**6 August 2026**

# ASX Announcement

## Regener8 to Divest of Kookynie Gold Project to Goldarc Resources Limited (ASX:GA8)

**Highlights**

- Share Sale and Purchase Agreement Executed with Goldarc Resources Limited (ASX:GA8) for the divestment of the prospecting licences comprising Kookynie Gold Project
- R8R to receive total consideration of $2.5 million comprising $1.5 million in Goldarc shares and a further $1.0 million in contingent consideration
- Divestment of the gold assets will enable R8R to focus on the Srebrenica North Project (Ag-Cu-Sb-Zn-Pb) in Bosnia and Herzegovina where Phase 1 soil sampling at Srebrenica North has recently completed, covering the Zanik and Chaush prospects on the Dolovi Tenement

**Regener8 Resources NL** (**ASX: R8R**) ("**Regener8**" or the "**Company**") is pleased to advise the execution of a binding sale and purchase agreement with ASX-listed Goldarc Resources Limited (ASX:GA8) ("**Goldarc**") whereby the Company has conditionally agreed to sell its 100% interest in the prospecting licences that comprise the Kookynie Gold Project for total consideration of $2.5 million ("**Agreement**").

## Acquisition Terms

Regener8 has agreed to sell its 100% interest in prospecting licences P40/1506, P40/1513, P40/1515, P40/1516, P40/1517, P40/1518 and P40/1536 that comprise the Kookynie Gold Project on the material terms and conditions below:

- Consideration: In consideration for the acquisition of 100% of the Kookynie Gold Project, Goldarc will issue to the Company the following consideration:
  - $1.5 million in Goldarc shares at a deemed issue price of $0.07 per share (Initial Consideration). Subject to completion occurring the Consideration Shares will be issued free and clear of all encumbrances and voluntary escrowed for six months;
  - $1.0 million in contingent consideration on the following basis (**Contingent Consideration**):
    - Subject to Goldarc announcing a minimum 100,000-ounce Mineral Resource Estimate in respect of the Kookynie Gold Project with a category of Inferred or higher at a minimum grade of greater than 1.5g/tonne of gold, reported in accordance with the JORC Code within 5 years from completion (**Tranche 1 Milestone**), the Tranche 1 Contingent Consideration payable, at the election of Goldarc is as follows:

        - A$500,000 cash; or
        - such number of Shares equal to A$500,000 divided by the 5-day VWAP over the five days prior to the Tranche 1 Milestone being satisfied (or deemed to be satisfied) but not less than A$0.055 per Share (rounded down to the nearest whole number) (**Tranche 1 Contingent Consideration**);
    - Subject to Goldarc announcing a minimum 250,000-ounce Mineral Resource Estimate in respect of the Kookynie Gold Project with a category of Inferred or higher at a minimum grade of greater than 1.5g/tonne of gold, reported in accordance with the JORC Code within 5 years from completion (**Tranche 2 Milestone**), the Tranche 2 Contingent Consideration payable is, at the election of Goldarc:
        - A$500,000 cash; or
        - such number of Shares equal to A$500,000 divided by the 5-day VWAP over the five days prior to the Tranche 1 Milestone being satisfied (or deemed to be satisfied) but not less than A$0.055 per Share (rounded down to the nearest whole number) (**Tranche 2 Contingent Consideration Shares**).

- Conditions Precedent: The sale of the Kookynie Gold Project is subject to a number of conditions precedent, including Goldarc obtaining shareholder approval for the issue of the Consideration Shares and Contingent Considerations by 30 September 2026, a waiver from Listing Rule 7.3.4 to issue the Contingent Consideration Shares more than three months after the date the resolutions are passed, and any other regulatory or third-party approvals required to complete the Transaction.

## About the Kookynie Gold Project

The Kookynie Gold Project is located ~6km southwest of Kookynie in the central goldfields of Western Australia. The project comprises seven granted prospecting licences, P40/1506, P40/1513, P40/1515, P40/1516, P40/1517 and P40/1518 and P40/1536 (**Figure 1**).

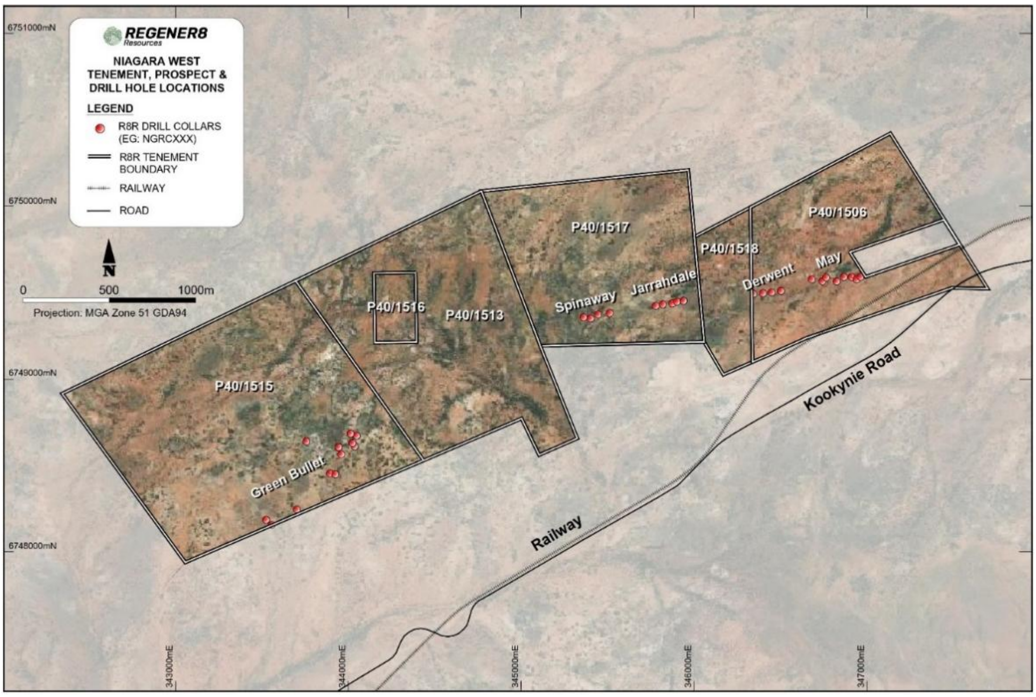

**Figure 1: Kookynie Gold Project, Western Australia**

The project consists of a consolidated holding including extensive historic mine workings in the Niagara Goldfield.

## Srebrenica North Phase 1 Sampling Completed

The divestment of R8R's non-core gold assets will enable it to focus its financial and management resources on its 100% owned Srebrenica North Project in Bosnia and Herzegovina where the Company has recently completed an initial soil sampling program over the Zanik and Chaush prospects on the Dolovi Tenement (ASX Announcement 15 June 2026).

The Company looks forward to updating the market as results are received and exploration progresses.

This ASX Announcement has been authorised for release by the Board.

### For further information, please contact:

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### Forward-Looking Statements

This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning the Company's planned exploration program and other statements that are not historical facts. When used in this document, the words such as "could," "plan," "estimate," "expect," "intend," "may", "potential", "should," and similar expressions are forward-looking statements.

Although the Company believes that its expectations reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that actual results will be consistent with these forward-looking statements.

The information in this announcement that relates to previously reported Exploration Results was previously announced in the Company's announcement dated 3 March 2026, where relevant and applicable. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original announcements.