

22 April 2025

PLACEMENT AND SPP TO RAISE UP TO \$7.5 MILLION

Highlights:

- Sunrise has received commitments to raise \$6 million at \$0.30 per share together with options on a 1-for-1 basis exercisable at \$0.40 expiring 31 May 2027 (“Placement”)
- Share Purchase Plan (“SPP”) to be offered to shareholders on the same terms as the Placement to raise up to an additional \$1.5 million
- The Placement and SPP are subject to shareholder approval to be sought in early June
- The funds raised will support:
 - The upcoming drilling campaign aimed at further expanding the high-grade scandium zones at the Syerston Scandium deposit;
 - Completion of the Syerston Scandium Project Feasibility Study, targeted for Q3 2025; and
 - Continued engagement with potential scandium customers and end-users

MELBOURNE, Australia – Sunrise Energy Metals Limited (**Sunrise** or **Company**) (ASX:SRL and OTC:SREMF) is pleased to announce that it has received commitments to raise \$6.0 million by way of a conditional placement of 20,000,000 fully paid ordinary shares (“**New Shares**”) at an issue price of \$0.30 per share (“**Placement Price**”) to existing and new sophisticated and institutional investors (“**Placement**”). A Share Purchase Plan (“SPP”) is to be offered to shareholders on the same terms as the Placement to raise up to an additional \$1.5 million. The Placement and SPP are to be subject to shareholder approval and are presented as a package to shareholders to support the Company's funding position.

Sunrise CEO, Sam Riggall said, “*Subject to shareholder approval of the Placement, the funds raised will allow us to fast-track our Syerston Scandium Project, at a time when escalating trade tensions present the real prospect of export restrictions on this critical metal. The implications for a range of critical technologies – from advanced alloys, 5G/6G semiconductors, defense components and energy infrastructure – will be profound. Support for this Placement from a small number of high-quality, cornerstone investors provides us with flexibility to assess opportunities for offtake and project financing and to rapidly move this project, as one of the world’s largest and highest-grade sources of scandium, towards a final investment decision.*”

Placement Terms

The Placement Price represents a:

- 57.7% discount on the SRL closing price of 15 April 2025, being the last trading day prior to the announcement of the Placement, of \$0.71;
- 33.60% discount to the SRL 10-day volume weighted average price (“VWAP”) on the Australian Securities Exchange (“ASX”) up to 15 April 2025, of \$0.45;
- 12.0% discount to the average of the daily SRL VWAP for each of the 10 trading days up to 15 April 2025, of \$0.34.

For every New Share subscribed for under the Placement, the subscriber is entitled to an unlisted option with an exercise price of \$0.40 each with an expiry date of 31 May 2027.

While the Placement Price represents a substantial discount to the last traded price for the Company’s securities, it should be noted:

- The discount to market is disproportionately influenced by the three days of trading leading up to 15 April 2025, which resulted in an increase to the SRL share price of 132%.
- Over 3.4 million shares were traded during the three-day period, equivalent in aggregate to the volumes traded over the prior 60 trading days.
- Excluding the last three days of trading, the Company’s share price on ASX has exceeded the Placement price of \$0.30 on only six of the last 108 trading days on ASX. It has exceeded \$0.40 on only three of the last 150 trading days. It has not exceeded the 15 April 2025 closing price at any time over the last year.

A variety of alternatives for raising finance has been assessed over previous months, of which the Placement represents, in the Company’s view, the most appropriate avenue for securing certainty of funding at this time. Given the Placement is subject to shareholder approval, and that market volatility is likely to remain high until a shareholders meeting is held, the Placement terms are considered to be appropriate to be presented to shareholders for their consideration. No management fees or selling fees are payable by the Company on the Placement.

A meeting of shareholders is expected to be held on or around 6 June 2025 and the Placement is scheduled to settle on or around 13 June 2025 assuming that shareholder approval is obtained.

As part of the Placement, Ivanhoe Capital Holdings Pte Ltd (a company associated with Co-Chairman, Mr Robert Friedland), has committed to subscribe for 10,000,000 New Shares for proceeds of \$3.0 million. Two other cornerstone investors have also agreed to participate. All allocations under the Placement of New Shares and options are subject to shareholder approval.

The issue of New Shares and options to each investor under the Placement as well as the issue of shares and options under the SPP, as described below, are each subject to shareholder approval. The raising under the Placement and SPP is to be presented as a package to shareholders to support the Company’s funding position, with each resolution to be conditional on shareholder approval being obtained for the other resolutions.

