

29th October 2025

ASX ANNOUNCEMENT

Ragusa Executes Binding Heads of Agreement to Acquire ~60% Controlling Interest in Pegasus Tel Inc. and the Purple Pansy Manganese-Gold Project in Arizona, USA

HIGHLIGHTS

- **Binding Heads of Agreement executed for Pegasus Tel Inc. (OTC: PTEL) to acquire the Purple Pansy Manganese-Gold Project in Arizona, USA, from vendors Red Beryl Mining Company and Steven Cyros**
- **Both vendors will become significant shareholders of Pegasus upon completion**
- **Historical manganese and gold mining operations at the Purple Pansy Project**
- **No active manganese mining currently occurs in the United States, which is 100% import-reliant for its manganese requirements**
- **The U.S. Government's Wenden Manganese Stockpile, located ~20 km west of the Purple Pansy Project, highlights the district's historical and strategic significance**
- **South32's Hermosa Project in southern Arizona, where manganese is a key mineral, has received substantial U.S. Government funding - demonstrating strong federal backing for domestic critical mineral development**
- **Manganese is listed as a Strategic and Critical Mineral by the U.S. Department of Energy and Department of Defence, essential to national defence, steelmaking, and battery manufacturing**
- **Arizona is emerging as a major U.S. hub for battery and energy storage manufacturing, providing regional demand and partnership potential**
- **Additional complementary project opportunities under review**

Ragusa Minerals Limited (ASX: RAS) ("Ragusa" or "the Company") is pleased to announce that it has executed a binding Heads of Agreement (HOA) to acquire a 60.09% controlling interest in Pegasus Tel, Inc. (OTC: PTEL). Pegasus will, in turn, acquire a 100% interest in the Purple Pansy Project, located approximately 80km northwest of Phoenix in the Aguila Mining District of Arizona, USA.

The Purple Pansy Manganese-Gold Project was identified by the vendors from historical gold and manganese operations and considered a strategic asset. Furthermore, a broader district-scale trend of prospective structures were identified as potential exploration target areas with the development strategy based on positioning Purple Pansy as a cornerstone U.S. manganese asset within a mining-friendly jurisdiction.

Given manganese's federally designated critical mineral status and its strategic importance to the U.S. energy and defence sectors, the project is well positioned to benefit from government initiatives such as the FAST-41 permitting process and federal funding grants aimed at accelerating the development of domestic critical mineral assets.

Ragusa plans to undertake exploration, feasibility and development activities at the Project, noting its strategic nature for powering the U.S.'s energy future.

Ragusa Chair, Jerko Zuvela said ***"Ragusa is excited to execute the Pegasus transaction, comprising the acquisition of a controlling ~60% interest in Pegasus and the acquisition of the Purple Pansy Project, which is prospective for US critical minerals. Furthermore, the transaction formalises Ragusa's strategic relationship with the vendors, leading to additional potential U.S. project opportunities."***

This is a significant opportunity to leverage recent U.S. government prominence on domestic strategic critical minerals and is an exciting growth prospect to create long term value for our shareholders."

The United States currently has no active manganese mining operations and is 100% import-reliant for its manganese requirements. The U.S. Government's Wenden Manganese Stockpile, located approximately 20km west of the Purple Pansy Project, underscores the district's historic and strategic significance. Additionally, South32's Hermosa Project in southern Arizona - where manganese is a key mineral - has received substantial U.S. government funding to advance its development, highlighting the national priority being placed on rebuilding domestic manganese supply chains.

