EL34048 held by Daly Tenements, it has a land access agreement in place for the conduct of helicopter reconnaissance and inspection activities. The agreement includes relatively standard terms and conditions for pastoral lease access agreements of this nature.

The Company has advised that Daly Tenements and Glyde River do not have any other agreements in place with the affected Pastoral Lease holders, however, it has been in consultation with the pastoral lease holders of the Jervois Station and has a site visit and meeting scheduled for later in the year. The Company has also met with two of the pastoral lease holders in respect of the Broughton Project and Batten Project, and has plans to visit these areas and further consult with the pastoral lease holders following the wet season.

9.4 Freehold Land

As discussed at section 9.1 above, Tenement EL28656 and Pending Tenements ELA33211 and ELA33212 each fall partially over freehold land, as summarised in Schedule 1.

The freehold land above is all classified as ‘estate in fee simple’ and therefore falls under the definition of ‘private land’ under the Mineral Titles Act.

Under the Mineral Titles Act, before starting to conduct authorised activities under a mineral exploration licence which falls over freehold land, the tenement holder must follow certain procedures for giving notice to landowners or occupiers of land in the tenement area of the intention to start conducting the activities and of the entry of the tenement holder onto the land to conduct the activities.

The owner or person who has an interest in the land, or any improvements on the land which is either damaged or where loss is suffered due to activities conducted under the mineral exploration licence is entitled to compensation from the holder the mineral exploration licence under the Mineral Titles Act. However, there is no requirement at law for an access agreement or similar to be entered into between the tenement holder and landowner.

The Company has advised that Daly Tenements and Glyde River do not have any agreements in place with the affected landowners and that, in respect of EL28656, Glyde River has not provided notice to the landowners in respect of its proposed activities on the portion of EL28656 that overlaps the private freehold land. The planned work on EL28656 will cover an area of the Tenement that does not overlap with the freehold land.

9.5 National Parks

The Searches indicate that Tenement EL28656 partially encroaches the area of the Limmen National Park (also known as Billengarah).

It is also noted that, based on our Searches:

(a) Tenements EL26831 and EL30156 boarder on and are directly adjacent to (but do not overlap) with the Limmen National Park; and

(b) Tenement EL33271 boarders on and is directly adjacent to (but does not overlap) with the Dulcie Range National Park.

The Limmen National Park is a declared national park under sections 12(1)(a), 12(1)(aa) and 17(5) of the *Territory Parks and Wildlife Conservation Act 1976* (NT).

Under section 73 of the Mineral Titles Act, the Minister may grant or issue a mineral title for land in a declared park or reserve zone after consultation between the Minister for Mining and Industry and the Minister for Environment. Under sections 73(2) and 73(3) of the Mineral Titles Act, the Minister for Environment may specify certain conditions in relation to the grant of mineral titles for land which is in a declared park or reserve.

The Company has advised that it is not aware of EL28656 having been granted with any special conditions relating to the overlap with the Limmen National Park.

9.6 Sites of Conservation Significance

The Searches indicate that certain Tenements partially encroach on Sites of Conservation Significance, which are classified as conservation or environmentally sensitive areas, as set out in the table below:

Tenement/s affected	Site of Conservation Significance	Site of Conservation Significance Number	Significance Rating	Region
EL26831 EL30156	Borroloola area	35	National	Savanna
EL33267 EL33268 EL33271 EL34048	Dulcie Range and surrounds	51	National	Arid NT
ELA33534	Western Arnhem Plateau	16	International	Top End

Mining on Sites of Conservation Significance is heavily restricted under the EP Act, and required strict environmental impact assessments for any mining activity with potential material impacts on Sites of Conservation Significance. Key restrictions include a 250m buffer from sensitive areas like rainforests and wetlands.

An applicable “environmental (mining) licence” will need to be obtained to address the environmental sensitivities associated with these conservation significant areas and how the mining operator intends to mitigate any risks its proposed activities may pose to the areas of conservation significance.

As noted above, a referral to the Northern Territory Environmental Protection Authority, for an environmental impact assessment may also be required under the EP Act before mining can commence on sites of conservation significance.

The Company has advised that an applicable environmental (mining) licence has not been obtained in respect of the above Tenements, and an environmental impact assessment has not been undertaken for these Tenements.

9.7 Sites of Botanical Significance

The Searches indicate that certain Tenements partially encroach on Sites of Botanical Significance, as set out in the table below:

Tenement/s affected	Site of Botanical Significance	Significance Rating
EL33267 EL33268 EL33271 EL34048	Dulcie Ranges	National
EL33721	Jervois Range	Bioregional

Sites of Botanical Significance are broadly defined and mostly cover large areas, with average size being 500 square kilometres. The sites are areas that are considered important for plant conservation generally and specifically for conserving significant plant taxa.

Sites of Botanical Significance are designated as either nationally significant, bioregionally significant or of undetermined significance. The assessment of degree of significance was based on the known botanical attributes of each site, in the context of the overall distribution of those attributes in the study area.

If a proposed mine is likely to have a significant impact on a Sites of Botanical Significance, it must undergo an environmental impact assessment process governed by the EP Act.

9.8 Aboriginal Community Living Areas

Our Searches indicate that Tenement EL26831 overlaps on an Aboriginal Community Living Area held by Gurdanji Aboriginal Corporation. For further information, please refer to Schedule 1 below.

Applications for mineral titles are restricted over Aboriginal Community Living Areas under section 61 of the Mineral Titles Act, area unless the tenement applicant has obtained written consent by the landowner for the area.

The Company has advised that it does not have any consents in place that have been obtained by the landowner of the Aboriginal Community Living Area, Gurdanji Aboriginal Corporation in respect to its proposed activities on EL26831. The planned work on EL26831 will cover an area of the Tenement that does not overlap with the Aboriginal Community Living Area.

9.9 Third Party Mineral Leases and Extractive Mineral Exploration Licences

Our Searches indicate that the following Mineral Leases held and applied for by third parties sit wholly within the boundaries of the Tenements:

(a) ML32277 held by Jinka Minerals Limited; and

(b) ML33748 applied for by Jinka Minerals Limited.

In respect of these encroaching Mineral Leases, the Mineral Titles Act provides that the holder of a development title (which includes a Mineral Lease) may exercise the occupation right under the title on overlapping land to the exclusion of the holder of an Exploration Licence. The holder of a mineral title also has a statutory right of access under the Mineral Titles Act to enable it to access its tenure by the shortest possible route from a council or Territory road.

Further, our Searches also indicate that the following Extractive Mineral Exploration Licences held by third parties sit wholly within the boundaries of the Pending Tenements:

(a) EMEL33704, EMEL33707, EMEL33996, EMEL33998 and EMEL33999 held by Tamboran Infrastructure Pty Ltd; and

(b) EMEL33947, EMEL33950 and EMEL33952 held by Daly Waters Sand Pty Ltd.

In respect of these Extractive Mineral Exploration Licences, the Mineral Titles Act provides that a person is entitled to apply for the grant of an Exploration Licence for any of the existing title area or existing proposed title area of an Extractive Mineral Exploration Licence. The holder of an exploration title (which includes an Extractive Mineral Exploration Licence) may exercise the occupation right under the exploration title on overlapping land concurrently with the holder of another exploration title.

9.10 Petroleum Exploration Permits (Granted) and Geothermal Exploration Permits (Applications)

The Searches indicate that certain of the Tenements are encroached (wholly or in part) by onshore petroleum exploration permits granted under the Petroleum Act and onshore geothermal exploration permits that have been applied for under the Geothermal Energy Act.

These encroachments are summarised as follows:

Petroleum Exploration Permit (Granted) or Geothermal Exploration Permit (Application)	Encroached Project Tenements
Application for Geothermal Exploration Permit GEP33169 by Hydro X Gen Pty Ltd	ELA32920, ELA33210, ELA33211, ELA33213
Application for Geothermal Exploration Permit GEP33171 by Hydro X Gen Pty Ltd	ELA33209, ELA33210, ELA33211, ELA33212
Application for Geothermal Exploration Permit GEP33172 by Hydro X Gen Pty Ltd	ELA33212
Application for Geothermal Exploration Permit GEP33179 by Hydro X Gen Pty Ltd	EL33108, EL32993, EL32992, EL32991
Application for Geothermal Exploration Permit GEP33180 by Hydro X Gen Pty Ltd	EL33108
Petroleum Pipeline PL38 held by APA SPP Pty Ltd	ELA32920
Petroleum Exploration Permit (Granted) EP98, held by Tamboran B2 Pty Ltd and Falcon Oil & Gas Australia Limited	ELA33209, ELA33210, ELA33211, ELA33212, ELA33213
Petroleum Exploration Permit (Granted) EP117 held by Tamboran B2 Pty Ltd	ELA32920
Petroleum Exploration Permit (Granted) EP153 held by McArthur Energy Pty Ltd	ELA33209, ELA33212
Petroleum Exploration Permit (Granted)	EL26831, EL28656, EL32177, EL33028,

Petroleum Exploration Permit (Granted) or Geothermal Exploration Permit (Application)	Encroached Project Tenements
EP171 held by ADZ Energy (NT) Pty Ltd	ELA33608
Petroleum Exploration Permit (Granted) EP176 held by ADZ Energy (NT) Pty Ltd	EL26831, EL30156
Petroleum Exploration Permit (Granted) EP184 held by Imperial Oil & Gas Pty Limited	EL32177
Petroleum Exploration Permit (Granted) EP187 held by Imperial Oil & Gas Pty Limited	EL28656
Petroleum Exploration Permit (Application) EP217 held by Arafura Oil Pty Ltd	ELA33534, ELA33535
Petroleum Exploration Permit (Granted) EP334 held by Imperial Oil & Gas Pty Limited	EL28656
Petroleum Exploration Permit (Granted) EP335 held by Imperial Oil & Gas Pty Limited	EL28656

Permits granted under the Petroleum Act operate concurrently with titles granted under the Mineral Titles Act, with the holder of the petroleum exploration permit being required to give notice to the holder of the Mineral Titles Act tenure prior to commencement of activities.

The Geothermal Energy Act provides that a geothermal authority holder must consult with the holders of any person who hold a mineral title interest before conducting geothermal activities on the land.

A petroleum exploration permit gives the holder the exclusive right to explore for but not produce petroleum in the title area. The permit allows the holder to carry out exploratory operations for oil and gas and operations to establish the nature and extent of any petroleum resource discovered, including the feasibility of production.

Permits granted under the Petroleum Act operate concurrently with titles granted under the Mineral Titles Act with the holder of the petroleum exploration permit being required to give notice to the holder of the Mineral Titles Act tenure prior to commencement of activities.

Petroleum is specifically excluded from the definition of “mineral” in the Mineral Titles Act and, as such, an exploration or mining permit granted under the Mineral Titles Act will confer no rights to explore for or mine petroleum.

10. Material Agreements

10.1 Sandfire Sale and Purchase Agreement

The Company and its wholly-owned subsidiary, Glyde River, entered into the Sandfire SPA with Sandfire Resources on 8 October 2024, pursuant to which Glyde River acquired a 100% interest in certain tenements comprising Sandfire Resources’ Batten Project and Huckitta Project.

The aggregate consideration paid by the Company pursuant to the Sandfire SPA was 12,000,000 Shares (**Daly Shares**).

Completion of the Sandfire SPA occurred on 28 October 2024.

The Sandfire SPA included a participation right whereby the Company agreed to provide Sandfire Resources with advanced notice of any proposed equity capital raising, following which Sandfire Resources may provide notice that it wishes to participate in such capital raising. If Sandfire Resources so wishes, the Company will be required to use reasonable endeavours to permit Sandfire Resources to participate in the capital raising (subject to and conditional upon any required Company shareholder approval, if required by law or the ASX Listing Rules). The participation right:

(a) will not apply to bonus issues, rights issues, dividend or distribution plans, securities issued pursuant to an employee incentive scheme or on conversion of existing securities or any merger, business combination, tender offer, takeover or scheme of arrangement; and

(b) will cease immediately if a change of control occurs in respect of Sandfire Resources or Sandfire Resources holds less than 10% of the Daly Shares for more than 20 consecutive days (other than pending any required Company shareholder approval to enable the Daly Shares to be issued to Sandfire Resources under the participation right), and will cease in all respects on the date that is 5 years after completion of the Sandfire SPA.

Pursuant to the Sandfire SPA, Glyde River:

(c) assumed the obligation to pay the Finching Royalty to Finching (as discussed at item 11.2 below); and

(d) granted a 1.5% net smelter return royalty to Sandfire Resources (as discussed at item 11.1 below).

The Sandfire SPA otherwise contains terms and conditions considered standard for an agreement of this nature and has been registered as a dealing against the applicable Tenements in accordance with its terms. For further information on the registration of the Sandfire SPA on certain Tenements, please refer to Schedule 1 below.

11. Royalties

We have identified the existence of the following royalties in respect of the Tenements. These royalties, along with any usual royalties payable to the Northern Territory Government (if applicable) may have an impact on the economics of progressing any proposed mining operations on the Tenements.

11.1 Sandfire Royalty

Pursuant to the Sandfire SPA, Glyde River granted a 1.5% net smelter return royalty to Sandfire Resources pursuant to the Sandfire Royalty Deed in respect of EL26831, EL28656, EL30156, EL33263, EL33264, EL33267, EL33268, EL33269, EL33271, EL33272 and EL33721 (**Sandfire Royalty Tenements**).

The royalty is payable in respect of gold, silver, platinum, antimony, mercury, copper, lead, zinc and all other mineral elements and mineral compounds, existing or discovered within the Sandfire Royalty Tenements and commences on the first date of commercial production from the Sandfire Royalty Tenements.

Pursuant to the Sandfire SPA and the Sandfire Royalty Deed, Glyde River granted Sandfire Resources security over the Sandfire Royalty Tenements in respect of its obligation to pay the royalty.

11.2 Finching Royalty

The obligations contained in the Finching Royalty Agreement were assigned to Glyde River, pursuant to a deed of assignment and assumption in accordance with the Sandfire SPA.

At the date of assignment, the Finching Royalty Agreement applied to EL26833 and EL26835, which were transferred to Glyde River under the Sandfire SPA, and both of which ceased on 19 May 2025 (and are now 'historic').

Pursuant to the Finching Royalty Agreement, a royalty is payable to Finching of $0.50 per tonne of manganese ore which is mined, sold and shipped by the title holder from historical exploration licence EL24700 or "*any other mining tenement or mining tenements which may be granted in lieu of or relate to the same ground as that of EL24700*."

Searches were conducted over the area the subject of historical tenements EL24700, EL26833 and EL26835, and it has been determined that Glyde River no longer holds any tenement interest over these tenements. Based on this, it is possible that this Finching Royalty no longer applies to any of the Tenements held by Glyde River. However, should Glyde River, in the future, apply for a tenement over the area of the historical tenements mentioned above, it is possible that the royalty will become payable to Finching.

12. Security Deed and Mortgage

Tenements EL26831, EL28656, EL30156, EL33263, EL33264, EL33267, EL33268, EL33269, EL33271, EL33272 and EL33721 are subject to Mortgage D94549 registered on 11 March 2025 by Sandfire Resources (as mortgagee).

For the purposes of securing Glyde River's obligations to pay the Sandfire Royalty to Sandfire Resources, Glyde River and Sandfire Resources entered into a Security Deed, under which Glyde River agrees to grant a security interest in the Sandfire Royalty Tenements in favour of Sandfire Resources.

Under the Mineral Titles Act, the registration of a mortgage does not give the mineral rights interest evidenced by the security deed any validity of effect, and the Minister is not required to decide the validity of information given by a person in the security deed.

13. Definitions

In this Report:

AAPA means the Aboriginal Areas Protection Authority.

ALRA means the *Aboriginal Land Rights (Northern Territory) Act 1976* (NT).

ASX means the ASX Limited (ABN 98 008 624 691).

Authority Certificate means a certificate issued pursuant to the Sacred Sites Act.

Batten Project has the meaning given in section 4.1.

Beetaloo Project has the meaning given in section 4.1(c)(i).

Broughton Project has the meaning given in section 4.1(a)(i).

Bulman-Jimbu Project has the meaning given in section 4.1(c)(iii).

Commonwealth Heritage Act means the *Aboriginal and Torres Strait Islander Heritage Protection Act 1984* (Cth).

Company means Daly Resources Limited (ACN 664 007 621).

Consent to Negotiate means a "consent to enter into negotiations" granted by the Minister under the Mineral Titles Act.

Daly Tenements has the meaning given in section 1.

Department means the Northern Territory Department of Industry, Tourism and Trade.

ELR means an exploration licence in retention.

EP Act means the *Environmental Protection Act 2019* (NT).

EP Regulations means the *Environmental Protection Regulations 2020* (NT).

Federal Court means the Federal Court of Australia.

Finching means Finching Pty Ltd (ACN 009 297 901).

Finching Royalty Agreement means the document titled "Agreement for the Sale of Mining Tenements" between Finching Pty Ltd (ACN 009 297 901) and Sandfire Resources NL (ABN 55 105 154 185) (now Sandfire Resources Limited), dated 19 January 2007, as assigned to Glyde River by way of deed of assignment and assumption dated 23 October 2024.

Geothermal Energy Act means the *Geothermal Energy Act 2009* (NT).

Glyde River means Glyde River Pty Ltd (ACN 680 722 810).

Heritage Act means the *Heritage Act 2011* (NT).

Huckitta Project has the meaning given in 4.1.

Huckitta Tenements means exploration licences EL33263, EL33264, EL33267, EL33268, EL33269, EL33271, EL33272, and EL33721, as set out in Schedule 1 to this Report.

ILUA means an Indigenous Land Use Agreement.

Land Council means any of the four land councils established under the ALRA, as set out in section 7.11 and includes the NLC.

Mineral Titles Act means the *Mineral Titles Act 2010* (NT).

Mineral Regulations means the *Mineral Titles Regulations 2011* (NT).

Minister means the Northern Territory Minister for Mining and Industry.

Minister's Certificate means the certificate obtained from the Department pursuant to section 128 of the Mineral Titles Act.

Native Title Act means the *Native Title Act 1993* (Cth).

Negotiation Parties has the meaning given in section 7.6.

NLC means the Northern Land Council.

NNTR means the National Native Title Register.

NNTT means the Australian National Native Title Tribunal.

NNTT Searches has the meaning given in section 2(e).

North Batten Tenements means exploration licences EL26831, EL28656, EL30156 as set out in Schedule 1 to this Report.

NTC means a Native Title Claimant.

Pending Tenements has the meaning given in 4.1.

Petroleum Act means the *Petroleum Act 1984* (NT).

Projects has the meaning given in section 1.

Report means this document, including any schedule or annexure to this document.

RNTC means the Register of Native Title Claim.

Sacred Sites Act means the *Northern Territory Aboriginal Sacred Sites Act 1989* (NT).

Sandfire Resources means Sandfire Resources Limited (ACN 105 154 185).

Sandfire Royalty Deed means the document titled “Royalty Deed North Batten and Huckitta Projects” between Sandfire Resources Limited (ACN 105 154 185) and Glyde River Pty Ltd (ACN 680 722 810), dated 30 October 2024”.

Sandfire Royalty Tenements has the meaning given in section 11.1.

Searches means the searches referred to in section 2.

Security Deed means the document titled “Royalty Security Deed – Sale of North Batten and Huckitta Projects” between Sandfire Resources Limited (ACN 105 154 185) and Glyde River Pty Ltd (ACN 680 722 810), dated 30 October 2024”.

Tenements means the tenements set out in Schedule 1 (including the Pending Tenements) and Tenement means any one of them.

WHS Act means the Work Health and Safety (National Uniform Legislation) Act 2011 (NT).

WHS Regulations means the *Work Health and Safety (National Uniform) Legislation Regulations 2011* (NT).

14. Qualifications and assumptions

14.1 General

This is a high level report covering material legal issues affecting the Tenements and does not purport to cover all possible issues which may affect the Tenements. This Report is given only as to, and based on, circumstances and matters of fact existing and known to us on the date of this Report.

14.2 Assumptions

This Report is based on, and subject to, the following assumptions (in addition to any assumptions expressed elsewhere in this Report):

(a) any instructions, documents and information given by the Company or any of its officers, agents or representatives are accurate and complete;

(b) that the registered holder of a Tenement has valid legal title to the Tenement;

(c) unless apparent from the Searches or the information provided to us, we have assumed compliance with the requirements necessary to maintain each Tenement in good standing;

(d) where a Tenement has been granted, the future act provisions of the Native Title Act have been complied with;

(e) all information obtained from the Department, the NNTT and any other governmental or regulatory department referred to in this Report is accurate and complete;

(f) the Company has complied with the terms and conditions of the relevant legislation and any applicable agreements;

(g) this Report does not cover any third party interests, including encumbrances, in relation to the Tenements that are not apparent from the Searches and the information provided to us;

(h) all facts stated in documents, and responses to requests for further information, and other material on which we have relied in this Report are and continue to be correct, and no relevant matter has been misstated or withheld from us (whether deliberately or inadvertently);

(i) that there are no other documents or materials other than those which were disclosed to us and which we were instructed to review, which related to the matters examined; and

(j) the Material Agreements have been duly executed and the copies of the Material Agreements made available to us are accurate, complete and conform to the originals of the Material Agreements and there have been no material breaches of the Material Agreements.

14.3 Qualifications

This Report is subject to the following qualifications:

(a) there may be native title, Aboriginal heritage or other third party agreements of which we are not aware;

(b) the information in Schedule 1 and Schedule 2 is accurate as at the date of the relevant Searches. We do not comment on whether any changes have occurred in respect of the Tenements between the date of the Searches and the date of this Report;

(c) this Report is based only upon the information and materials which are described in this Report. There may be additional information and materials (of which we are unaware) which contradict or qualify that which we have described;

(d) a recording in the mining tenement register of a person's holding in a mining tenement is not absolute proof of that person's entitlement to the tenement. The mining tenement system is not based on a system of indefeasibility by registration;

(e) a registered mining tenement holder's entitlement to a tenement can be defective if there were procedural defects in the original grant of a tenement or if there are any subsequent dealings with a tenement. We are unable to confirm whether there are any such defects in the Tenements disclosed in this Report without a detailed review of the register for each Tenement and other matters;

(f) this Report relates only to the laws of the Northern Territory and the Commonwealth of Australia in force at the date of this Report and we do not express or imply any opinion as to the laws at any other time or of any other jurisdiction;

(g) in the performance of our enquiries for this Report, we have acted on the Company's written and oral instructions as to the manner and extent of enquiries to be conducted;

(h) this Report is strictly limited to the matters it deals with and does not extend by implication or otherwise to any other matter;

(i) we have relied upon information provided by third parties, including various departments, in response to searches made, or caused to be made, and enquiries by us and have relied upon that information, including the results of Searches, being accurate, current and complete as at the date of its receipt by us;

(j) references in the Schedules are taken from details shown on the Searches we have obtained from the relevant departments referred to in section 2 above. We have not undertaken independent surveys of the land the subject of the Tenements to verify the accuracy of the Tenement areas or the areas of the relevant native title claims;

(k) where compliance with the terms and conditions of the Tenements and all applicable provisions of the mining legislation and regulations in the Northern Territory and all other relevant legislation and regulations, or a possible claim in relation to the is not disclosed on the face of the searches referred to above, we express no opinion as to such compliance or claim;

(l) where Ministerial consent is required, we express no opinion as to whether such consent will be granted, or the consequences of consent being refused, although we are not aware of any matters which would cause consent to be refused;

(m) we have not conducted searches of contaminated sites maintained by the Northern Territory Environment Protection Authority;

(n) native title may exist in the areas covered by the Tenements. Whilst we have conducted searches to ascertain what native title claims, if any, have been lodged in the Federal Court in relation to the areas covered by the Tenements, we have not conducted any research on the likely existence or non-existence of native title rights and interests in respect of those areas. Further the Native Title Act contains no sunset provisions and it is possible that additional native title claims could be made in the future; and

(o) Aboriginal heritage sites, sacred sites or objects (as defined in the Heritage Act, the Sacred Sites Act or under the Commonwealth Heritage Act) may exist in the areas covered by the Tenements regardless of whether or not that site has been entered on the relevant Register or is the subject of a declaration under the Commonwealth Heritage Act. We have not conducted any legal, historical, anthropological or ethnographic research regarding the existence or likely existence of any such Aboriginal heritage sites, sacred sites or objects within the area of the Tenements.

14.4 Conclusion

(a) Hamilton Locke Lawyers has prepared this Report for the purposes of the Prospectus only, and for the benefit of the Company and the directors of the Company in connection with the issue of the Prospectus and is not to be disclosed to any other person or used for any other purpose or quoted or referred to in any public document or filed with any government body or other person without our prior consent. This Report is issued subject to the qualifications and assumptions in section 14.

(b) Hamilton Locke will be paid its usual professional fees for the preparation of this Report.

Yours sincerely

Hamilton Locke

Hamilton Locke

Hamilton Locke

Schedule 1 – Tenements

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
Broughton Project										
EL33108	Daly Tenements Pty Ltd (100%)	Granted (Reduction Retained)	250 Blocks	122 Blocks	2 September 2022	1 September 2028	Annual Reporting 2024: Covenant: $20,000 (Actual: $20,600) Annual Reporting 2025: Covenant: $15,000 (Actual: $5,500) Amalgamated Annual Report: GR589 (Broughton) Proposed Expenditure – 2026: $8,000	Rent (2025): $10,858 Administration Fee (2025): $362	Nil.	• Perpetual Pastoral Lease 1185 – Lonesome Dove Station (Parcel Number 4972). • Perpetual Pastoral Lease 1228 – Big River Station (Parcel Number 4973). • Perpetual Pastoral Lease 1180 – Mount Mcminn Station (Parcel Number 4971). • Perpetual Pastoral Lease 1068 – Goondooloo Station (Parcel Number 1287). • Perpetual Pastoral Lease 1067 – Moroak Station (Parcel Number 1288). • Perpetual Pastoral Lease 1179 – Flying Fox Station (Parcel Number 4775). • Application for Geothermal Exploration Permits (GEP 33179 and GEP 33180) by Hydro X Gen Pty Ltd. • Goondooloo Propacc (Pastoral Road)
EL32993	Daly Tenements Pty Ltd (100%)	Granted (Reduction Retained)	250 Blocks	124 Blocks	29 July 2022	28 July 2028	Annual Reporting 2024: Covenant: $20,000 (Actual: $21,420) Annual Reporting 2025: Covenant: $20,000 (Actual: $5,500) Amalgamated Annual Report: GR589 (Broughton) Proposed Expenditure – 2026: $8,000	Rent (2025): $11,036 Administration Fee (2025): $362	Nil.	• Central Arnhem Road (Pastoral - State Arterial) • Perpetual Pastoral Lease 1188 – Mountain Valley Station (Parcel Number 6518). • Perpetual Pastoral Lease 1187 – Conways Station (Parcel Number 6517). • Application for Geothermal Exploration Permit (GEP 33179) by Hydro X Gen Pty Ltd.
EL32992	Daly Tenements Pty Ltd (100%)	Granted (Reduction Retained)	250 Blocks	123 Blocks	29 July 2022	28 July 2028	Annual Reporting 2024: Covenant: $20,000 (Actual: $20,600) Annual Reporting 2025:	Rent (2025): $10,947 Administration Fee (2025): $362	Nil.	• Perpetual Pastoral Lease 1188 – Mountain Valley Station (Parcel Number 6518).

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
							Covenant: $20,000 (Actual: $5,500) Amalgamated Annual Report: GR589 (Broughton) Proposed Expenditure – 2026: $8,000			• Perpetual Pastoral Lease 1167 – Mainoru Station (Parcel Number 5108). • Central Arnhem Road (Pastoral - State Arterial) • Application for Geothermal Exploration Permit (GEP 33179) by Hydro X Gen Pty Ltd.
EL32991	Daly Tenements Pty Ltd (100%)	Granted (Reduction Retained)	249 Blocks	122 Blocks	29 July 2022	28 July 2028	Annual Reporting 2024: Covenant: $20,000 (Actual: $20,200) Annual Reporting 2025: Covenant: $20,000 (Actual: $5,500) Amalgamated Annual Report: GR589 (Broughton) Proposed Expenditure – 2026: $8,000	Rent (2025): $10,858 Administration Fee (2025): $362	Nil.	• Perpetual Pastoral Lease 1188 – Mountain Valley Station (Parcel Number 6518). • Perpetual Pastoral Lease 1067 – Moroak Station (Parcel Number 1288). • Perpetual Pastoral Lease 1068 – Goondooloo Station (Parcel Number 1287). • Perpetual Pastoral Lease 1187 – Conways Station (Parcel Number 6517). • Application for Geothermal Exploration Permit (GEP 33179) by Hydro X Gen Pty Ltd. • Goondooloo Propacc Pastoral Road
Beetaloo Project										
ELA32920	Daly Tenements Pty Ltd (100%)	Application	250 Blocks	N/A	1 October 2021	N/A	N/A	N/A	Nil.	• Perpetual Pastoral Lease 1232 Gum Ridge Station (Parcel Number 7027). • Perpetual Pastoral Lease 1059 Beetaloo Station (Parcel Number 702). • Petroleum Pipeline PL38 held by APA SPP Pty Ltd. • Exploration Permit (Petroleum) EP 117 held by Tamboran B2 Pty Ltd. • Application for Geothermal Exploration Permit (GEP 33169) by Hydro X Gen Pty Ltd. • Extractive Mineral Exploration Licence EMEL33707 held by Tamboran Infrastructure Pty Ltd.

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
										• Extractive Mineral Exploration Licence EMEL33998 held by Tamboran Infrastructure Pty Ltd. • Extractive Mineral Exploration Licence EMEL33952 held by Daly Waters Sand Pty Ltd (100%). • Extractive Mineral Exploration Licence EMEL33947 held by Daly Waters Sand Pty Ltd. • Extractive Mineral Exploration Licence EMEL33950 held by Daly Waters Sand Pty Ltd. • Extractive Mineral Exploration Licence EMEL33704 held by Tamboran Infrastructure Pty Ltd.
ELA33209	Daly Tenements Pty Ltd (100%)	Application	250 Blocks	N/A	4 May 2022	N/A	N/A	N/A	Nil.	• Nutwood Downs Propacc Road (Pastoral-Secondary). • Perpetual Pastoral Lease 1052 – Nutwoods Down Station (Parcel Number 1513). • Perpetual Pastoral Lease 1189 – Maryfield Station (Parcel Number 6365). • Perpetual Pastoral Lease 1064 – Kalala Station (Parcel Number 697). • Exploration Permit (Petroleum) EP98 held by Tamboran B2 Pty Ltd and Falcon Oil & Gas Australia Limited. • Exploration Permit (Petroleum) EP153 held by McArthur Energy Pty Ltd. • Application for Geothermal Exploration Permit (GEP 33171) by Hydro X Gen Pty Ltd.
ELA33210	Daly Tenements Pty Ltd (100%)	Application	249 Blocks	N/A	4 May 2022	N/A	N/A	N/A	Nil.	• Perpetual Pastoral Lease 1052 – Nutwood Downs Station (Parcel Number 1513).

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
										• Perpetual Pastoral Lease 1100 – Cooee Hills Station (Parcel Number 1079). • Application for Geothermal Exploration Permit (GEP 33169) by Hydro X Gen Pty Ltd. • Application for Geothermal Exploration Permit (GEP 33171) by Hydro X Gen Pty Ltd. • Exploration Permit (Petroleum) EP 98 held by Tamboran B2 Pty Ltd and Falcon Oil & Gas Australia Limited. • Pipeline Licence PL 33 held by Power and Water Corporation. • Carpentaria Highway Road (Pastoral – State Arterial).
ELA33211	Daly Tenements Pty Ltd (100%)	Application	249 Blocks	N/A	4 May 2022	N/A	N/A	N/A	Nil.	• Private Freehold (Location 000, Parcel Number 3352). • Perpetual Pastoral Lease 1100 – Cooee Hills Station (Parcel Number 1079). • Perpetual Pastoral Lease 1052 – Nutwood Downs Station (Parcel Number 1513). • Perpetual Pastoral Lease 1232 – Gum Ridge Station (Parcel Number 7027). • Perpetual Pastoral Lease 1064 – Kalala Station (Parcel Number 697). • Application for Geothermal Exploration Permit (GEP 33169) by Hydro X Gen Pty Ltd. • Application for Geothermal Exploration Permit (GEP 33171) by Hydro X Gen Pty Ltd. • Exploration Permit (Petroleum) EP 98 held by Tamboran B2 Pty Ltd and Falcon Oil & Gas Australia Limited. • Pipeline Licence PL 33 held by Power and Water Corporation.

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
										• Carpentaria Highway Road (Pastoral – State Arterial).
ELA33212	Daly Tenements Pty Ltd (100%)	Application	250 Blocks	N/A	4 May 2022	N/A	N/A	N/A	N/A	• Private Freehold (Location 000, Parcel Number 3545). • Perpetual Pastoral Lease 1052 – Nutwood Downs Station (Parcel Number 1513). • Perpetual Pastoral Lease 1189 – Maryfield Station (Parcel Number 6365). • Application for Geothermal Exploration Permits (GEP 33171 and GEP 33172) by Hydro X Gen Pty Ltd. • Exploration Permit (Petroleum) EP 98 held by Tamboran B2 Pty Ltd and Falcon Oil & Gas Australia Limited. • Exploration Permit (Petroleum) EP 153 held by McArthur Energy Pty Ltd.
ELA33213	Daly Tenements Pty Ltd (100%)	Application	249 Blocks	N/A	4 May 2022	N/A	N/A	N/A	N/A	• Extractive Mineral Exploration Licences EMEL 33996 and EMEL 33999 held by Tamboran Infrastructure Pty Ltd. • Perpetual Pastoral Lease 1100 – Cooee Hills Station (Parcel Number 1079). • Perpetual Pastoral Lease 1201 – Shenandoah Station (Parcel Number 7026). • Perpetual Pastoral Lease 1232 – Gum Ridge Station (Parcel Number 7027). • Application for Geothermal Exploration Permit (GEP 33169) by Hydro X Gen Pty Ltd. • Exploration Permit (Petroleum) EP 98 held by Tamboran B2 Pty Ltd and Falcon Oil & Gas Australia Limited. • Road (Pastoral – Local).
Batten Project										

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
EL26831	Glyde River Pty Ltd (100%)	Granted (Renew Retained) Renewal Granted on 27 June 2025	402 Blocks	126 Blocks	9 June 2009	8 June 2027	Annual Reporting 2024: Covenant: $4,546 (Actual: $10,857) Annual Reporting 2025: Covenant: $4,546 (Actual: $7,000) Amalgamated Annual Report: GR660 (North Batten) Expenditure Project Area Reporting Year 15 Project Expenditure Notice (2024): Covenant: $50,000 (Actual: $69,855) Year 16 Project Expenditure Notice (2025): Covenant: $18,184 (Actual: $21,000) Proposed Expenditure – 2026: $21,000	Rent (2025): $30,996 Administration Fee (2025): $352	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Perpetual Pastoral Lease 1051 – McArthur River Station (Parcel Number 4319). • Enhanced Freehold (Aboriginal Community Living Areas) held by Gurdanji Aboriginal Corporation (Parcel Number 4630). • Exploration Permits (Petroleum) EP 171 and EP 176 held by ADZ Energy (NT) Pty Ltd. • Petroleum Proposed Reserves – Borroloola Area. • Site of Conservation Significance – Borroloola Area (Site Number 35). • Roads: ○ Tawallah and Ijarra (Pastoral – Local); and ○ Ryans Bend (Pastoral – Secondary).
EL28656	Glyde River Pty Ltd (100%)	Granted (Renew Retained) Renewal granted on 5 March 2026.	39 Blocks	39 Blocks	27 October 2011	26 October 2027	Annual Reporting 2024: Covenant: $4,546 (Actual: $5,431) Annual Reporting 2025: Covenant: $4,546 (Actual: $7,000) Amalgamated Annual Report: GR660 (North Batten) Expenditure Project Area Reporting Year 13 Project Expenditure Notice (2024): Covenant: $50,000	Rent (2025): $9,867 Administration Fee (2025): $362	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Private Freehold (Location 000, Parcel Number 3333). • Borders on Aboriginal Freehold – Mambaliya Rrumburriya Wuyaliya Aboriginal Land Trust (Parcel Number 5706). • Perpetual Pastoral Lease 1051 – McArthur River Station (Parcel Number 4319). • Exploration Permit (Petroleum) EP 171 held by ADZ Energy (NT) Pty Ltd. • Exploration Permits (Petroleum) EP 187, EP 334 and EP 335 held by Imperial Oil & Gas Pty Limited.

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
							(Actual: $69,855) Year 14 Project Expenditure Notice (2025): Covenant: $18,184 (Actual: $21,000) Proposed Expenditure – 2026: $21,000			• Pipeline Licence PL 33 held by Power and Water Corporation. • Petroleum Proposed Reserves – Limmen National Park (Tranche 3 EP 171). • Ryans Bend Road (Pastoral – Secondary). • Limmen National Park.
EL30156	Glyde River Pty Ltd (100%)	Granted (Renew Retained) Renewal granted on 27 June 2025.	169 Blocks	127 Blocks	9 June 2009	8 June 2027	Annual Reporting 2024: Covenant: $4,546 (Actual: $5,738) Annual Reporting 2025: Covenant: $4,546 (Actual: $7,000) Amalgamated Annual Report: GR660 (North Batten) Proposed Expenditure – 2026: $21,000	Rent (2025): $31,242 Administration Fee (2025): $352	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Perpetual Pastoral Lease 1051 – McArthur River Station (Parcel Number 4319). • Exploration Permit (Petroleum) EP 176 held by ADZ Energy (NT) Pty Ltd. • Petroleum Proposed Reserves – Borroloola Area. • Site of Conservation Significance – Borroloola Area (Site Number 35).
EL32177	Daly Tenements Pty Ltd (100%)	Granted	24 Blocks	24 Blocks	27 April 2021	26 April 2027	Annual Reporting 2024: Covenant: $24,000 (Actual: $8,000) Annual Reporting 2025: Covenant: $24,000 (Actual: $25,000) Amalgamated Annual Report: GR609 (Batten Project) Proposed Expenditure – 2026: $18,000	Rent (2025): $4,224 Administration Fee (2025): $352	Nil.	• Perpetual Pastoral Lease 1051 – McArthur River Station (Parcel Number 4319). • Exploration Permits (Petroleum) EP 171 held by ADZ Energy (NT) Pty Ltd. • Exploration Permits (Petroleum) EP 184 held by Imperial Oil & Gas Pty Limited.
EL33028	Daly Tenements Pty Ltd (100%)	Granted	28 Blocks (Area Variation to 21 Blocks granted on 6 May 2022)	21 Blocks	7 March 2023	6 March 2029	Annual Reporting 2024: Covenant: $18,750 (Actual: $19,500) Annual Reporting 2025: Covenant: $30,000 (Actual: $30,000)	Rent (2026): $1,869 Administration Fee (2026): $362	Nil.	• Perpetual Pastoral Lease 1051 – McArthur River Station (Parcel Number 4319). • Exploration Permits (Petroleum) EP 171 held by ADZ Energy (NT) Pty Ltd.

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
							Amalgamated Annual Report: GR609 (Batton Project) Proposed Expenditure – 2026: $16,000			
ELA33608	Daly Tenements Pty Ltd (100%)	Application	12 Blocks	N/A	21 August 2023	N/A	N/A	N/A	N/A	• Perpetual Pastoral Lease 1051 – McArthur River Station (Parcel Number 4319). • Exploration Permit (Petroleum) EP 171 held by ADZ Energy (NT) Pty Ltd.
Bulman-Jimbu Project										
ELA33534	Daly Tenements Pty Ltd (100%)	Application	250 Blocks	N/A	1 June 2023	N/A	N/A	N/A	• ALRA – Consent to Negotiate Effective from 30 August 2023 to 30 November 2023. • ALRA Proposal Lodged Effective 13 November 2023 to 31 October 2025. • ALRA Extension by Mutual Consent Effective 22 October 2025 to 31 October 2026.	• ALRA Aboriginal Land – Arnhem Land Aboriginal Land Trust (Parcel Number 1646). • Application for Exploration Permit (Petroleum) EP 217 by Arafura Oil Pty Ltd. • Petroleum Proposed Reserves – Western Arnhem Plateau and Warddeken. • Sites of Conservation Significance – Western Arnhem Plateau.
ELA33535	Daly Tenements Pty Ltd (100%)	Application	250 Blocks	N/A	1 June 2023	N/A	N/A	N/A	• ALRA – Consent to Negotiate Effective from 30 August 2023 to 30 November 2023. • ALRA Proposal Lodged Effective 13 November 2023 to 31 October 2025.	• ALRA Aboriginal Land – Arnhem Land Aboriginal Land Trust (Parcel Number 1646). • Application for Exploration Permit (Petroleum) EP 217 by Arafura Oil Pty Ltd. • Roads: ○ Gorpulyul, Mobarn, Mount Jean, Weemol Access, Maningride Access, Weemol and Mount Catt (Pastoral – Local);

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
									• ALRA Extension by Mutual Consent Effective 22 October 2025 to 31 October 2026.	○ Central Arnhem Road (Pastoral – State Arterial); and ○ Weemol (Urban – Local).
Huckitta Project										
EL33263	Glyde River Pty Ltd (100%)	Granted (Reduction Retained)	242 Blocks	84 Blocks Reduction Application lodged on 21 February 2025	22 February 2023	21 February 2029	Annual Reporting 2024: Covenant: $45,000 (Actual: $105,754) Annual Reporting 2025: Covenant: $65,000 (Actual: $5,000) Amalgamated Annual Report: GR661 (Huckitta) Expenditure Project Area Reporting Year 1 Project Expenditure Notice (2024): Covenant: $473,000 (Actual: $1,102,540) Proposed Expenditure – 2026: $TBC	Rent (2026): $7,476 Administration Fee (2026): $362	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Perpetual Pastoral Lease 1007 – Lucy Creek Station (Parcel Number 686). • Perpetual Pastoral Lease 921 – Ooratippra Station (Parcel Number 2981). • Perpetual Pastoral Lease 1118 – Arapunya Station (Parcel Number 481).
EL33264	Glyde River Pty Ltd (100%)	Granted	231 Blocks	231 Blocks	22 February 2023	21 February 2029	Annual Reporting 2024: Covenant: $45,000 (Actual: $117,392) Annual Reporting 2025: Covenant: $65,000 (Actual: $5,000) Amalgamated Annual Report: GR661 (Huckitta) Expenditure Project Area Reporting Year 1 Project Expenditure Notice (2024): Covenant: $473,000	Rent (2026): $20,559 Administration Fee (2026): $362	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Perpetual Pastoral Lease 1007 – Lucy Creek Station (Parcel Number 686). • Perpetual Pastoral Lease 921 – Ooratippra Station (Parcel Number 2981).