Share Purchase Plan

The Company will conduct a conditional Share Purchase Plan (“SPP”) for eligible shareholders to apply for shares on the same terms as the Placement (including as to shareholder approval). The SPP will allow eligible shareholders with an address in Australia or New Zealand the opportunity to subscribe for up to \$5,000 of new fully paid ordinary shares without paying any brokerage or other transaction costs. Shares will be issued under the SPP at \$0.30 per share. The SPP is not underwritten although the Company is seeking SPP proceeds of up to \$1.5 million, and the directors reserve the right to scale back oversubscriptions under the SPP in excess of this.

The SPP is offered on the same terms as the Placement. For every share subscribed for under the SPP, the eligible shareholder is entitled to an unlisted option with an exercise price of \$0.40 each with an expiry of 31 May 2027.

Due to regulatory requirements, the SPP requires the issue of a prospectus, which will be issued if shareholder approval is obtained. The indicative timetable for the SPP is tabled below assuming that shareholder approval is obtained:

Record Date for SPP	7.00pm (Melbourne time) 17 April 2025
SPP Offer Opens	10 June 2025
SPP Offer Closes	24 June 2025
Announcement of results of SPP	26 June 2025
New SPP offer shares issued and application for quotation on ASX lodged	27 June 2025
New SPP offer shares expected to commence trading on ASX	30 June 2025

The above timetable is indicative only and subject to change. The Company reserves the right to amend these dates at its absolute discretion, subject to the Corporations Act 2001 (Cth), the ASX Listing Rules and other applicable laws. The quotation of the shares to be issued pursuant to the SPP is subject to approval from the ASX. The Company reserves the right to withdraw the Placement (or any part of it) or the SPP without notice.

Use of Proceeds

Funds from the Placement and SPP will be used to accelerate work on the Syerston Scandium Project Feasibility Study, which will review the current capital and operating cost estimates for the Project (refer to the Company’s December 2024 Quarterly Activities Report released on 28 January 2025) through to production of scandium oxide from the Syerston mine site in central New South Wales.

In addition, work has commenced on an assessment of alternatives to construct, in partnership with United States (“US”) customers, a metallisation facility in the US to produce high purity scandium metal for the US semiconductor industry.

The balance of funding will be used to progress drill targets for copper/gold mineralisation in the Cloncurry district, Queensland, as well as general corporate overheads.

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About Sunrise Energy Metals Limited (ASX:SRL: OTCQX:SREMF) – Sunrise Energy Metals Limited (SEM) is developing the Syerston Scandium Project near Fifield in central-west New South Wales (NSW) with the aim of delivering the world’s first primary source of mineable, high-grade scandium. Sunrise also owns the Sunrise Nickel-Cobalt Project, one of the largest and most cobalt-rich nickel laterite deposits in the world, and is the holder of extensive exploration acreage across New South Wales and Queensland.

About the Syerston Scandium Project – The Syerston Scandium Project, located near Fifield in central-west NSW, hosts one of the world’s largest and highest-grade scandium deposits. A feasibility study for the Project was completed in August 2016, supported by extensive piloting, metallurgical test work and engineering. All key development approvals have been secured. The feasibility study is currently being updated.

Forward Looking Statements Disclaimer

Certain statements in this announcement may constitute “forward-looking statements or “forward- looking information” within the meaning of applicable securities laws. Such statements involve known and unknown risks, uncertainties and other factors, which may cause actual results, performance or achievements of the Company or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or information. Such statements can be identified by the use of words such as “may”, “would”, “could”, “will”, “intend”, “expect”, “believe”, “plan”, “anticipate”, “estimate”, “scheduled”, “forecast”, “predict” and other similar terminology, or state that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. These statements reflect the Company’s current expectations regarding future events, performance and results, and speak only as of the date of this announcement. Readers are cautioned not to place undue reliance on forward-looking information or statements.

Although the forward-looking statements contained in this announcement are based upon what management of the Company believes are reasonable assumptions, the Company cannot assure investors that actual results will be consistent with these forward-looking statements. These forward-looking statements are made as of the date of this announcement and are expressly qualified in their entirety by this cautionary statement. Subject to applicable securities laws, the Company does not assume any obligation to update or revise the forward-looking statements contained herein to reflect events or circumstances occurring after the date of this announcement. For more information about Sunrise Energy Metals please visit the Company’s website www.sunriseem.com.