

Unsecured Funding Facility to Support Strategic Opportunity

Native Mineral Resources Holdings Limited (ASX: NMR) (“**Native Mineral Resources**” or the “**Company**”) is pleased to announce that it has entered into a binding unsecured loan facility with Yogi Bear Holdings Pty Ltd to support a time sensitive commercial opportunity.

Key Terms of the Facility

- Facility Amount: AUD \$4,000,000
- Term: 5 years
- Repayment: AUD \$6,500,000 payable at maturity (unless repaid earlier)
- Structure: No periodic cash interest; repayment premium reflects the Lender’s agreed return
- Early Repayment: Permitted, subject to a make-whole adjustment
- Security: Unsecured
- Default Interest: 15% per annum (applies only on an event of default)

The Facility provides for the Company to receive \$4.0 million and, if not repaid earlier and repaid on maturity, pay an effective whole of term interest rate of 12.5% per annum.

The Company confirms that, other than as disclosed in this announcement, the Facility does not include security over Company assets, conversion rights into equity, options, warrants or other equity-linked instruments; or any other features that may result in dilution to existing shareholders.

Timing and Use of Funds

Funds from the Facility are being applied to meet the Company’s obligations under the binding term sheet with Haoma Mining NL, announced on 17 March 2026, to acquire exclusive mining rights to the Podosky Gold Project for a total consideration of \$4,000,000.

The term sheet was renegotiated and a variation signed 2 April 2026.

The Facility was negotiated and agreed prior to 31 March 2026 but executed on 2 April 2026 on the signing off the variation and is available for immediate drawdown.

Strategic Logic

In determining to enter into the Facility, the Board (excluding Mr Cannavo) considered a range of funding alternatives, including unsecured and secured debt from third-party financiers, equity capital raising alternatives, and director-related funding proposals.

The Board determined that, having regard to the Company's current stage of development, asset base and the timeframe required to secure funding, no alternative funding was available on terms that were both capable of being executed within the required timeframe, and on an unsecured basis without equity dilution.

The Facility provides funding certainty within the required timeframe and avoids dilution to existing shareholders.

Related Party Considerations

Yogi Bear Holdings Pty Ltd is an entity associated with Blake Cannavo, a director of the Company.

Mr Cannavo declared his interest in the transaction and recused himself from all Board deliberations and voting in connection with the consideration and approval of the facility.

The Board (excluding Mr Cannavo) determined that the facility has been entered into on arm's length terms and the terms are commercially reasonable in the circumstances, having regard to the:

- a) the unsecured nature of the funding;
- b) the time critical requirement for capital;
- c) prevailing market conditions for comparable risk;
- d) the absence of binding alternative funding proposals on comparable terms; and
- e) the implied cost of capital relative to funding available to companies of similar size, stage and risk profile

Accordingly, the Company considers that the arm's length exception under section 210 of the Corporations Act 2001 (Cth) applies.

Board Approval

The Board (excluding Mr Cannavo) has approved entry into the facility and determined that it is in the best interests of the Company and its shareholders, having regard to:

- a) the expected value of the opportunity;
- b) the urgency of funding; and
- c) the availability of capital on acceptable terms;

Continuous Disclosure

The Company will continue to keep the market informed of any material developments in accordance with its continuous disclosure obligations.

The Board of Native Mineral Resources Holdings Ltd authorised this announcement to be lodged with the ASX.

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For more information, please visit www.nmresources.com.au or contact:

Blake Cannavo
Managing Director and CEO
Native Mineral Resources Holdings Ltd
T: +61 2 6583 7833
E: blake@nmresources.com.au

Nathan Ryan
Media & Investor Relations
NWR Communications
T: +61 420 582 887
E: nathan.ryan@nwrcommunications.com.au

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