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
							(Actual: $715,000) Proposed Expenditure – 2026: $TBC			
EL33267	Glyde River Pty Ltd (100%)	Granted (Reduction Retained)	230 Blocks	28 Blocks Reduction Application lodged on 21 February 2025 and effective from 22 February 2025	22 February 2023	21 February 2029	Annual Reporting 2024: Covenant: $45,000 (Actual: $89,483) Annual Reporting 2025: Covenant: $65,000 (Actual: $5,000) Amalgamated Annual Report: GR661 (Huckitta) Expenditure Project Area Reporting Year 1 Project Expenditure Notice (2024): Covenant: $473,000 (Actual: $1,102,540) Proposed Expenditure – 2026: $TBC	Rent (2026): $2,492 Administration Fee (2026): $362	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Perpetual Pastoral Lease 1118 – Arapunya Station (Parcel Number 481). • Petroleum Reserve RB 237. • Petroleum Proposed Reserves – Ducie Range and surrounds. • Sites of Botanical Significance – Dulcie Ranges. • Sites of Conservation Significance – Dulcie Range and surrounds.
EL33268	Glyde River Pty Ltd (100%)	Granted	240 Blocks	240 Blocks	22 February 2023	21 February 2029	Annual Reporting 2024: Covenant: $45,000 (Actual: $121,533) Annual Reporting 2025: Covenant: $65,000 (Actual: $5,000) Amalgamated Annual Report: GR661 (Huckitta) Expenditure Project Area Reporting Year 1 Project Expenditure Notice (2024): Covenant: $473,000 (Actual: $1,102,540) Proposed Expenditure – 2026: $TBC	Rent (2026): $21,360 Administration Fee (2026): $362	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Perpetual Pastoral Lease 1118 – Arapunya Station (Parcel Number 481). • Perpetual Pastoral Lease 1007 – Lucy Creek Station (Parcel Number 686). • Petroleum Reserve RB 237. • Petroleum Proposed Reserves – Ducie Range and surrounds. • Sites of Botanical Significance – Dulcie Ranges. • Sites of Conservation Significance – Dulcie Range and surrounds.

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
EL33269	Glyde River Pty Ltd (100%)	Granted	238 Blocks	238 Blocks	22 February 2023	21 February 2029	Annual Reporting 2024: Covenant: $45,000 (Actual: $99,327) Annual Reporting 2025: Covenant: $65,000 (Actual: $5,000) Amalgamated Annual Report: GR661 (Huckitta) Expenditure Project Area Reporting Year 1 Project Expenditure Notice (2024): Covenant: $473,000 (Actual: $1,102,540) Proposed Expenditure – 2026: $TBC	Rent (2026): $21,182 Administration Fee (2026): $362	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Application for Mineral Lease ML 33748 by Jinka Minerals Limited. • Mineral Lease ML 32277 held by Jinka Mineral Limited. • Perpetual Pastoral Lease 1007 – Lucy Creek Station (Parcel Number 686). • Petroleum Reserve RB 259. • Lucy Creek Access Road (Pastoral – Local).
EL33271	Glyde River Pty Ltd (100%)	Granted	171 Blocks	171 Blocks Reduction Application lodged on 21 February 2025 and waiver approved by the Department on 17 June 2025.	22 February 2023	21 February 2029	Annual Reporting 2024: Covenant: $40,000 (Actual: $98,506) Annual Reporting 2025: Covenant: $60,000 (Actual: $5,000) Amalgamated Annual Report: GR661 (Huckitta) Expenditure Project Area Reporting Year 1 Project Expenditure Notice (2024): Covenant: $473,000 (Actual: $1,102,540) Proposed Expenditure – 2026: $TBC	Rent (2026): $15,219 Administration Fee (2026): $362	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Perpetual Pastoral Lease 962 – Jervois Station (Parcel Number 366). • Perpetual Pastoral Lease 1118 – Arapunya Station (Parcel Number 481). • Perpetual Pastoral Lease 1119 – Jinka Station (Parcel Number 482). • Petroleum Proposed Reserves – Aileron Province and Dulcie Range and surrounds. • Petroleum Reserves RB 144 and RB 237. • Sites of Botanical Significance – Dulcie Ranges. • Sites of Conservation Significance – Dulcie Range and surrounds.
EL33272	Glyde River Pty Ltd (100%)	Granted (Reduction Retained)	117 Blocks	53 Blocks	22 February 2023	21 February 2029	Annual Reporting 2024: Covenant: $23,000 (Actual: $49,242)	Rent (2026): $4,717 Administration Fee (2026):	D94548 – Agreement registered on 13 March 2025	• Application for Mineral Lease ML 33748 by Jinka Minerals Limited.

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
							Annual Reporting 2025: Covenant: $35,000 (Actual: $5,000) Amalgamated Annual Report: GR661 (Huckitta) Expenditure Project Area Reporting Year 1 Project Expenditure Notice (2024): Covenant: $473,000 (Actual: $1,102,540) Proposed Expenditure – 2026: $TBC	$362	between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Mineral Lease ML 32277 held by Jinka Minerals Limited. • Perpetual Pastoral Lease 962 – Jervois Station (Parcel Number 366). • Perpetual Pastoral Lease 1118 – Arapunya Station (Parcel Number 481). • Perpetual Pastoral Lease 1119 – Jinka Station (Parcel Number 482). • Perpetual Pastoral Lease 1007 – Lucy Creek Station (Parcel Number 686).
EL33721	Glyde River Pty Ltd (100%)	Granted	74 Blocks	74 Blocks	15 August 2024	14 August 2030	Annual Reporting 2025: Covenant: $20,000 (Actual: $5,000) Amalgamated Annual Report: GR661 (Huckitta) Proposed Expenditure – 2026: $TBC	Rent (2026): $3,256 Administration Fee (2026): $362	D94548 – Agreement registered on 13 March 2025 between Glyde River Pty Ltd and Sandfire Resources Limited. D94549 – Mortgage registered on 11 March 2025 by Sandfire Resources Limited (mortgagee)	• Perpetual Pastoral Lease 962 – Jervois Station (Parcel Number 366). • Perpetual Pastoral Lease 1007 – Lucy Creek Station (Parcel Number 686). • Sites of Botanical Significance – Jervois Range
EL34048	Daly Tenements Pty Ltd (100%)	Granted	25 Blocks	25 Blocks	23 July 2025	22 July 2031	Proposed Expenditure – 2026: $18,000	Rent (2025): $1,100 Administration Fee (2025): $TBC	N/A	• Perpetual Pastoral Lease 1118 – Arapunya Station (Parcel Number 481). • Perpetual Pastoral Lease 1119 – Jinka Station (Parcel Number 482). • Petroleum Reserve RB 237. • Sites of Botanical Significance – Dulcie Ranges. • Sites of Conservation Significance – Dulcie Range and surrounds.

Tenement	Registered Holder / Applicant (%)	Status	Area Applied for	Current Area	Grant Date / Application Date	Expiry Date	Minimum expenditure commitment (Reported Expenditure)	Annual Rent and Administration Fees	Dealings (Mortgages, Caveats and Registered Agreements)	Land Encroachments
EL34086	Daly Tenements Pty Ltd (100%)	Granted	40 Blocks	40 Blocks	13 March 2026	12 March 2032	N/A	N/A	Nil.	• Perpetual Pastoral Lease 1118 – Arapunya Station (Parcel Number 481).

Schedule 2 – Tenement Conditions and Endorsements

The current conditions imposed on the Tenements are the standard conditions issued by the Department and include the General Conditions of Grant of an Exploration Licence.

The General Conditions of Grant were updated by the Department on 17 June 2025, and are summarised as follows:

1. The title holder is advised that as soon as practicable after the grant of adjoining exploration licence (insert number) these mineral titles must be amalgamated under the provisions of section 102 of the *Mineral Titles Act.*

2. The title holder must ensure that a minimum amount of $X in the first operational year and $X in the second operational year is expended in carrying out exploration activities in the title area.

3. The title holder must also ensure that subsequent expenditure requirements, as specified in the annual expenditure report required at item 3, are expended in carrying out exploration activities in the title area.

4. The title holder must submit an expenditure report in the approved form, within thirty (30) days after the end of each operational year, specifying:

    a. the amount expended on technical work carried out during the operational year for which the report is given; and

    b. the amount the title holder proposes to expend on carrying out technical work for the next operational year.

5. Despite any agreement entered into by the title holder with any other person in relation to the title area (including but not limited to use, access or carrying out of exploration activities) the title holder remains responsible for compliance with all relevant requirements of the *Mineral Titles Act* and all other laws in force in the Territory, particularly in relation to the use of land or natural resources, and the title holder will be held liable for any non-compliances, breaches or offences of any person claiming to have a right or interest in the title area through the title holder.

6. The title holder must indemnify and at all times hold indemnified the Territory, its employees, contractors and agents from claims, actions, suits and demands whether debt damages, costs or otherwise arising out of a breach of the duties and obligations, whether expressed or implied, of the title holder at common law, or of the Claim or of any law in force in the Territory that is applicable and whether such breach is that of the title holder or any of its employees, contractors, or agents.

7. Before carrying out any exploration activities or works involving substantial disturbance on the licence area, the title holder must hold an environmental (mining) licence granted under the *Environment Protection Act 2019*.

8. The title holder must not, without obtaining the prior written approval of the Minister responsible for the *Energy Pipelines Act* and the pipeline operator, carry out any exploration activities or works including significant disturbance or blasting within a distance of 200 metres (either side of the centreline, having a total width of 400 metres); from a gas or oil pipeline.

9. The title holder must not conduct any exploration activities within a distance of twenty-five (25) metres from the centreline of the Darwin-Adelaide Single Mode Optical Fibre Cable.

10. The title holder must not:

    a. conduct any exploration activity which involves any substantial disturbance (as defined in the *Environment Protection Act 2019)* within the site of any easement for the Darwin to Katherine Power Transmission Line (being 17 metres wide on either side of the centreline, having a total width of 34 metres);

    b. at any time prevent, impair or impede access by Power and Water Authority to the site of the easement and any plant, equipment or transmission line located within the easement.

Annexure C − Independent Geologist Report

On behalf of:

Daly Resources Ltd

Independent Geological Report
Fluorite and Base Metal Projects, Australia

Effective Date: 27 March 2026

Job Code : AU-CSL-DRR01

Document Information Page

Competent Persons	Beau Nicholls	Senior Principal Consultant (Sahara)	BSc (Geo) MAIG
Signed by			

Peer Review	Mohammed Munkailah	Senior Principal Consultant (Sahara)	BSc (Geo) MAIG
Signed by			

Effective Date	27 March 2026

Versions / Status	FINAL

Copies	Daly Resources Ltd (DLY)	(1)

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1 SUMMARY

1.1 Introduction

Daly Resources Ltd (**DLY**) has commissioned Sahara Operations (Australia) Pty Ltd (**Sahara**) to prepare this Independent Geological Report (**IGR**) for the following five base metal Projects, located in the Northern Territory, Australia. The projects are:

→ **Huckitta Fluorite and Copper Projects**

→ **Batten Zinc–Copper Project**

→ **Broughton Copper - Zinc Project**

→ **Bulman Copper - Zinc Project**

→ **Beetaloo Zinc–Copper Project**

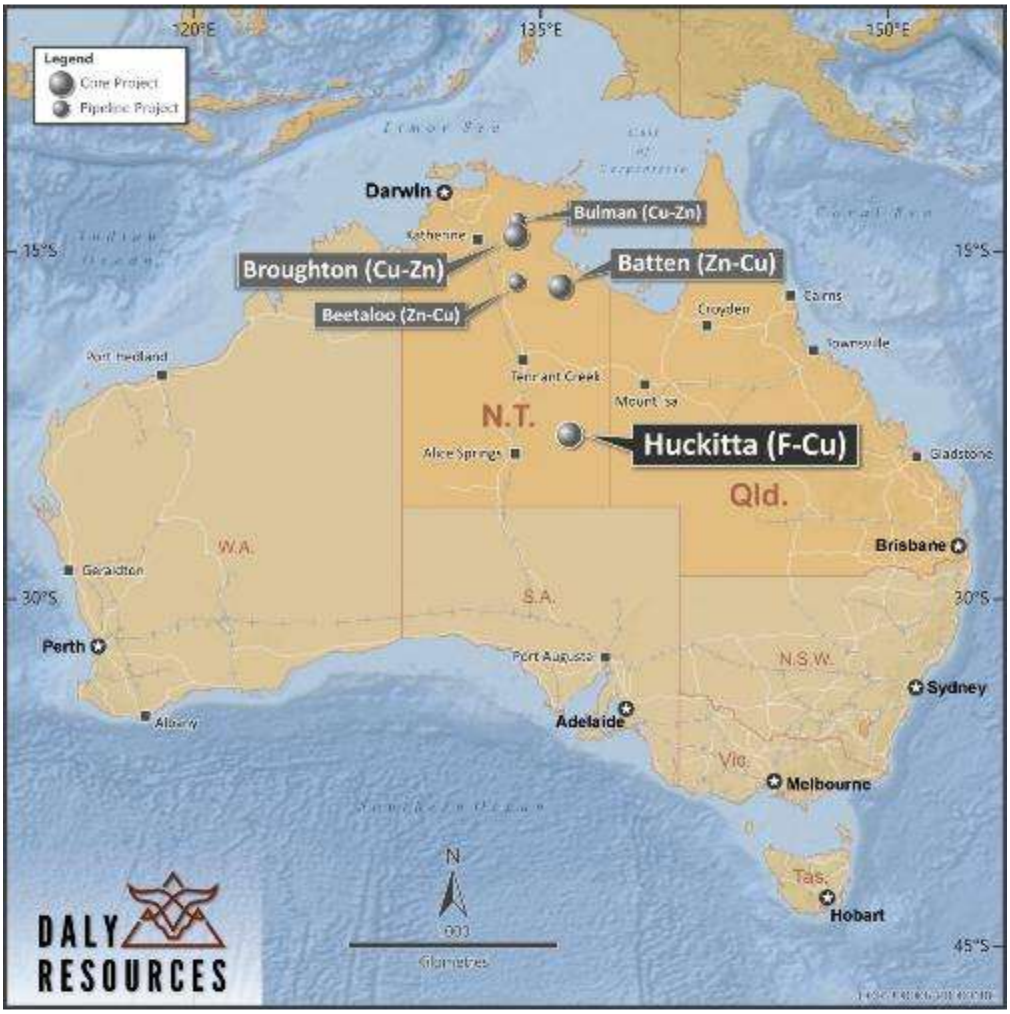
This IGR has been prepared by Sahara for use in a prospectus to support an initial public offering (**IPO**) of shares (40 million to 48 million fully paid ordinary shares at an issue price of $0.25 per share to raise between A$10 million and A$12 million) to enable DLY to seek a listing on the Australian Securities Exchange (**ASX**).

This IGR is prepared applying the guidelines and principles of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 JORC Code), the Australasian Code for Public Reporting of Technical Assessments and Valuations of Mineral Assets (2015 VALMIN Code) and the rules and guidelines issued by such bodies as ASIC and ASX pertaining to Independent Expert Reports. The information in this report that relates to Technical Assessment and Valuation of Mineral Assets reflects information compiled and conclusions derived by Mr. Beau Nicholls, who is a registered Fellow of the Australian Institute of Geosciences (FAIG). Mr Nicholls has sufficient experience relevant to the Technical Assessment and Valuation of the Mineral Assets under consideration and to the activity which he is undertaking to qualify as a Practitioner as defined in the 2015 edition of the VALMIN Code. Mr Nicholls consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

1.2 Location

The location of DLY's projects is shown in the figure below. The projects are all located in the Northern Territory, Australia.

Figure 1_1
Location plan (Source – DLY, 2026)



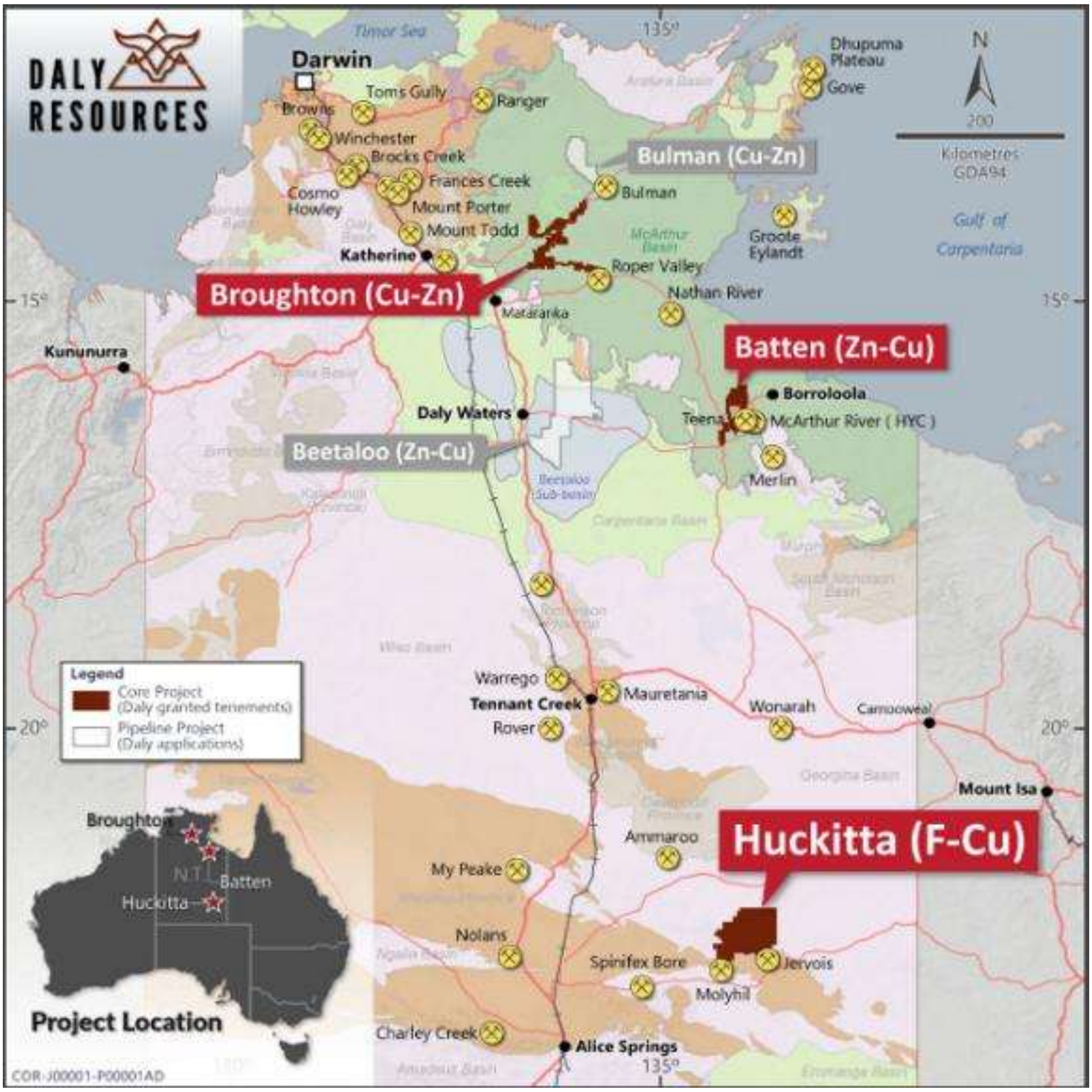
1.3 Ownership and Permitting

DLY (through its subsidiaries) has acquired a 100% legal and beneficial interest in five projects comprising 28 tenements (19 granted tenements and 9 applications) covering a total area of 13,092km^2.

1.4 Project Overview

The location of the various projects is summarised in the figure below.

Figure 1_2
Project location plan on 1:2.5M geology (Source – DLY, 2026)

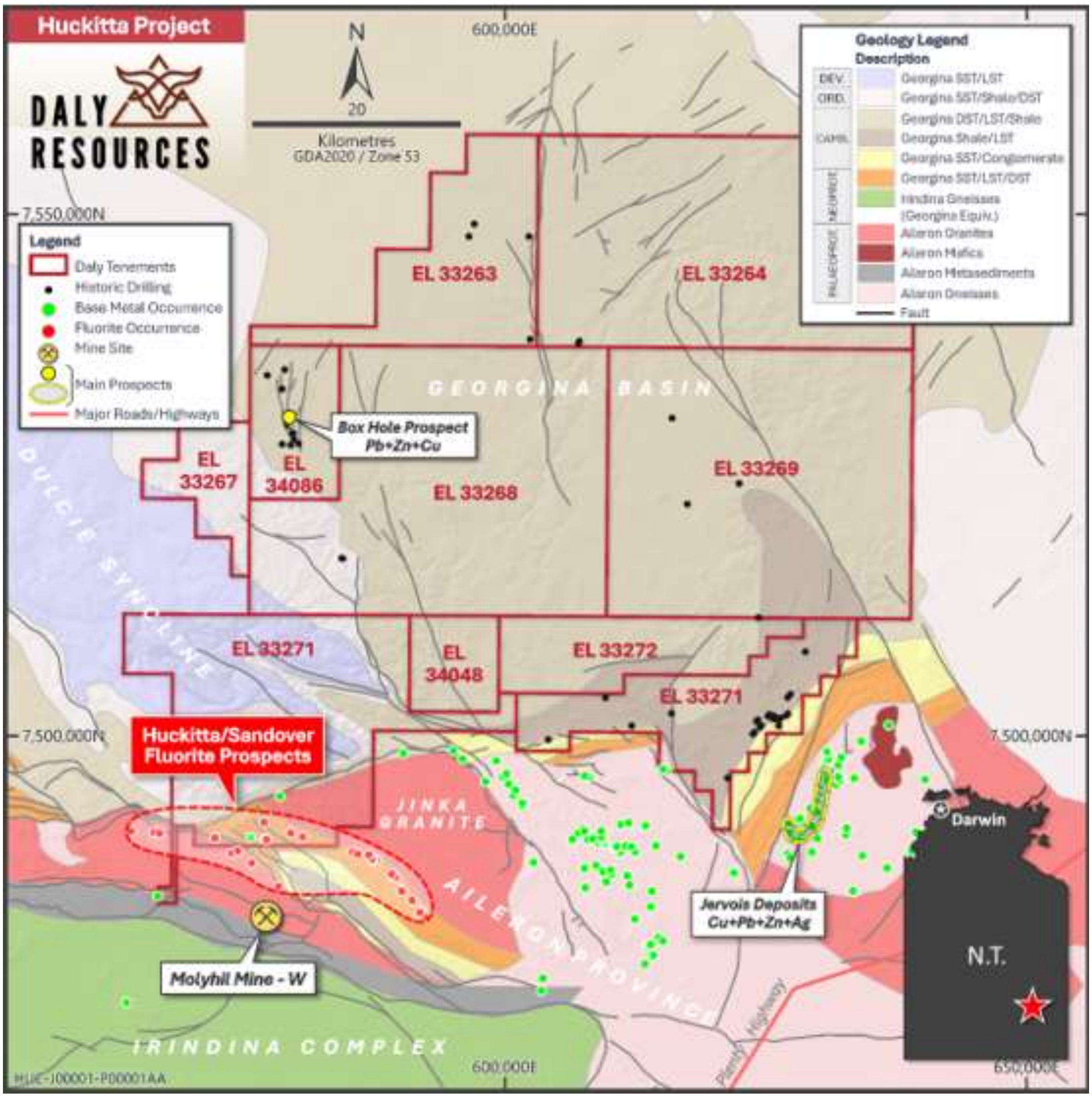


1.4.1 Huckitta Fluorite Project

The Huckitta Fluorite Project lies on the southern edge of the Company's tenure (EL 33271) at Huckitta and encompasses fluorite veins intruding the Palaeoproterozoic Jinka Granite and the Neoproterozoic Georgina Basin.

The Project is located adjacent to and immediately north of Tivan Limited's (ASX: TVN) Sandover Fluorite Project which has reported multiple fluorite-rich reefs extending over a 10km strike length. The geology on Daly's adjacent tenure (along strike and to the northwest of Sandover) is interpreted to be contiguous, and the fluorite prospects on both projects share similar characteristics.

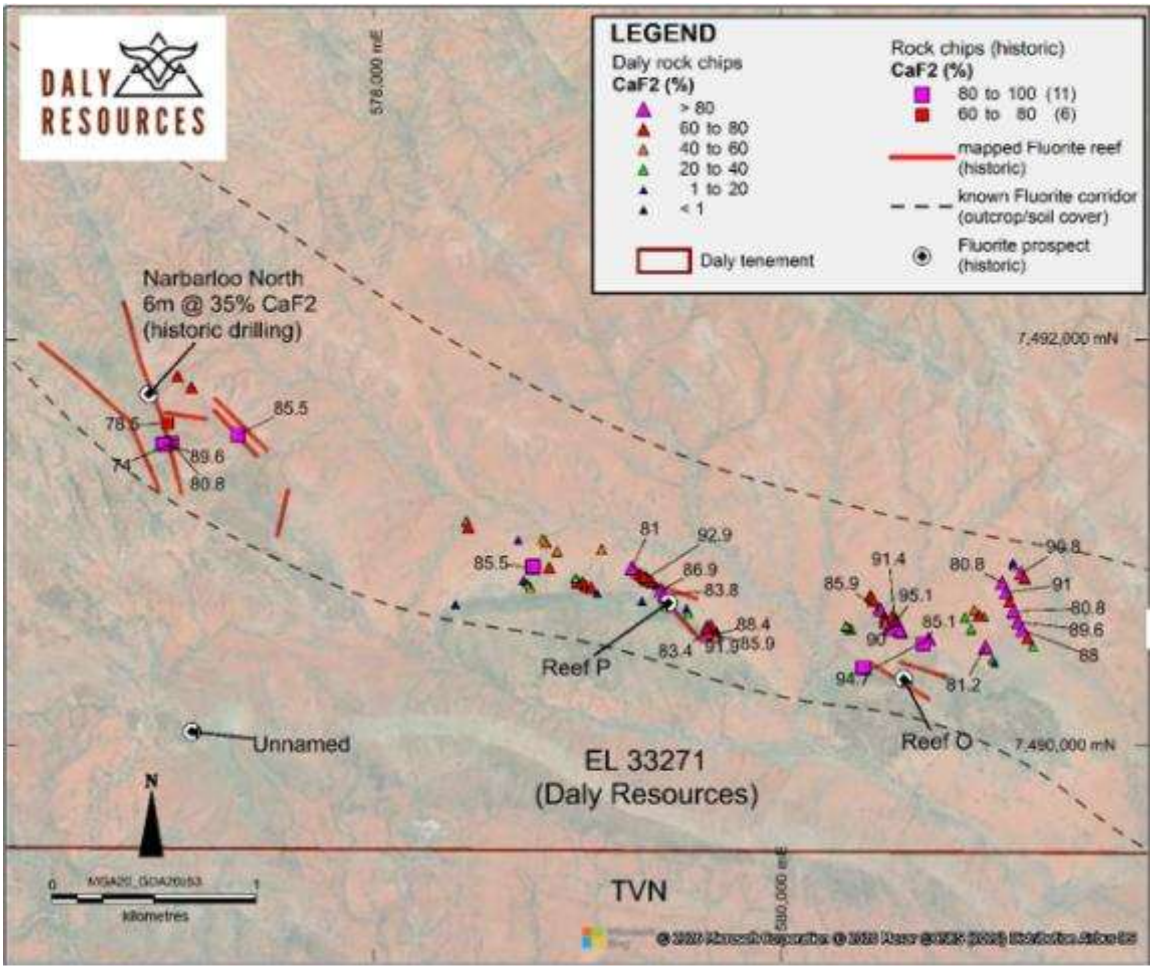
Figure 1_3
Huckitta Project 1:2.5m geology (Source – DLY, 2026).



Rock chip sampling undertaken in December 2025 returned high-grade fluorite results (Figure 1_4). Ninety-two rock chip samples were collected from several significant veins including two historically documented reefs “O” and “P”.

DLY geological mapping completed to date has defined outcropping fluorite vein system over ~8 km of strike and within a 200m wide mineralised corridor. Strong potential for additional fluorite mineralisation exists beneath shallow colluvial cover.

Figure 1_4
Huckitta Fluorite Project –rock chips (Source – DLY, 2026).



Typical veins observed in the field range from 10 cm to 2 m in width. The veining comprises intercalated quartz, fluorite, and barite, with minor iron staining and rare occurrences of malachite noted by Sahara during the site visit.

The veins can be traced for hundreds of metres in outcrop and are sub-vertical, with multiple sub-parallel veins noted. Due to their softer nature, the fluorite and barite components have often weathered out, leaving quartz as the dominant mineral visible at surface. However, Sahara anticipates that fluorite and barite mineralisation will persist at depth and along strike, despite near-surface weathering effects.

Veining has been mapped over approximately 8 km of strike, occurring within a 200 m wide zone containing several sub-parallel veins. Drilling will be required to determine the continuity of mineralisation both laterally and vertically and to evaluate the true potential of the system.

A typical outcrop is noted in the figure below.

Figure 1_5
Fluorite/Quartz & Barite Veins Outcropping in field (Source – Sahara, 2026)

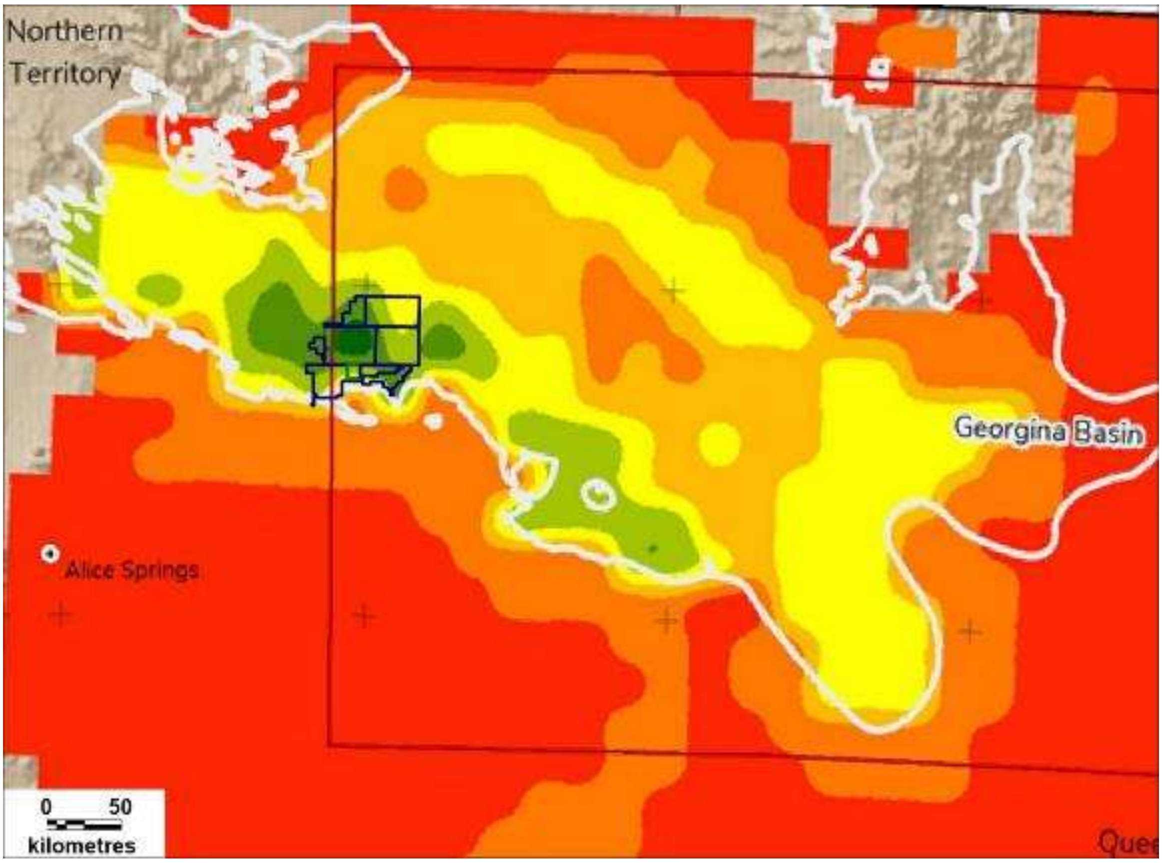
1.4.2 Huckitta Cu Project

The Huckitta Copper Project is located along the southern margin of the Georgina Basin, where basin sediments are juxtaposed against the Palaeoproterozoic Aileron Province. This boundary zone represents a favourable structural and stratigraphic setting for sedimentary-hosted copper (SedCu) mineralisation.

GeTech Group plc (“Getech”) was commissioned by the project vendor, Sandfire Resources, to undertake a weights-of-evidence prospectivity assessment covering the southern Georgina Basin. The study integrated multiple datasets—including structural architecture, basin stratigraphy, geochemistry, and geophysics—to identify areas most prospective for SedCu systems. The merged results were compiled into a sedimentary-hosted Cu prospectivity map shown in the figure below.

The Huckitta Copper Project is also strategically positioned adjacent to the Jervois Copper Project, the most advanced copper development in the Aileron Province. Mineralisation at Jervois occurs within strata-bound, subvertical, sulphide-rich deposits hosted in amphibolite-grade metasedimentary sequences of the Bonya Metamorphics. This reinforces the broader regional potential for sedimentary-hosted copper systems along the basin–province margin where Huckitta is situated.

Figure 1_6
Huckitta Project – Geotech’s weights-of-evidence targeting (Source – Sandfire, 2026).



The project has potential to host a sediment-hosted copper district; however, it remains largely unexplored, with limited baseline geochemical data, coarse regional geophysics and only 48 drill holes greater than 50 m in depth.

1.4.3 Batten Zn-Cu Project

The Batten Project is targeting sediment-hosted Zn–Pb–Ag mineralisation, typically interpreted as SEDEX-style. The broader Batten Fault Zone has been the focus of exploration for more than 60 years, resulting in the discovery of several world-class deposits, including:

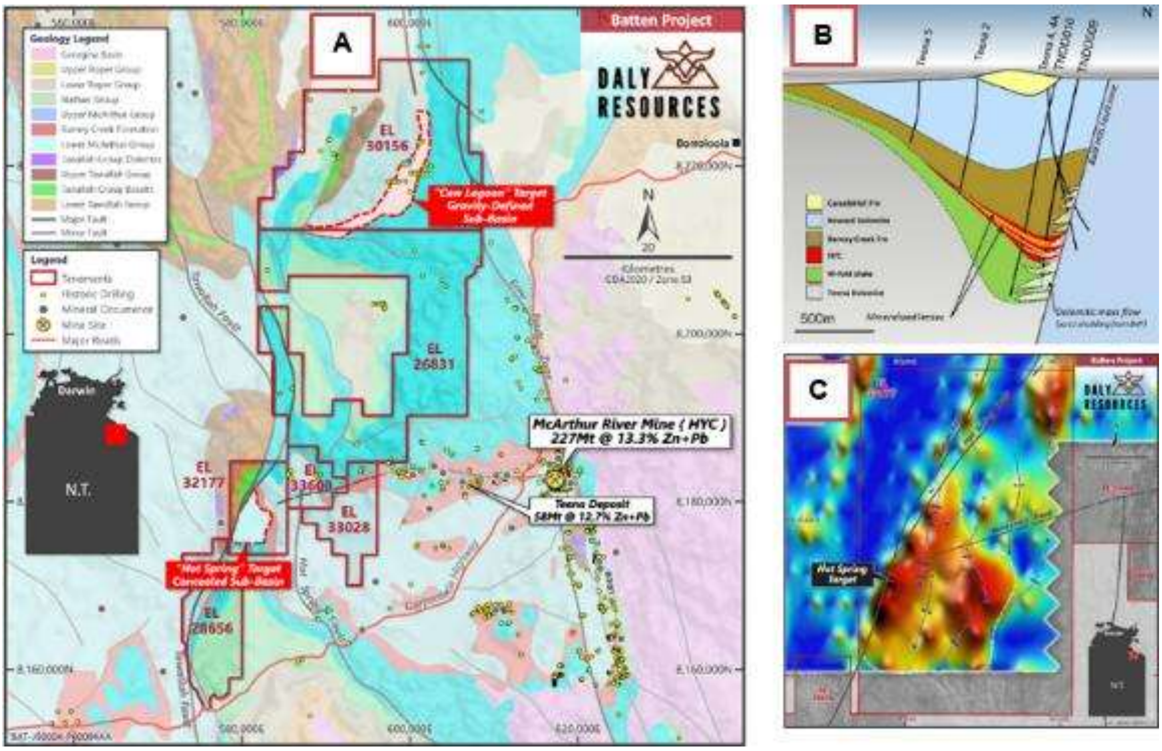
- → HYC / McArthur River Deposit- 140 Mt @ 9.81% Zn, 4.42% Pb, 44.9 g/t Ag (Reported by the Northern Territory Government, 2025)
- → Teena – 58 Mt @ 11.1% Zn, 1.6% Pb (Rox Resources, 2016)
- → Myrtle – 43.6 Mt @ 4.1% Zn, 0.9% Pb (Rox, 2010) Historical JORC resource (2010)

Although the district is often considered a mature exploration environment, SEDEX deposits frequently occur in deeply buried sub-basins, lack surface expression, and are therefore difficult to detect using conventional exploration models. This means that substantial potential remains in underexplored or blind parts of the system.

In addition, historical exploration may have overlooked prospective areas due to reliance on unsuitable models or the absence of modern, basin-scale datasets capable of imaging deeper targets—particularly gravity and detailed geophysical surveys.

DLY holds a dominant land position across the region, covering multiple large-scale target corridors. Based on the favourable geological setting, the presence of Tier-1 deposits nearby, and the limitations of historical exploration, DLY considers that significant discovery potential remains within its Batten Project area.

Figure 1_7
Batten Project - Geology (A), Exploration Model (B) and Hot Spring Target on AEM (C)



Daly geology team have identified the Hot Spring Target, located approximately 25 km west of HYC along the same east–west growth structure (Bald Hills Fault) that is interpreted to control the formation of both the HYC and Teena sub-basins. The target is defined by:

- A prominent late-time conductive feature appearing consistently across multiple AEM datasets
- A coincident regional gravity low, suggesting a potential deep sub-basin or fluid-focused structural zone
- No historical drilling, leaving the target completely untested (Figure 1.3C)

The adjacent Hot Spring Fault is considered geologically analogous to the Emu Fault, a long-lived crustal structure thought to have strongly influenced basin architecture and mineralising fluid flow in the region. In order to refine the geometry of the potential sub-basin and prioritise drilling locations, DLY proposes to acquire targeted gravity data across the Hot Spring Target.

1.4.4 Broughton Cu-Zn Project

DLY has secured the Broughton Project as a prospective search space for sedimentary-hosted base metals, applying a hybrid petroleum–minerals systems model proven in major deposits such as Century and Dzhezkazgan. The approach highlights the interplay between basinal brines, hydrocarbons, metal-fertile volcanic units, and structural fluid pathways—all present across the Broughton region.

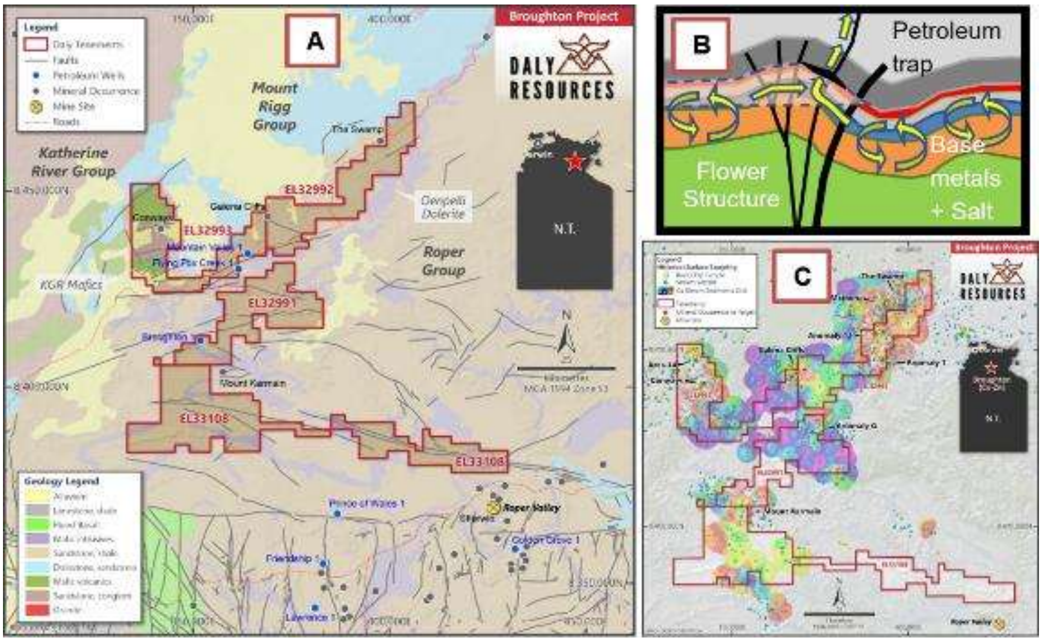
The project contains all essential components of a basin-scale mineralising system, including:

- Metal sources from mafic/felsic volcanics and epiclastics;
- Evaporite-driven brine systems capable of transporting metals;
- Organic-rich Roper Group reductants promoting sulphide precipitation;
- Major fluid pathways via strike-slip faults and roll-over anticlines;
- Trap and mixing zones, evidenced by hydrocarbons and sulphides in petroleum wells.

Multiple mineral occurrences support this model, including MVT-style Zn–Pb–Cu, Laisvall-style Zn–Pb–Ag–Mo, Kupferschiefer-style Cu–Pb–Zn, and widespread anomalous stream geochemistry. Existing mineralisation is shallow (<100 m), indicating a live system near surface with potential for deeper extension.

