

2 June 2026

ASX Listing Rule 10.1 Breaches and Remedial Action

Group 6 Metals Limited (ASX:G6M, **G6M** or the **Company**) advises that as part of the Company's process to lift the trading suspension of G6M securities, ASX has directed that the Company remedy breaches of ASX Listing Rule 10.1 in relation to certain transactions entered into with related parties, as outlined below.

Background and Nature of the Listing Rule 10.1 Breaches

The Company has historically maintained commercial arrangements with the entities controlled by Mr Dale Elphinstone (**Elphinstone Entities**) for the supply or hire of (principally Caterpillar) mining equipment, spare parts and related services required for operations at the Dolphin Tungsten Mine, King Island, Tasmania.

On 4 December 2024, Mr Dale Elphinstone was appointed as a Director of the Company. From that date, the Elphinstone Entities were related parties of the Company for the purposes of the ASX Listing Rules. Following that appointment, the Company continued to acquire goods and services from the Elphinstone Entities on arm's length commercial terms and in the ordinary course of business.

Upon lodgement of the Company's Annual Report for the financial year ended 30 June 2024 on 1 July 2025, the Company reported consolidated total negative equity interests of approximately \$57.4 million. Under ASX Listing Rule 10.1, where a listed entity has negative equity interests, any acquisition of assets from a person in a position of influence is automatically deemed to be the acquisition of a substantial asset, regardless of the monetary value of the transaction.

As a result:

- All acquisitions of assets above a value of \$zero (including consumable goods, equipment and certain rental arrangements) from a related party or their associates after 1 July 2025 required prior shareholder approval under Listing Rule 10.1.
- The Company did not identify this change in transactional status through its internal compliance processes and maintained existing arrangements and/or proceeded with the relevant transactions without obtaining prior shareholder approval.

Each of the transactions were conducted on commercial terms, and the non-conflicted Directors considered that the arrangements fell within the scope of already established commercial dealings.

However, once the Company lodged accounts reflecting a negative equity position, that assessment did not displace the separate shareholder approval requirement arising under the ASX Listing Rules to obtain shareholder approval.

Transactions Subject to the Breaches

The transactions subject to the breaches comprise a number of historical acquisitions and rental arrangements, including:

- purchases of mining equipment spare parts inventory;
- extensions of existing mining equipment hire arrangements;
- payments relating to the rental of articulated trucks, loaders and elevated work platforms; and
- subsequent purchases of hired equipment at expiry of the rental period.

Due to the operational nature of these transactions and the fact that they have already been completed, it is not practicable to unwind them. The Company has today lodged a Notice of General Meeting and Explanatory Statement, which includes a detailed analysis of each of the relevant transactions.

Remedial Action and Shareholder Approval

As part of its remediation, the Company will seek shareholder approval for each of the transactions at a general meeting to be held on 3 July 2026. While such approval does not retrospectively negate the breaches, ASX has indicated in Guidance Note 24 that, in appropriate circumstances, remedial shareholder approval may be an acceptable means of addressing a breach where transactions cannot be unwound.

An Independent Expert's Report was commissioned by the Board, which concludes that each of the transactions is fair and reasonable to non-associated shareholders. Further details of the Independent Expert's conclusions are set out in the Company's Notice of General Meeting and Explanatory Statement.

Since the release of its half-year financial report for the period ended 31 December 2025, the Company has returned to a positive equity interests position with the effect that the current threshold for assessing the value of a substantial asset under ASX Listing Rule 10.1 will be approximately \$360,000. This value will be recalculated upon the lodgement of each successive annual and half-year report. The Company has also reviewed and updated its internal processes for monitoring equity interest thresholds and related-party transactions to eliminate the risk of a similar issue arising in the future.

The Board acknowledges that in these circumstances, the transactions continued in breach of ASX Listing Rule 10.1 and regrets that the requirement for prior shareholder approval was not identified at the relevant time.

The Board believes the proposed remediation steps are appropriate, proportionate and in the best interests of shareholders, and reiterates that all relevant transactions were entered into on arm's length commercial terms and were operationally necessary to deliver the recapitalisation plan and ensure continued development and operation of the Dolphin Tungsten Mine.

This announcement has been authorised for release by the Board of Group 6 Metals Limited.

For more information, please contact:

Kevin Pallas
Executive Chairman
kpallas@g6m.com.au

Andrew Bickley
Company Secretary
andrewb@g6m.com.au

About Group 6 Metals

Group 6 Metals Limited (ASX: G6M), previously known as King Island Scheelite Limited (ASX: KIS), is an Australian resources exploration and development company. The Company's name honours tungsten as Group 6 Metals' first commodity project (The Dolphin Mine) under development, as tungsten is a member of Group 6 of the periodic table along with chromium and molybdenum, as well as being a critical mineral and a geopolitically strategic resource.

The Company is focused on redeveloping its 100%-owned Dolphin Mine located on King Island, Tasmania. Initially, the focus is on producing a high-grade tungsten concentrate with longer-term plans to value-add the product for supply to the upstream tungsten industry.