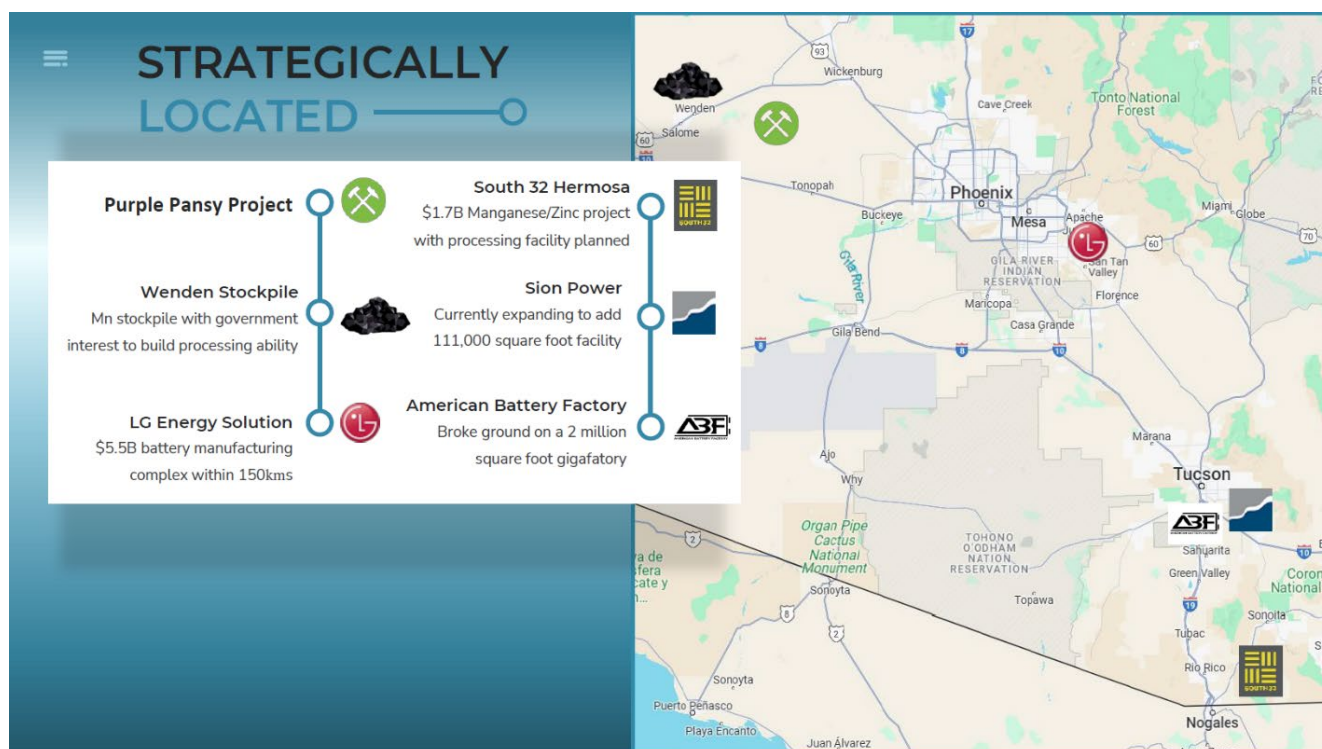


Figure 1. Southern Arizona Strategic Area

STRATEGIC RATIONALE

- **Exposure to Precious and Critical Minerals:** The transaction provides direct leverage to gold in a record high-price environment, complemented by manganese, a U.S.-designated critical mineral essential to national defence, renewable energy infrastructure, and multiple advanced battery chemistries.

- **Alignment with U.S. Government Priorities:** The United States currently imports 100% of its manganese supply, creating strong federal support for projects that strengthen domestic production and supply chain security. The U.S. Government's Wenden Manganese Stockpile, located approximately 20 km west of the Purple Pansy Project, highlights the area's strategic significance, while South32's Hermosa Project in southern Arizona - where manganese is a core mineral - has received substantial government funding to accelerate development under the national critical minerals strategy.
- **Proximity to Major End-User Markets:** Arizona is rapidly emerging as a premier U.S. hub for energy storage and battery manufacturing, hosting major developments such as LG Energy Solution's US\$5.5B battery complex in Phoenix, Sion Power's lithium-metal facility in Tucson, and American Battery Factory's gigafactory, providing immediate regional demand and potential partnership pathways.
- **Experienced Strategic Partners:** A key aspect of the transaction is establishing a long-term relationship with vendors Red Beryl Mining Company (RBMC) and Steven Cyros. RBMC CEO Alex Sunderland is a principal organizer and investor of several U.S. OTC-listed resource companies, including American Antimony Corporation (XTPT), Sidney Resources Corp. (SDRC), and Bright Rock Gold Corp. (BRGC). Both Mr. Sunderland and Mr. Cyros bring proven expertise in U.S. project generation, claim staking, and development strategy, adding significant technical and operational depth to Pegasus and Ragusa's U.S. initiatives.

HEADS OF AGREEMENT OVERVIEW

Under the terms of the binding HoA, and subject to the satisfaction of all conditions precedent, Ragusa Minerals Limited has agreed to acquire approximately 60.09% controlling interest in Pegasus Tel, Inc. (OTC: PTEL) for a total consideration of US\$195,303 at closing.

The HoA remains subject to customary conditions precedent, including:

- Completion of legal, financial, and commercial due diligence by all parties;
- Receipt of all necessary corporate, governmental, regulatory, and third-party approvals, consents, and waivers required to lawfully complete the transaction; and
- Fulfilment of such other customary conditions applicable to transactions of this nature.

Transaction completion is expected by late-December 2025.

As part of the agreement, Red Beryl Mining Company (RBMC) will provide strategic support to Pegasus for a period of two years following completion, including investor relations assistance, access to investor networks, and guidance in implementing a district-scale staking and development strategy within the broader Arizona critical and precious minerals corridor.

DISTRICT-SCALE TARGETS

Purple Pansy lies within a manganese prospective area containing several historical sites, such as the Pump Mine and Black Bart prospects. The Company will review geological records to determine mineral trends, supporting a broader regional evaluation to determine district-scale potential.

PLANNED WORK PROGRAM

- Discovery and review of historical data.

- Geology and regional setting assessment.
- Drilling & sampling: confirm historical workings and assess mineralisation potential.
- Metallurgical testing: assess metallurgy and recovery performance.
- Baseline studies: initiate environmental and permitting work consistent with U.S. standards.
- Strategic engagement: progress dialogue with potential government and industry partners under U.S. critical minerals initiatives.



Figure 2. Project Location Map

ENDS

This announcement has been authorised by Jerko Zuvela, the Company's Chair.

For more information on Ragusa Minerals Limited and to subscribe for regular updates, please visit our website www.ragusaminerals.com.au or contact us at admin@ragusaminerals.com.au or Twitter [@Ragusa Minerals](https://twitter.com/Ragusa_Minerals).

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Ragusa confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement and, in the case of Mineral Resources or Ore Reserves, that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. Ragusa confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

Forward Looking Statements: Statements regarding plans with respect to the Company's mineral properties are forward looking statements. There can be no assurance that the Company's plans for development of its mineral properties will proceed as expected. There can be no assurance that the Company will be able to confirm the presence of mineral deposits, that any mineralisation will prove to be economic or that a mine will successfully be developed on any of the Company's mineral properties.

ABOUT RAGUSA MINERALS LIMITED

Ragusa Minerals Limited (ASX: RAS) is an Australian company with an interest in the Burracoppin REE & Kaolin/Halloysite Project in Western Australia.

The Company has an experienced board and management team with a history of exploration, operational and corporate success.

Ragusa leverages the team's energy, technical and commercial acumen to execute the Company's mission - to maximize shareholder value through focussed, data-driven, risk-weighted exploration and development of our assets.