Large areas of the project remain lightly explored, with limited sampling and sparse drilling. Combined with favourable basin architecture and clear metal fertility, this creates a strong case for significant near-surface and deeper discovery potential across the Broughton Project.

Figure 1_8
Broughton Project - Geology (A), Conceptual Model (B) and Geochemical anomalism (C)



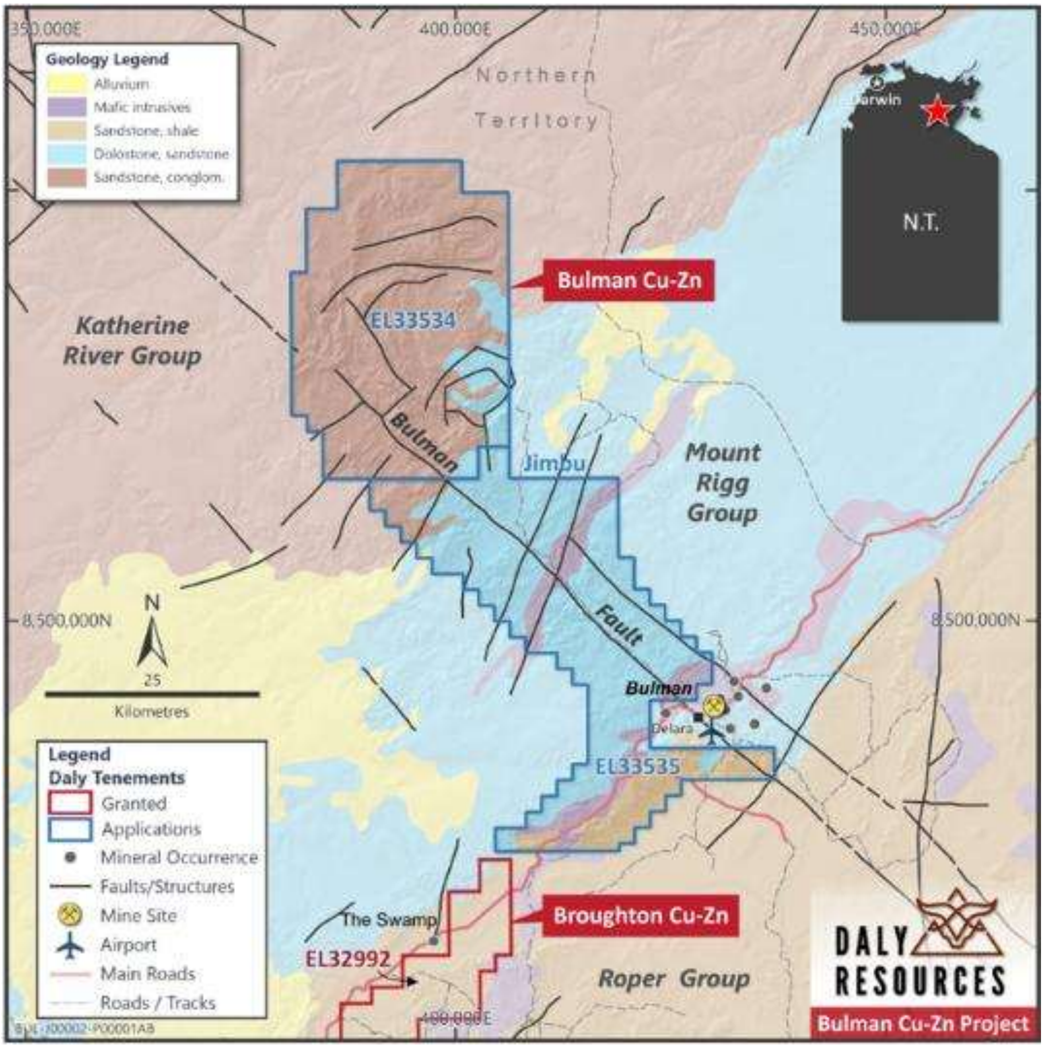
1.4.5 Bulman Cu-Zn Project

Sahara considers the Bulman Mine area, which is fully surrounded by Daly's tenure, to be a high-potential early-stage exploration opportunity for MVT-style Zn–Pb mineralisation. In addition to classic carbonate-hosted MVT targets, the geological setting also permits the possibility of a footwall feeder system analogous to SEDEX mineralisation, offering substantially greater scale potential. More broadly, the lithosphere-scale Bulman Fault provides a favourable structural corridor for stratiform sedimentary Cu targets to the northwest (Jimbu area).

The project lies on Aboriginal Freehold land, and future access will require agreement with Traditional Owners. The Bulman area has a long history of artisanal mining dating back to the early 1900s, yet modern exploration has been minimal, with limited systematic work and little follow-up on historical rock-chip anomalies. Importantly, no deep drilling has been undertaken to test for a larger, stratiform or feeder-style system at depth.

Comparable districts—such as McArthur River and Century—demonstrate that high-grade, discordant MVT mineralisation can occur adjacent to, and be genetically linked with, larger sediment-hosted base-metal systems, highlighting the broader potential within the Bulman district.

Figure 1_9
Bulman Project – regional geology



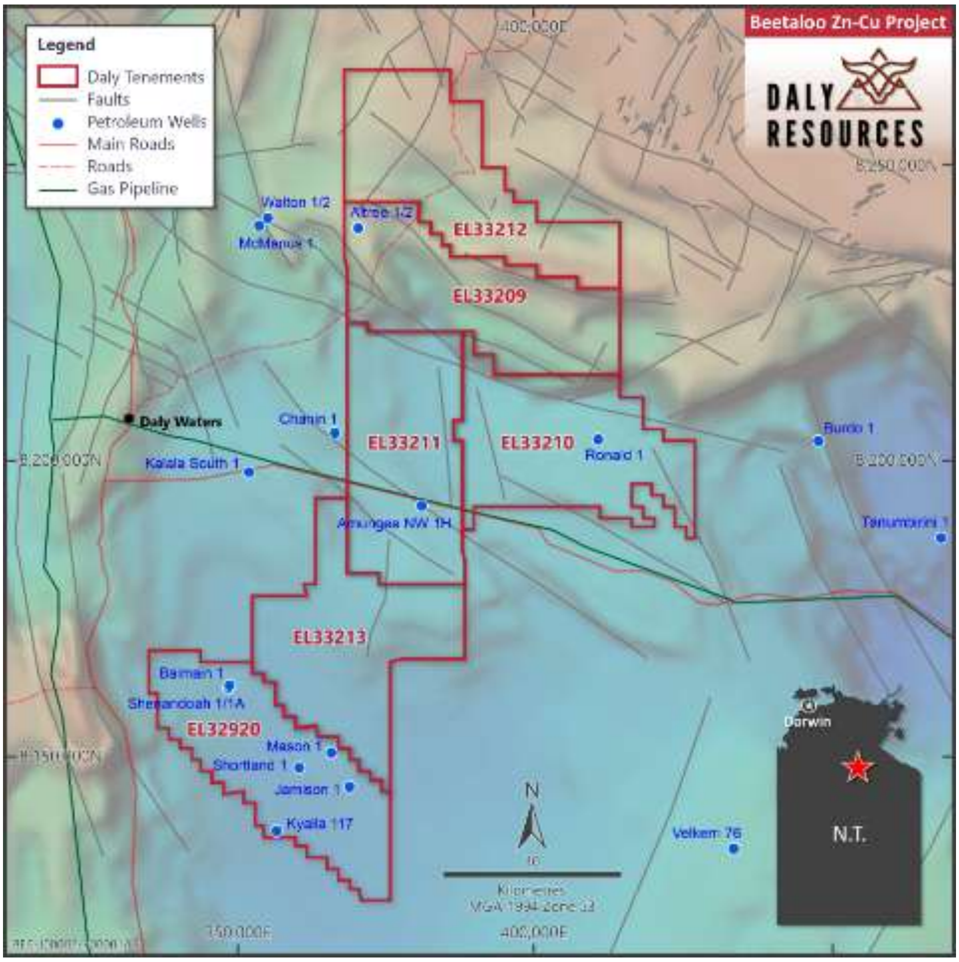
1.4.6 Beetaloo Zn-Cu Project

The Beetaloo Project represents a frontier exploration opportunity targeting petroleum–redbed–associated Zn and Cu within the Beetaloo or Daly Basins, using an exploration model analogous to Dzhezkazgan, Kazakhstan. Despite minimal recorded pre-Mesozoic outcrop or known mineralisation—largely due to historical perceptions of basin infertility and limited exploration effort beyond shallow bauxite work—DLY considers the region to be significantly underexplored.

Applying a modern petroleum–minerals systems approach, DLY interprets that key ingredients for sediment-hosted copper may be present beneath basin cover. Regional SEEBASE imagery and seismic datasets reveal a pronounced NW–SE structural grain, similar to that observed at the Broughton Project, suggesting the presence of major faults and fluid-migration pathways that could localise mineralisation.

This combination of underexplored basin architecture, strong structural framework, and favourable analogues supports the potential for a previously unrecognised sediment-hosted base-metal system within the Beetaloo Project.

Figure 1_10
Beetaloo Project SEEBASE image with petroleum wells



1.5 Conclusions and Recommendations

DLY assembled a portfolio comprising advanced fluorite and early-stage to advanced copper–zinc exploration projects across the Northern Territory. Three projects are considered priority (Huckitta, Batten and Broughton), while two projects form part of a longer-term pipeline (Bulman and Beetaloo). Sahara makes the following conclusions in relation to the projects:

→ **Huckitta Fluorite Project**

- Outcropping fluorite vein system defined over ~8 km of strike and a 200 m-wide mineralised corridor, based on DLY geological mapping completed to date.
- Strong potential for additional fluorite mineralisation beneath shallow colluvial cover.
- Well-defined surface expression with multiple mapped reef systems and high-grade rock-chip results; the project is considered a near drill-ready target with clear geological similarities to Tivan's adjacent Sandover Fluorite Project.
- Excellent potential to fast-track exploration, with staged drilling capable of rapidly testing continuity and developing early resource definition.

→ **Huckitta Cu Project**

- Frontier exploration project at the southern inverted margin of the Georgina Basin exhibiting conceptual characteristics analogous to major stratiform copper provinces, including the Central African Copperbelt and Kupferschiefer Copper Shale units of Central Europe.
- Limited historic exploration has been undertaken, and anomalous Cu rock chips have not been followed up.

→ **Batten Zn-Cu Project**

- An early stage exploration project in the Carpentaria Zinc Belt that is prospective for SEDEX style Zn-Pb-Ag-Cu mineralisation.
- Located proximal to Glencore's McArthur River mine, one of the world's largest zinc–lead deposits.
- Copper exploration in the Batten area has been historically limited; however, potential remains.

→ **Broughton Cu-Zn Project**

- An early-stage exploration project prospective for stratiform base metals deposits in an overlooked and under-explored northern part of the Carpentaria Zinc Belt.
- A conceptual model has been developed, and a number of early-stage target zones are evident in regional geochemistry and stratigraphic regional petroleum drilling.

→ **Bulman Cu-Zn Project**

- An early-stage project prospective for structurally controlled MVT-style base metals, SEDEX-style mineralisation and stratiform copper.
- The nearby Bulman mine (discordant MVT and stratiform base metals) provides support for the exploration models.

→ **Beetaloo Zn-Cu Project**

- An early-stage exploration project that is prospective for sedimentary; however, exploration has been limited due to perceptions of infertility and depth to targets.

1.6 Use of Funds

DLY has provided a staged 2-year exploration and development budget shown in the table below. The budget is based on the systematic exploration program proposed by DLY. Each stage is contingent on positive results from the preceding stage. The following works are planned, subject to the outcome of the IPO at A$10 million or A$12 million. Drilling and other activities may be adjusted depending on the funds raised.

→ **Huckitta Fluorite Project**

- Detailed mapping, rock chip and soil geochemistry
- RC drilling

→ **Huckitta Copper Project**

- Airborne geophysics (AEM and magnetics)
- District-scale stream and soil geochemistry
- Aircore and RC drilling

→ **Batten Project**

- Gravity, geological mapping and surface geochemistry over selected targets, including Hot Spring
- Deep diamond core drilling

→ **Broughton Project**

- Airborne geophysics (AEM)
- District-scale geological mapping, stream and soil geochemistry
- Aircore and RC drilling

→ **Bulman Project**

- Negotiations towards access agreements and tenement grant
- Review of historical data

→ **Beetaloo Project**

- Negotiations towards tenement grant

The following table shows a staged 2-year exploration and development budget (on both a minimum subscription and maximum subscription basis. The program is results-based with second year works based on the outcome of the initial programs.

Table 1.6_1
Exploration and Development Budget

Expenditure		Minimum Subscription			Maximum Subscription		
		Year 1 ($)	Year 2 ($)	Total ($)	Year 1 ($)	Year 2 ($)	Total ($)
HUCKITTA	Rents & Land Access	140,000	140,000	280,000	140,000	170,000	310,000
	Data Compilation	40,000	20,000	60,000	40,000	20,000	60,000
	Geological Mapping	100,000	80,000	180,000	120,000	120,000	240,000
	Geochemical Surveys	280,000	260,000	540,000	340,000	300,000	640,000
	Native Title Surveys	120,000		120,000	120,000		120,000
	Geophysical surveys	700,000	660,000	1,360,000	780,000	770,000	1,550,000
	Exploration Drilling	200,000	1,300,000	1,500,000	300,000	1,600,000	1,900,000
	Total	**1,580,000**	**2,460,000**	**4,040,000**	**1,840,000**	**2,980,000**	**4,820,000**
BATTEN	Rents & Land Access	150,000	170,000	320,000	150,000	170,000	320,000
	Data Compilation	30,000	20,000	50,000	30,000	20,000	50,000
	Geological Mapping	60,000	80,000	140,000	80,000	100,000	180,000
	Geochemical Surveys	50,000	100,000	150,000	80,000	120,000	200,000
	Native Title Surveys	60,000		60,000	60,000		
	Geophysical surveys	160,000	180,000	340,000	180,000	200,000	380,000
	Exploration Drilling - DDH	400,000	-	400,000	400,000	-	400,000
	Total	**910,000**	**550,000**	**1,460,000**	**980,000**	**610,000**	**1,590,000**
BROUGHTON	Rents & Land Access	110,000	110,000	220,000	110,000	110,000	220,000
	Data Compilation	40,000	0	40,000	40,000	0	40,000
	Geological Mapping	60,000	120,000	180,000	80,000	150,000	230,000
	Geochemical Surveys	160,000	280,000	440,000	180,000	300,000	480,000
	Geophysics - AEM	300,000	350,000	650,000	320,000	400,000	720,000
	Exploration Drilling	-	-	0	-	-	0
	Total	**670,000**	**860,000**	**1,530,000**	**730,000**	**960,000**	**1,690,000**
GRAND TOTAL		**3,160,000**	**3,870,000**	**7,030,000**	**3,550,000**	**4,550,000**	**8,100,000**

DLY have provided an exploration and development budget of $3.16M in year 1 and $3.87M in year 2 under an IPO scenario netting approximately $7.03M. While the $12M IPO scenario results in planned year 1 investment of $3.55M and a year 2 budget of $4.55M. The total budgets for the two IPO cases are $7.03, and $8.10M, respectively**.** Sahara considers that previous exploration on the projects warrants further exploration in accordance with the above programme and budget and that the budget is appropriate to adequately test the exploration and development potential of the DLY projects.

2 INTRODUCTION

DLY has commissioned Sahara to prepare an IGR on the following base metal projects located in the Northern Territory, Australia (Figure 2_1 below) as follows:

- → **Huckitta F and Cu Project(s)**
- → **Batten Zn-Cu Project**
- → **Broughton Cu-Zn Project**
- → **Bulman Cu-Zn Project**
- → **Beetaloo Zn-Cu Project**

This IGR has been prepared by Sahara for use in a prospectus to support an IPO of shares (40 million to 48 million fully paid ordinary shares at an issue price of A$0.25 per share to raise between A$10 million and A$12 million) to enable DLY to seek a listing on the Australian Securities Exchange (ASX).

This IGR is prepared in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 JORC Code), the Australasian Code for Public Reporting of Technical Assessments and Valuations of Mineral Assets (2015 VALMIN Code) and applicable guidance issued by the Australian Securities and Investments Commission (ASIC) and the ASX in relation to independent expert reports.

Figure 2_1
Project Location Plan (Source – DLY, 2026)

2.1 Forward Looking Information

This report has been prepared by Sahara at the request of, and for the sole benefit of DLY. Its purpose is to provide an IGR of DLY's Projects in Australia.

The report is to be included in its entirety or in summary form within a prospectus to be prepared by DLY in connection with an IPO. It is not intended to serve any purpose beyond that stated and should not be relied upon for any other purpose.

The statements and opinions contained in this report are given in good faith and in the belief, they are not false or misleading. The conclusions are based on the effective date of this report and could alter over time depending on exploration results, mineral prices, and other relevant market factors.

This report contains "forward-looking information" within the meaning of applicable Australian securities legislation. Forward-looking information includes, but is not limited to, statements related to the capital and operating costs of the DLY projects, the price assumptions with respect to relevant commodities, production rates, the economic feasibility and development of the DLY projects and other activities, events, or developments which DLY expects or anticipates will or may occur in the future. Forward-looking information is often identified by the use of words such as "plans", "planning", "planned", "expects" or "looking forward", "does not expect", "continues", "scheduled", "estimates", "forecasts", "intends", "potential", "anticipates", "does not anticipate", or "belief", or describes a "goal", or variation of such words and phrases or state certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

Forward-looking information is based on several factors and assumptions made by the authors and management, which are considered reasonable at the time such information is made, and forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance, or achievements to be materially different from those expressed or implied by the forward-looking information. Such factors include, among others, obtaining all necessary financing, permits to explore and develop the project; successful definition and confirmation based on further studies and additional exploration work of an economic mineral resource base at the project.

Although DLY has attempted to identify important factors which could cause actual actions, events, or results to differ materially from those described in forward-looking information, there may be other factors which cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance forward-looking information will prove to be accurate. The forward-looking statements contained herein are presented for the purposes of assisting investors in understanding DLY's plan, objectives and goals and may not be appropriate for other purposes. Accordingly, readers should not place undue reliance on forward-looking information. DLY and the authors do not undertake to update any forward-looking information, except in accordance with applicable securities laws.

2.2 Principal Sources of Information

Site visits were undertaken by Mr. Beau Nicholls (Sahara Principal Consultant) to the DLY projects between 4 and 9 June 2023 and on 26 March 2026.

In addition to the site visits completed, the author relied on information provided by DLY, along with discussions with DLY technical personnel and on information obtained from publicly available sources.

The author has made enquiries to establish the completeness and authenticity of the information provided and identified. The author has taken all appropriate steps in his professional judgement, to ensure the work, information, or advice contained in this report is sound and the author does not disclaim any responsibility for this report.

Additional information relied upon during the completion of the technical work have been listed in the references section of this IGR.

This report contains statements attributable to third parties. These statements are made or based upon statements made in previous technical reports which are publicly available from either government departments or the ASX. The authors of these previous reports have not consented to the statements' use in this report, and these statements are included in accordance with ASIC Corporations (Consents to Statements) Instrument 2016/72.

2.3 Qualifications and Experience

The “Competent Person” (as defined in the 2012 JORC Code) for this report is Mr. Beau Nicholls (Sahara Principal Consultant).

Mr. Nicholls is a Principal Consultant for Sahara with more than 25 years’ experience in the exploration and mining sector. Mr. Nicholls is a registered Fellow of the Australian Institute of Geosciences (FAIG) and is responsible for all sections of this report.

The Competent Person of this report does not have any material interest in DLY or related entities or interests. His relationship with DLY is solely one of professional association between client and independent consultant. This report is prepared in return for fees based upon agreed commercial rates and the payment of these fees is in no way contingent on the results of this report.

2.4 Competent Person’s Statement

The information in this report relating to Exploration Results is based on information compiled by Mr. Nicholls, a Competent Person who is a Member of the Australian Institute of Geosciences. Mr. Nicholls is a Principal Consultant for Sahara. Mr. Nicholls has sufficient experience which is relevant to the styles of mineralisation and types of deposits under consideration and to the activities being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Nicholls consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

2.5 Units of Measurements and Currency

Metric units are used throughout this report unless noted otherwise. Currency is Australian dollars ("A$").

2.6 Abbreviations

A full listing of abbreviations used in this report is provided in Table 2.6_1. *

Table 2.6_1
List of Abbreviations

	Description		Description
$	Australian dollars	ISO	International Standards Organisation
µ	microns	kg	Kilogram
3D	three dimensional	km	Kilometres
4WD	four-wheel drive	km²	square kilometres
Ag	Silver	M	million
AAS	atomic absorption spectrometry	m	metres
ALRA	Aboriginal Land Rights Act	Ma	million years
Co	Cobalt	mm	millimetres
CRM	certified reference material or certified standard	MVT	Mississippi Valley type deposit
Cu	Copper	ºC	degrees centigrade
DDH	diamond drill hole	NTGS	Northern Territory Geological Survey
DLY	Daly Resources Ltd	Pb	Lead
DTM	digital terrain model	ppb	parts per billion
Fe	Iron	ppm	parts per million
G	Gram	RC	reverse circulation
Hwy	Highway	SEDEX	Sedimentary exhalative type deposit
ICP-AES	inductivity coupled plasma atomic emission spectroscopy	STRIKE	NT Government on-line database for explorers
ICP-MS	inductivity coupled plasma mass spectroscopy	Zn	Zinc

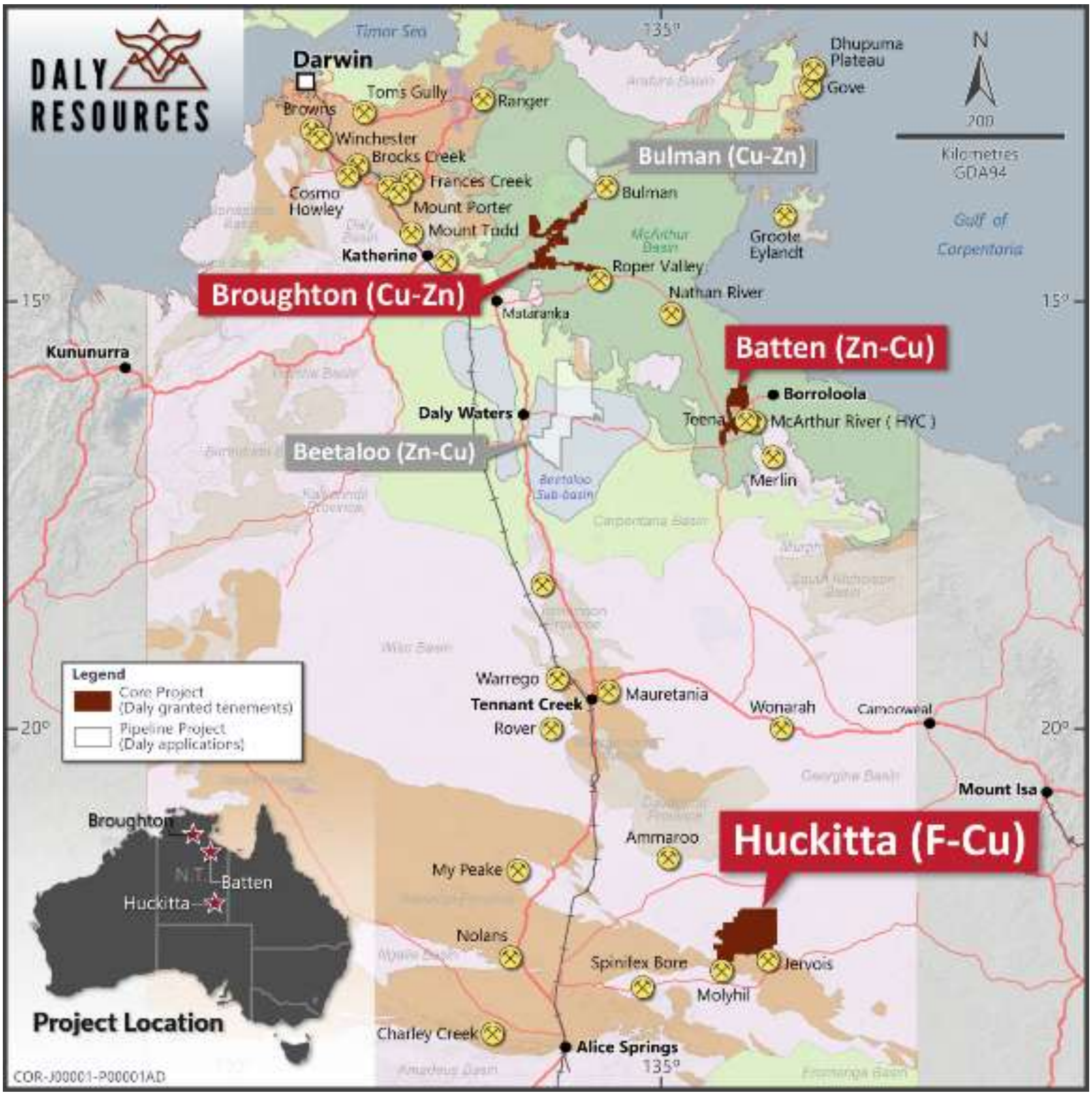
3 RELIANCE ON OTHER EXPERTS

The authors have relied on legal documents provided by DLY pertaining to the title of the tenements. Sahara has not independently verified the title and ownership aspects of the tenements.

4 LOCATION AND ACCESS

The projects are located between 600km and 1,800km by road southeast of Darwin. The figure below shows the location of the projects and the principal highway routes, which enables access to the local road and pastoral track networks for each project.

Figure 4_1
Location plan (Source – DLY, 2026)



The figures below show the typical highways and secondary roads to access the projects. Sahara consider the access to all projects to be good.

Figure. 4_2
Project Access (Source – Sahara, 2023 & 2026; DLY, 2024)

Central Arnhem Road bitumen and gravel road access to Broughton & Bulman projects

Stuart Highway & Carpentaria Highway (current upgrade) for access Beetaloo & Batten projects

Plenty Highway Access to Huckitta project

Huckitta access

5 PHYSIOGRAPHY AND CLIMATE

The topography within the projects is typically flat to gently undulating gulf savannah country. There are some areas of steep sandstone ranges, but these are unlikely to be a focus of exploration.

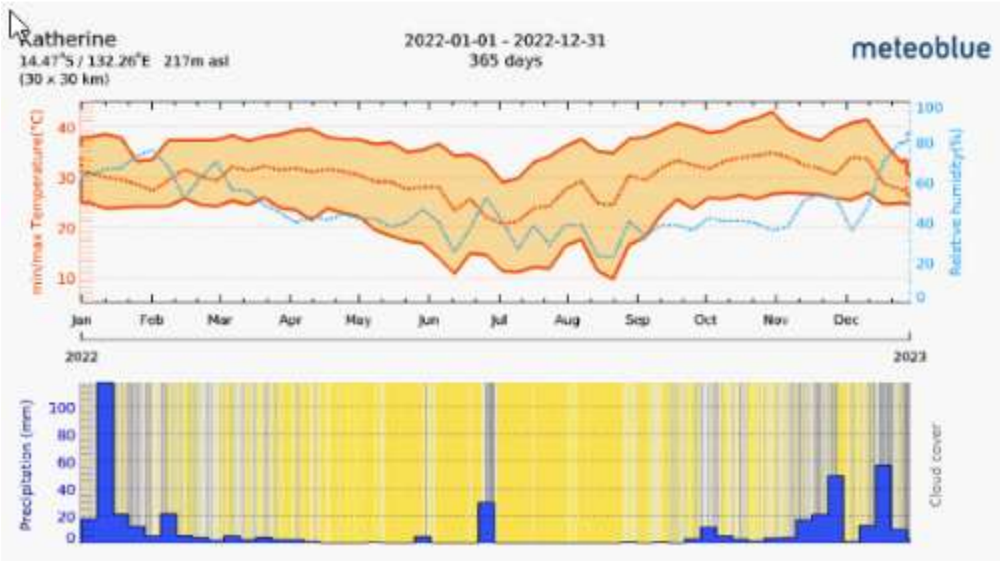
Vegetation in the region consists of Eucalypt, Melaleuca and mixed species woodlands combined with tussock and hummocky grasslands.

Figure 5_1
Typical Terrain and wildlife (Source: Sahara, 2023)

Wild Water Buffalo	**Wild Donkey**
	

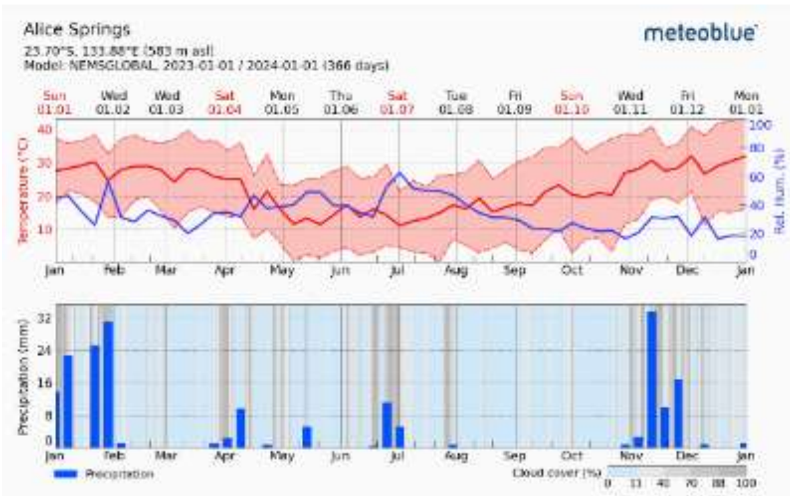
The weather in the Carpentaria Zinc Belt projects includes a wet season, which can be oppressive and overcast, and the dry season, which is windy and partly cloudy, with hot conditions throughout the year. Over the course of the year, the temperature typically varies from 14°C to 37°C and is rarely below 10°C or above 40°C as shown in the figure below for Katherine. The majority of rain falls in the wet season between November and March.

Figure 5_2
Climate in Katherine (Source: www.meteoblue.com)



The average temperatures in Alice Springs (closest regional centre to the Huckitta Project) range from 12 - 27°C. During winter, average temperatures fall between 4.8 - 20°C, with July being the coolest month. Rainfall is far less than the Carpentaria Zinc Belt projects but is still somewhat controlled by the wet season, with rain usually restricted to November to February.

Figure 5_3
Climate in Alice Springs (Source: www.meteoblue.com)



6 LOCAL INFRASTRUCTURE AND SERVICES

Darwin is the capital city of the Northern Territory. With a population of over 140,000, it is the smallest, wettest, and most northerly of the Australian capital cities and serves as the territories regional centre. Other key regional centres include Katherine (which is the closest large town to the Bulman, Beetaloo and Broughton Projects) and Borroloola, that services the Batten Project, and then a series of small towns and service stations along the roads to the projects.

The Huckitta Project is located 230km NE of Alice Springs. Alice Springs is the biggest regional centre to access this project.

There is a commercial analytical laboratory called North Australian Laboratories (NAL), located in Pine Creek, which offers sample preparation, fire assay and ICP-OES and ICP-MS services. Intertek also has a laboratory facility in Darwin.

Fuel and accommodation are readily available in all projects.

Figure 6_1
Infrastructure (Source – Sahara, 2023)

Mainoru Store & Fuel on road to Bulman Project

Cape Crawford Roadhouse within 10km of Batten Project

Sample Preparation at NAL

ICP-OES at NAL

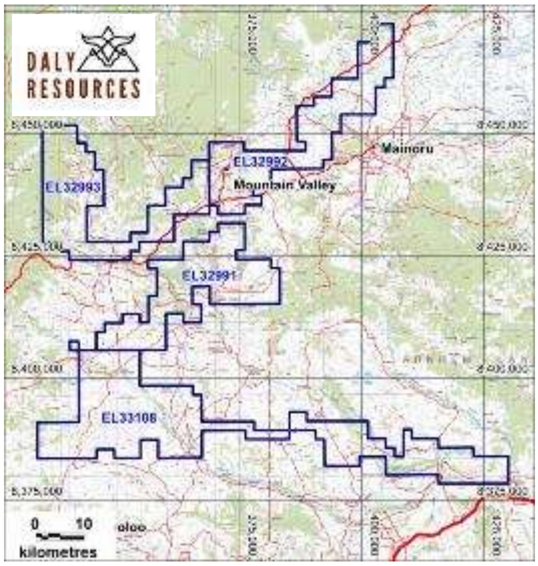
7 TENEMENT SCHEDULE

DLY has acquired a 100% legal and beneficial interest in the projects including 28 tenements (19 granted and 9 in application) for a total of 13,092km^2. (Figure and Table below)

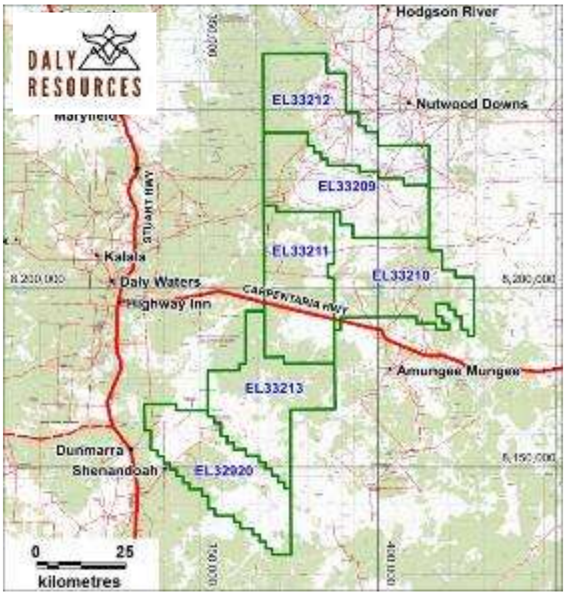
Figure 7_1
Tenement plans, Carpentaria Zinc Belt projects (Source – DLY, 2026). Blue are granted and green are applications.

Bulman (Jimbu) Project

Broughton Project



Beetaloo Project



Batten Project

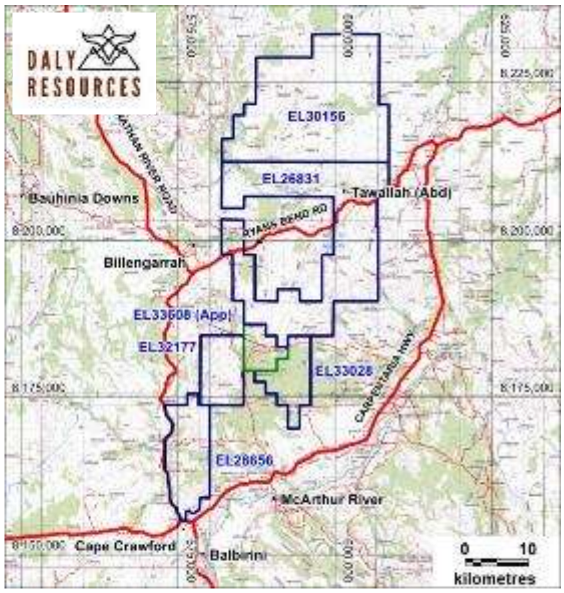
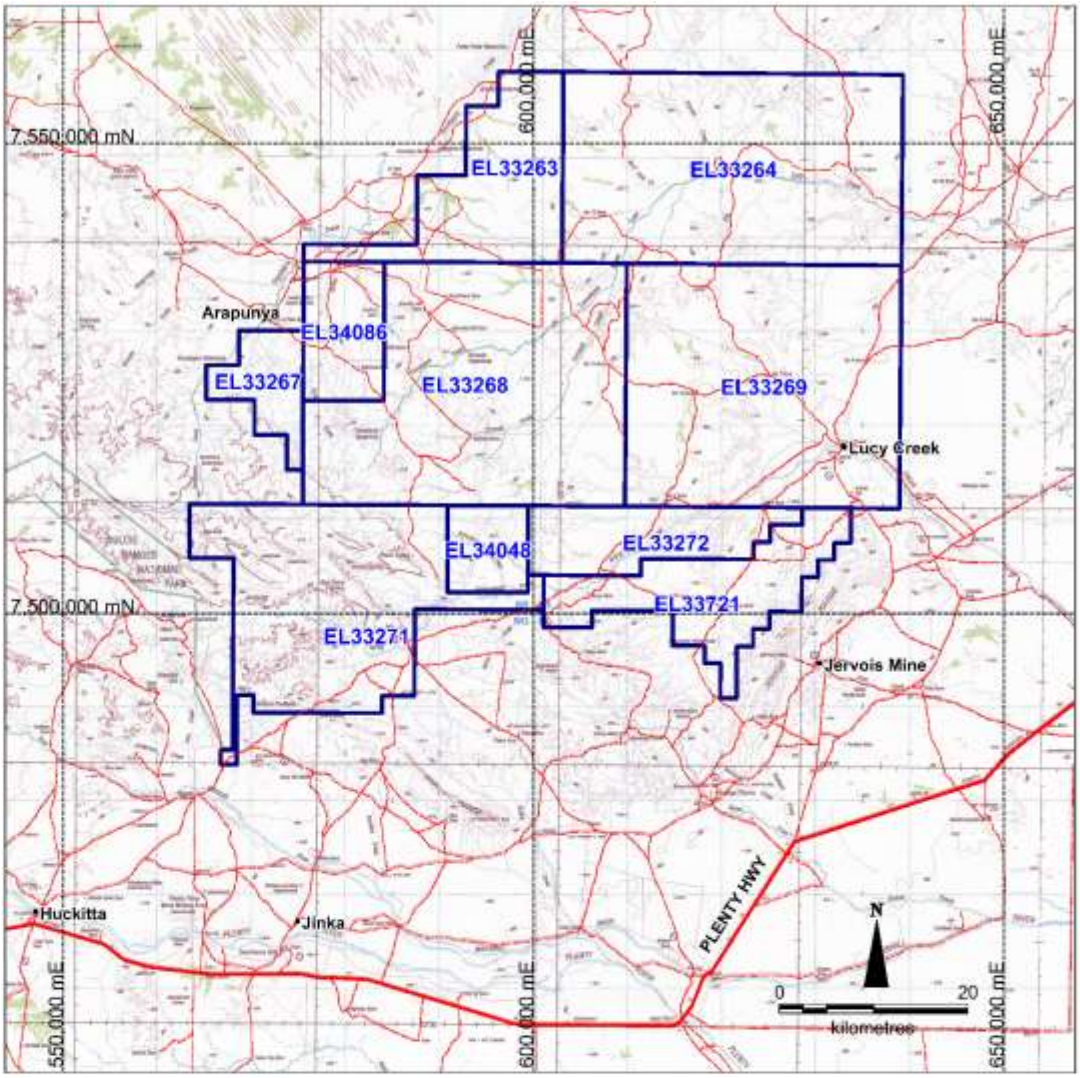


Figure 7_2
Huckitta Tenement Map (Source – DLY, 2026)



Sahara

Table 7_1 Tenement Schedule						
Tenement Name/ Number	**Tenement Type**	**Status**	**Registered Holder**	**Grant Date**	**Renewal Date**	**Area (km2)**
Huckitta (EL33263)	Exploration	Grant	Glyde River Pty Ltd	22/02/2023	21/02/2029	267.22
Huckitta (EL33264)	Exploration	Grant	Glyde River Pty Ltd	22/02/2023	21/02/2029	734.69
Huckitta (EL33267)	Exploration	Grant	Glyde River Pty Ltd	22/02/2023	21/02/2029	88.92
Huckitta (EL33268)	Exploration	Grant	Glyde River Pty Ltd	22/02/2023	21/02/2029	762.26
Huckitta (EL33269)	Exploration	Grant	Glyde River Pty Ltd	22/02/2023	21/02/2029	755.83
Huckitta (EL33271)	Exploration	Grant	Glyde River Pty Ltd	22/02/2023	21/02/2029	510.85
Huckitta (EL33272)	Exploration	Grant	Glyde River Pty Ltd	22/02/2023	21/02/2029	168.09
Huckitta (EL33721)	Exploration	Grant	Glyde River Pty Ltd	15/08/2024	14/08/2030	234.66
Huckitta (EL34048)	Exploration	Grant	Daly Tenements Pty Ltd	23/07/2025	22/07/2031	79.3
Huckitta (EL34086)	Exploration	Grant	Daly Tenements Pty Ltd	13/03/2026	12/03/2032	127.08
Batten (EL26831)	Exploration	Grant	Glyde River Pty Ltd	9/06/2009	8/06/2027	412.59
Batten (EL28656)	Exploration	Grant	Glyde River Pty Ltd	27/10/2011	26/10/2025 (Renewal applied for on 24 October 2025 and remains pending.)	113.82
Batten (EL30156)	Exploration	Grant	Glyde River Pty Ltd	9/06/2009	8/06/2027	417.63
Batten (EL32177)	Exploration	Grant	Daly Tenements Pty Ltd	27/04/2021	26/04/2027	76.04
Batten (EL33028)	Exploration	Grant	Daly Tenements Pty Ltd	7/03/2023	6/03/2029	69.16
Batten (EL33608)	Exploration	Application	Daly Tenements Pty Ltd			39.53
Broughton (EL32991)	Exploration	Grant	Daly Tenements Pty Ltd	29/07/2022	28/07/2028	406.00
Broughton (EL32992)	Exploration	Grant	Daly Tenements Pty Ltd	29/07/2022	28/07/2028	409.80
Broughton (EL32993)	Exploration	Grant	Daly Tenements Pty Ltd	29/07/2022	28/07/2028	413.00
Broughton (EL33108)	Exploration	Grant	Daly Tenements Pty Ltd	2/09/2022	1/09/2028	404.30
Beetaloo (EL32920)	Exploration	Application	Daly Tenements Pty Ltd			822.23
Beetaloo (EL33209)	Exploration	Application	Daly Tenements Pty Ltd			825.29
Beetaloo (EL33210)	Exploration	Application	Daly Tenements Pty Ltd			824.3
Beetaloo (EL33211)	Exploration	Application	Daly Tenements Pty Ltd			824.23
Beetaloo (EL33212)	Exploration	Application	Daly Tenements Pty Ltd			825.97
Beetaloo (EL33213)	Exploration	Application	Daly Tenements Pty Ltd			823.02
Bulman-Jimbu (EL33534)	Exploration	Application	Daly Tenements Pty Ltd			835.77
Bulman-Jimbu (EL33535)	Exploration	Application	Daly Tenements Pty Ltd			820.56
Total						13,092

7.1 Agreements and Liabilities

7.1.1 Sandfire Agreement

Refer to Section 7.1 of the Prospectus for a summary of the material terms of the Sandfire agreement (**Sandfire Agreement**), pursuant to which the Company recently acquired certain tenements comprising the Huckitta and Batten Projects from Sandfire Resources Limited (ASX:SFR).

7.1.2 Native Title and ALRA

Native title has been determined over most of the Tenements, similar to much of Australia, with the exception of the Broughton Project.

The Bulman-Jimbu Project lies entirely within Aboriginal Freehold (ALRA) land and is governed by that Act. DLY is required to seek and obtain consent of the Traditional Owners to enable grant of the tenements. This process is protracted and is considered a significant risk to obtaining access to the Project Tenements. This is largely why DLY sees Bulman as a non-core long-term pipeline project.

7.1.3 Heritage

The Project Tenements are subject to:

(a) several registered sacred sites located on the parcel of land;

(b) several recorded sacred sites located on the parcel of land; and

(c) several restricted work areas in the parcel of land which are provided for in a previously issued Authority Certificate.

There are currently no exploration or heritage agreements in place with Native Title parties, All ground-disturbing work will require a heritage clearance arranged by the Land Council or Aboriginal Areas Protection Authority.

7.1.4 Land Access (Pastoral or Freehold)

The underlying tenure of all the Tenements are perpetual pastoral lease or pastoral lease land (except for EL28656, ELA33211 and ELA33212, which each partially cover freehold land and partially cover pastoral lease land and pending Tenements ELA33534 and ELA33535, which are both subject to Aboriginal Freehold Land scheduled under the ALRA. The Company has advised that, in respect of the Tenements which fall within Perpetual Pastoral Lease 1119 – Jinka Station (Parcel Number 482), being, Tenements EL33271 and EL33272 held by Glyde River, and EL34048 held by Daly Tenements, it has a land access agreement in place for the conduct of helicopter reconnaissance and inspection activities. There are otherwise no land access agreements in place with pastoral property owners and DLY is unaware of agreements being in place by previous operators of the North Batten tenements (Sandfire, MMG and Teck). DLY will need to comply with the requirements of the Minerals Titles Act in respect of access protocols, regardless of whether a landholder agreement is required.

7.1.5 Authorisations

There are no current Authorisations for exploration and mining in the projects, although Sandfire's former JV partner Teck is currently closing out an Authorisation it was operating under in North Batten tenements. DLY will be required to apply for an Environmental (Mining) Licence through the NT Government prior to any substantial disturbance.

7.1.6 Royalty Agreements

One Royalty agreement exists and covers all tenements held by Glyde River Pty Ltd, which the Company agreed to assume on completion under the Sandfire Agreement. This affects the northern part of Batten and most of Huckitta. The Tenements are also subject to other royalty arrangements that may become applicable in the future. Sahara is not aware of any other liabilities associated with the projects.

8 REGIONAL GEOLOGY

The NW-SE trending Carpentaria Zinc Belt extends for >1,200km, from Mount Isa in Queensland to the south, to Arnhem Land in the Northern Territory in the north.

The Palaeo- to Mesoproterozoic McArthur Basin contains a 5 to 10km package of mostly unmetamorphosed sedimentary and volcanic rocks deposited between ~1800 and 1575Ma and covers an area of ~180,000km^2. This succession unconformably overlies 1890 to 1820Ma metamorphosed and deformed igneous and metamorphic basement rocks of the Pine Creek and Arnhem Province to the NW and NE respectively, and the 1860 to 1840Ma Murphy tectonic ridge to the south. The latter was likely a palaeogeographic high, partially separating the McArthur Basin from the South Nicholson Basin and Lawn Hill Platform of the Isa Superbasin in Queensland (Ahmad et al., 2013; Jackson et al, 2000)).

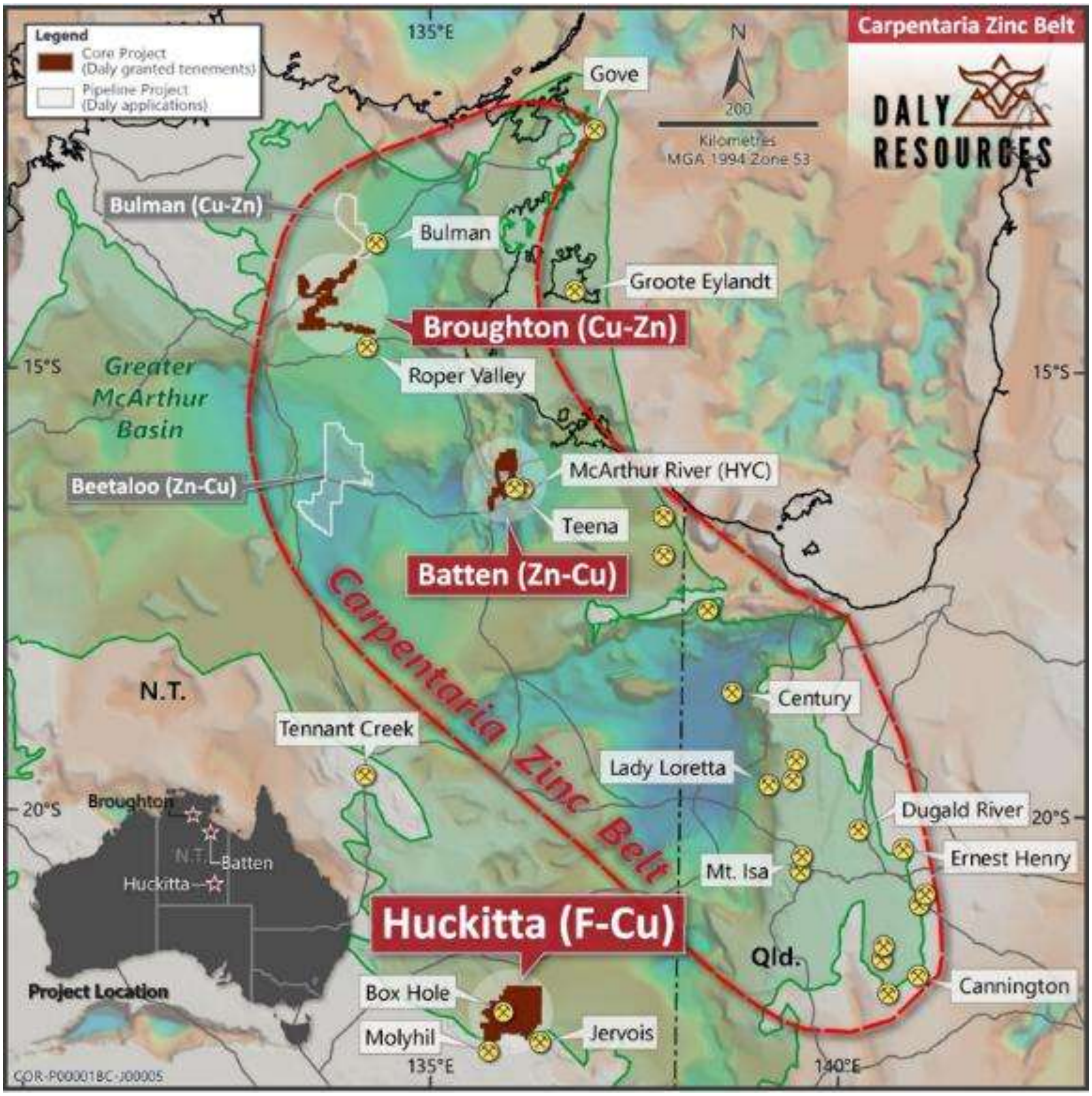
Palaeozoic and younger sedimentary sequences of the Georgina, Arafura and Carpentaria basins unconformably overlie the McArthur Basin succession to the SW, north and SE respectively. The McArthur Basin may be continuous, beneath the Georgina basin, with the Tomkinson Basin in the Tennant Creek area, >300 km to the SW (Ahmad et al., 2013).

The McArthur Basin is punctuated by two main, 50 to 100km wide and ~300km long asymmetric zones of faulting, the Walker and Batten fault zones that lie along the same arcuate, generally north-south trend, but are separated and marginally offset by the ~20km wide, ESE-trending Urapunga Fault Zone (Rawlings et al., 1999).

All of the major stratiform Zn-Pb-Ag deposits of the Carpentaria Zinc Belt, including McArthur River, are hosted by 2 to 8km thick successions of the Isa Superbasin, ranging in age from ~1660 to 1650 Ma (Dugald River, Lady Loretta), ~1650Ma (Mt Isa), ~1640 (McArthur River) to 1595Ma (Century).

The Huckitta Project is situated on the southern fringes of the Georgina Basin, encompassing the northern margin of the adjacent Palaeoproterozoic Aileron Province. The Neoproterozoic to Devonian Georgina Basin is a remnant of a series of interconnected central Australian basins, originally forming part of the Centralian Superbasin. At this southern margin is the basin depocentre, Dulcie Syncline, which has been inverted and upthrust over the basement. Inliers of the basin also lie south of the thrust zone (Irindina Complex) and have been metamorphosed to granulite facies, indicating significant burial and then inversion.

Figure 8_1
Daly Projects on SEEBASE depth-to-basement image (Source – DLY, 2026)



9 HUCKITTA FLUORITE AND COPPER PROJECT

The Huckitta Project is located 230km NE of Alice Springs, and comprises 10 granted tenements, totalling 3,729km^2. Access to the project area is via the Plenty Highway and station tracks or ~1hour helicopter flight from Alice Springs. The Huckitta Project covers part of the northern margin of the eastern Aileron Province and southern margin of the Neoproterozoic to Palaeozoic Georgina Basin. The Project is situated north of the Molyhil Tungsten Mine, immediately north and adjacent to the Sandover Fluorite Project, and ~5km north of the Jervois Cu-Zn-Pb-Ag deposits.

9.1 Project Geology

The regional geology setting for the Huckitta Fluorite Project is the northern margin of eastern Aileron Province within the Arunta Region. The Aileron Province is defined as Paleoproterozoic crust, on the southern margin of the Northern Australia Craton. It contains variably metamorphosed clastic sediments along with metavolcanic and igneous rocks. The Georgina Basin lies to the north (unconformity) and the Irindina Province to the south (faulted contact).

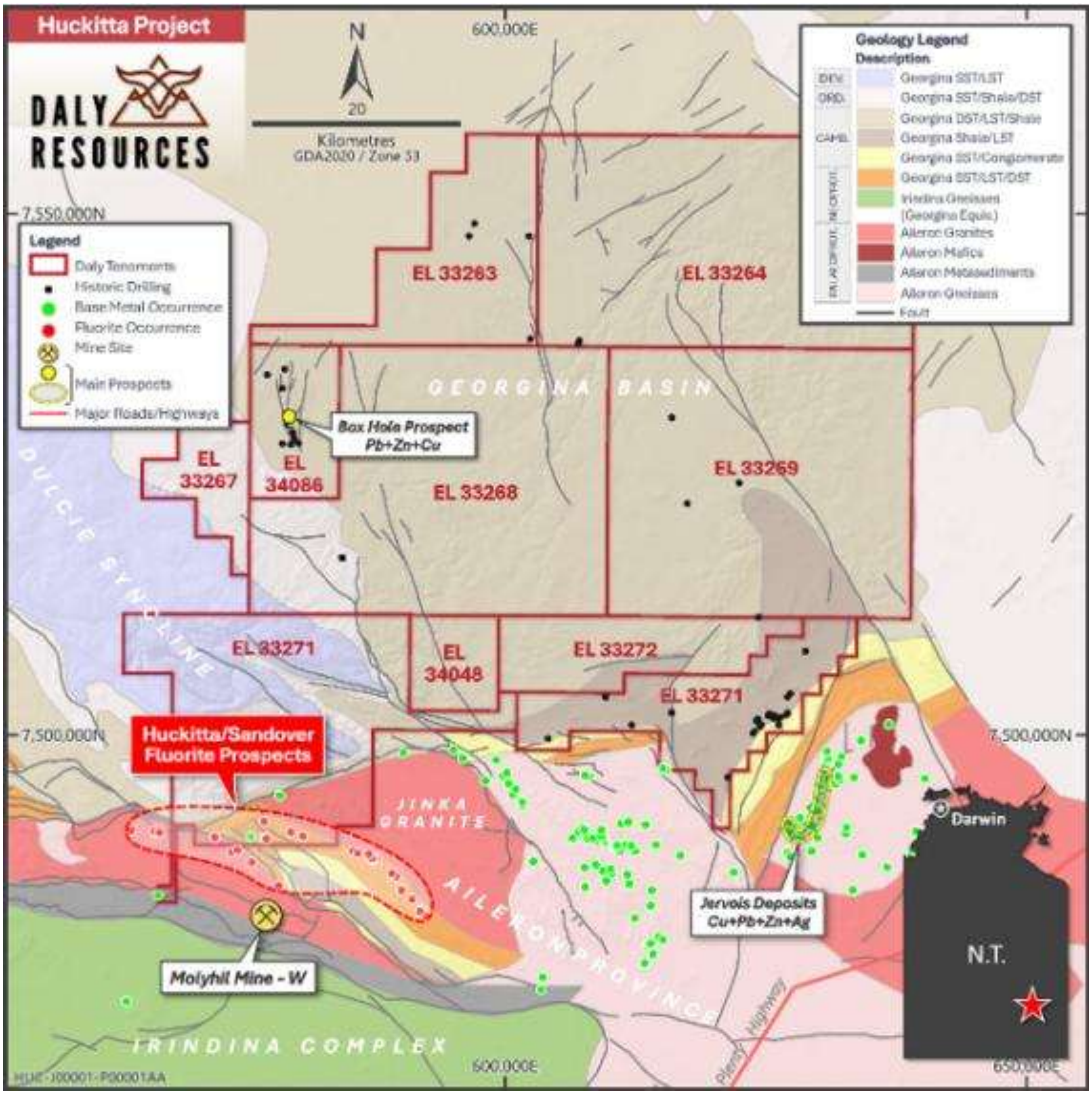
The Huckitta Fluorite project area consists of predominantly the Jinka Granite (1730 – 1710Ma). There is also a folded sedimentary package of sandstones, limestones and conglomerates that are part of the Georgina Basin (Cambrian to Neoproterozoic). The fluorite reefs form a hydrothermal vein system within the Palaeoproterozoic Jinka Granite and adjacent to a conglomerate unit.

The Huckitta Cu Project is situated on the southern fringes of the Georgina Basin, encompassing the northern margin of the adjacent metamorphics and granites of the Palaeoproterozoic Aileron Province. The Neoproterozoic to Devonian Georgina Basin is a remnant of a series of interconnected central Australian basins, originally forming part of the Centralian Superbasin, which was initiated at about 850 Ma, at the onset of the break-up of Rodinia. At this southern margin is the basin depocentre, the Dulcie Syncline, which has been inverted and upthrust over the basement. Inliers of the basin also lie south of the thrust zone (Irindina Complex) and have been metamorphosed to granulite facies, indicating significant burial and then inversion.

The project is at the southern edge of an arch extending south from the Elkedra Shelf, a major Cambrian depositional element in the basin (Kruse et al, 2013). Outcropping stratigraphy in the tenement is limited to the Cambrian Arrinthrunga Formation. Here it comprises the Eurowie Member sandstone and undivided carbonates. The Eurowie Member appears to underlie the carbonate unit, but they probably interfinger to some degree. In the western margin of the project, alluvial sediments of Turkey Creek obscure the underlying geology. The main target units are the Arthur Creek Formation, comprising organic-rich shales, and the Red Heart Dolostone-Elkera Formation sequence. These units outcrop or underlie much of the project area.

The figure below displays the geology and mineral occurrences in the region and drilling within the project tenure.

Figure 9.1_1
Project geology and mineral occurrences (Source – DLY, 2026)



9.2 Mineralisation

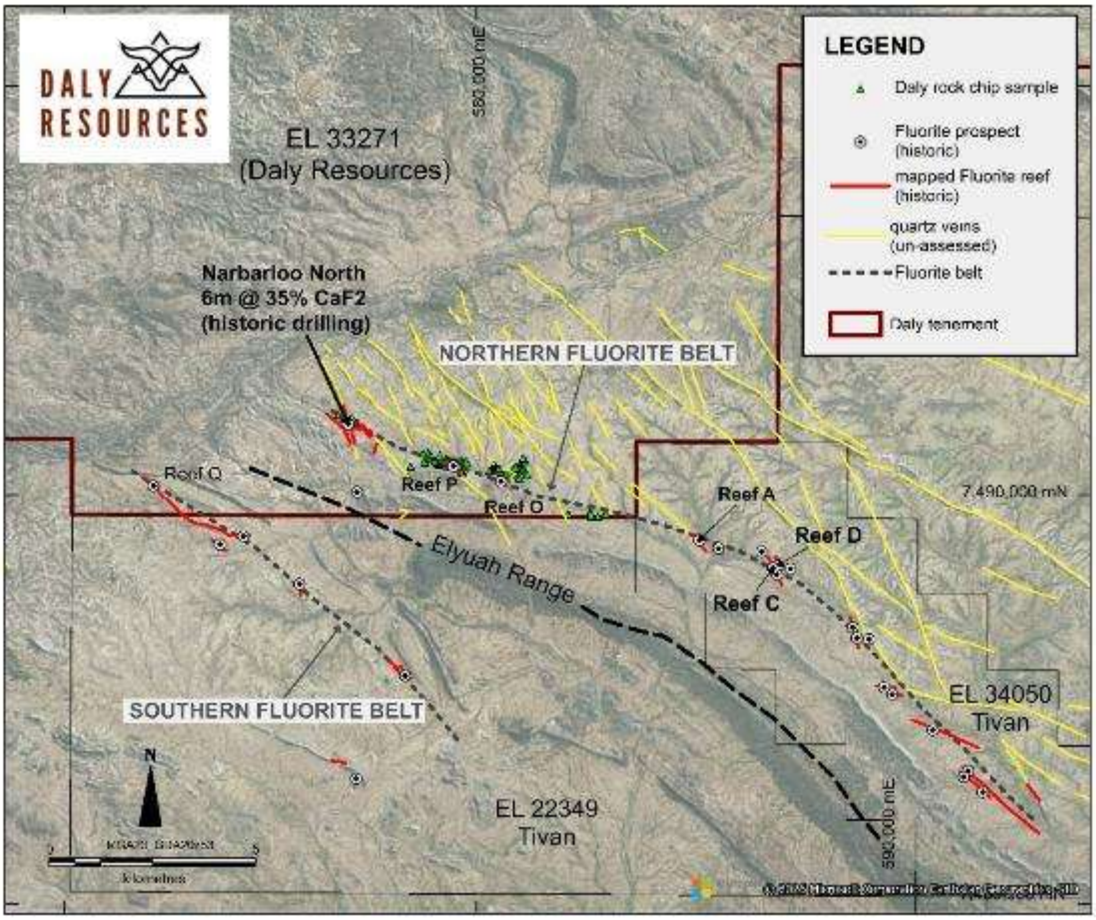
9.2.1 Fluorite

Several fluorspar prospects have been identified on the Huckitta Project by previous explorers, covering a broad area near the southern margin of tenement EL33271. Two main west-north-westerly trending reefs are exposed on the project tenure, on the northern and southern sides of the Elyuah Range (see Figure below). The two belts are located approximately 4km apart. The majority of outcropping fluorite mineralisation is located on the northern belt, which extends from Tivan's Sandover Project for at least another 8km to the northwest into Daly's tenure.

The Huckitta fluorite reefs present as high-grade fluorspar veins with significant concentrations of barite, quartz and copper. Fluorite occurs primarily as purple to colourless, and vein thicknesses range from a few centimetres up to several metres.

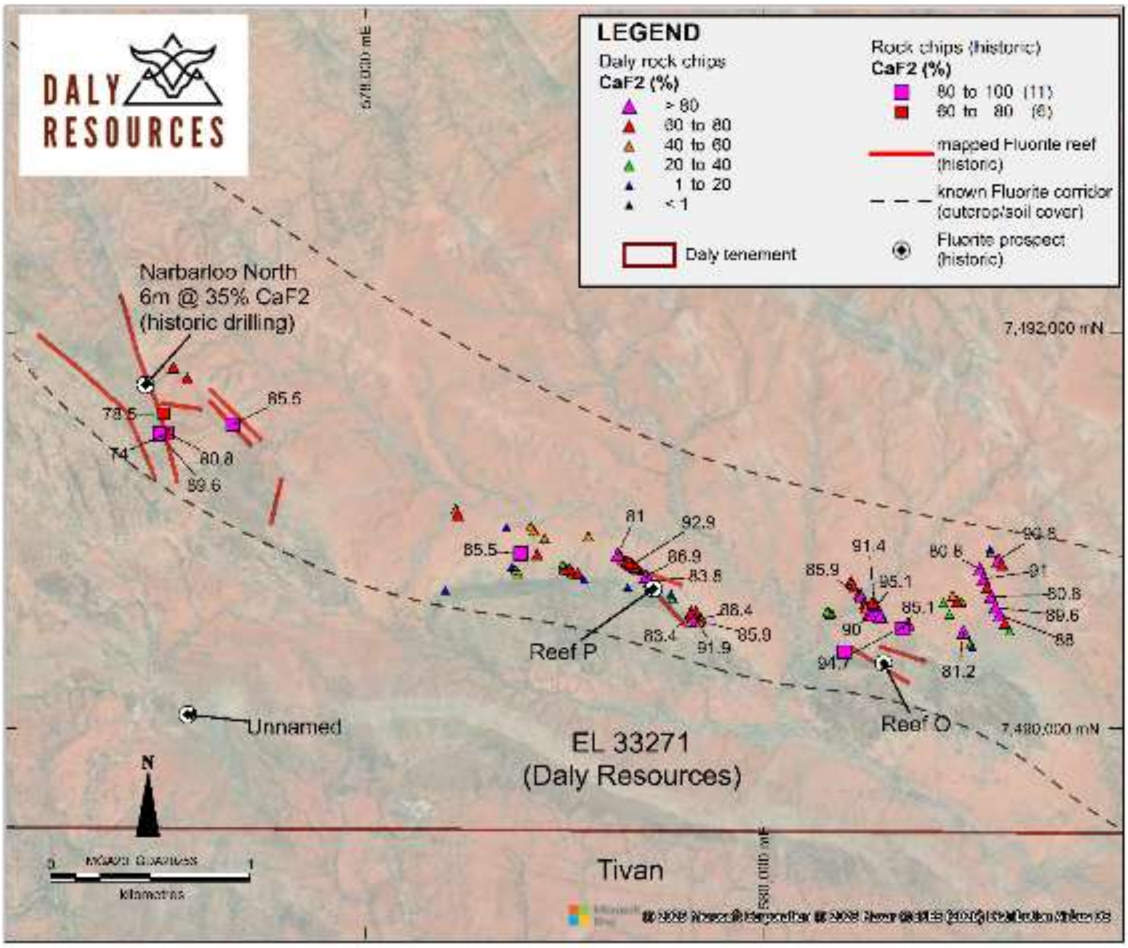
The Narbarloo North prospect is located at the northwestern end of the northern belt where the fluorite mineralisation is described as a fluorite-quartz-barite stockwork vein system. Central Pacific Minerals NL have reported up to ten lenses, with an average strike length of 378m and an average thickness of 1.9m (6ft) grading 45% CaF_2.

Figure 9.2_1
Mapped Fluorite reefs at Huckitta (Source – DLY, 2026)



Initial mapping and geochemical sampling by Daly have confirmed the presence of high-grade fluorite at several locations, with 92 rock chip samples collected along ~8km strike of the northern fluorite belt, returning grades up to 95.1% CaF_2. (Figure below).

Figure 9.2_2
Mapped Fluorite reefs and rock chip assays at Huckitta (Source – DLY, 2026)



Typical veins observed in the field range from 10 cm to 2 m in width. The veining comprises intercalated quartz, fluorite, and barite, with minor iron staining and rare occurrences of malachite noted by Sahara during the site visit.

The veins can be traced for hundreds of metres in outcrop and are sub-vertical, with multiple sub-parallel veins noted. Due to their softer nature, the fluorite and barite components have often weathered out, leaving quartz as the dominant mineral visible at surface. However, Sahara anticipates that fluorite and barite mineralisation will persist at depth and along strike, despite near-surface weathering effects.

Veining has been mapped over approximately 8 km of strike, occurring within a 200 m wide zone containing several sub-parallel veins. Drilling will be required to determine the continuity of mineralisation both laterally and vertically and to evaluate the true potential of the system.

A typical outcrop is noted in the figure below.

Figure 9.2_3
Fluorite/Quartz & Barite Veins Outcropping in field (Source – Sahara, 2026)

The figure below is typically the fluorite noted in the field once broken with a hammer to reveal fresh fluorite. Purple fluorite is simply the purple-coloured variety of the mineral fluorite (CaF_2) — one of the most common and visually distinctive colours fluorite can display.

The violet to deep-purple colour seen in the fluorite is likely caused by trace elemental impurities, including yttrium (Y). Yttrium can substitute into the fluorite crystal lattice and create colour-centre defects that produce the characteristic purple hue. Daly geologists have noted yttrium as a useful indicator element for fluorite from the rock chip geochemistry to date, and its presence supports the interpretation that fluorine-rich hydrothermal fluids were involved in the formation of the veining.

Figure 9.2_4
Purple Fluorite mineralisation within the vein complex (Source – Sahara, 2026)

9.2.2 Base metals (Copper)

The Georgina Basin is prospective for both conventional and unconventional hydrocarbons and contains evidence of several active petroleum systems, with both gas and oil shows reported (Kruse et al, 2013). Key potential source rocks include the middle Cambrian Thorntonia Limestone and the Arthur Creek Formation.

The Box Hole Pb-Zn prospect, located within a tenement excision to the Huckitta Project, is a stratabound epigenetic replacement and vug-fill hosted in the Arrinthrunga Formation and is generally viewed as MVT style mineralisation (MetalsGrove, 2024).

Several base metal, barite and tungsten prospects/deposits, including Jervois VMS (KGL, 2024) and Molyhil tungsten (Thor, 2024), exist in the metamorphic rocks of the Arunta Region along the southern margin of the tenure package.

9.3 Exploration and Mining History

9.3.1 Fluorite

The fluorite prospects at Huckitta and the adjacent Sandover Fluorite Project (ASX: TVN) were explored by Central Pacific Minerals NL in the 1970's. The only reported fluorite drilling conducted on Daly's tenement was at the Narbarloo North prospect where two percussion holes were drilled for a total of 58m. Only one hole "PH1" successfully drilled through the reef, intersecting 6.1m @ 35.1% CaF_2. PH2 returned 4.6m @ 16.5% CaF_2 but did not penetrate through the entire mineralised zone (and was abandoned due to a compressor failure on the drill rig).

More recently in 2007-2008 Molyhil Mining conducted reconnaissance exploration on the project area, collecting 52 fluorite-bearing rock chip samples across Daly's tenure. The highest grade returned was 89.6% CaF_2 at the Narbarloo North prospect. The results correlate well with Daly's 2025 rock chip samples.

All significant results for this historical work are summarised in Appendix A.

9.3.2 Base Metals

Previous base metal exploration within the Huckitta tenements included Anglo American (1960, 1975 & 1993), CEC/BHP/Anaconda (1977-1979), Plenty River (1985), Saracen (1998), Normandy (1992), CRAE (1993-1994), NuPower (2008-2011), Mincor (2010-2011), and a collective of Elkedra/Uramet/Intercept Minerals (2001-2012).

Elkedra, Uramet and Intercept Minerals completed significant exploration over the Box Hole Prospect, including surface sampling, VTEM, IP and gravity surveys, RC and RAB drilling plus an independent exploration potential report by CSA Global (*Townrow, 2011*). Mincor Zinc also completed detailed work in the Box Hole region with further geophysical data collection, collaboration with CSIRO on a structural interpretation, culminating in a phase of diamond stratigraphic drilling (*Thevissen, 2012*).

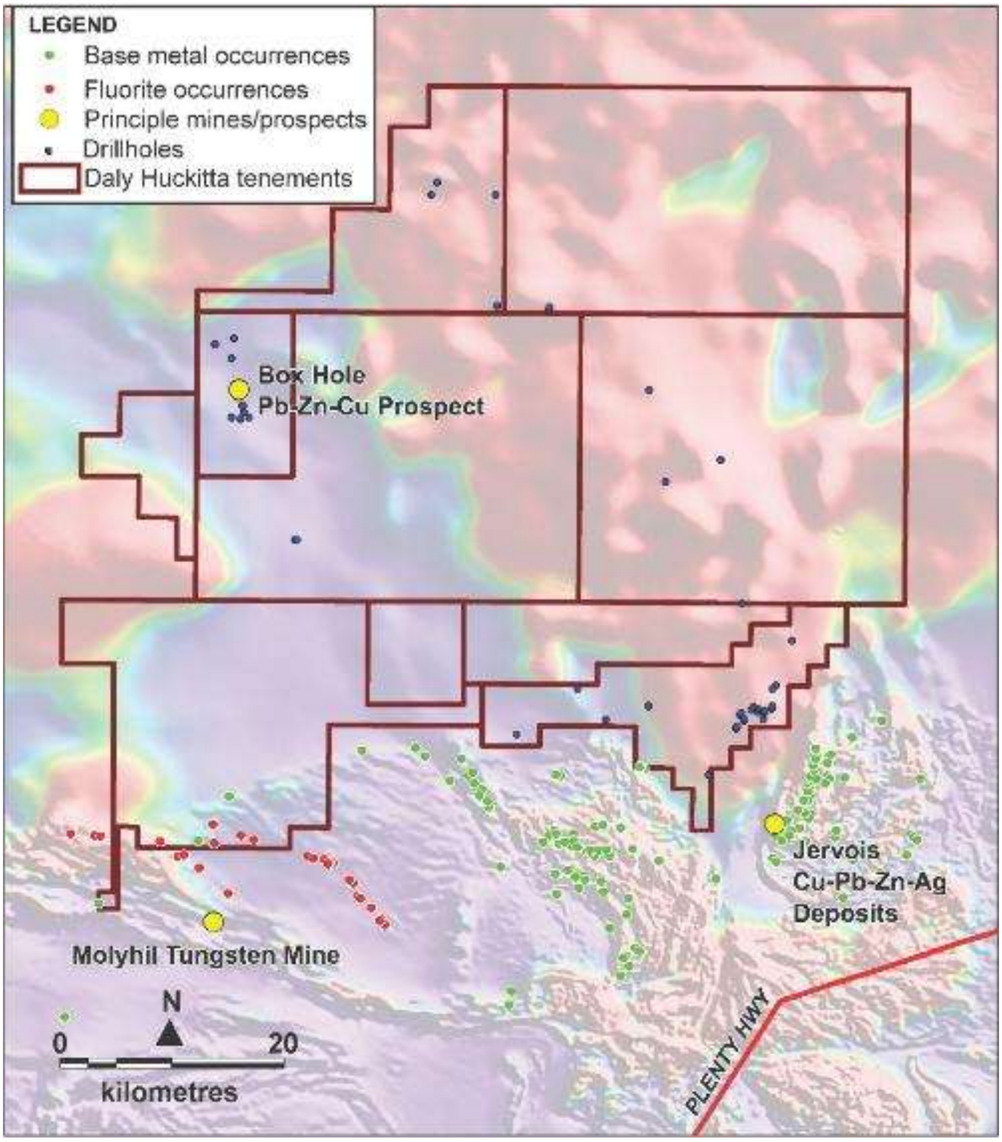
9.3.3 Geophysical Surveys

There is government data available including Airborne Magnetics and Radiometrics, ground Gravity, Seismic and Magnetotellurics.

Magnetics

Airborne Magnetics and Radiometric were flown on 250m spaced lines with a TMI image shown in the figure below

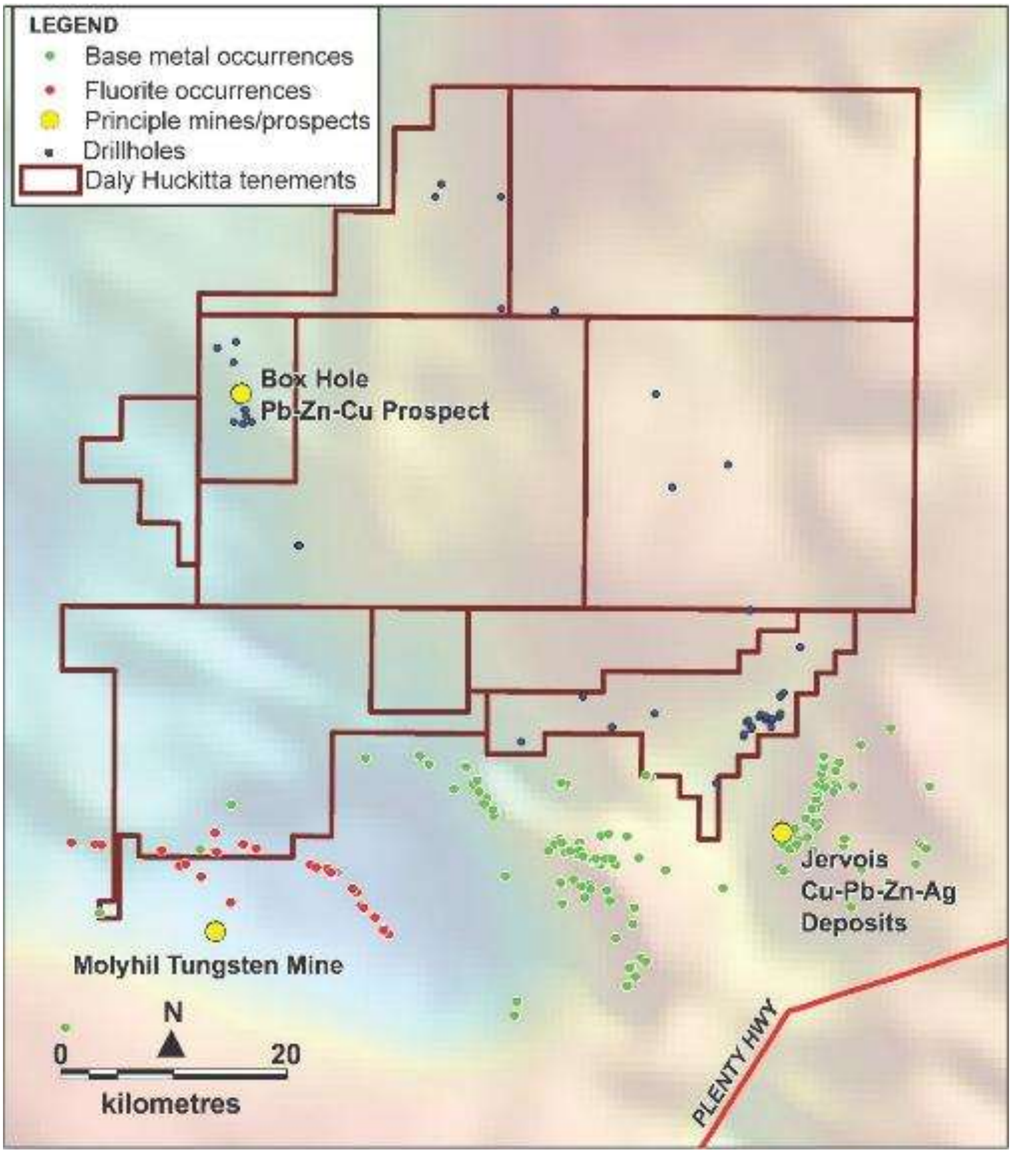
Figure 9.3.1_1
Huckitta Project – TMI magnetics regional (Source – NTGS, 2026).



Gravity

Ground gravity station distribution over the majority of tenure at 2 x 2km spacing. The Box Hole prospect located in the centre of the project was covered on at 400x400m spacing.

Figure 9.3.1_2
Huckitta Project bouguer gravity regional (Source – NTGS, 2026).



9.3.4 Geochemistry

FLUORITE

In December 2025, Daly Resources completed a program of reconnaissance rock-chip sampling across the main fluorite reef system within EL 33271 to confirm historical mineralisation and assess the tenor and continuity of fluorite mineralisation. The sampling program focused primarily on the northern fluorite belt and associated reef exposures identified from previous exploration and mapping (refer to the map earlier in this section).

A total of 92 rock-chip samples were collected and analysed for CaF_2. The northern fluorite belt contains the majority of the high-grade results and extends northwest from Tivan's Sandover Fluorite Project into Daly's tenure for at least ~8 km of strike length and over ~200m wide mineralised corridor. The corridor is potentially much wider but appears to go under colluvium cover. The High-grade samples within this belt commonly return >85% CaF_2, supporting the interpretation that the exposed reefs represent a well-developed hydrothermal fluorite vein system.

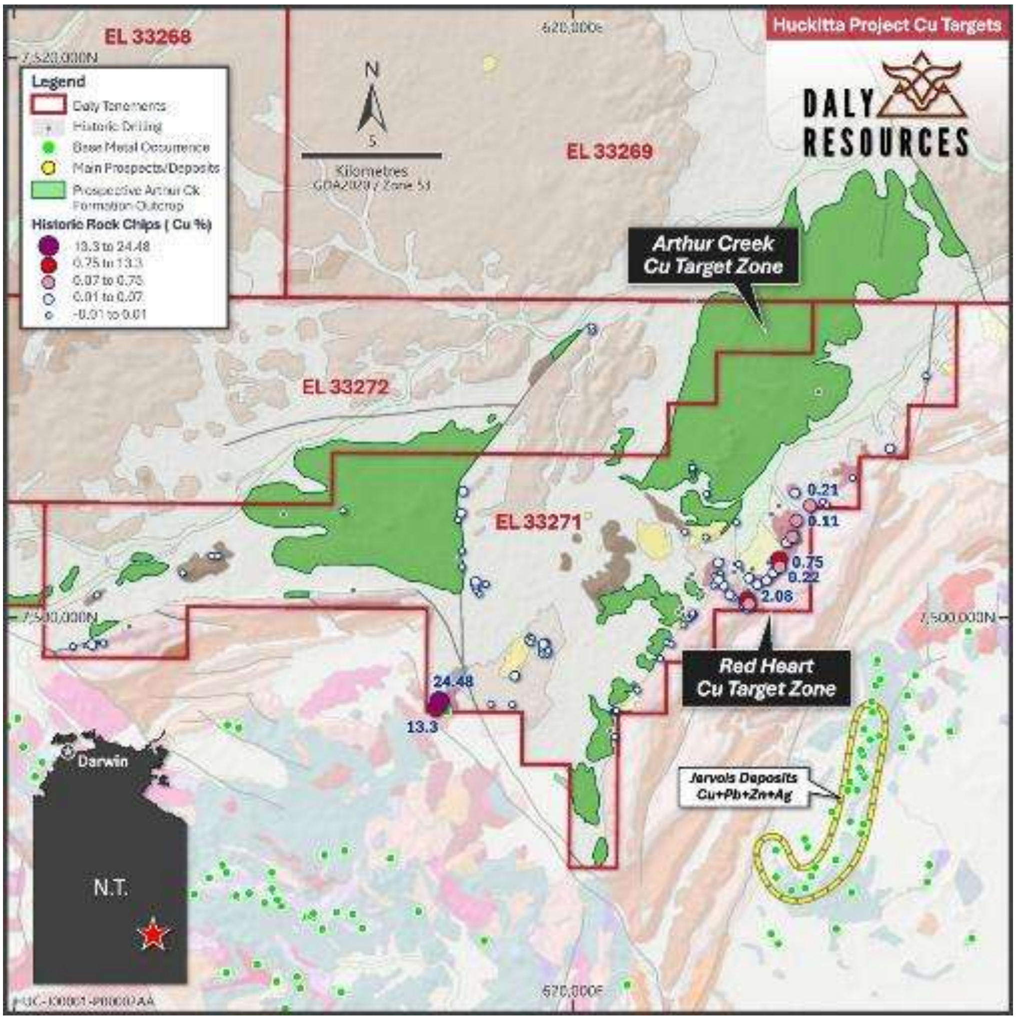
The analytical results for the 92 rock-chip samples are presented in Figure 9.2_2 and Appendix A.

BASE METALS

Historical surface geochemistry in the Huckitta Project area consists of 337 rock chips, 6 soil samples and 605 stream sediment samples. Of note is the string of anomalous rock chips on the southeastern boundary of the project tenure within the lower (Neoproterozoic) part of the Georgina Basin, in Red Heart Dolostone and Elkera Formation (Figure below).

This includes samples collected by Normandy and CRA Exploration in the 1990s that range up to 2.08% Cu. Further rock chips collected by Normandy and the NTGS to the west range up to 24.5% Cu, but are basement-hosted and located at a historic secondary copper prospect. There are currently only a few samples collected within the Arthur Creek Formation to appraise its Cu fertility. The maximum stream sediment Cu content is 58ppm, which can be considered moderately anomalous with respect to background values.

Figure 9.3.4_1
Huckitta Project – main Cu targets (Source – DLY, 2026).



Sandfire completed a review of historical geochemistry in the region and made following conclusions.

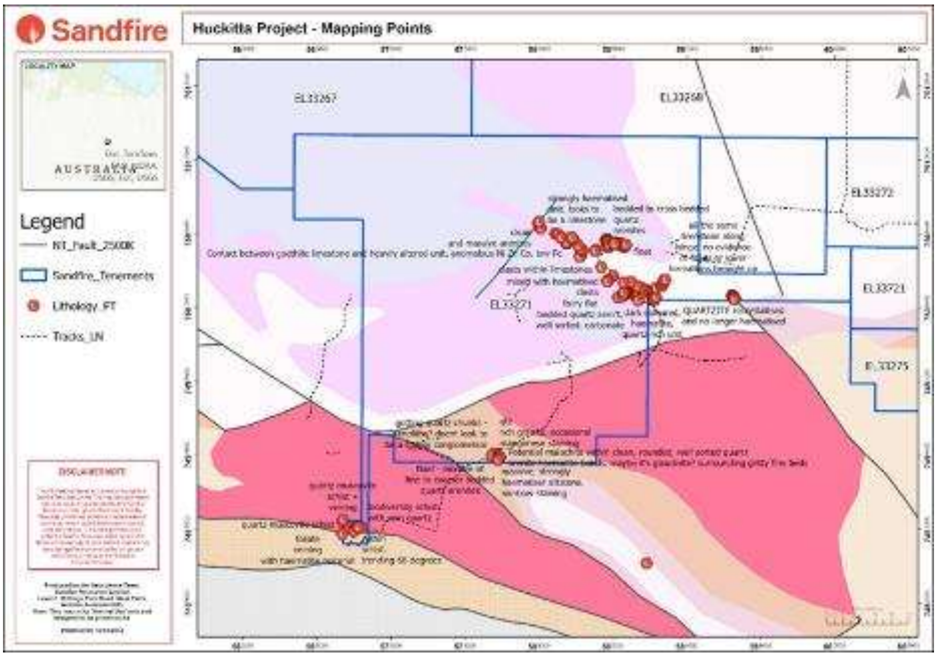
→ **Regional prospectivity**

- Southern Georgina Basin remains untested despite surface historical sampling by CRA, Central Petroleum and Elkedra Diamonds.
- CRA -177um sieved samples are ineffective test of regional prospectivity.
- Eastern side of project area – poor drainage development and very low-lying topography which is potentially why no sampling has been carried out there
- Boundary between Georgina Basin and Arunta block has patchy but good surface geochemistry coverage.
- One target (unnamed prospect) highlighted by Anaconda requires follow up (ground traversing)

Field reconnaissance was completed by Sandfire to determine access conditions early in 2023. This was followed by a field visit in August 2023 to begin initial mapping of the stratigraphy and rock chip sampling. Samples were taken around major faults or stratigraphic contacts. In total, 33 rock chip samples were collected within EL33271 (Figure below).

The work is considered by Sahara to be minimal reconnaissance and not significant to the project potential.

Figure 9.3.2_2
Sandfire rock chip and mapping location points at Huckitta (Source – Sandfire, 2024).



9.3.5 Drilling

FLUORITE

Limited historical drilling has been completed within the Huckitta Project area. Central Pacific Minerals conducted early exploration in the early 1970s and drilled two percussion holes at the Narbarloo North fluorite prospect for a total of approximately 58m. One drill hole successfully intersected the fluorite reef, returning 6.1 m at 35.1% CaF_2, while the second hole intersected 4.6m at 16.5% CaF_2 but did not fully penetrate the mineralised zone due to equipment failure. (Note these historical holes are drilled in a newly defined exclusion zone) These results confirmed that the high-grade fluorite mineralisation exposed at surface continues at depth within the reef system.

Regional exploration by Central Pacific Minerals also demonstrated that the fluorite reefs form part of a hydrothermal quartz–fluorite vein system hosted within the Jinka Granite. The reefs occur as veins and stockworks comprising fluorite, quartz and minor barite, with individual veins ranging from centimetres to several metres in thickness.

More recently, encouraging drilling results have been reported from the adjacent Sandover Fluorite Project, located immediately south of Daly's tenure and operated by Tivan Limited. In late 2025, Tivan completed a maiden drilling program comprising seven diamond holes for 518m targeting several fluorite reefs. All holes intersected fluorite mineralisation, confirming continuity beneath surface exposures. Significant reported intercepts include:

- 20.3m at 18.9% CaF_2 from 24m, including 6.2m at 37.7% CaF_2
- 15.5m at 22.4% CaF_2 from 56.5m, including 5.4m at 32.1% CaF_2
- 8m at 25.1% CaF_2 from 34m, including 4.5m at 41.6% CaF_2
- 3.4m at 71.7% CaF_2 from 36.8m

The drilling demonstrated strong vertical continuity of the fluorite veins and locally wider mineralised zones at depth compared with surface exposures. The results also indicate that the fluorite mineralisation system is laterally extensive and remains open along strike and at depth (Tivan Limited, ASX Announcement, 11 February 2026)

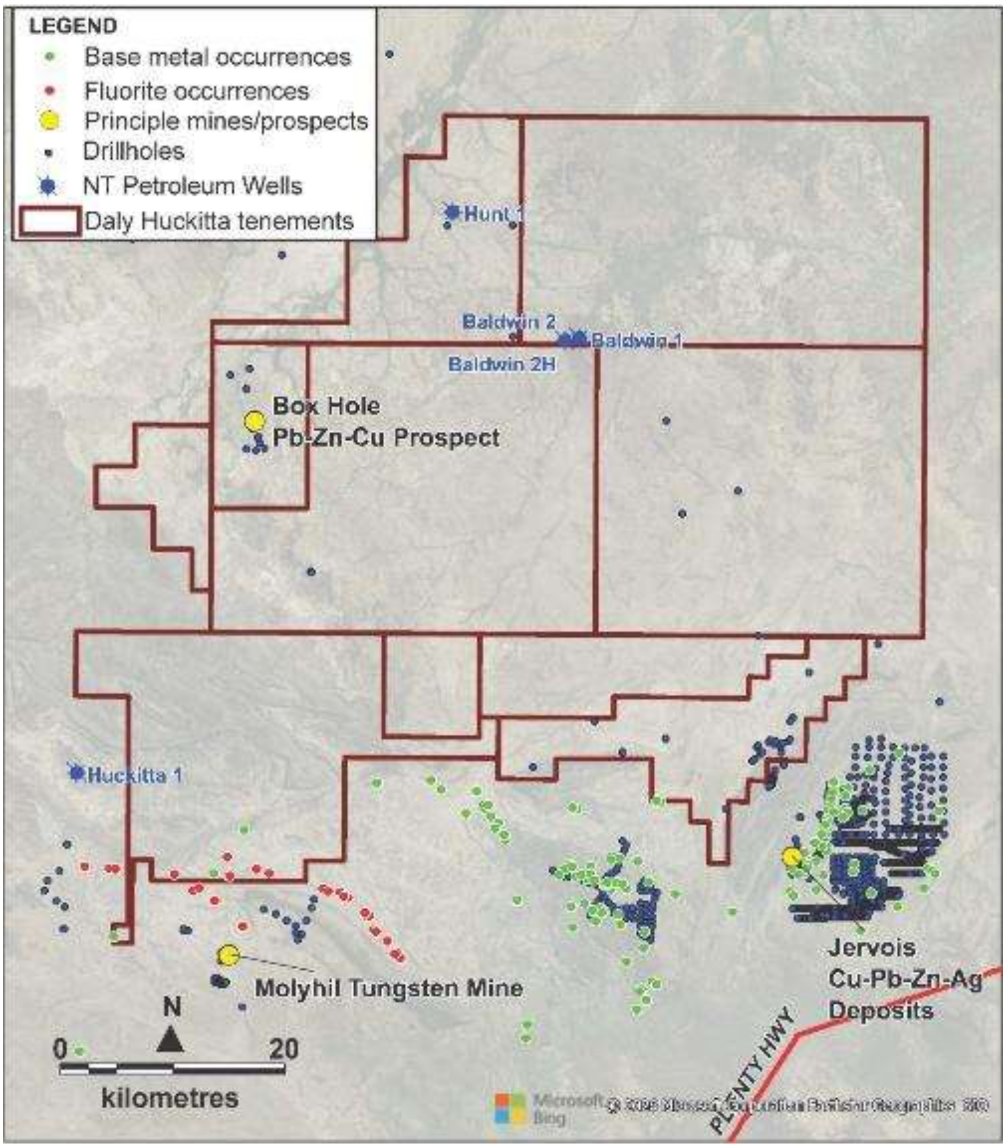
Given the geological continuity of the fluorite reef system between the Sandover and Huckitta areas, these nearby drilling results provide support for the potential scale of fluorite mineralisation within the Daly Resources tenure.

BASE METALS

The project area has had limited historic drilling, with the only high-density drilling over Box Hole prospect (on-property), Molyhil Mine and Jervois prospect (both off-property). At Box Hole, anomalous Zn-Pb was intersected in a number of drillholes, including hole HDB045 with 14m at 2.5% Zn with individual 1m splits to 14.7% Zn (Intercept Minerals, 2013). Within the project tenure there are only 48 drillholes deeper than 50m (Figure 9.3.3_1), highlighting the low density of subsurface exploration. There are 3 petroleum wells in the project tenure. Stratigraphic well Baldwin 1 was drilled to 1,118.5m as part of Pacific Oil and Gas' search of conventional petroleum in the Georgina Basin. It encountered excellent petroleum source rocks of the Arthur Creek Formation, which led to subsequent unconventional petroleum exploration in the Georgina Basin.

A summary of the significant drill intercepts is provided in Appendix A

Figure 9.3.5_1
Historic drilling and mineral occurrences in the Huckitta region (Source – NTGS, 2026).



9.4 Exploration Potential

FLUORITE

Exploration completed by Central Pacific Minerals in the early 1970s identified multiple fluorite reefs forming two mineralised belts associated with north-westerly trending structures near the Elyuah Range. These reefs were interpreted as part of a hydrothermal quartz–fluorite vein system hosted within the Jinka Granite. Limited drilling at the Narbarloo North prospect intersected significant fluorite mineralisation, confirming that the reefs continue beneath surface exposures.

More recent work by Daly Resources, including reconnaissance mapping and rock chip sampling, has confirmed the presence of high-grade fluorite mineralisation along the northern fluorite belt over approximately 8km of strike within the project tenure. Rock-chip samples returned grades up to 95.1% CaF_2, supporting the interpretation that the fluorite reefs represent a well-developed hydrothermal system.

Additional encouragement is provided by recent drilling results from the adjacent Sandover Fluorite Project operated by Tivan, where diamond drilling intersected significant fluorite mineralisation and confirmed continuity of the vein system at depth.

The combination of mapped reefs, high-grade surface geochemistry and limited historical drilling indicates that the fluorite system at Huckitta remains underexplored, with potential for additional mineralisation along strike and beneath shallow cover within Daly’s tenure.

Sahara consider the exploration potential for the fluorite prospect to be excellent given the 8km of strike of outcropping subparallel veins (1cm to 2m wide) mapped and sampled along the >200m wide vein corridor (potentially continuing under colluvial sand cover)

BASE METALS

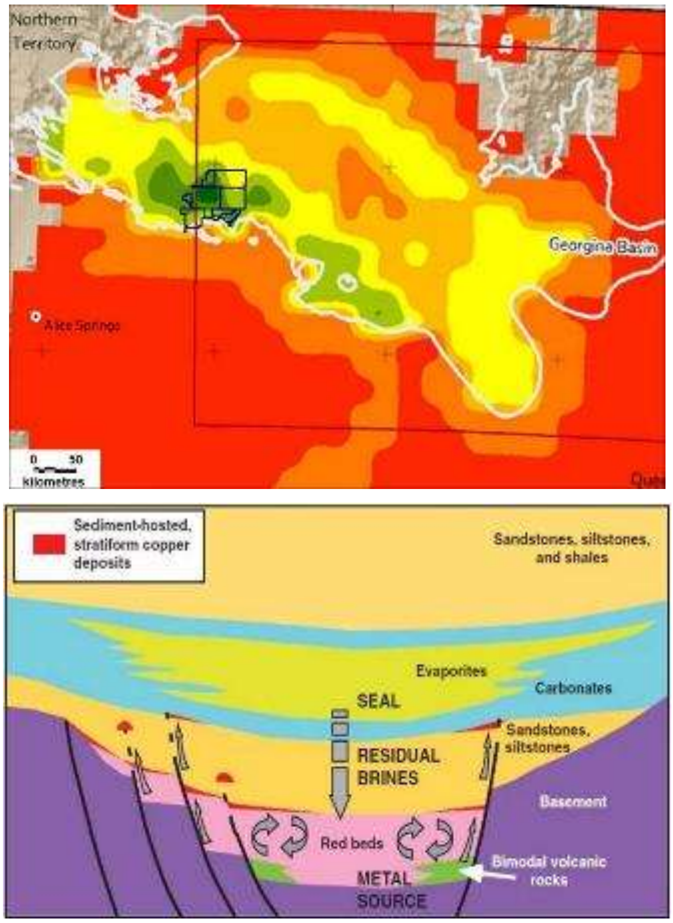
GeTech group plc (Getech), a company specialising in the analysis of geospatial datasets in the hydrocarbon and mineral exploration industries were engaged by Sandfire to compile a weights-of-evidence review on the prospectivity of the southern portion of the Georgina Basin for sedimentary-hosted Cu mineralisation. The analogue GeTech used was the Kupferschiefer Copper deposit in Germany and Poland. This is also consistent with the conceptual model for sedimentary stratiform Cu deposits from Hitzman et al (2010), which is shown in the Figure below. The results of the study formed the basis for Sandfire’s pegging of the tenement package.

Analysed datasets to define favourability for criteria included:

- → Lithospheric thickness (~170km from top to base, at thick craton margins)
- → Continental sediments (presence of red beds),
- → Mafic/intermediate volcanics (potential sources of Cu),
- → Preserved Evaporites (produce Cu transporting brines),
- → Copper Traps (organic-rich mudstones or black shales),
- → Highstand-Lowstand Range (stratigraphic juxtaposition of Cu sources and Cu-transporting brines),
- → Sedimentation Rate (higher sedimentation thicknesses)
- → Heat Flow (proximity to areas of high basement heat production)

Results compiled into a sedimentary hosted Cu prospectivity map based on the number of intersecting layers as shown in the figure below. The principal target is the organic-rich Arthur Creek Formation that is widespread in outcrop and under cover across the project tenure. The underlying Redheart Dolostone also has potential for stratabound mineralisation, as it often heavily karstified.

Figure 9.4_1
Huckitta Project – Getech's weights-of-evidence regional targeting (Source – Sandfire, 2023) and stratiform copper conceptual model (Source – Hitzman et al, 2010)



The project has potential to host a sediment-hosted Cu district but is unexplored with limited baseline geochemical data, coarse regional geophysics and only 48 drillholes >50m deep. Historic Cu rock chip sampling is broad, but there are encouraging Cu assays from the lower Georgina Basin on the southeast edge of the project area.

10 BATTEN ZN, CU PROJECT

The Batten Project is located 860km from the capital Darwin via the Stuart and Carpentaria Highways. It is comprised of 5 granted tenements and 1 application, covering a total of 1,129km^2. The project is primarily prospective for Zinc, Lead and Silver, similar to the McArthur River mine which is located 13km to the east of the Batten Project. The copper potential of the project remains largely untested.

10.1 Project Geology

The geology for the Batten Project is shown in the figure below. The geological mapping in the region began in the 1960s (BMR) and has been superseded by second edition 250k mapping by the NTGS (Pietsch et al, 1991) with some 100k scale mapping in local areas. This mapping has been condensed into a 1M scale geological map (Rawlings, 2001). A regional seismic line was acquired across the basin in the early 2000s (Rawlings et al, 2004). In more recent times, the NTGS and CSIRO have undertaken 3D modelling of the basin (Blaikie and Kunzmann, 2017 & 2020)

Mineralisation at the McArthur River deposit is hosted by HYC Pyritic Shale Member lithofacies of the ~1640 Ma Barney Creek Formation, which occurs towards the top of the Umbolooga Sub-group of the McArthur Group. The immediate host sequence was deposited within a tectonically induced sub-basin that is bounded to the east by the major, north-south, syn-depositional, Emu Fault corridor, which lies on the eastern margin of the broader Batten Fault Zone.

The Emu Fault is a wide, generally NNW trending corridor of faulting, that is commonly 1 to 2km wide, but is up to 5 km in width when the Western fault splay to the south of McArthur River is included. It has been interpreted, from deep seismic data, to be an upward fanning 'flower structure'-like zone of dislocation, including east dipping to vertical strike-slip, and west-vergent reverse faults, representing repeated activity over a long period, prior to, during and after mineralisation at McArthur River. The overall fault zone has a steep west dip, with only minor net displacement of the McArthur Group, generally of <500m. Strike-slip displacement on the Emu Fault prior to deposition of the Roper Group was most likely sinistral, including during deposition of the McArthur Group, whilst the youngest movement appears to have been dextral (Rawlings et al., 2004).

In contrast to the steep, overall strike-slip Emu Fault on the eastern margin of the broader Batten Fault Zone, the main, generally north-south structures toward the western margin, are east-vergent thrust faults that post-date Roper River Group deposition and are splays off a deep detachment. The principal of these are the Tawallah and Scrutton faults that are ~35 to 50 and ~55 km to the west of the Emu Fault respectively. The sinuous Tawallah Fault merges with the Scrutton Fault to the south and juxtaposes mainly Tawallah Group on the west/upper plate side over middle to upper McArthur Group to the east. In the north, the Tawallah Fault has an apparent 12 km of vertical displacement (Rawlings et al., 2004).

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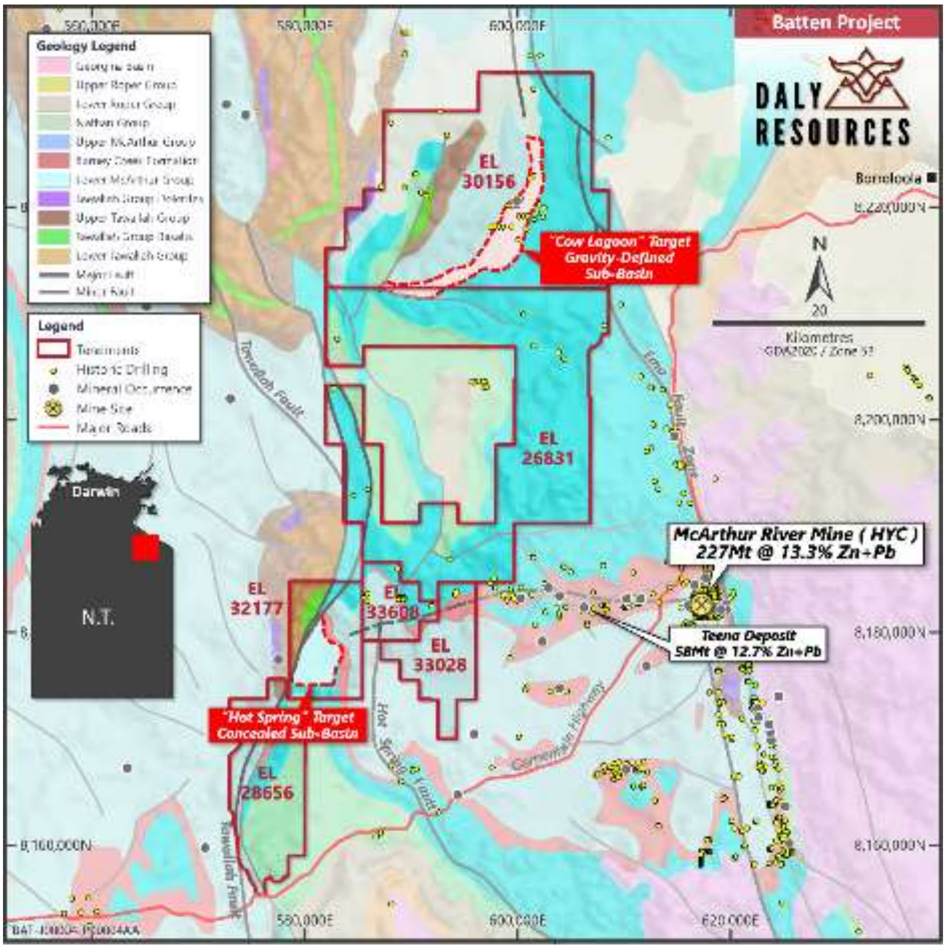
Figure 10.1_1
Regional geology - Batten Project (Source – DLY, 2026)



10.2 Mineralisation

The target of exploration for the Batten Project is McArthur River (HYC) type sediment-hosted Zn-Pb-Ag mineralisation, generally viewed as SEDEX style.

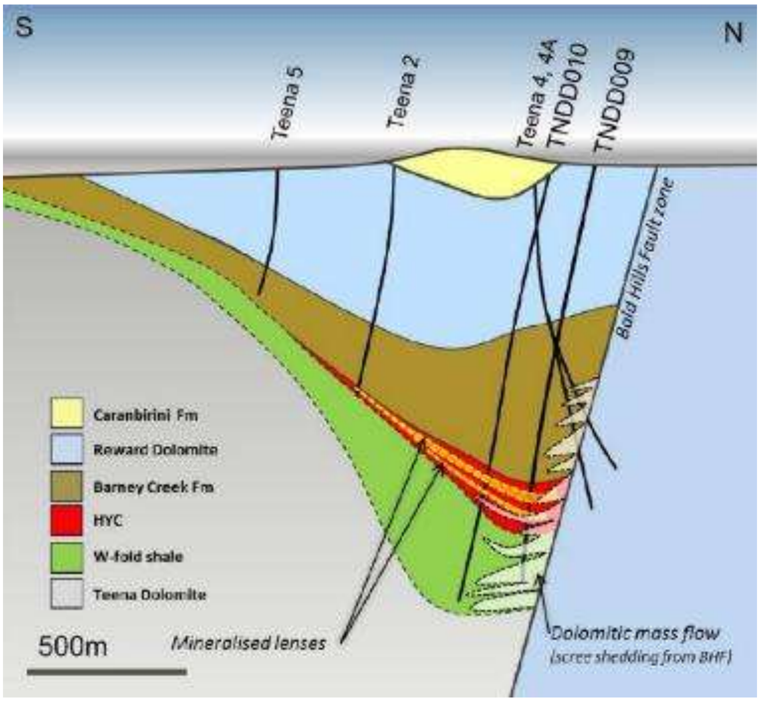
The McArthur River mineralisation is hosted within fine grained HYC Pyritic Shale Member lithofacies and comprises 8 individual ore lenses that are from <2 to >12 m thick, each of which is separated by <2 to 5m thick bands of interfingering Cooley Dolostone type sedimentary breccia, and lesser poorly bedded or fragmented pyritic and dolomitic shale interbeds. The deposit covers an area of ~2km^2 and has an average composite thickness of 55m. (Walker et al., 1977). HYC had a pre-mining resource of 227 Mt @ 9.2% Zn, 4.1% Pb, 41 g/t Ag & 0.2% Cu (Logan et al, 1990). The most recent residual resource estimate is 140 Mt @ 9.81% Zn, 4.42% Pb, 44.9 g/t Ag (Glencore, 2024; JORC 2012).

The Teena deposit is located 8km west of the McArthur River zinc-lead mine (and 7km from the Batten Project) and occurs within the east-west elongated Teena sub-basin, a half-graben that is bounded to the north by the ENE-WSW trending growth structure, the Bald Hills Fault. It has a (Inferred) resource estimate of 58Mt @ 11.1% Zn & 1.6% Pb (Rox, 2016; JORC 2012).

Mineralisation is hosted within rocks interpreted to equate with the Barney Creek Formation. The Barney Creek Formation rests on the Teena Dolostone, and is thickest adjacent to, and to the south of, the Jabiru Fault, thinning to the south. The sequence comprises the basal W-Fold Shale Member, overlain progressively by the HYC Shale Member which hosts the ore deposit, Pyritic Barney Creek Formation and the Upper Barney Creek Formation, which transgresses the sequence to the south to rest directly on the Teena Dolostone by ~1 km south of the Jabiru Fault.

The figure below shows the genetic model for Teena which is a model to utilise in exploring the Batten Project.

Figure 10.2_1
Teena genetic model (Source – Teck, 2022)



The zinc-lead mineralisation at the Teena deposit is interpreted to have been precipitated as stratiform sulphide minerals within fine grained carbonaceous sediments that were accumulating at the base of an anoxic brine pool during sub-basin development, similar to those described above at the McArthur River mine. At a mesoscopic scale, the mineralisation occurs as bedded massive sulphides intercalated with carbonaceous shales and calcareous siltstones. Several phases of mineralisation have been observed ranging from near-syngenetic depositional, to late-stage hot influx events during diagenesis and remobilisation and replacement during basin inversion. In the mineralised lodes the principal sulphide minerals (in abundance order) are sphalerite, pyrite, pyrrhotite and galena along with trace arsenopyrite. The main gangue minerals are silicates (orthoclase, quartz and muscovite), ankerite and traces of barite.

Another discovery in the district that deserves mention is Myrtle, 16km south of HYC. It is of similar style, but lower grade, with a (Indicated and Inferred) resource of 43.6 Mt @ 4.1% Zn, 0.9% Pb (Rox, 2010; historical MRE JORC 2004).

10.3 Exploration and Mining History

The area covered by the Batten Project has been explored by several exploration companies. The historical work carried out regionally is summarised below, but not all is within the Batten Project tenements.

Table 10.3_1
Summary of Exploration activity in the region

Year	Company	Activity
Prior to 1955	McArthur River Company and Australian Mining and Smelting Company	Lead mineralisation was discovered near the old McArthur River Homestead in 1887 by T.C. Lynott. In 1912, Cooks prospect was drilled by the McArthur River Company, but results were not encouraging and the prospect was abandoned. No further interest was shown in the area until 1953 when Australian Mining and Smelting Company drilled the Bald Hills lead prospect.
1957 to 1982	Carpentaria Exploration Company (CEC)	Work largely focussed on the recently discovered HYC, however, they also collected stream sediment samples and detailed air photo-assisted mapping over the broader region.
1977 to 1982	AO (Australia) / Shell	Aerial EM surveys ("INPUT"), IP gravity and magnetics surveys, air photo interpretation, literature reviews, rock chip sampling and diamond drilling over a broad area. Of particular note was exploration undertaken in the Rosie Creek-Bong Bong area that demonstrated that sub-basins with organic shales and anomalous base metals exist on the northern part of the Emu Fault Zone. Numerous diamond holes were drilled following up geophysical targets, but mineralisation was sub-economic.
1979-1983	Western Mining Corp	WMC explored the Rosie Creek area with a more pragmatic approach, with other metals apart from Zn in mind. They carried out geophysics and drilled numerous RC and diamond drill holes.
1981 to 1986	BHP Pty Ltd	BHP carried out extensive mapping, stream sediment sampling, AEM and various ground geophysical trials. Their results were overall poor, but they also did not drill many targets, which were dismissed on geophysical grounds. BHP also followed up the sub-basins in the Rosie Creek area (diamond drilling and geophysics) but failed to identify economic mineralisation.
1982-1986	Amoco	Petroleum company undertook mapping and deep stratigraphic drilling over a large region of the McArthur Basin. Important diamond core holes were drilled in the Batten Project area.
1989 to 1997	Mount Isa Mines, Perilya Mines, Quilpie and Noranda	Soils, stream sediments and rock chips were collected over broad areas. Targets were followed up by IP and EM. Several prospects were defined and drilled, but only sub-economic intersections of base metals were returned. This includes the Caranbirini, Leila, Boko, Berjaya prospects.
1992 to 1999	MIM Exploration	Exploration work included an aerial EM and magnetic survey identifying 41 areas of high conductivity (EM response) and several disruptive structures in the magnetic data. Ground geophysical surveys included SIROTEM, MaxMin and Protem. Eleven holes, for a total of 2,606m, were drilled on three prospects – "Lynott", "Homestead" and "Boko". MIM also continued the search for economic mineralisation in the Rosie Creek and Yalco areas. Numerous diamond holes were drilled and geophysics acquired.
1992 to 1996	BHP Minerals	BHP acquired large QUESTEM and GeoTEM surveys over the broader tenements. In the Hot Springs area, soil/stream sediment sampling identified a large low-level lead anomaly ("Little Creek"). The drilling of six RC holes for 628m revealed that they had targeted formations higher in the stratigraphy and no anomalies were present. BHP also explored the Rosie Creek area for manganese.
1995	Normandy	A small helimag survey was flown near Yalco Creek and two unsuccessful RC holes drilled into black shales.
2002-present	Rio Tinto / Anglo / Rox / Teck	Various JVs existed between these companies. Rox and Teck undertook an enormous amount of exploration that led to the discovery of Myrtle and Teena deposits and estimation of resources on both. The exploration tools trialled and rolled out are very instructive for exploration at Batten. Examples include: partial leach soils, IP, EM, ground gravity, airborne gravity (Falcon), ground magnetics, seismic, AMT, and petrophysical testwork on core. Rio explored the Yalco and Waramana areas briefly and targets remain untested. Teck/Sandfire JV separate (below).
2004-2012	Sandfire / Pacifico	Sandfire undertook significant exploration in this period including flying mag/rad, fixed-wing AEM survey "Borroloola" using the TEMPEST system, and several smaller heli-borne VTEM surveys, IP, EM, gravity, geological mapping and soil sampling. Drilled diamond and RC holes in various areas of the project, including Yalco, Rosie Creek and Coppermine Creek. Subsequently, the tenement package (which is largely the same as North Batten is now) was JVed to MMG then Teck as outlined below.
2014-2017	Ripple Resources	A depth-to-basement study
2013-2019	MMG (JV)	MMG initiated broad surface sampling, various geophysical surveys (inc Falcon gravity, NSAMT) and diamond drilling, including at Leila Creek, Yalco East, Sawtooth, Rosie Creek and Mt Young prospects. 2018-2019 saw a large-scale IP program across the Batten Project area and several follow-up diamond drillholes in the Rosie Creek, Berjaya and Rosie East areas. Most of these holes were IP chargeability anomaly targets however the holes east of the Emu Fault were conceptual structural/geochemistry targets. The holes in the Greater Rosie Creek area sought to intersect or test for extensions to the pyritic shale envelope that was found within the Barney Creek Fm at Rosie Creek in 2016. Drilling at Berjaya sought to follow up low-grade Zn mineralisation in MMG drillhole NB16DD018 drilled in 2016.
2019-2024	Teck JV	After reviewing historic data, Teck acquired Falcon gravity over the Cow Lagoon area and reprocessed historic seismic data. They subsequently drilled 6 diamond core holes further north in the Mount Young area, including following up holes drilled by Rio at Fandango. Only narrow intervals of Barney Creek Formation were intersected. Importantly, they did not drill any holes in the coverage area of the Falcon survey, which presents DLY with a first-pass opportunity to target there. Teck withdrew from the JV in mid-2024.

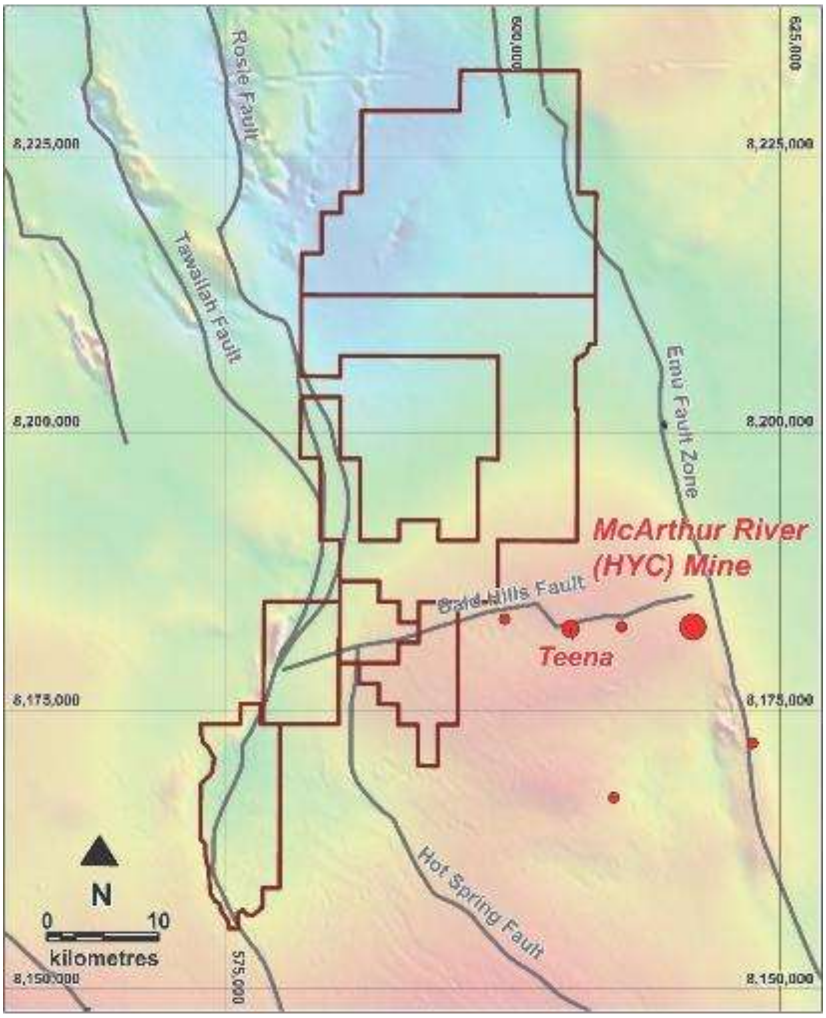
10.3.1 Geophysics

Historic geophysics has been conducted across the region, including regional airborne magnetics/radiometrics, regional and local-scale ground gravity, prospect-scale airborne gravity gradiometry and airborne electromagnetics (AEM), and follow up ground EM and IP. There are also seismic surveys across the Batten Fault Zone. Depth-to-basement datasets have also been compiled.

Magnetics / Radiometrics

The over-arching mag/rad data for the project area is the regional surveys commissioned by the NT Geological Survey. The figure below shows a TMI magnetic image. The known mineral deposits are also highlighted. Magnetic features generally relate to basalt units in the Tawallah Group. Numerous smaller detailed mag/rad surveys have also been completed in the project area.

Figure 10.3.1_1
Batten TMI magnetics regional (Source – NTGS, 2026).



Gravity/GDD

The over-arching ground-acquired gravity data for the project area is the stitched regional surveys commissioned by the NT Geological Survey that includes some infill company data that was collected during co-funding rounds. The image below shows a Bouguer anomaly map. There is no obvious gravity response for the McArthur River mine area at this scale, but the southwestern part of the Batten Project has a distinctive gravity low along the Tawallah Fault. Several companies have also acquired detailed ground gravity and airborne Falcon AGG data over parts of the project area. An example from Cow Lagoon is shown below. Interestingly, there is a distinct low (blue colours) that follows the mapped Barney Creek Formation that is currently poorly tested by drilling.

Figure 10.3.1_2
Batten bouguer gravity regional (Source – NTGS, 2022).

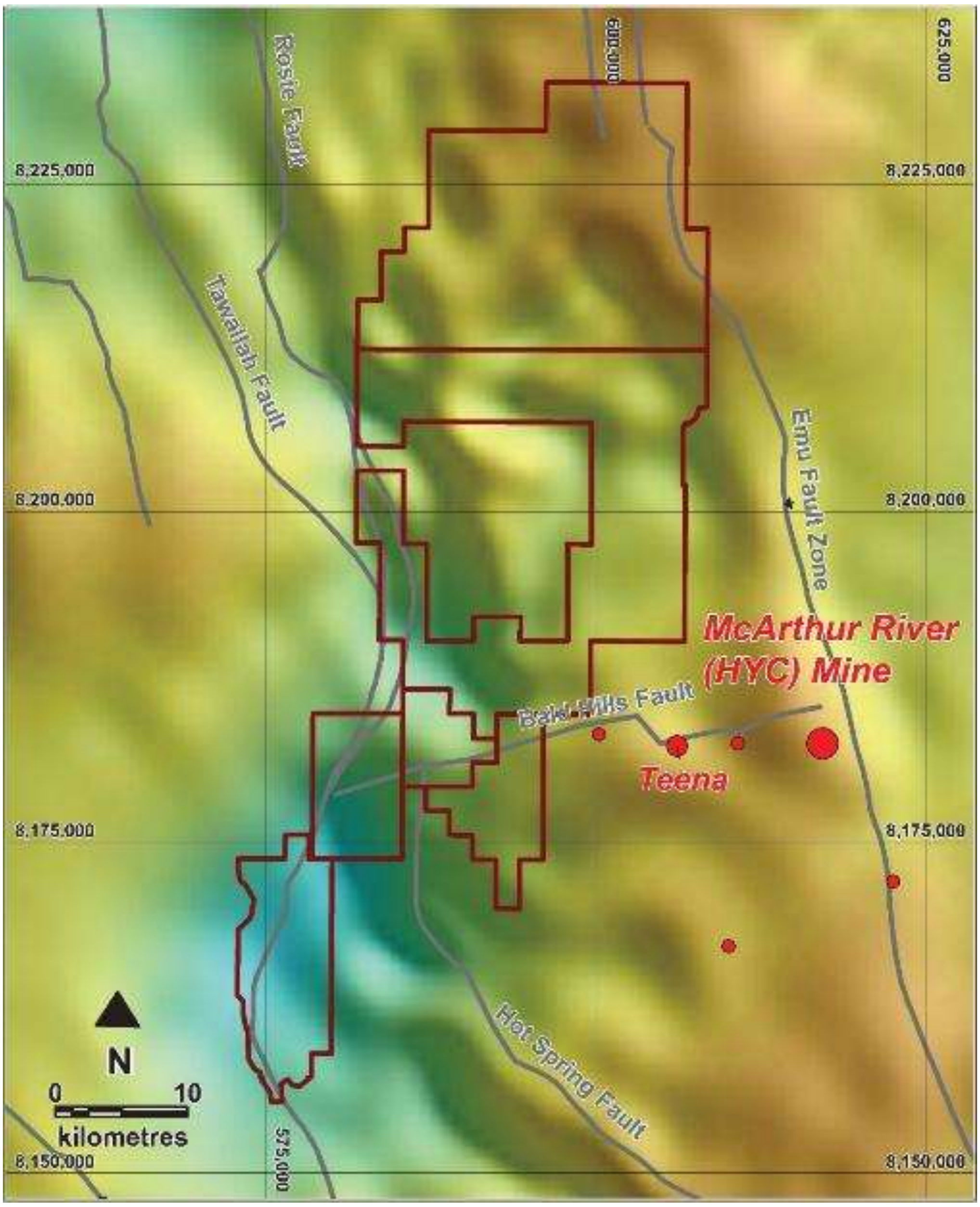
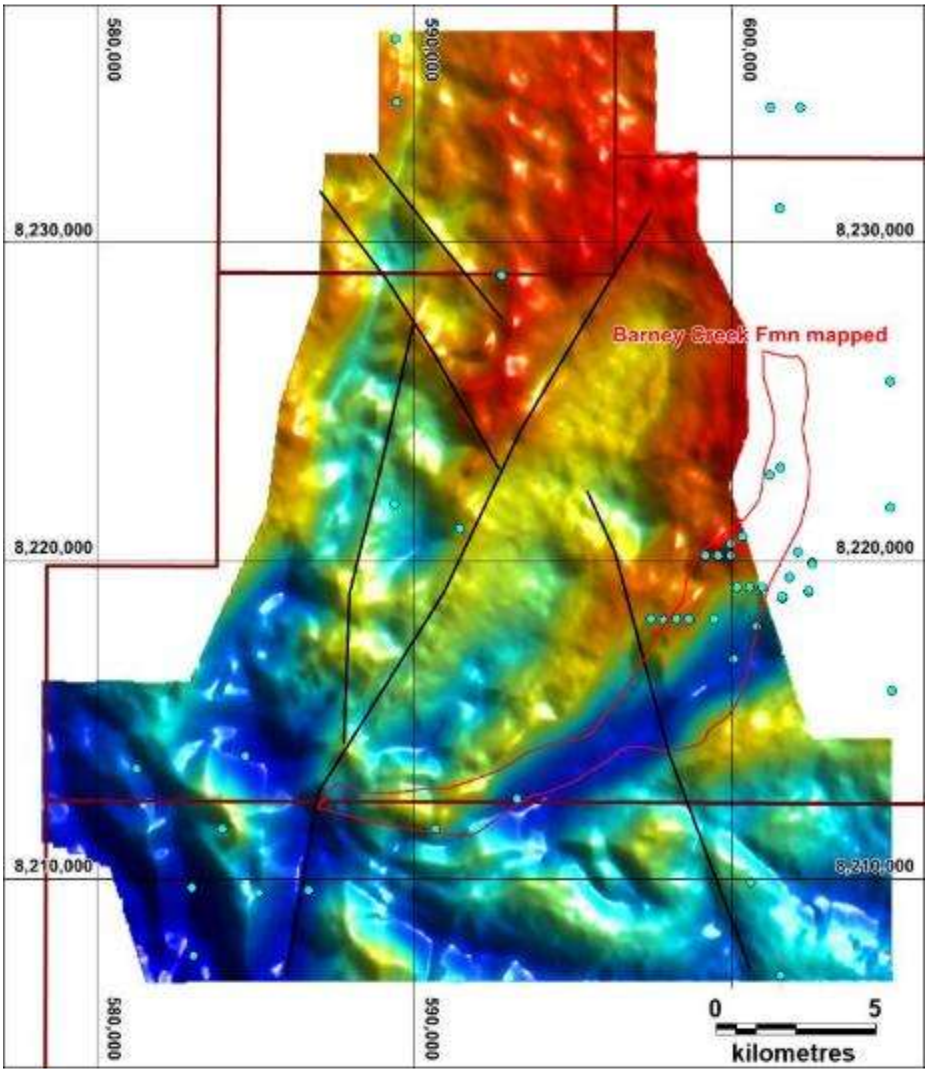


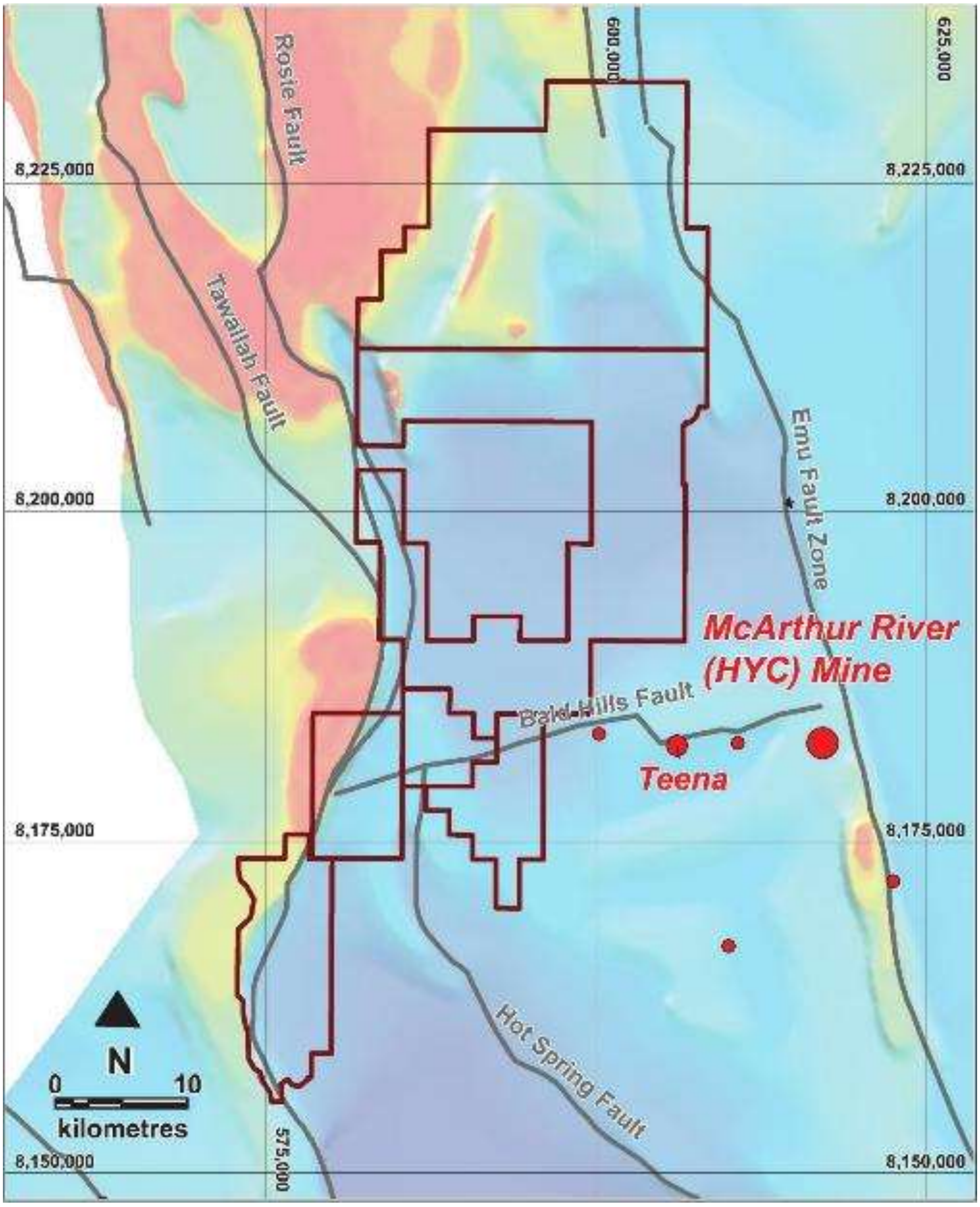
Figure 10.3.1_3
Cow Lagoon-Yalco enhanced 3D Fourier Domain of Gravity showing mapped Barney Creek Fmn, interpreted structure and historic drilling (Source – DLY, 2024 after Teck, 2023).



SEEBASE

SEEBASE imagery highlights the depth to "crystalline basement" and is derived from various datasets, including geological mapping, magnetics, gravity and seismic. The Tawallah Group is included in basement in this dataset shown in the image below. The image shows that the McArthur Group thickens along major structures such as the Emu and Tawallah Faults. This unit is well represented in the Batten Project area and is the main target for exploration.

Figure 10.3.1_4
Batten SEEBASE imagery (Source – NTGS, 2022).



AEM

Various airborne (fixed wing and heli-borne) EM surveys have been acquired over the project including:

- INPUT AEM (mid 1970s)
- QUESTEM AEM (mid 1990s)
- TEMPEST AEM (2009)
- VTEM (various surveys by Sandfire and MMG in 2005-2015)

Sandfire merged these surveys into a mosaic, shown in Figure below. The image shows the late-time EM for two separate surveys, which has defined several untested EM conductors that are coincident with major structures within the prospective geological units (Barney Creek formation which hosts McArthur River and Teena). The western conductor defines the footprint of the Hot Spring target (Rawlings, 2024a).

Figure 10.3.1_5
Batten AEM conductivity mosaic (Source – SFR, 2024).

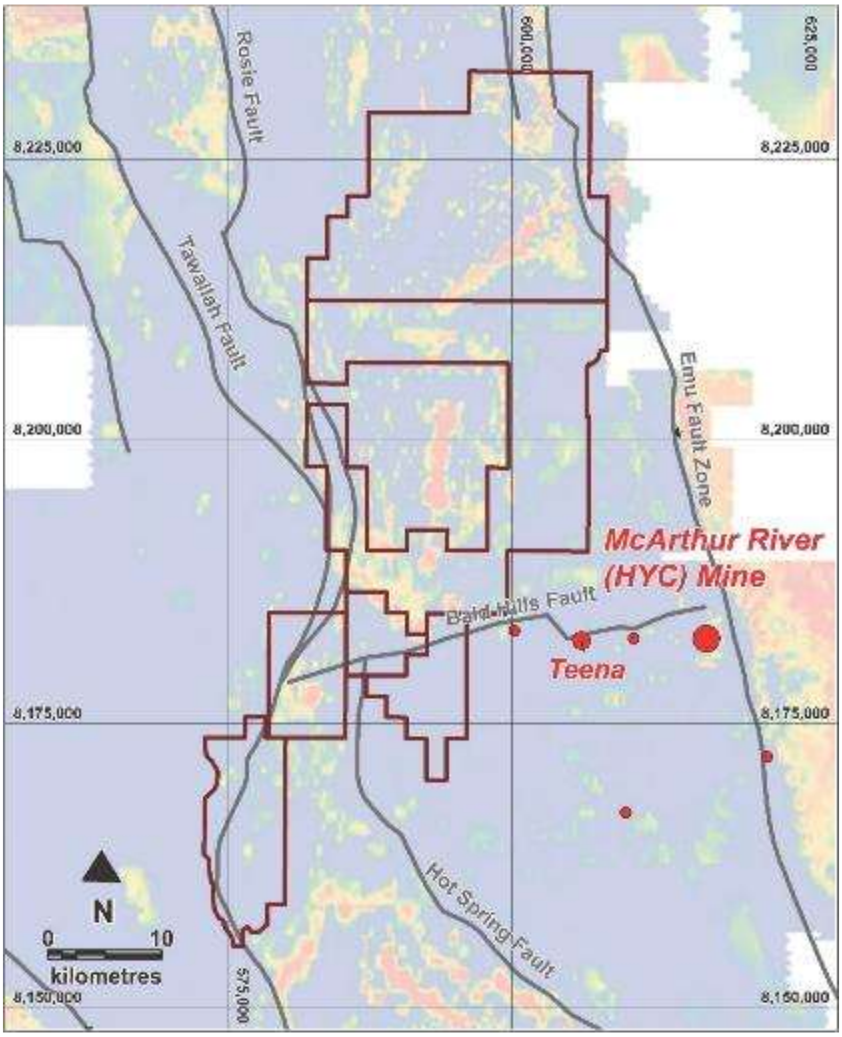
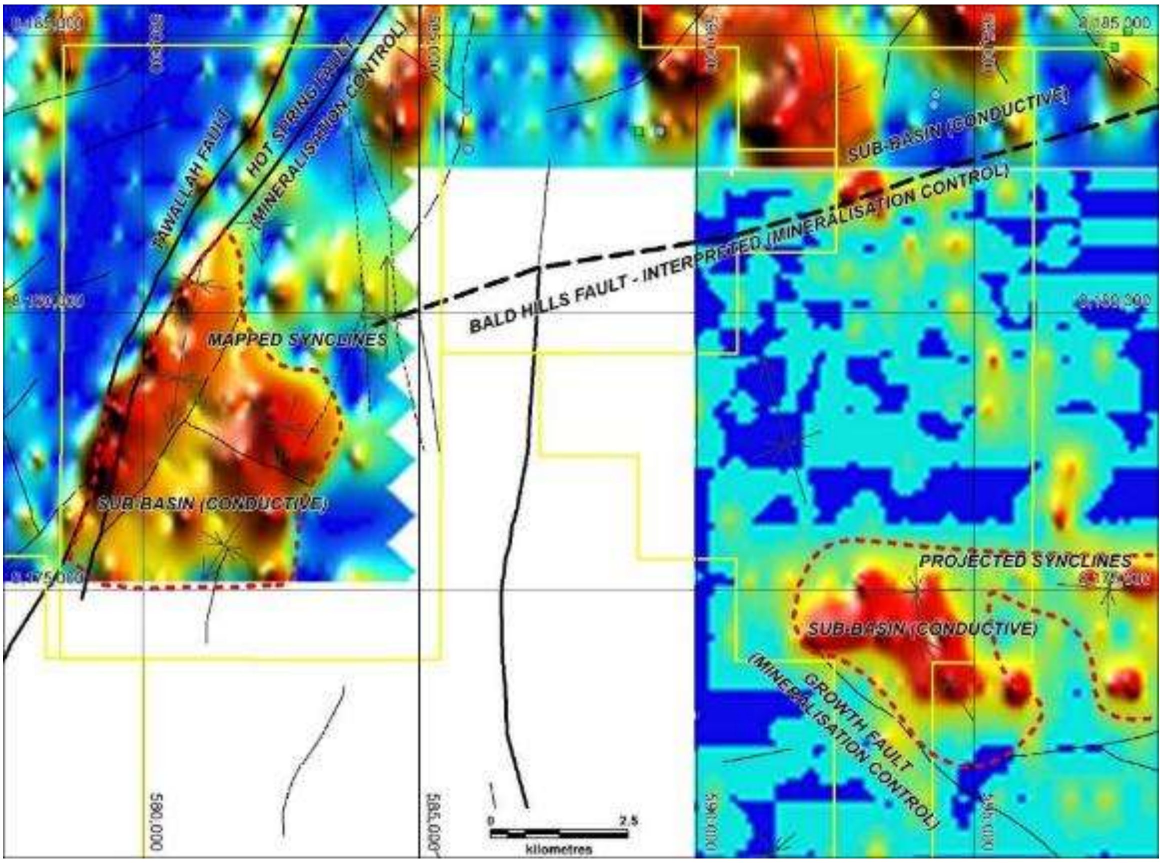


Figure 10.3.1_6
Batten AEM imagery (~120-140m depth profile) (Source – DLY, 2024).



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Ground EM/IP

There are numerous historic accounts of EM and IP surveys throughout the Batten Project. Various companies have trialled and rolled-out various systems, but these tend to be dominated by near-surface conductance, similar to the airborne EM.

10.3.2 Geochemical Sampling

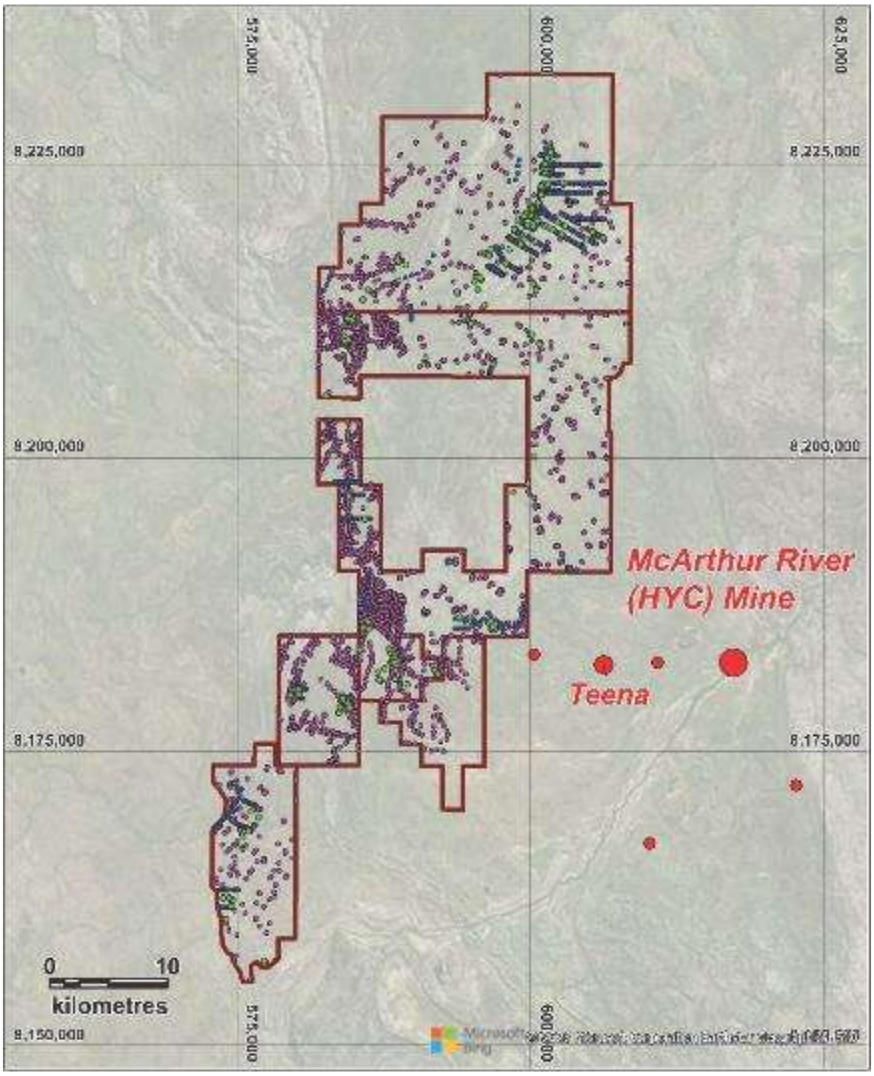
Government records of historic surface samples show there are the following within the bounds of the Batten Project tenements:

- 1,193 soils
- 3,282 stream sediments
- 229 rock chips

A review of historic reports in the far south of the project area by DLY located additional data which has been captured and are incorporated into the figures above. However, there is clearly a significant amount of data yet to be compiled from the Sandfire era and prior exploration.

The figure below shows the historic rock chips (green), soils (blue) and stream sediment samples (purple) with targets shown in magenta.

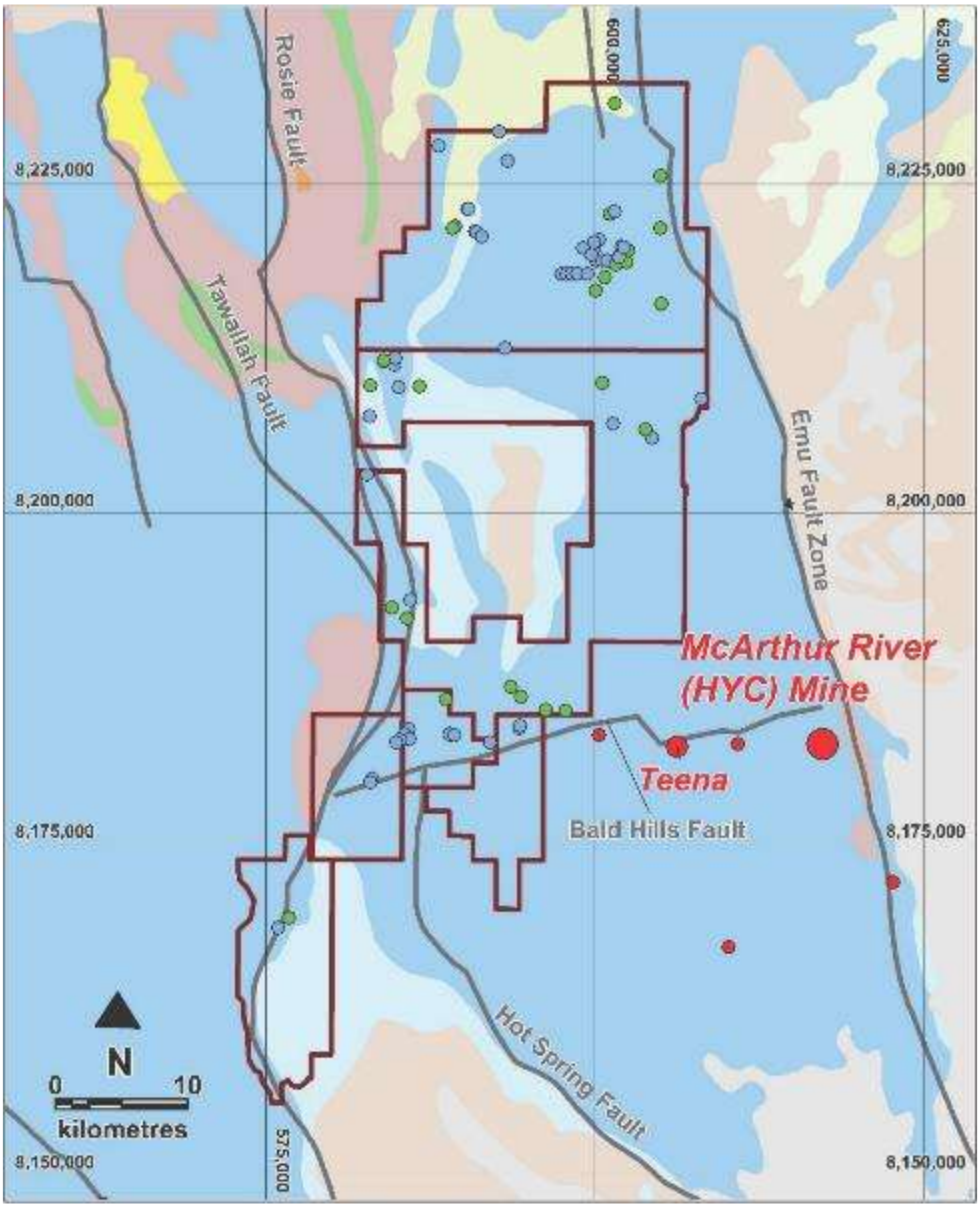
Figure 10.3.2_1
Geochemical sampling on the Project tenements: soils in blue, rock chips in green and stream sediments in magenta (Source – DLY, 2026



10.3.3 RC and DC Drilling

The region has been extensively drilled given proximity to the McArthur River Mine, however, the public-domain NTGS dataset contains only 77 drillholes within the Batten Project tenure (15km^2 per drillhole), and once the shallow holes (<50m) are filtered there are only 61 drillholes (19km^2 per drillhole). The drilling from NTGS 2026 dataset is shown in the figure below. This dataset also includes 22 holes augmented from DLY review work, but there are potentially more holes that have not been collected into the database as yet, such as historic drilling programs that were poorly registered in the original company reports. This requires a thorough validation of the various datasets and reports.

Figure 10.3.3_1
Historical drillholes in Batten Project: blue dots are RC and green dots are DDH (Source – DLY, 2026)



10.4 Exploration Potential

Batten is located (at its closest point) 13km from Glencore's McArthur River mine, which is one of the world's largest deposits of zinc and lead. Glenore's operation includes an open cut mine and processing facilities. The Teena and Myrtle deposits are located 7km and 16km to the west of the Batten Project, respectively (refer figure below).

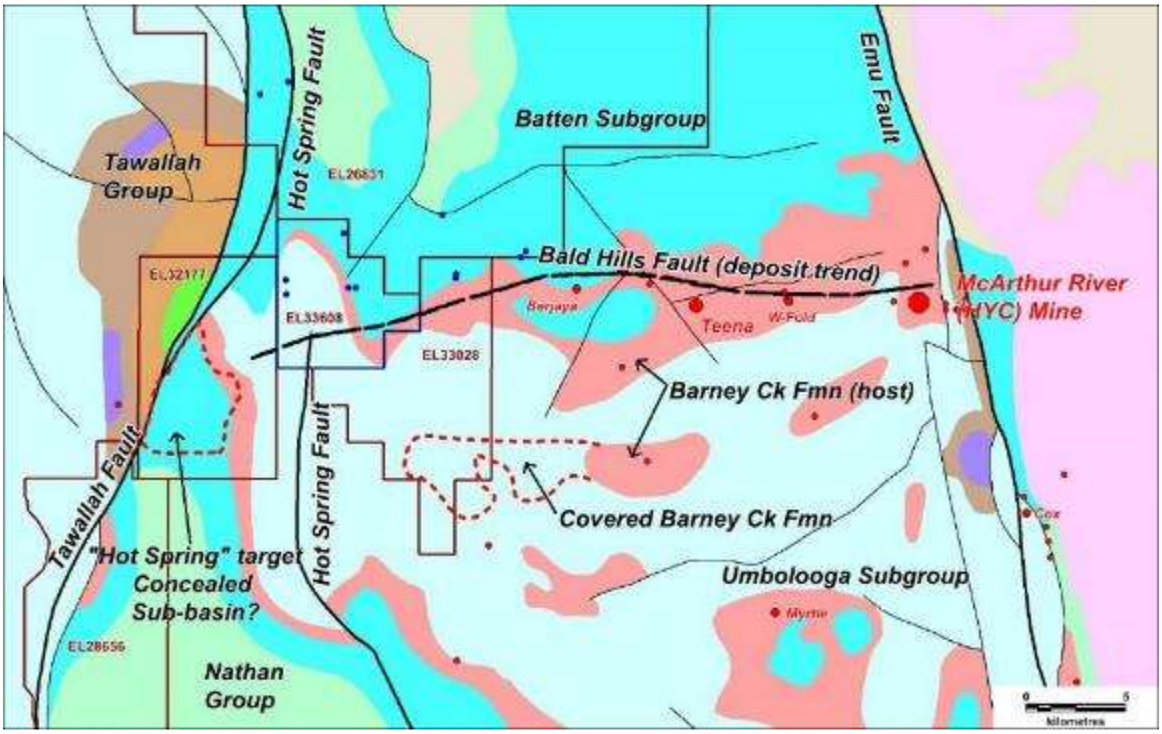
Mineralisation has been known in the McArthur River district and exploited on a small scale since around 1880 when galena veining within carbonate rocks was first reported. The region has undergone widespread and long-term exploration since the HYC was discovered in the 1960s; however, despite the more recent discoveries of Teena and Myrtle, it is fair to say that the region has strong residual potential for further discoveries of the SEDEX type.

Daly's Batten Project overall is a relatively mature exploration project, but there are areas that have had limited exploration completed despite being located in the same geological units and comparable structural controls as McArthur River and Teena deposits. An example is the Hot Spring target area in the southern part of the tenement package (refer figure below). This target area is covered by several AEM surveys and there are conductors that are represented in all surveys (refer to Figure 10.3.1_6). It appears to be associated with a gravity low, consistent with a thick package of siliciclastics, rather than carbonates (Rawlings, 2024). Hot Spring requires ground-based geophysical and geochemical assessment and is viewed by DLY as likely to be underpinned by a similar sub-basin that deserves testing.

Elsewhere in the Batten Project, the target host Barney Creek Formation is widespread according to mapping and historic drilling. Some of these mapped areas have not been tested, at least properly, for deep sub-basins. The Cow Lagoon-Yalco area as shown in Figure 10.3.1_3 has mapped Barney Creek Formation and a coincident gravity low, but has only limited drilling, most of which is shallow (<100m).

Sahara considers the Batten Project is prospective primarily for Zn, Pb, Ag and Cu. Daly will need to take a different view and implement a different methodology to the past explorers to be successful in this project. Utilising the recent under-utilised datasets, such as the untested Falcon gravity data acquired by Teck, is an example. Applying petroleum principles to exploration will also enable DLY to rethink the prospective horizons beyond the Barney Creek Formation. This is particularly important for copper prospectivity at the project, which has been somewhat overlooked in the past.

Figure 10.4_1
Hot Spring target in southern Batten Project (Source – DLY, 2024)



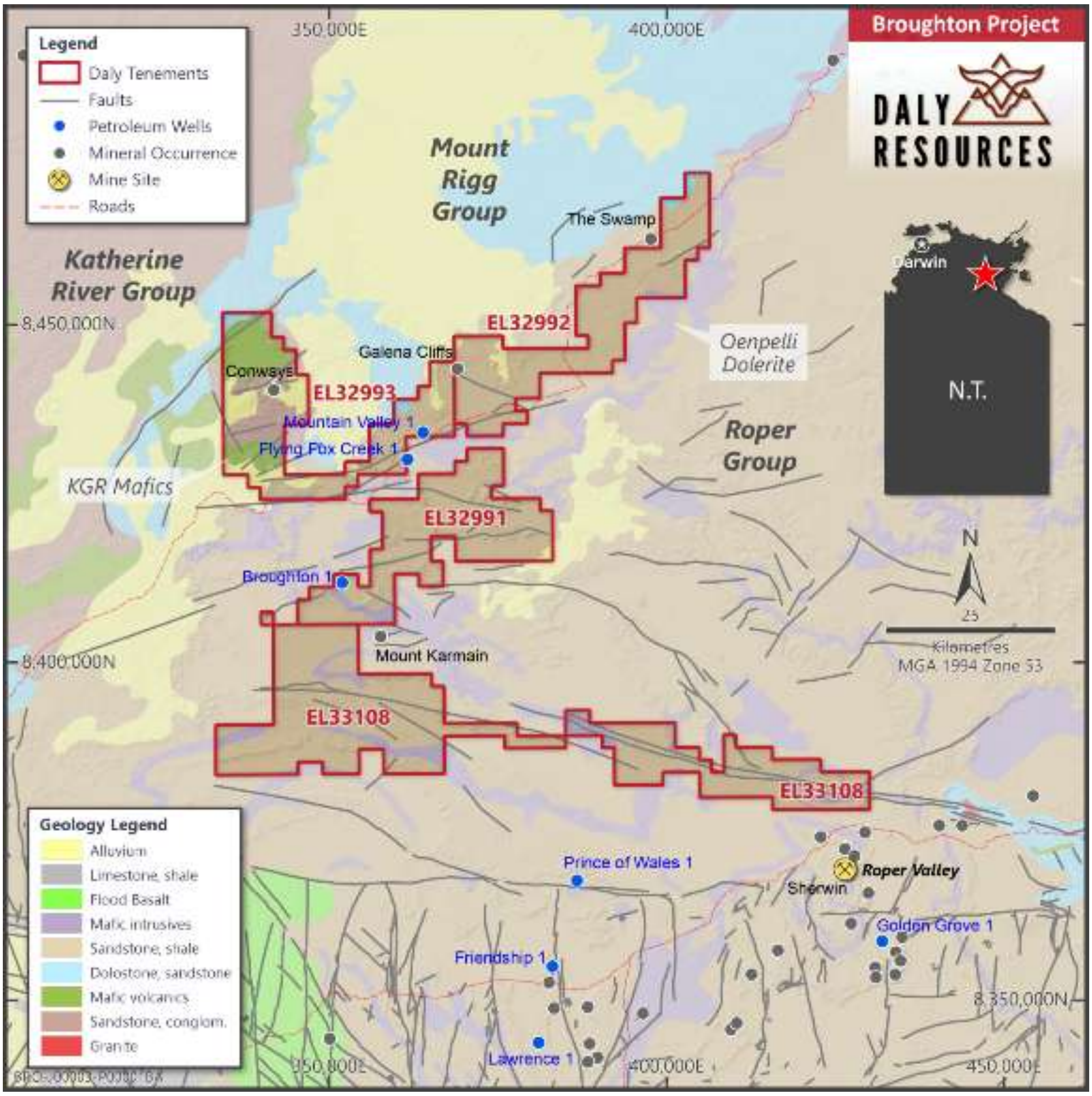
11 BROUGHTON CU, ZN PROJECT

The Broughton Project is located ~ 580km from the capital Darwin via the Stuart Highway and Central Arnhem Road and is located directly south of the Bulman Project. It is comprised of 4 granted tenements covering 1,633 km^2 that are prospective primarily for Copper and Zinc.

11.1 Project Geology

The project geology comprises the northwestern wedge of the exposed Roper Superbasin (Wilton package; Rawlings, 1999) on the Arnhem Shelf. This is the uppermost stratigraphic component of the McArthur Basin (Figure below). The Roper Group comprises interlayered sandstone, siltstone and TOC-rich shale deposited in a large epeiric seaway associated with a foreland basin connected to the south with an unknown orogen. It is underlain to the northwest by the dolostone-rich Mount Rig/Nathan Group (Favenc package), based on seismic and petroleum well data. The Nathan Group may in turn be underlain by thin remnants of the older McArthur Group (Glyde package), but this is largely conjectural, as there is little outcrop or drilling to support this notion. Seismic and well data also predict the Katherine River Group (Redbank package) to be widespread under the Roper cover on the Arnhem Shelf. The Roper Group is overlain by patchy remnants of the Neoproterozoic to Cambrian Georgina Basin and in turn by poorly constrained patches of Permian-Jurassic and Cretaceous sediments of the Dunmarra Basin, and finally by Tertiary to recent alluvial sediments and soils. Black soil is thickly developed over large areas of the Arnhem Shelf. In terms of igneous activity, the Roper Group is intruded by regional sills of the Derim Derim Dolerite, emplaced at the latter stages of Roper Group deposition. The project geology for the Broughton Project is shown in the figure below.

Figure 11.1_1
Broughton Project regional geology (Source – DLY, 2026)



11.2 Mineralisation

In the Broughton region, there are a number of mineral prospects and the historic Bulman Mine, summarised below from Rawlings (2024b).

→ Zinc-lead-silver-copper hosted by carbonates of the Nathan, Mt Rigg and Vizard Groups around Bulman (Zn, Pb), Mt Warrington (Pb, Ag), Walmudga (Cu, Pb, Zn), Mt Birch (Cu), and Mountain Ck (Zn). These are thought to be MVT-style deposits.

→ Zinc-lead-silver-molybdenum hosted by sandstones/siltstones of the Roper Group in structural juxtapositions (e.g. Wongalara, Galena Cliffs, The Swamp, Mainoru) and anticlinal traps (Broughton #1, Flying Fox Creek #1). These are likened to the Laisvall sandstone lead-zinc deposit, Sweden.

→ Minor prospects in the Katherine River Group, including Conways and Area 14 (Zn-Pb-Cu), and McKay Hills (Cu). There are also Cu-Pb-Zn sulphides at various intervals in Broughton #1, Flying Fox Creek #1 and Mountain Valley #1. These may be more like Kupferschiefer style.

Examples of oxide mineralisation at surface from a reconnaissance field trip by DLY and Sahara in 2023 are shown in the figure below.

Figure 11.2_1
Outcropping rocks (Source – Sahara, 2023)

Outcropping sandstone at Swamp Prospect

Outcropping Sandstone with Manganese at Swamp Prospect

11.3 Exploration and Mining History

The area covered by the Broughton Project has been explored by numerous exploration companies. The historical work is summarised below:

Table 11.3_1

Summary of Exploration activity in the region

Year	Company	Activity
1950s	BHP	Iron ore exploration
1970s to early 1980s	Pechiney, Kratos, Western Nuclear	Uranium exploration
1980-2005	BHP, Ashton, Stockdale, CRA/Rio Tinto, ERD	Diamond exploration
Early 1980s	Anglo American, WMC, Aberfoyle	Base metals exploration in the general region. Led to the discovery of Wongalara to the east of Broughton.
1987-1989	Pacific Oil and Gas	Conventional petroleum. Responsible for the only deep drilling in the Broughton Project, including Broughton #1, Flying Fox Creek #1 and Mountain Valley #1.
1989-1995	Stockdale, Poseidon, Normandy	Stockdale originally explored the region for diamonds, along with Ashton, De Beers & BHP, as far back as 1985. Whilst initially concentrating on diamonds, Stockdale undertook regional-scale stream sediment sampling for Kimberlite Indicator Minerals (“KIMs”), but also for trace element geochemistry that they believed may assist with diamond exploration. They noted anomalous base metals in numerous samples and rarely, gold. This led to interest of Poseidon Exploration who formed a JV. Poseidon undertook further extensive regional -#80 stream sediment sampling, followed by prospect-scale rock chip and -80# soil sampling. At least 2000 samples were collected in this next stage, with an element suite: Cu, Pb, Zn, Ag, +/- Au, Ba, Bi, Fe, Mn, Cr, Sb, Mo. The ensuing geochemical exploration was generally at a more detailed scale. Poseidon compiled detailed prospect maps, showing sampling sites and interpreted trends. Poseidon were overtaken by Normandy in 1993, who continued exploration in the region. The undertook drilling at The Swamp and Galena Cliffs, but sub-surface results were disappointing. Overall, the Poseidon-Normandy period involved excellent quality work that led to the discovery of Galena Cliffs, The Swamp, Conways and Area 14 prospects in 1991-1993. This three-year effort is the only significant piece of base metal exploration undertaken in the Broughton area. They utilised a sandstone-hosted Pb-Zn model derived from Laisvall, Sweden, which is probably reasonable.
1992-current	ERD, Roper Resources, Australian Ilmenite	Iron ore and ilmenite exploration
2009-2016	Merlin Diamonds, Myanmar Metals	Merlin Diamonds essentially explored the same region as Broughton Project for diamonds. Aside from diamond exploration, they collected conventional multi-element stream sediments and rock chips. They were obviously aware of the prospects defined by Poseidon and undertook programs to follow some of these up, including assessing potential for offset geochemical signatures, such as where drainage anomalies relate to mineralisation up-slope. Separately, Merlin was also responsible for expanding the prospectivity of the Conways area in the NW part of Broughton. They collected further rock chips that were anomalous in Pb and Zn.
2012-2013	United Uranium	Discovered low grade Zn to the east of Broughton Project via RC drilling following up a VTEM anomaly. Conductor largely due to organic materials, pyrrhotite and pyrite.
2017-2018	Coolabah Group	Reviewed base metal potential and compiled regional data, which has been inherited by DLY

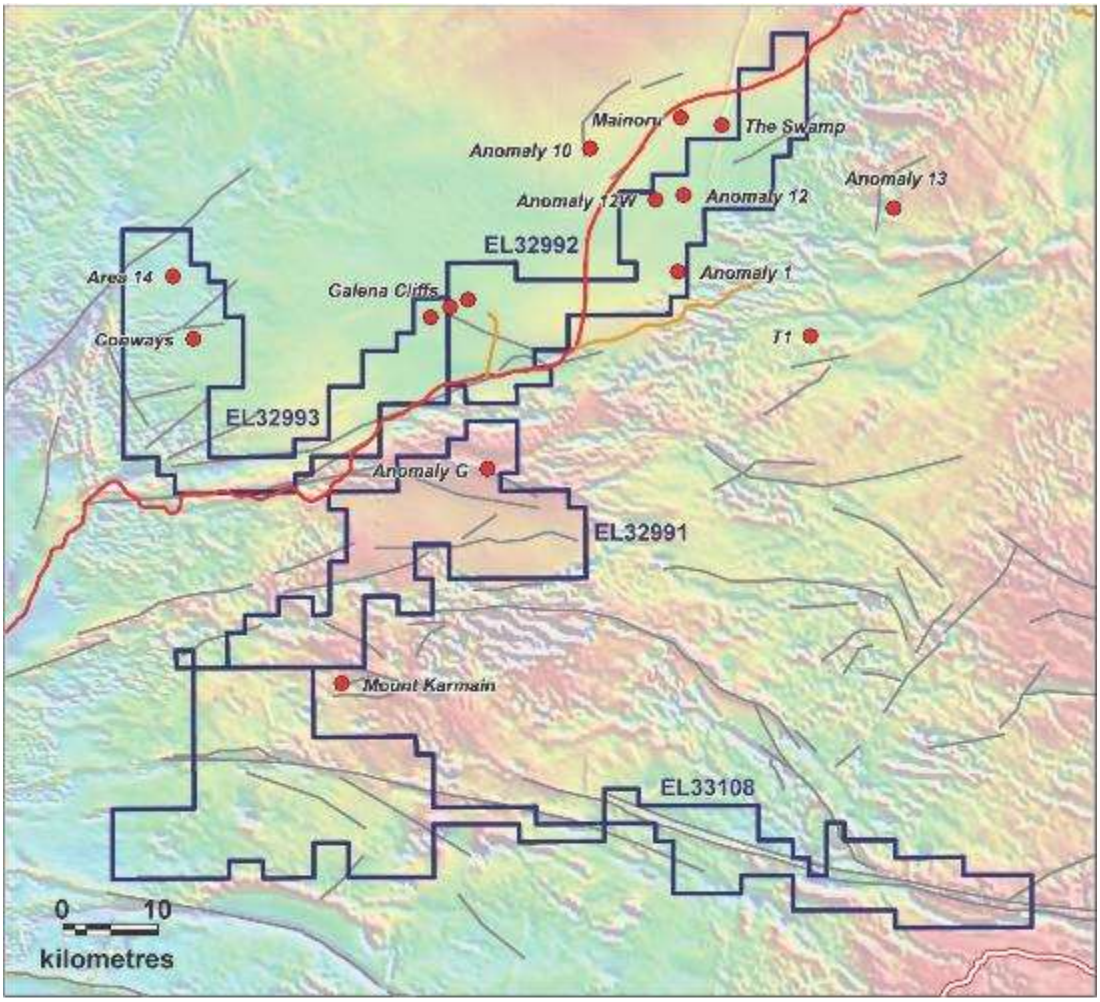
11.3.1 Geophysics

Historic geophysics has been conducted across the region, including regional airborne magnetics/radiometrics, regional ground gravity and limited follow up ground EM and IP.

Magnetics / Radiometrics

The over-arching mag/rad data for the project area is the regional surveys commissioned by the NT Geological Survey. The image below is the regional magnetic image (TMI) for the Broughton Project. The most notable features are the high frequency; high amplitude anomalies associated with the Derim Derim Dolerite intrusions and mafic volcanics in the Katherine River Group.

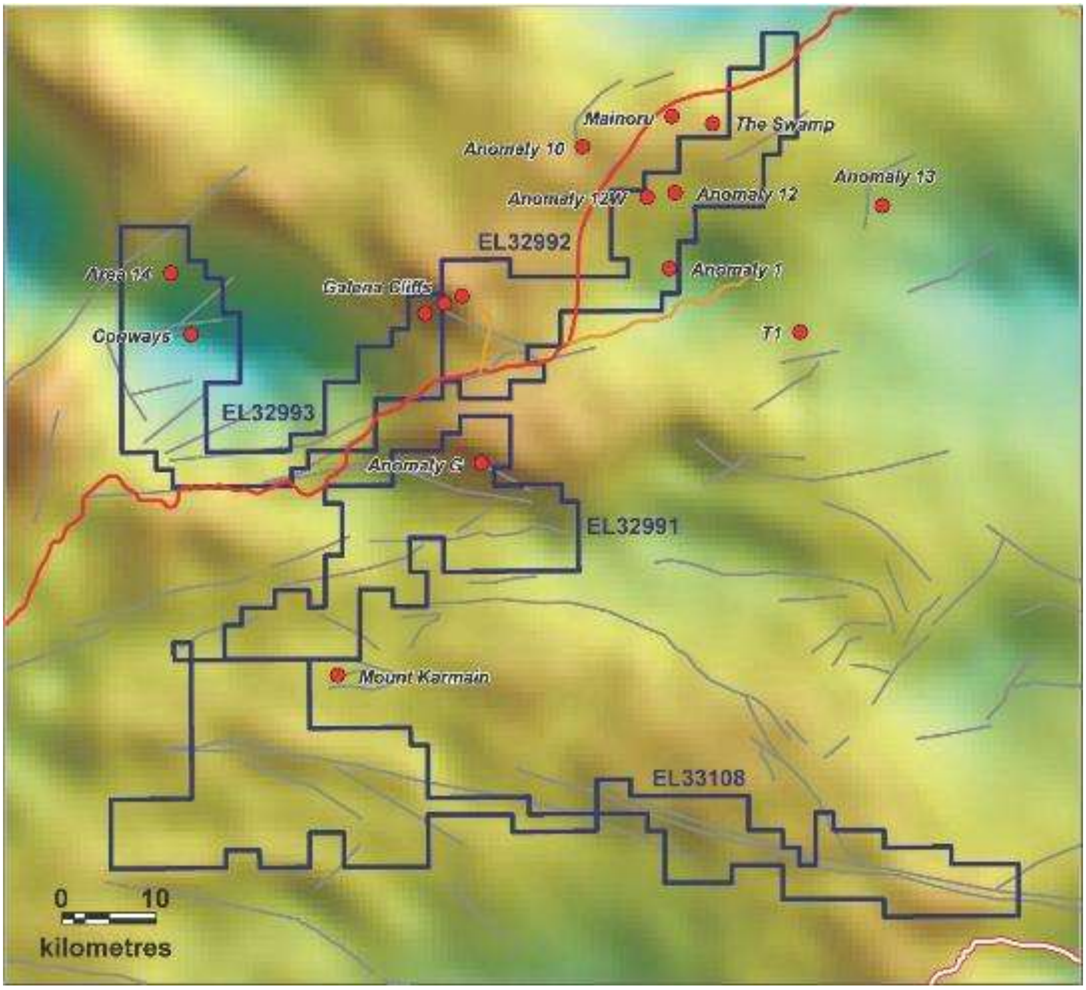
Figure 11.3.1_1
Broughton TMI magnetics regional (Source – NTGS, 2026).



Gravity

The over-arching ground-acquired gravity data for the project area is the stitched regional surveys commissioned by the NT Geological Survey. The image below shows a bouguer anomaly grid for the Broughton Project, showing a large gravity low over part of EL32993.

Figure 11.3.1_2
Broughton bouguer gravity regional (Source – NTGS, 2026).



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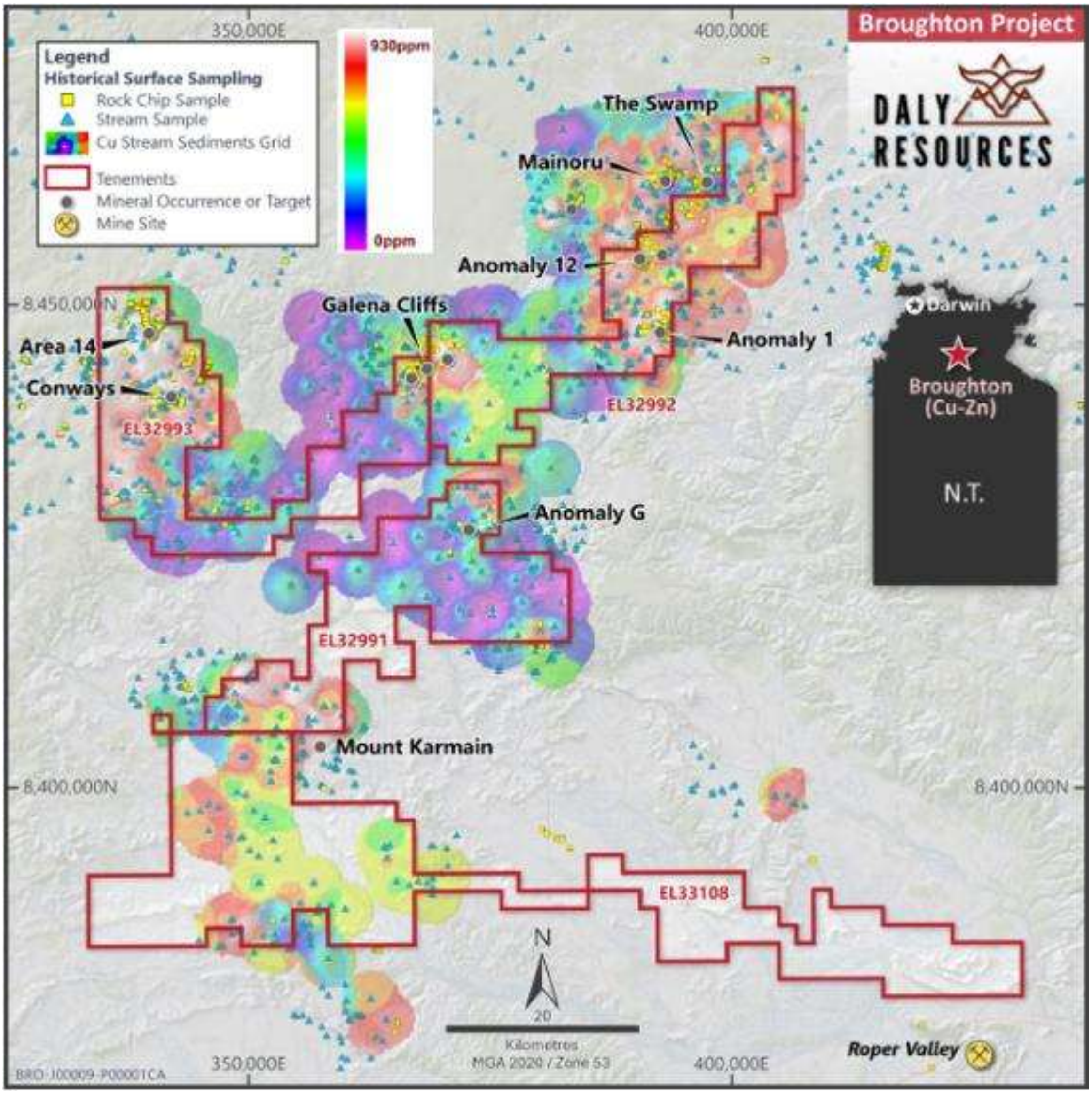
11.3.2 Geochemistry

Normandy-Poseidon collected >2,000 samples including regional stream sediment and soil sampling, followed by prospect-scale rock chips and -80# soils. They analysed for Cu, Pb, Zn, Ag, +/- Ba, Bi, Fe, Mn, Cr, Sb and Mo. There are other smaller surveys by other companies. The data has been compiled by DLY from the NTGS datasets and from company reports, the latter substantially boosting the sample quantities. A large effort was also made to validate the data both in terms of location and assays data.

The historic stream sediment geochemistry and small prospects define a broad geochemical halo ("smoke") consistent with a basin-scale hydrothermal system. There appears to be a vertical zonation in the basal fining-upwards cycle of the Roper Group from Pb through to Zn rich upwards.

Figure 11.3.2_1
Coverage of regional stream sediment geochemistry showing sample points – Cu grid (Source – DLY, 2024)



Sahara

Figure 11.3.2_2
Coverage of regional stream sediment geochemistry – Zn grid (Source – DLY, 2026)

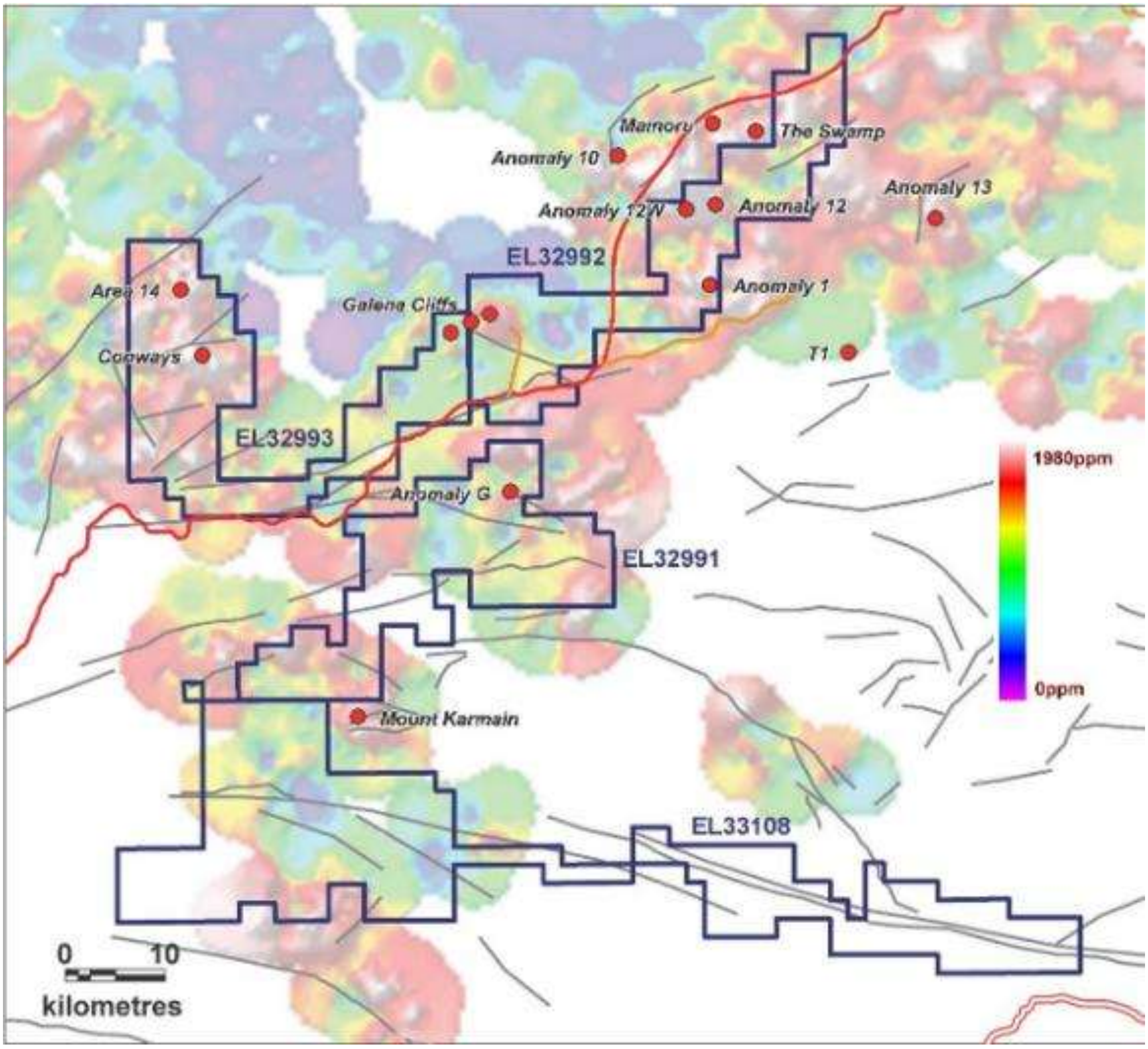
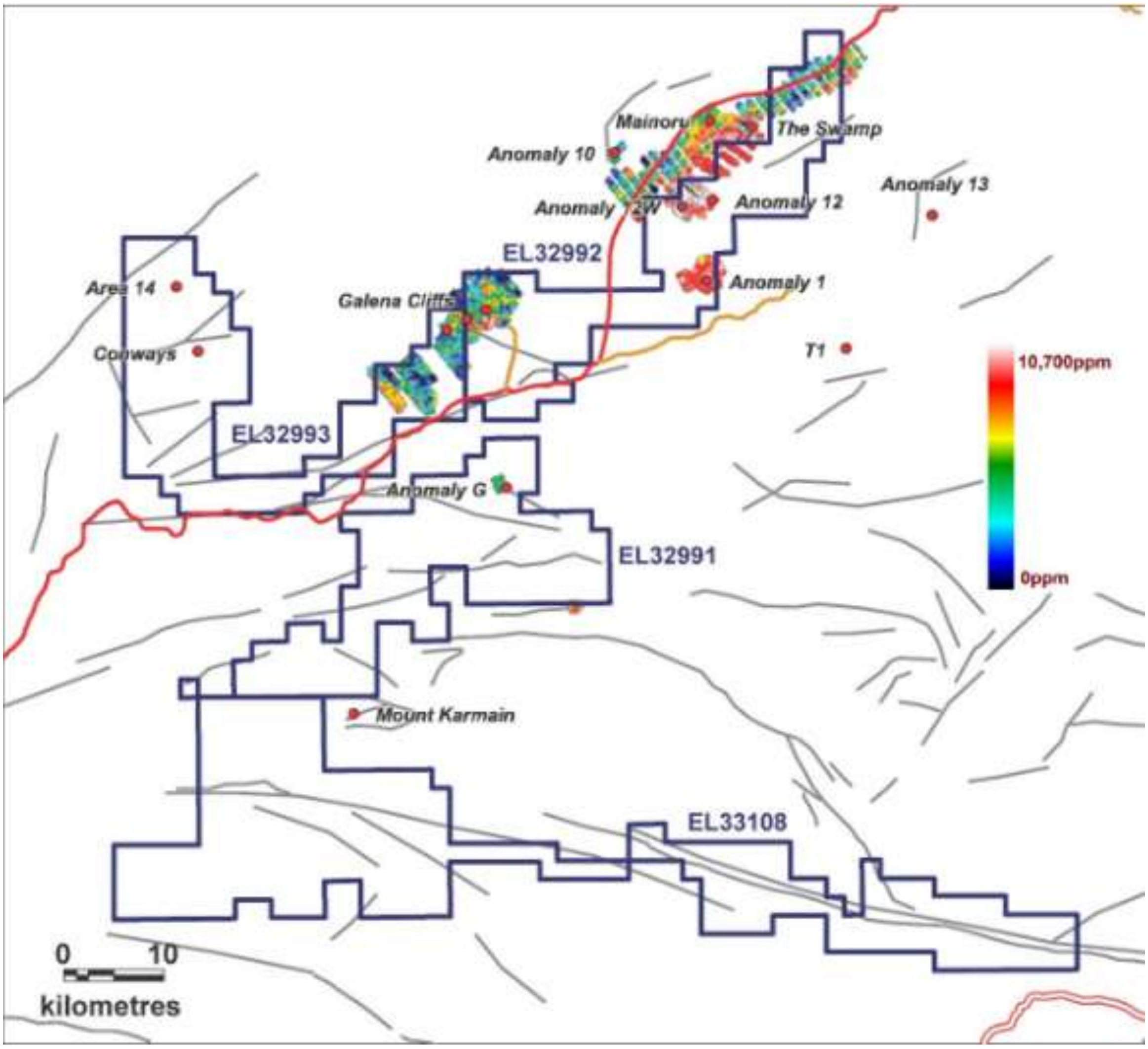


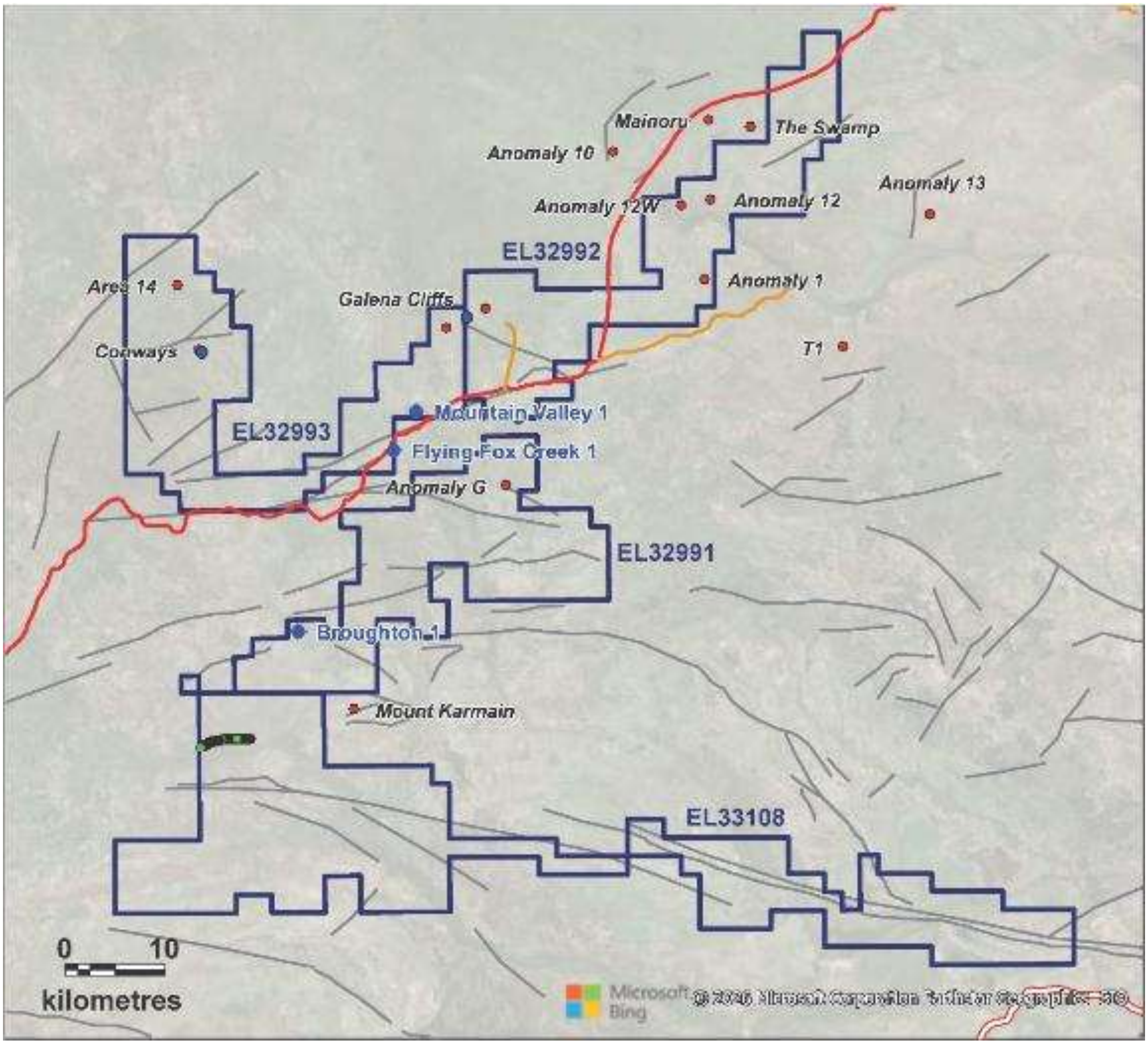
Figure 11.3.2_3
Coverage of soil geochemistry - Zn grid (Source – DLY, 2026)



11.3.3 Drilling

A total of 57 holes for 2,415m have been drilled in the Broughton Project tenements as shown in the export from the NTGS 2026 dataset in the figure below (holes <50m in green, holes greater than 50m in blue, petroleum wells labelled). Of these, only 6 are deeper than 50m, and 3 of these deeper holes are petroleum exploration wells, the deepest of which is Broughton #1 at 1,000m deep. The remaining holes are shallow auger.

Figure 11.3.3_1
Historical drillholes for the Broughton Project (Source – DLY, 2026)



Petroleum diamond core drillhole Broughton #1 was inspected by Sahara during the site visit. This hole is stored at the NTGS Core storage facility in Darwin, as is shown in the figure below.

Oil well logs in Broughton #1 (93.3m to 105m) described sandstones, siltstones and mudstones with strong sulphides including sphalerite, galena, chalcopyrite and quartz. This mineralisation was confirmed visually by Sahara and also confirmed by the Olympus Delta pXRF, which returned point analysis of between 500ppm to 1900ppm Zn (with minor copper).

pXRF data collected by Sahara were undertaken using an Olympus Delta pXRF. Spot tests were undertaken using 60 second count time. Several repeat tests were carried out and acceptable levels of consistency were obtained. The instrument is regularly calibrated and serviced.

Figure 11.3.3_2
Drillcore (Source – Sahara, 2023)

Broughton Well drillhole ("DD88")

pXRF on Broughton #1 with 500-1900ppm Zn

11.4 Exploration Potential

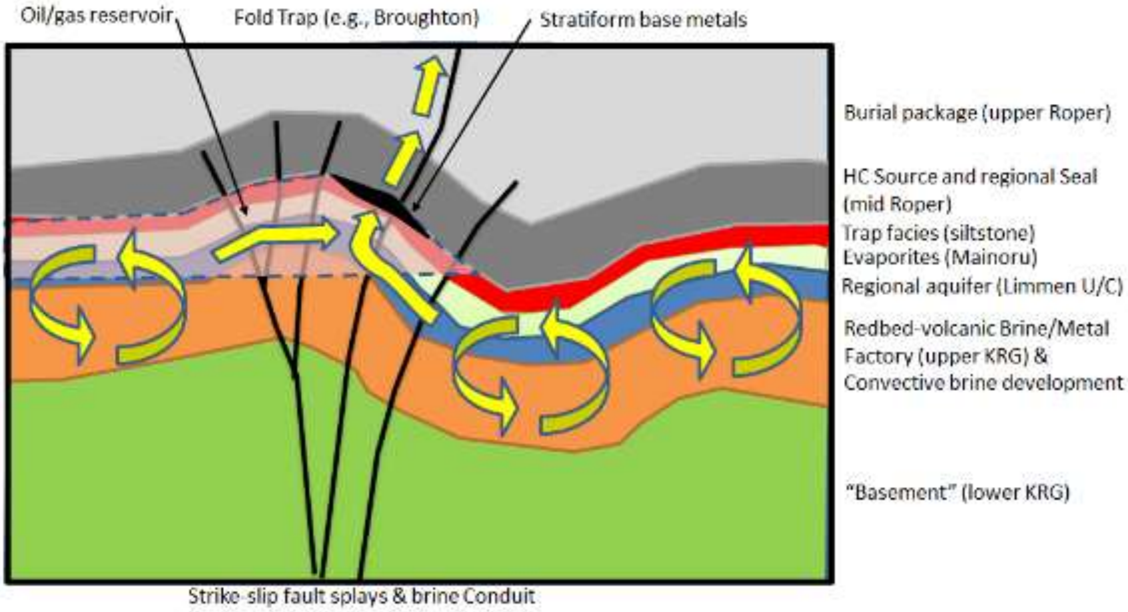
DLY are exploring for sedimentary base metals using a hybrid petroleum-minerals system approach, with the main analogues being Century in Queensland and Dzhezkazgan in Kazakhstan. The project possesses all key components necessary to form a mineral deposit:

- → Metal source – mafic and felsic volcanics and proximal epiclastics dominate the Katherine River Group (Rawlings, 1999).
- → Brine factory – widespread evaporites to generate a brine are now recognised in the Mainoru Formation (Rawlings, 2024b).
- → Reductant (petroleum) source – the Roper Group has abundant organic facies that have reached the oil or gas window (Close, 2014).
- → Migration paths for each – major strike-slip structures and roll-over anticlines are well represented in historic seismic data and geological maps (McKinnon-Matthews, 2017).
- → Trap and mixing zone – the presence of residual hydrocarbons and sulphides in petroleum well cores at lithological transitions at several levels of the stratigraphy.

The main attractions of the project area are:

- → Situated in the Carpentaria Zinc Belt, a world class province with giant Cu, Zn, Pb deposits (Isa, HYC, Century)
- → Roper Basin currently overlooked for this type of mineral system, although some conventional exploration during 1980-1995 that did not lead to much drilling
- → Significant interest in unconventional petroleum in this area now, and was once a conventional oil and gas "hotspot"
- → Petroleum exploration hole Broughton #1 contains evidence of disseminated sulphides in stratigraphy regionally viewed as "barren"
- → Review of historic exploration identifies numerous low-grade base metal prospects and broad anomalies, dominantly Zn-Pb
- → Presence of geochemical "smoke" in stream sediment data
- → The Broughton #1 target is at shallow depth of <100 m and there is sufficiently poor geochemical coverage that surface mineralisation is possible

Figure 11.4_1
Daly's exploration model in summary (DLY, 2023)



12 BULMAN CU, ZN PROJECT

The Bulman Project comprises two large contiguous tenement applications along the trend of the Bulman Fault (ELs 33534 & 33535; 1,656km^2). The project is located ~620km from the capital Darwin via the Stuart Highway and Central Arnhem Road. The Bulman Project is prospective for Copper and Zinc.

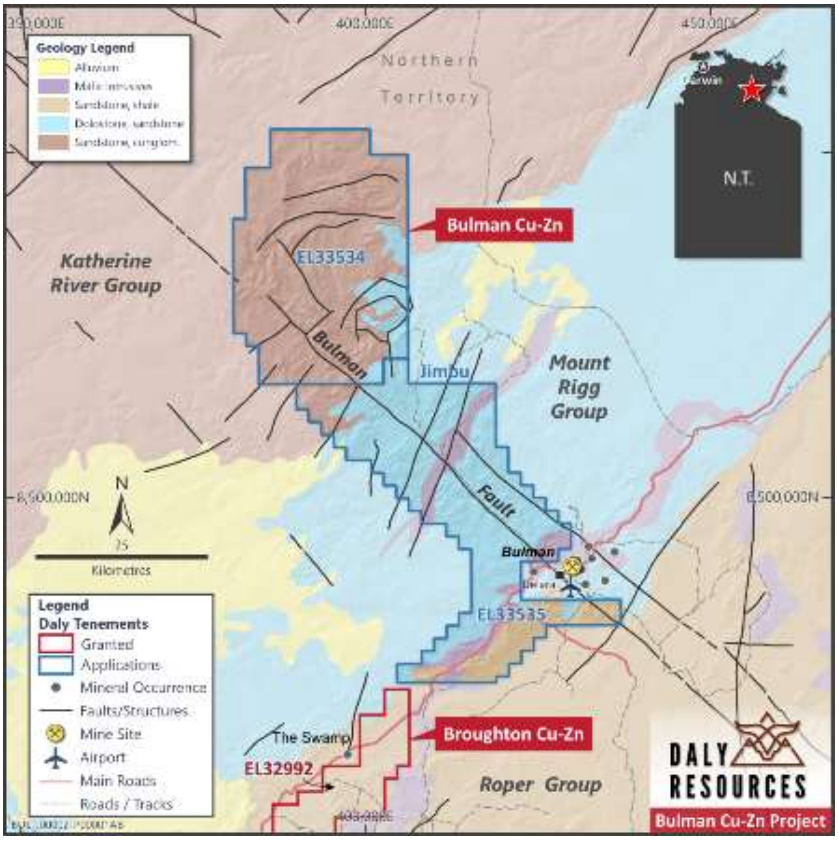
12.1 Project Geology

The Bulman Project is comprised of the basal Katherine River Group, overlain the Mount Rigg Group (Bone Creek Sandstone and the Dook Creek Formation) and part of the lowermost Roper Group. The Mount Rigg Group intruded by sills of the Derim Derim Dolerite.

The Bone Creek Formation is comprised of quartzose sandstone with local conglomerate and breccia at the base and is up to 180m thick. The Dook Creek Formation is a laminated stromatolitic and oolitic dolostone, dololutite, dolomitic siltstone and sandstone with chert. Exact thickness is unknown, however, it is estimated at around 600m in thickness.

At the historic Bulman Mine area immediately east of the tenements, the Derim Derim Dolerite forms the Bulman sill and intrudes the upper part of the Dook Creek Formation. It is a northeast trending body with a thickness of between 20 to 100m extending over 150km. Contact metamorphic effects in carbonate country rocks include pervasive silicification and recrystallisation, to produce marble and serpentine ± talc-bearing calc-silicate hornfels (Ahmad et al, 2013). The project geology for the Bulman Project is shown in the figure below.

Figure 12.1_1
Bulman Project regional geology (Source – DLY, 2026)



12.2 Mineralisation

The historic Bulman mine workings occur outside Daly Resources' tenement package but illustrate the style of mineralisation present in the district. The Bulman mineralisation is spatially related to dolerite sills and overprints the thermal aureole rocks of these sills. The mineral occurrences occur in horizontal to gently dipping laminated stromatolitic dolostone, chert and sandstone of the Dook Creek Formation (Sweet et al. 1999). The Derim Derim Dolerite intrudes the Dook Creek Formation producing pronounced contact metamorphic effects (Ahmad et al, 2013). Most of the occurrences are in carbonate rocks contact metamorphosed by the Derim Derim Dolerite in the form of the Bulman sill. The contact zone is reported to be about 50m wide and metamorphic effects range from slight recrystallization to extensive skarn development.

The Bulman style mineralisation may exhibit locally high base metal grades, consistent with carbonate-hosted stratabound Zn-Pb deposits ("MVT" style). This type of deposit consists of carbonates with lens-like deposits of galena, sphalerite and chalcopyrite.

The carbonates typically have primary to secondary porosity. Almost all mineralisation occurs in carbonate rocks, dololutite and dolostone, showing contact metamorphic effects within 50m of the intruding dolerite sills. There are three styles of mineralisation defined:

→ Small but rich pods of high-grade galena and sphalerite that follow fractures or karst related cavities along bedding planes and terminate at shallow depths, possibly at the base of the palaeokarst corrosion.

→ Surface crusts of high-grade zinc mineralisation 0.3 to 0.6m thick. The crust ore is light brown in colour, highly porous and consists of cerrusite, smithsonite, galena, hydrozincite and willemite.

→ Sub-surface stratiform mineralisation occurring in several horizons, making up the bulk of the base metal mineralisation at Bulman (Nasca, 1969).

Historically, there are around 10 recognised mineral occurrences at Bulman, which were sporadically worked in the early 1900's.

Figure 12.2_1
Outcropping rocks at the Bulman Mine, adjacent to Daly's Bulman Project (Source – Sahara, 2023)

Limonitic sediments, possibly after sulphides

Chertified dolostone outcrop

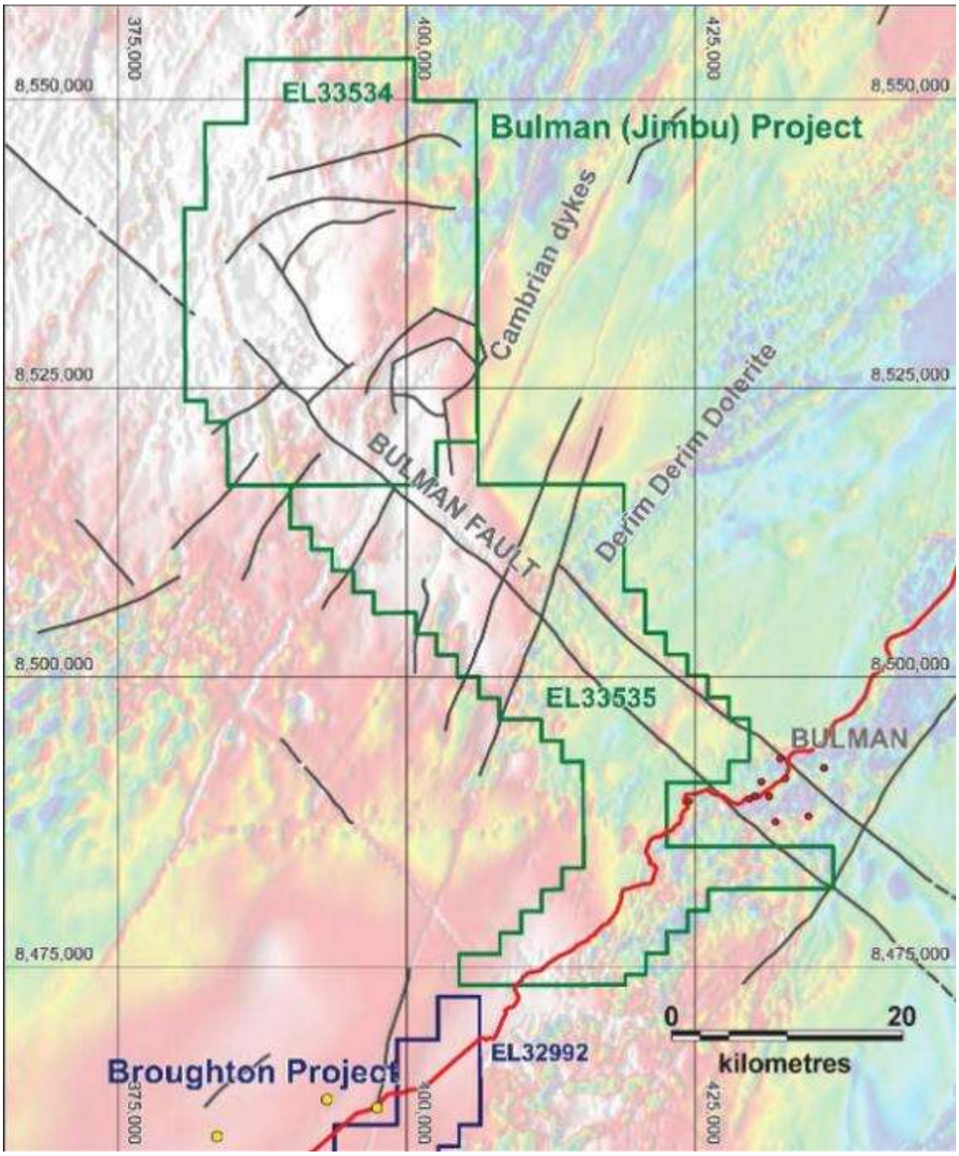
12.3 Exploration

The area of the Bulman Mine has been explored by several exploration companies since 1880's and has been mined intermittently for Zn and Pb through to about 1940. The area to the northwest along the Bulman Fault was explored by Normandy in the late 1990s, with the main target being copper in the Katherine River Group. They collected only rock chips, and no drilling has taken place.

12.3.1 Geophysics

Northern Territory Geological Survey (NTGS) completed airborne magnetics and radiometrics over three surveys in 1989, 1992 and 1994. The flight line spacing was 500m with lines flown east-west. The image below is the regional magnetic image (TMI) for the Bulman Project. The most notable features are the high frequency; high amplitude anomalies associated with the Derim Derim Dolerite intrusions and mafic volcanics in the Katherine River Group. There are also linear orthogonal set of magnetic features that have been attributed to Cambrian mafic dykes.

Figure 12.3.2_1
Bulman Project TMI magnetics regional (Source – NTGS, 2026).



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12.3.2 Geochemistry

The available datasets of the NTGS do not contain any stream sediment or soils data covering the Bulman Project, and there are only 30 rock chips from Normandy exploration in the region. The peak assay is 380ppm Cu and 850ppm Pb (Zdziarski, 2002). Perusing the historic reports, it is evident that there is more data that has not been captured into the public datasets.

12.3.3 Drilling

There are no recorded drillholes in the project tenure.

12.4 Exploration Potential

Sahara considers the area adjacent to the Bulman Mine prospective for Zinc and Lead, as the same stratigraphic units are exposed. There is no drilling outside the mine area and in particular no deep drilling to test for a larger stratiform system, which has merit given analogues such as McArthur River and Century both have nearby discordant MVT-style mineralisation. The Bulman Project tenements are contiguous to Bulman Mine to the northwest and are largely unexplored, beyond regional exploration by Normandy. These tenements have been secured based on prospective geophysics and geology similar to the Bulman Project.

The project is prospective for stratiform or structural-controlled base metals deposits.

13 BEETALOO ZN, CU PROJECT

The Beetaloo Project is located ~ 600km from the capital Darwin via the Stuart highway and encompasses 6 tenement applications totalling 4,945km^2. The project is considered prospective primarily for sediment-hosted Copper and Zinc.

13.1 Project Geology

The project is located in flat lying terrain with outcrops of carbonate rocks interpreted to be part of the Middle Cambrian Montejinni Limestone, and subcrops and lags of siltstones and sandstones interpreted to be part of the Middle Cambrian Merrina Beds. There is also likely to be localised preserved flood basalt of the Cambrian Nutwood Down Volcanics, based on the magnetic imagery (see figure below). Sand covers most of the landscape making surface exploration difficult

13.2 Mineralisation

The project is prospective for stratiform style base metal mineralisation, hosted in the Roper Group or Georgina Basin. No mineralisation has been defined to date in this project.

13.3 Exploration and Mining History

The area covered by the Beetaloo Project has been explored by several exploration companies, largely for diamonds or surficial deposits. The historical work is summarised below:

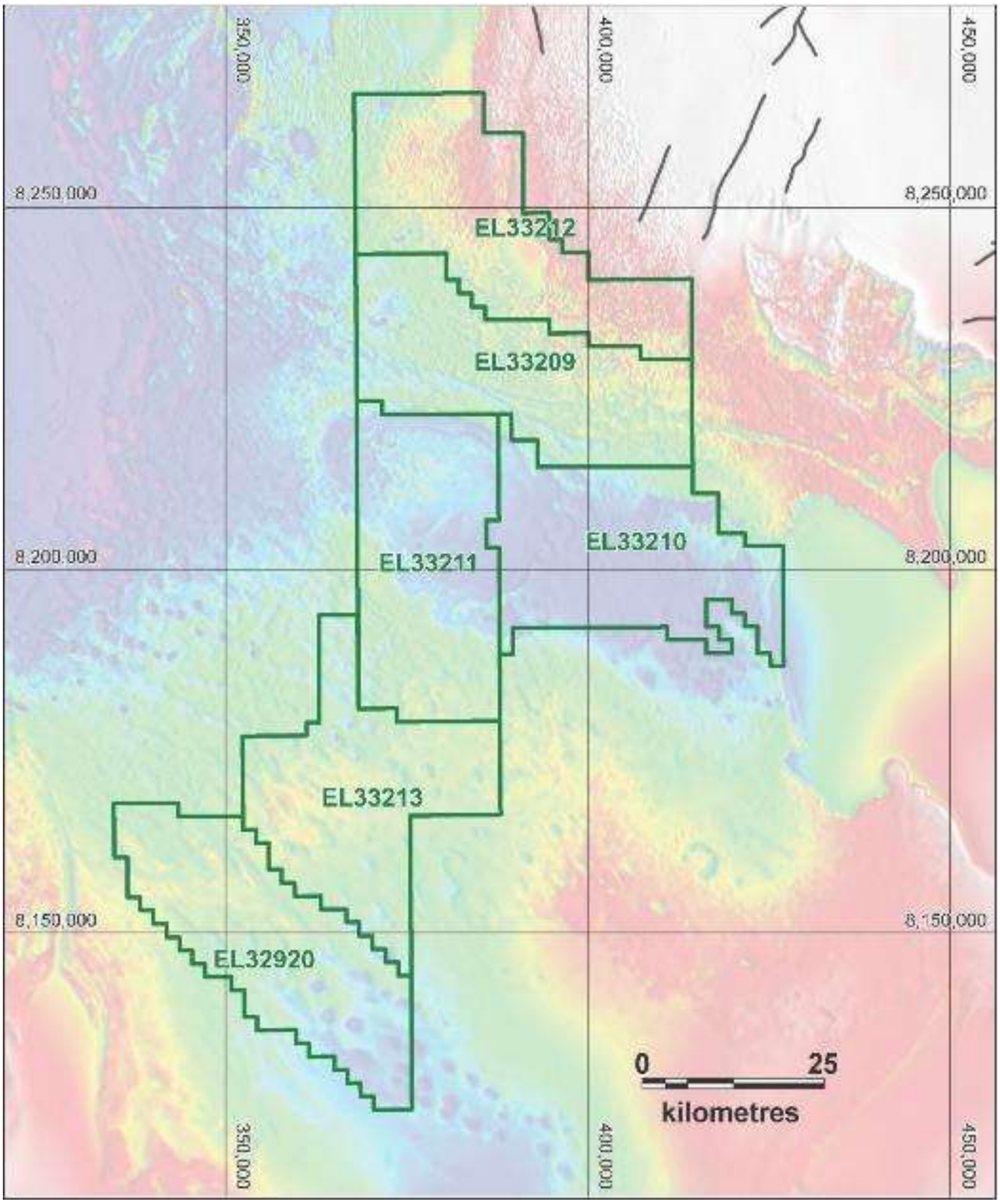
Table 13.3_1
Summary of Exploration activity in the region

Year	Company	Activity
1971	Comalco	A total of 2214 holes for 4368 feet (~1,331m) have been drilled by Comalco Ltd in the region. The holes were drilled in 1971 with an Edson vacuum type drill (2" bit and 2m samples) targeting bauxite mineralisation. No significant bauxite was found, and the project was relinquished.
1994	Normandy Exploration	The region is host to the giant MacArthur River (HYC) shale-hosted Zn-Pb-Ag deposit. Exploration carried out included an aeromagnetics and radiometric survey. Data from a petroleum well open file report revealed that the depth of Cambrian "cover" in the area is in excess of 150m over the tenement area and in some places up to 450m and the ground was subsequently relinquished
2002-2004	Rio Tinto, De Beers	The ground was considered prospective for diamonds following the identification of a number of kimberlitic indicator minerals occurrences, largely chromite, and also included micro-diamonds from a historical sampling campaign.
2008 - 2011	United Uranium	Exploration activities during the reporting period consisted of a first pass reconnaissance / prospecting program, incorporating soil sampling, scintillometer and XRF surveys across the previously identified "Main Radiometric Anomaly" and "Escarpment Anomalies".

13.3.1 Geophysics

The image below is the regional magnetic image (TMI) for the Beetaloo Project. The most notable features are the high frequency; low amplitude anomalies associated with the basalts of the Cambrian Nutwood Down Volcanics.

Figure 13.3.1_1
Beetaloo TMI magnetics regional (Source – NTGS, 2026.



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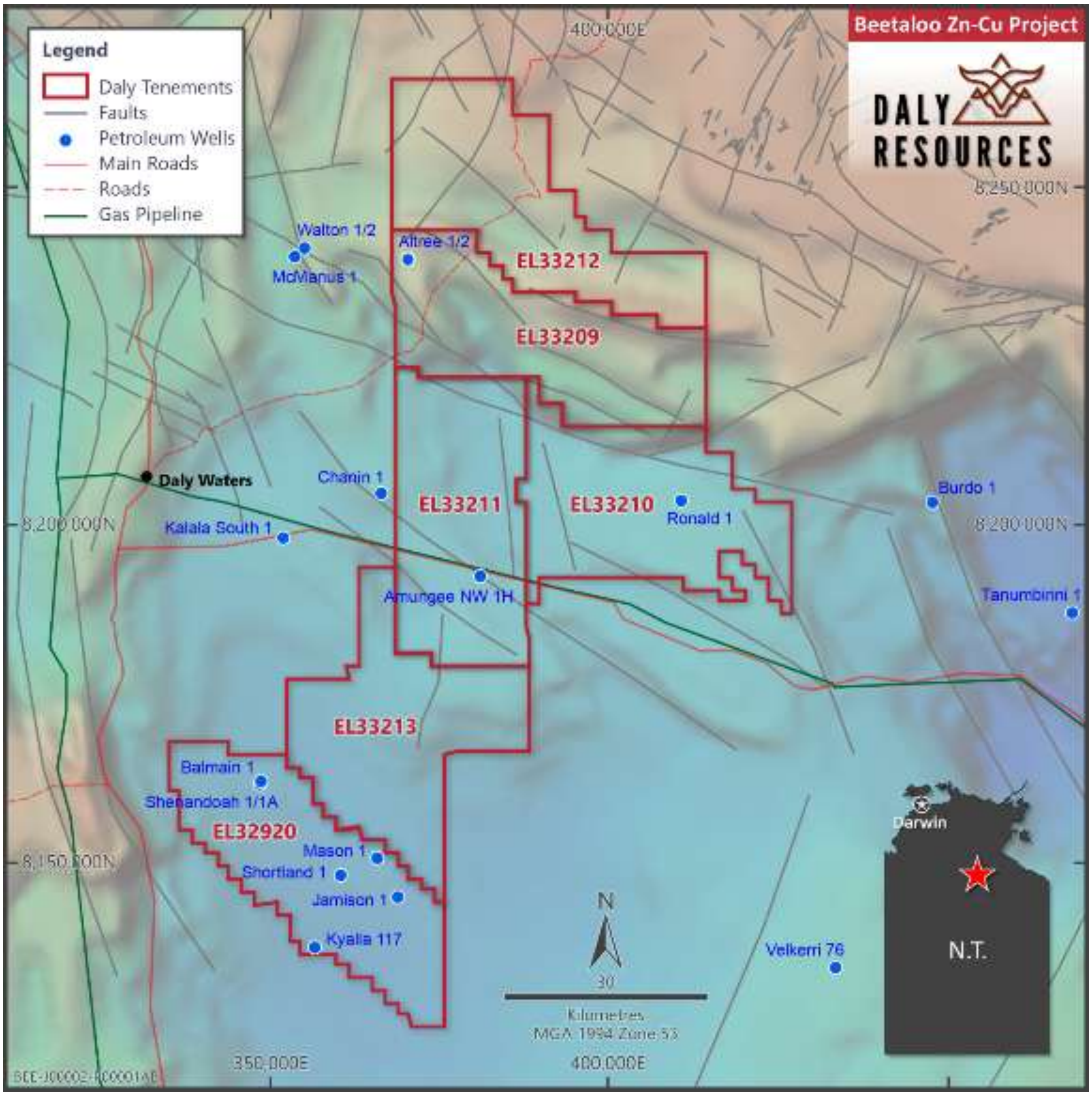
Various geophysical and petroleum well data has been used to construct a depth to crystalline basement image (SEEBASE), as shown below. It depicts a deep Roper Group section, formally known as the Beetaloo Basin (Ahmad et al, 2013). Petroleum well locations as known at the time of writing are shown in blue. The most striking feature, beyond the depth of the basin, is the strong NW-SE structural grain, as noted at Broughton Project.

Given that the area is now the focus of petroleum exploration, there is a plethora of seismic data available for mineral exploration purposes (Close, 2014).

Figure 13.3.1_2
Beetaloo Project SEEBASE image with petroleum wells (Source – NTGS, 2026).



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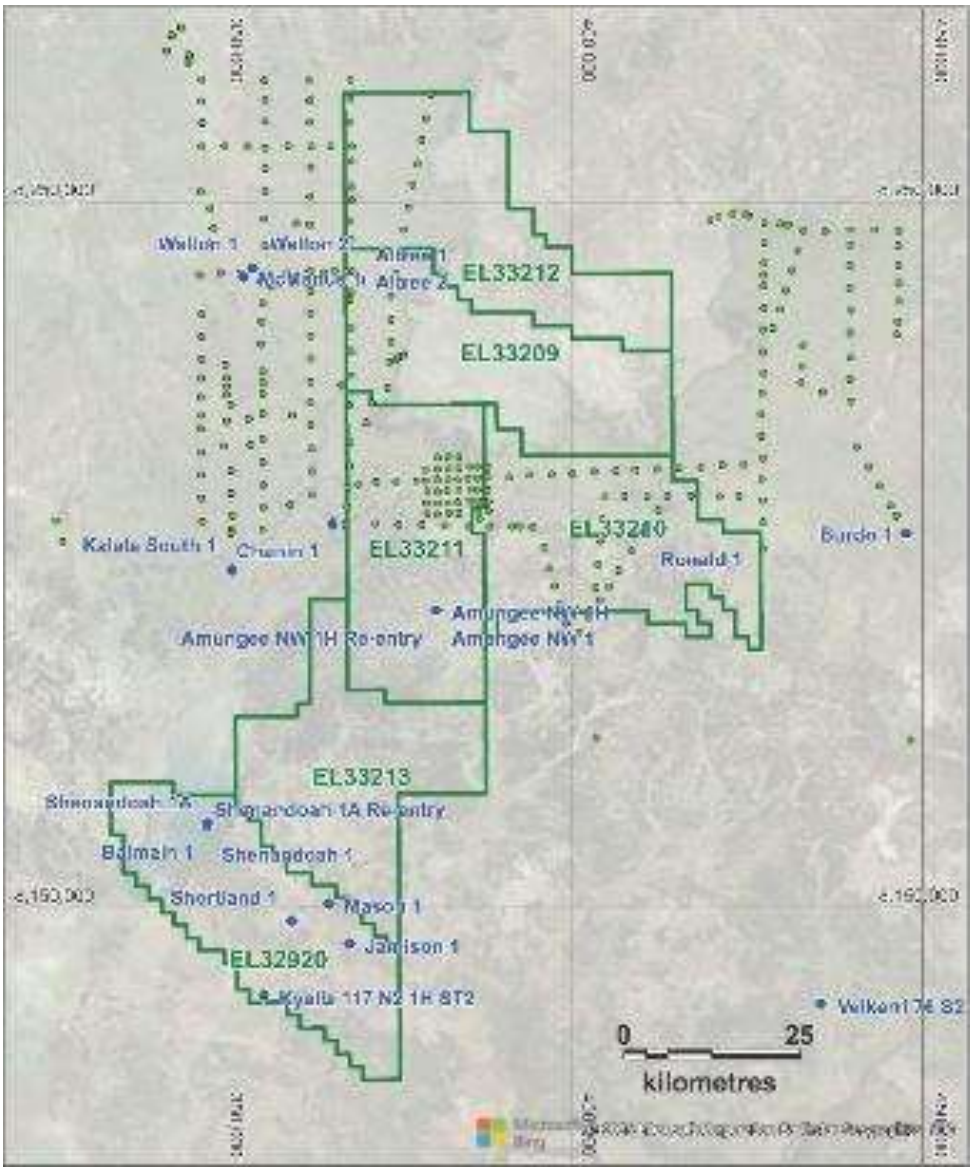
13.3.2 Geochemistry

There only 3 recorded rock chips in the Govt database across the project and these are whole rock geochemistry sampling conducted by the NTGS.

13.3.3 Drilling

A total of 118 vacuum holes for 569m were drilled by Comalco Ltd in the Beetaloo Project tenure as shown in the figure below in green. The holes were targeting bauxite mineralisation but failed to identify any significant mineralisation. At least 11 deep petroleum wells (blue in figure below) have been drilled in the project tenure for a total of 21,107m. The deepest holes, Amungee NW1-2H, is 3,883m deep and intersected several thick intervals of organic shales with potential for unconventional oil and gas.

Figure 13.3.3_1
Beetaloo Project historic drilling (Source – DLY, 2026)



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13.4 Exploration Potential

The Beetaloo Project is a frontier exploration project prospective for Zinc and Copper.

The project is located at a major structural intersection on the southwestern margin of the Beetaloo Basin, which is part of the Greater McArthur Superbasin that hosts the giant sediment-hosted base metal deposit at McArthur River. The Superbasin contains thick, petroleum bearing, reduced sediments which are an ideal trap sequence and the major structures bounding the Superbasin are considered ideal structural fluid pathways for major sediment-hosted copper deposits. The project also encompasses key conceptual criteria for the formation of sediment-hosted copper in the Cambrian and Neoproterozoic basin cover and is completely untested.

Sahara

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APPENDIX A - SIGNIFICNANT INTERCEPTS

Huckitta Fluorite Project - ALL Rock Chip Sample Assay Results (Daly Resources, 2025)

Table A-1 Huckitta All Rock Chip Results (DLY,2025)										
Sample ID	Easting	Northing	CaF_2%	CaO %	F%	Ba ppm	Cu ppm	P2O5%	SO_3%	SiO_2%
25DL0041	580433	7490739	60.6	44.65	29.5	4138.3	264.9	0.022	2.341	20.21
25DL0042	580440	7490728	58	43.16	28.2	5000	919.1	0.022	0.461	35.66
25DL0043	580448	7490718	79.9	58.72	38.9	621	322.4	0.021	0.054	8.46
25DL0044	580473	7490682	59.2	44.19	28.8	1031.2	75.8	0.019	0.108	35.53
25DL0045	580485	7490670	85.9	62.5	41.8	204	95.9	0.018	0.026	4.97
25DL0046	580499	7490642	0.4	0.46	0.2	68.2	11.7	0.015	0.009	94.86
25DL0047	580505	7490630	76.9	57.69	37.4	727	426.1	0.021	0.081	16.11
25DL0048	580513	7490612	84.7	63.36	41.2	81.6	86.4	0.019	0.026	8.02
25DL0049	580340	7490574	54	41.47	26.3	3815.4	226.1	0.025	6.437	20.51
25DL0050	580326	7490581	49.1	38.81	23.9	2290.5	330.5	0.021	6.398	25.07
25DL0051	580313	7490590	36.4	27.9	17.7	1744	255.1	0.014	12.976	23.42
25DL0052	579654	7490592	60.8	47.59	29.6	2313.2	50.4	0.013	8.314	9.25
25DL0053	579658	7490546	85.9	59.05	41.8	3095.2	1079.6	0.018	1.712	9.56
25DL0054	579642	7490564	83.4	57.49	40.6	5000	70	0.024	1.242	9.67
25DL0055	579676	7490535	54.3	38.8	26.4	2204	231.3	0.02	12.87	8.76
25DL0056	579631	7490580	75	52.2	36.5	5000	162.1	0.023	0.512	20.52
25DL0057	579633	7490587	91.9	63.16	44.7	5000	199.3	0.022	0.407	5.77
25DL0058	579629	7490578	73	51.14	35.5	5000	90.3	0.02	0.332	23.84
25DL0059	579542	7490654	24.5	17.83	11.9	3231.3	840.3	0.065	3.293	61.21
25DL0060	579532	7490678	11.5	8.19	5.6	1781.4	532.2	0.017	28.864	5.46
25DL0061	579313	7490713	16.2	12.08	7.9	2559.2	508.4	0.064	10.076	38.83
25DL0063	579094	7490750	12.9	9.22	6.3	1764.4	3085.9	0.02	26.071	12.09
25DL0064	579037	7490787	63.9	44.97	31.1	3616.4	166.6	0.024	2.874	24.64
25DL0065	579064	7490781	79.5	57.96	38.7	1502.1	2228.4	0.019	0.123	6.12
25DL0066	579020	7490804	65.3	48.64	31.8	2631.6	321.1	0.027	4.841	16.17
25DL0067	578995	7490809	74.8	55.84	36.4	2574.5	87.6	0.022	5.248	3.8
25DL0068	578986	7490825	26.1	19.86	12.7	1419.9	2486.2	0.022	24.061	5.09
25DL0069	578775	7490880	85.5	62.55	41.6	3861.8	1120.6	0.026	0.876	6.78
25DL0070	578773	7490896	6.8	4.86	3.3	2529.5	489.2	0.019	28.104	15.5
25DL0071	578844	7491000	45.8	34.96	22.3	2327.7	170.4	0.014	11.546	17.75
25DL0072	578827	7491019	56.3	43.23	27.4	2052.7	669.2	0.021	7.376	14.91
25DL0073	578706	7491015	2.9	1.67	1.4	1955.2	132.5	0.016	33.488	1.88
25DL0074	578399	7490697	9.9	7.18	4.8	1384.2	72.3	0.068	14.524	41.53
25DL0075	577103	7491767	78.9	60.09	38.4	1684.3	32.5	0.029	0.133	13.2
25DL0076	577034	7491823	66.6	46.76	32.4	4584.5	729.4	0.025	0.289	27.24

25DL0077	576643	7491960	81.6	56.46	39.7	3340.5	120	0.022	2.625	9.41
25DL0078	580590	7490561	76	52.8	37	2708	459.2	0.025	4.529	4.98
25DL0079	580580	7490569	94.7	64.91	46.1	889.7	85.2	0.03	0.083	4.43
25DL0080	580511	7490613	45.6	32.44	22.2	808.4	58.6	0.02	0.059	49.85
25DL0081	580562	7490615	95.1	65.19	46.3	813.9	18.1	0.018	0.056	4.77
25DL0082	580552	7490625	91.4	64.63	44.5	131.7	23.3	0.021	0.02	5.75
25DL0083	580542	7490636	73.8	53.08	35.9	114.5	75.9	0.019	0.031	22.64
25DL0084	580688	7490512	91	65.37	44.3	960.2	39.6	0.023	0.069	4.44
25DL0085	580722	7490528	94.7	68.29	46.1	318.8	125.2	0.017	0.043	1.35
25DL0086	580999	7490487	81.2	58.46	39.5	3627.6	32	0.022	0.923	12.33
25DL0087	581034	7490428	36	27.45	17.5	2639.9	215.4	0.023	11.204	25.23
25DL0088	581044	7490410	10.5	7.68	5.1	1428.6	231.5	0.022	29.303	4.95
25DL0089	580929	7490575	27.3	21.57	13.3	3670	36.5	0.014	3.395	57.35
25DL0090	580899	7490634	26.7	21.19	13	3897.9	114.7	0.02	2.226	58.67
25DL0091	580992	7490636	32.1	25.64	15.6	2585.3	75.5	0.022	7.003	41.17
25DL0092	580968	7490641	61	48.1	29.7	3368.5	27.8	0.019	2.929	21.1
25DL0093	580944	7490670	56.9	43.83	27.7	3359.6	12.1	0.022	1.485	30.63
25DL0094	581082	7490804	80.8	55.87	39.3	5000	646.9	0.027	0.471	16.43
25DL0095	581102	7490756	91	62.54	44.3	3184.9	527.9	0.019	1.276	3.9
25DL0096	581118	7490713	68.6	47.59	33.4	1251.4	1050.9	0.015	0.11	25.73
25DL0097	581137	7490665	80.8	56.2	39.3	3563.9	428.8	0.014	1.645	11.75
25DL0098	581160	7490611	89.6	61.66	43.6	888	232.3	0.016	0.082	9.82
25DL0099	581181	7490572	88	60.4	42.8	4850.7	1019.3	0.028	0.667	7.36
25DL0100	581208	7490531	65.6	47.06	31.9	4757.8	243.3	0.036	2.154	23.53
25DL0101	581231	7490489	36.8	26.52	17.9	3000.4	493	0.029	2.934	48.64
25DL0102	582953	7489476	0.6	0.18	0.3	1666.6	317.4	0.022	26.251	23.7
25DL0103	582762	7489560	13.8	9.98	6.7	1822.4	159.4	0.022	28.123	5.73
25DL0104	582755	7489566	19.1	13.75	9.3	1426.8	419.2	0.025	27.823	2.98
25DL0105	582796	7489521	5.1	3.54	2.5	1717.1	232.6	0.022	32.632	4.03
25DL0106	582817	7489482	25.3	18.51	12.3	3110.2	113.7	0.021	23.246	8.49
25DL0107	582806	7489474	7	4.9	3.4	2004	609.8	0.023	30.873	5.21
25DL0108	582800	7489486	10.5	7.36	5.1	1701.6	803.3	0.022	28.855	6.56
25DL0109	582772	7489542	28.6	21.44	13.9	1312.1	310.1	0.023	23.291	3.61
25DL0110	582227	7489528	10.7	7.43	5.2	2196.5	76.9	0.02	29.352	8.34
25DL0111	582237	7489527	1.6	0.56	0.8	2820.5	31.1	0.022	30.033	14.13
25DL0112	583148	7489553	15.6	11.84	7.6	1861.6	349.1	0.021	26.887	7.66
25DL0113	583152	7489537	8	5.41	3.9	1583.8	634.8	0.023	30.678	6
25DL0114	581176	7490852	90.8	66.17	44.2	4089	30.3	0.023	0.242	4.07
25DL0115	581192	7490829	69.5	51.96	33.8	3273.3	77.2	0.028	0.249	21.69
25DL0116	581139	7490889	47.3	38.74	23	3872.2	53.1	0.018	0.458	41.39
25DL0117	581132	7490902	10.7	8.07	5.2	1146.3	50.2	0.026	0.144	84.68
25DL0118	579383	7490790	1.2	0.51	0.6	1389.8	840.3	0.017	20.231	34.67

25DL0119	579406	7490770	86.9	59.79	42.3	3348.5	211.7	0.017	2.725	4.78
25DL0120	579423	7490744	83.8	57.95	40.8	5000	536.4	0.02	0.382	10.99
25DL0121	579306	7490845	67.8	47.83	33	2647.5	137.9	0.017	7.692	6.16
25DL0122	579336	7490825	92.9	63.99	45.2	594.4	883.5	0.021	0.073	4.92
25DL0123	579362	7490808	66.4	47.1	32.3	3534.8	241.3	0.022	2.123	21.71
25DL0124	579347	7490816	76	54.05	37	3995.3	562	0.023	3.283	9.66
25DL0125	579324	7490833	67.8	48.24	33	4032.1	257.1	0.025	0.262	18.96
25DL0126	579282	7490865	43.6	31.71	21.2	2302.6	99.4	0.028	6.212	34.78
25DL0127	579263	7490877	81	56.29	39.4	5000	145.5	0.021	0.387	14.65
25DL0128	579116	7490968	42.7	30.75	20.8	3210.8	299.3	0.018	2.508	45.44
25DL0129	578896	7490959	47.3	33.86	23	4486.1	271.1	0.017	14.313	9.36
25DL0130	578859	7490877	65.3	45.64	31.8	2629.6	992.8	0.02	10.13	4.82
25DL0131	578764	7490784	47.3	33.28	23	1998.4	800.1	0.036	9.631	19.65
25DL0132	578749	7490800	27.7	19.96	13.5	2359.1	552.3	0.018	20.022	14.62
25DL0133	578732	7490816	4.5	3.26	2.2	1938	527.2	0.023	29.203	8.96

Narbarloo North Historical Fluorite Drill Significant Intercepts

Table A-2
Narbarloo North Drillhole collars

Hole ID	East (Local)	North (Local)	Azimuth (°)	Dip (°)	Total Depth	Notes
PH1	543E	958N	246	-55	110ft (33.5m)	Completed
PH5	546E	1064N	246	-55	80ft (24.4m)	Hole abandoned

Note- a transformation from Local to UTM has not been located by Sahara and the locations are defined approximately from georeferenced historical maps.

Table A_3
Narbarloo North Drillhole Significant intercepts

Hole	From (m)	To (m)	Width (m)	CaF_2 (%)
PH1	24.38	30.48	6.10	35.1
PH1	27.43	30.48	3.05	49.3
PH5	19.81	24.38	4.57	16.5

Trigger criteria: all drill-hole intercepts reporting greater than 10% CaF_2, allowing for up to 0m of internal dilution

Intercept Minerals - Box Hole Historical Drill Significant Zn Intercepts

Table A_4 Box Hole Drillhole collars					
Hole ID	**East (MGA94_53)**	**North (MGA94_53)**	**Azimuth (°)**	**Dip (°)**	**Total Depth**
HDB001	579396	7530398	0	-90	51
HDB002	579445	7530403	0	-90	67
HDB003	579494	7530400	0	-90	49
HDB005	579029	7529903	0	-90	60
HDB009	578898	7530149	0	-90	52
HDB014	579543	7530149	0	-90	49
HDB015	579578	7530148	0	-90	70
HDB018	578609	7530400	0	-90	18
HDB021	578662	7530649	0	-90	45
HDB022	578611	7530414	0	-90	52
HDB023	578608	7531105	0	-90	55
HDB029	579599	7529405	0	-90	49
HDB044	580356	7527860	0	-90	37
HDB045	580249	7527860	0	-90	49
HDB052	580200	7528203	0	-90	49
HDB065	578259	7533969	0	-90	40
HDB072	578163	7533395	0	-90	14
HDB073	578148	7533400	0	-90	46
HDB079	578423	7532402	0	-90	52
HDB079	578423	7532402	0	-90	52
HDB087	580304	7527715	0	-90	58
HDB088	580259	7527711	0	-90	64
HDB091	580198	7527699	0	-90	61
HDB093	580220	7528013	0	-90	43

Table A_5 Box Hole Drillhole Significant intercepts					
Hole	**From (m)**	**To (m)**	**Width (m)**	**Pb (%)**	**Zn (%)**
HDB001	0	4	4	2.2	1.5
HDB001	6	10	4	0.1	1.1
HDB002	4	8	4	0.1	1.1
HDB003	0	4	4	0.2	1
HDB005	50	53	3	0.1	0.6
HDB009	45	46	1	0.1	0.6
HDB014	4	5	1	0.1	0.5
HDB015	2	5	3	0.3	2.1
HDB018	6	8	2	0.5	0.6
HDB021	27	31	4	0.4	0.6
HDB021	36	37	1	0.1	0.7
HDB022	26	30	4	0.9	0.6
HDB023	37	40	3	0	0.6
HDB029	11	17	6	0	1.5
HDB044	20	28	8	0.4	0.7
HDB045	16	30	14	0.6	2.5
HDB052	9	13	4	0.4	1.4
HDB065	6	9	3	0	0.6
HDB072	0	4	4	0.1	0.8
HDB073	1	2	1	0.2	0.6
HDB079	8	18	10	0.7	1.9
HDB079	37	42	5	0	0.9
HDB087	29	35	6	0.4	1.2
HDB088	38	40	2	0.6	0.6
HDB088	49	52	3	0.1	1
HDB091	37	40	3	0.5	1.9
HDB093	7	12	5	0.2	1
HDB093	16	19	3	0.2	1.1

Trigger criteria: all drill-hole intercepts reporting greater than 1% Zn, allowing for up to 2m of internal dilution.

Sahara

Huckitta Fluorite Project - ALL Rock Chip Sample Assay Results (Molyhil Mining, 2007–2008)

Table 1D Huckitta All Rock Chip Results (Molyhil Mining, 2008)						
Sample ID	Easting	Northing	CaF_2%	CaO %	F%	Ba ppm
A105279	576985	7491589	0.72	0.59	0.35	48.2
A105280	576985	7491589	78.5	55.4	38.2	1.04
A105281	577246	7491311	68.8	48.8	33.5	13.3
A105282	577246	7491311	8.7	6.38	4.25	40.7
A105771	579697	7491526	0.51	1.51	0.25	0.4
A105772	579616	7491587	0.41	1.61	0.2	0.11
A105773	579553	7491731	0.51	0.71	0.25	0.32
A105774	579466	7491827	0.41	0.64	0.2	0.43
A105775	579293	7491953	0.41	0.49	0.2	0.06
A105776	579190	7491984	0.72	0.35	0.35	0.83
A105777	579815	7491413	0.51	0.42	0.25	0.46
A105778	579917	7491159	0.41	0.35	0.2	0.11
A105779	579923	7491118	0.41	0.17	0.2	0.21
A105780	580029	7490836	0.31	0.67	0.15	0.19
A105781	580082	7490725	0.62	0.5	0.3	4.35
A105782	577685	7491237	0.51	0.31	0.25	0.14
A105783	577331	7491533	85.5	61.1	41.6	0.02
A105784	577301	7491571	46.9	34.3	22.8	20.2
A105785	577004	7491494	80.8	57.9	39.3	1.87
A105786	577001	7491492	13.5	10	6.55	39.3
A105787	576994	7491485	11.3	8.4	5.5	45.8
A105788	576991	7491484	74	53	36	6.62
A105789	576964	7491488	89.6	63.8	43.6	0.77
A105790	576984	7491571	66.2	47.9	32.2	0.35
A105791	576981	7491568	31.6	23.4	15.4	17.4
A105792	576866	7491877	5.7	4.66	2.75	0.88
A105793	576964	7491914	1	0.73	0.5	0.36
A105794	578032	7490840	0.62	0.48	0.3	0.11
A105795	578095	7490672	0.62	0.52	0.3	0.45
A105796	581159	7492938	0.51	0.53	0.25	0.97
A105800	583673	7490700	0.72	0.62	0.35	0.5
A105801	583134	7491219	0.31	0.27	0.15	0.07
A105802	578182	7490646	-500	0.28	-0.05	52.6
A105803	578274	7490545	0.31	0.25	0.15	2.64
A105810	580369	7491890	0.31	0.31	0.15	0.92
A105811	580439	7491669	0.31	0.18	0.15	0.44
A105812	580487	7491510	0.21	0.17	0.1	0.32
A105814	580610	7491018	0.31	0.15	0.15	0.84
A105815	580694	7490503	85.1	61.1	41.4	0.88
A105817	581095	7490782	63.1	45.6	30.7	2.02

A105818	581161	7490623	29.6	21.5	14.4	5.6
A105819	581612	7490335	3.7	2.63	1.8	1.72
A105820	581528	7490533	1.2	0.9	0.6	1.84
A105825	586077	7491798	0.31	0.28	0.15	0.13
A105828	585266	7492107	0.41	0.34	0.2	0.05
A105862	580430	7490733	51.6	NA	25.1	2.94
A105863	580400	7490384	7.3	NA	3.56	5.64
A105864	580400	7490385	81.6	NA	39.7	0.95
A105865	580393	7490452	0.84	NA	0.41	1.29
A105866	580579	7490821	68.4	NA	33.3	0.114
A105867	578779	7490885	82.8	NA	40.3	1.84
A105868	578779	7490884	52.2	NA	25.4	6.57

Sahara

APPENDIX B - JORC TABLE

Section 1 Sampling Techniques and Data (Criteria in this section apply to all succeeding sections.)

Criteria	JORC Code explanation	Commentary
Sampling techniques	• *Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.* • *Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.* • *Aspects of the determination of mineralisation that are Material to the Public Report.* • *In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.*	• All sampling data reported is historical and has been extracted from the STRIKE online database hosted by the Northern Territory Government. The quality and methodology are not detailed as point data has been compiled and downloaded. DLY have undertaken partial validation, but Sahara has not validated this public database. • Stream Sediment, Soil and rock chip sampling methodology will be variable across companies and generally poorly documented in historic company reports. Where they are reported, the methodology appears to be industry standard practice at that time. • Airborne and ground geophysics datasets were acquired in various ways using different but conventional systems. • pXRF data acquired as part of Sahara's site visit utilised an Olympus Delta unit, which is an industry standard instrument that received regular calibration. It can only be regarded as semi-quantitative and indicative owing to the small detection window. • Sampling by Central Pacific Minerals NL of percussion drilling at the Narbarloo North prospect was undertaken from drill cuttings collected during drilling of holes PH1 and PH5. Samples were collected at 5 ft (1.52 m) intervals and analysed for CaF_2 (%) to assess fluorite mineralisation within quartz–fluorite veins hosted by granite. • For historical drilling completed by Intercept Minerals at the Box Hole prospect, Huckitta Project, on EL22537, drilling comprised 94 RAB holes for 4,155m completed between 24 June and 6 July 2008. 374 m was selected for laboratory assay. Sample selection for assay was assisted by Niton portable XRF readings, using thresholds of 0.5% or greater Zn, 0.2% or greater Pb, together with visible silicification or mineralisation. • The following information relates to rock-chip samples collected by Daly Resources at the Huckitta Fluorite Project (EL33271) in December 2025. • Rock chip samples were collected by Daly Resources geologists during a reconnaissance field program completed in December 2025 across the main fluorite reef system within EL33271 at the Huckitta Project. • Samples were collected from outcropping fluorite veins and associated mineralised exposures along the northern fluorite belt. Sampling focused on areas of visible fluorite mineralisation. Individual samples typically comprised representative grab or chip samples collected from exposed mineralised outcrop using a geological hammer. A total of 92 rock-chip samples were collected and submitted for laboratory analysis. • Historical rock chip (grab) samples were collected by Molyhil Mining Pty Ltd (a subsidiary of Thor Mining PLC) across Exploration Licence EL22349 during exploration programs conducted between May 2007 and May 2008.

Criteria	JORC Code explanation	Commentary
		Sampling targeted outcropping barite–fluorite quartz veins and other mineralised occurrences associated with the Oorabra Reefs and surrounding structures east of the Molyhil deposit.
Drilling techniques	• *Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).*	• Drilling – Diamond, RC and RAB drilling are recorded in the historical dataset, both from STRIKE and in historic company reports (referenced in more detail in this report where considered material). • Methodology is variable as some drilling is recorded over 60 years ago in Imperial measurements. • Drilling by Central Pacific Minerals NL at Narbarloo North comprised shallow percussion holes drilled in 1971. Hole depths were approximately 110 ft (33.5 m) and 80 ft (24.4 m). The specific drilling method is not recorded in the historical logs but is interpreted to be percussion or small-diameter exploration drilling typical of early exploration programs of the period. • Intercept Minerals drilling at the Box Hole prospect used rotary air blast (RAB) drilling. A total of 94 holes were drilled for 4,155m. • No current drilling has been undertaken by DLY.
Drill sample recovery	• *Method of recording and assessing core and chip sample recoveries and results assessed.* • *Measures taken to maximise sample recovery and ensure representative nature of the samples.* • *Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.*	• The methodology of historical drilling is not provided in any detail, if at all. • Validation drilling will be required for future work. • For Central Pacific Minerals drilling at Narbarloo North, no information regarding sample recovery, recovery percentages, or procedures used to assess recovery is recorded in the historical reports. • For Intercept Minerals drilling at the Box Hole prospect no information regarding sample recovery, recovery percentages, or procedures used to assess recovery is recorded in the historical reports.
Logging	• *Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.* • *Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.* • *The total length and percentage of the relevant intersections logged.*	• Where observed, most mineral exploration drilling is supported by detailed company logging (depth, lithology, colour, mineralisation).None has been used for Mineral Resource estimation. • Petroleum drillcore has been logged in high detail by the sponsor company and subsequently by NTGS and/or DLY. Historical drill logs are available for this drilling. • Drill holes from Central Pacific Minerals drilling at Narbarloo North were geologically logged with lithological descriptions recorded in the drill logs. Lithologies recorded include granite, fluorite–granite and fluorite–quartz veins. Logging appears qualitative and no detailed logging protocols are documented. • For Intercept Minerals driiling at the Box Hole prospectv every metre drilled was examined on-site and logged according to lithology, with visible mineralisation and alteration recorded.
Sub-sampling techniques and sample preparation	• *If core, whether cut or sawn and whether quarter, half or all core taken.* • *If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.* • *For all sample types, the nature, quality and appropriateness of the sample preparation technique.* • *Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.* • *Measures taken to ensure that the*	• Sub sampling and sample preparation details are generally not summarised in detail in company reports. Historic samples of interest will require validation sampling. • For Central Pacific Minerals drilling at Narbarloo North, the historical reports do not document sample splitting or preparation procedures. Samples appear to represent 5 ft composite intervals collected during drilling. • For Intercept Minerals drilling at the Box Hole prospect 374 samples were selected for laboratory analysis following on-site geological

Criteria	JORC Code explanation	Commentary
	sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling. • *Whether sample sizes are appropriate to the grain size of the material being sampled.*	inspection and screening using a Niton portable XRF analyser. The historical reports do not describe sample splitting, sample preparation procedures, field duplicates, or other sub-sampling protocols. • The following information relates to rock-chip samples collected by Daly Resources at the Huckitta Fluorite Project (EL33271) in December 2025. • Rock chip samples were collected manually from outcrop using a geological hammer. • Samples were placed into labelled calico sample bags and transported to the laboratory for analysis. • Samples were submitted to Intertek Genalysis Laboratories, Perth, where standard laboratory sample preparation procedures were applied prior to analysis. • Samples collected by Molyhil Mining Pty Ltd on EL22349 were submitted to commercial laboratories including Genalysis Laboratory Services, Ultratrace Laboratories (Perth) and Amdel Laboratories (Adelaide) for preparation and analysis. • Analytical methods included: ICP-MS multi-element analysis, fusion digest using sodium peroxide and four-acid digest techniques.
Quality of assay data and laboratory tests	• *The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.* • *For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.* • *Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (i.e. lack of bias) and precision have been established.*	• Over 70 years of variable assay techniques are included in the STRIKE online database. This data contains variable methodology, precision and accuracy. QAQC procedures are not available for the majority of work completed, but where available, will be assessed in more detail once focussed exploration commences. • Data collected by Sahara in respect of the Broughton drilling referred to in the report were undertaken using an Olympus Delta pXRF. Spot tests were undertaken using 60 second count time. Several repeat tests were carried out, and acceptable levels of consistency were obtained. The instrument is regularly calibrated and serviced. • No geophysical tools have been used in the historical results nor in this report. • Assay results from Central Pacific Minerals drilling at Narbarloo North are reported as % CaF_2, however the analytical laboratory, analytical method and QA/QC procedures are not recorded in the historical documentation. • Assay results from Central Pacific Minerals drilling at Narbarloo North are reported as % CaF_2, however the analytical laboratory, analytical method and QA/QC procedures are not recorded in the historical documentation. • For Intercept Minerals drilling at the Box Hole prospect a Niton portable XRF analyser was used as a field screening tool to assist selection of samples for commercial laboratory analysis. The historical reports do not identify the analytical laboratory, analytical method, detection limits, or QA/QC procedures. • The following information relates to rock-chip samples collected by Daly Resources at the Huckitta Fluorite Project (EL33271) in December 2025. • Samples were analysed by Intertek Genalysis Laboratories in Perth, Western Australia, an independent commercial laboratory. • Multi-element analysis was completed using Intertek method 4A/MS48, involving a multi-acid digest (hydrofluoric, nitric, perchloric and

Criteria	JORC Code explanation	Commentary
		hydrochloric acids) in Teflon tubes followed by ICP-MS analysis. • Major element analysis including fluorite determinations was completed using Intertek method FB1/XRF55, involving fused disk preparation followed by X-ray fluorescence (XRF) spectrometry. • These analytical techniques are considered appropriate for the determination of major and trace elements in fluorite-bearing samples. • Rock chip samples collected by Molyhil Mining Pty Ltd on EL22349 were analysed by independent commercial laboratories (Genalysis, Ultratrace and Amdel). Analytical techniques used included ICP-MS with fusion and acid digest methods, which are industry standard geochemical techniques. The available historical reports do not document the use of field duplicates, blanks or certified reference materials.
Verification of sampling and assaying	• *The verification of significant intersections by either independent or alternative company personnel.* • *The use of twinned holes.* • *Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.* • *Discuss any adjustment to assay data.*	• With the exception of one historic Bulman drillhole (see comments below), verification has not been undertaken by DLY or Sahara. • No verification procedures, duplicate sampling or independent validation of assay data from Central Pacific Minerals drilling at Narbarloo North are documented in the available reports. • Sampling was undertaken by Daly Resources geological staff and sample locations were recorded in the field. • Sampling and assay data were compiled by Molyhil Mining Pty Ltd as part of the EL22349 Year 6 Annual Report (2007–2008). No independent verification of the historical sampling program has been reported.
Location of data points	• *Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.* • *Specification of the grid system used.* • *Quality and adequacy of topographic control.*	• The datapoints were originally extracted from STRIKE database using the GDA94 datum. • DLY have subsequently undertaken spatial validation on Broughton and Batten surface sampling and drilling. There appears to be good alignment with the original source in most cases. Where misalignment has been observed, the location has been updated using registered maps or transformation to the correct datum. • Most of the historic location data is from GPS, but older location data were determined by plotting on topographic or registered aerial photo data. • No validation of accuracy or methodology has been undertaken by Sahara. • Drill collar locations from Central Pacific Minerals drilling at Narbarloo North are reported using a local grid coordinate system (e.g. PH1: 958N, 543E; PH5: 1064N, 546E). The relationship of this grid to modern coordinate systems (e.g. MGA94) is not documented. • Drill collar locations from Intercept Minerals drilling at the Box Hole prospect are recorded in GDA94 MGA Zone 53. • The following information relates to rock-chip samples collected by Daly Resources at the Huckitta Fluorite Project (EL33271) in December 2025. • Sample locations were recorded in the field using hand-held GPS units. • Coordinates were recorded in GDA2020 MGA Zone 53. • Location accuracy for hand-held GPS units is typically ±5 metres.

Criteria	JORC Code explanation	Commentary
		•
Data spacing and distribution	• *Data spacing for reporting of Exploration Results.* • *Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.* • *Whether sample compositing has been applied.*	• Drill and surface sampling spacing varies from close spaced (<50m) to over 50km in some areas. This is a very broad exploration package and, largely, variability is huge in data sample spacing and distribution. • Drill spacing is, in all cases reported, insufficient to be used for Mineral Resource estimation. • Central Pacific Minerals drilling at Narbarloo North comprised two shallow reconnaissance drill holes, representing early-stage testing of fluorite mineralisation rather than systematic drilling. • Historical drilling completed by Intercept Minerals at the Box Hole prospect was drilled to test Pb-Zn targets across the tenement representing early-stage testing. • The following information relates to rock-chip samples collected by Daly Resources at the Huckitta Fluorite Project (EL33271) in December 2025. • The rock-chip sampling program was reconnaissance in nature and designed to test outcropping fluorite veins across approximately 6 km of strike length within the northern fluorite belt. • Sample spacing was variable and controlled by the distribution of exposed mineralisation rather than a systematic grid. • The sampling density is considered appropriate for early-stage exploration but is not suitable for Mineral Resource estimation.
Orientation of data in relation to geological structure	• *Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.* • *If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.*	• Where available, it appears that the majority of drilling, surface sampling and geophysical survey grids are perpendicular to geology and mineralisation. • Drill holes from Central Pacific Minerals drilling at Narbarloo North were oriented at approximately 246° azimuth with a dip of –55°, interpreted to test steeply dipping quartz–fluorite veins. • Drill holes by Intercept Minerals at the Box Hole prospect were oriented vertically to test stratabound mineralisation hosted in a shallowly dipping stromatolite unit. • The following information relates to rock-chip samples collected by Daly Resources at the Huckitta Fluorite Project (EL33271) in December 2025. • Sampling targeted exposed fluorite veins. • Samples were collected from surface exposures and therefore do not represent true thickness of the mineralised structures. • The orientation of sampling is not considered to introduce significant sampling bias given the reconnaissance nature of the program.
Sample security	• *The measures taken to ensure sample security.*	• Not available in any of the reports reviewed to date. • No documentation of sample handling or chain-of-custody procedures for Central Pacific Minerals drilling at Narbarloo North is available in the historical records. • Samples were collected and transported by Daly Resources personnel. • Samples were placed in sealed sample bags and transported to the laboratory by commercial freight. • The laboratory maintains standard chain-of-

Criteria	JORC Code explanation	Commentary
		custody procedures once samples are received.
Audits or reviews	• *The results of any audits or reviews of sampling techniques and data.*	• Relevant reviews have been summarised in each section of the report.

Section 2 Reporting of Exploration Results (Criteria listed in the preceding section also apply to this section.)

Criteria	JORC Code explanation	Commentary
Mineral tenement and land tenure status	• *Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.* • *The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.*	• Information on the tenement status and ownership was verified and provided in the relevant section of this report.
Exploration done by other parties	• *Acknowledgment and appraisal of exploration by other parties.*	• All exploration reported has been undertaken by prior explorers as defined in this report under titles “Exploration and Mining History”
Geology	• *Deposit type, geological setting and style of mineralisation.*	• Prospective for base metals as defined under sections titled “Regional Geology. Project Geology and Mineralisation”
Drill hole Information	• *A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes:* ○ *easting and northing of the drill hole collar* ○ *elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar* ○ *dip and azimuth of the hole* ○ *down hole length and interception depth* ○ *hole length.* • *If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.*	• Historical drilling completed by Central Pacific Minerals NL at Narbarloo North includes drill holes PH1 and PH5. Drill holes were oriented approximately 246° azimuth with dips of about –55°. Holes were drilled to depths of approximately 33.5 m and 24.4 m respectively. Drill collars were recorded in a local grid coordinate system. • Intercept Minerals drilling at the Box Hole prospect included a total of 94 RAB holes for 4,155 m, with individual hole depths ranging from 1 m to 88 m. All holes were vertical.
Data aggregation methods	• *In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (e.g. cutting of high grades) and cut-off grades are usually Material and should be stated.* • *Where aggregate intercepts incorporate short lengths of high-grade results and longer lengths of low-grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.* • *The assumptions used for any reporting of metal equivalent values should be clearly stated.*	• No other significant intercepts reported in the Independent Geologists Report. • No metal equivalents have been used or reported. • Exploration results from Central Pacific Minerals drilling at Narbarloo North are reported as % CaF_2 over downhole sample intervals of 5 ft (1.52 m). Aggregated intercepts reported are calculated as simple averages of the individual sample intervals. • Intercept Minerals Box Hole significant results are reported as intersections of greater than 1% Zn, allowing for up to 2m of internal dilution. • The following information relates to rock-chip samples collected by Daly Resources at the Huckitta Fluorite Project (EL33271). • Exploration results reported represent individual rock-chip assay results and no compositing has been applied.

Criteria	JORC Code explanation	Commentary
		• For the calculation of CaF_2 equivalent values, the conversion is based on the stoichiometric relationship between fluorine (F) and calcium fluoride (CaF_2), where two moles of fluorine correspond to one mole of CaF_2. • The following molar masses were used: Fluorine (F) = 18.998 g/mol Calcium fluoride (CaF_2) = 78.076 g/mol Accordingly: CaF_2 (%) = F (%) × 2.055 • No adjustments were made for impurities, recovery factors, or processing losses, and calculations assume 100% conversion efficiency.
Relationship between mineralisation widths and intercept lengths	• *These relationships are particularly important in the reporting of Exploration Results.* • *If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.* • *If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (ego 'down hole length, true width not known').*	• Reported intercepts from Central Pacific Minerals drilling at Narbarloo North represent downhole intervals. True widths are not known due to the limited drilling information available and the absence of detailed structural measurements. • Rock-chip samples collected by Daly Resources at the Huckitta Fluorite Project (EL33271) represent selective surface rock-chip samples and therefore do not represent true mineralised widths or the thickness of mineralised veins.
Diagrams	• *Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported. These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.*	• Provided in report under relevant sections
Balanced reporting	• *Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.*	• All material information is included in the report. • Drilling data for the broader Batten Project is not considered material on the basis that the conceptual nature of the exploration programs proposed by DLY do not rely on the results of historic drilling, which has targeted more conventional models far removed from the models being invoked by DLY.
Other substantive exploration data	• *Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.*	• Provided in report where material under sections 9 to 13.
Further work	• *The nature and scale of planned further work (e.g. tests for lateral extensions or depth extensions or large-scale step-out drilling).* • *Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.*	• Planned work is summarised in the Summary section for each project and the Use of Funds section of the report

Annexure D – Terms and conditions of ASX waivers and confirmations

ASX Listing Rule 1.1 Condition 12 – Performance Rights

The Company's proposed capital structure upon Admission includes 5,500,000 Performance Rights (comprising 2,750,000 Class A Performance Rights and 2,750,000 Class B Performance Rights), which convert into Shares for nil cash consideration subject to the satisfaction of the relevant vesting milestones.

Listing Rule 1.1, Condition 12 provides that for an entity to be admitted to the official list, if the entity has options on issue, the exercise price of each underlying security must be at least 20 cents in cash. This rule supports Listing Rule 2.1, Condition 2, which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.

In connection with its Admission, the Company will be required to comply with Chapters 1 and 2 of the Listing Rules, including (absent a waiver) Listing Rule 1.1, Condition 12. However, the Company is unable to comply with Listing Rule 1.1, Condition 12 on the basis that the Performance Rights have an exercise price of less than 20 cents in cash.

In relation to the Performance Rights, Section 4 of Guidance Note 19 recognises that performance securities may be issued by a listed entity as a form of incentive remuneration to directors, officers and employees, often where alignment between the interests of management and shareholders is sought and to assist with the attraction and retention of suitably qualified personnel. The Company proposes to issue Performance Rights to its directors and management personnel with milestones linked to the Company achieving specified VWAP thresholds, providing a direct link between the value of the remuneration and the future performance of the Company. The Company considers that the inclusion of a performance-based component of remuneration is beneficial as it aligns the efforts and interests of the relevant holders with those of shareholders while preserving the Company's cash reserves.

Accordingly, the Company has obtained an in-principle waiver of Listing Rule 1.1, Condition 12 to the extent necessary to permit the Company to have the 5,500,000 Performance Rights on issue upon Admission, together with in-principle confirmation under Listing Rule 6.1 that the terms of the Performance Rights are appropriate and equitable.

ASX Listing Rule 6.1

As noted above, the Company’s proposed capital structure upon Admission includes 5,500,000 Performance Rights (which convert into Shares for $nil cash consideration subject to the satisfaction of the relevant milestones).

Listing Rule 6.1 requires that the terms that apply to each class of equity securities must, in ASX’s opinion, be appropriate and equitable.

Accordingly, the Company has obtained in-principle confirmation that, in the ASX’s opinion, the Performance Rights are appropriate and equitable.