



13 April 2026

PROPOSED ACQUISITION OF SLIPSTREAM PAYNES FIND AND UPDATE ON REINSTATEMENT TO OFFICIAL QUOTATION

NT Minerals Limited (**NTM** or the **Company**) (ASX:NTM) is pleased to announce the proposed acquisition of 100% of the issued capital of Slipstream Paynes Find Pty Ltd (**Slipstream**) from the shareholders of Slipstream. Slipstream holds the Endeavour Project comprising a package of tenements in the Murchison region of Western Australia. The proposed acquisition is a key component of the Company's plan to satisfy the conditions to reinstatement of its securities to official quotation on the Australian Securities Exchange (**ASX**).

Acquisition of Endeavour Project

The Company has 10 April 2026 entered into a binding term sheet (**Term Sheet**) to acquire 100% of the issued capital of Slipstream from the shareholders of Slipstream, comprising Slipstream Resources Pty Ltd, Scimitar Investments Pty Ltd and Anitra Rose Rechner (together, the **Sellers**).

None of the Sellers, nor their respective associates, are related parties, substantial holders, KMP or associates of the same, of the Company.

Slipstream holds the Endeavour Project tenements listed in Schedule A.

Subject to completion, the consideration payable by the Company comprises:

- A\$25,000 in cash at settlement;
- A\$300,000 worth of fully paid ordinary shares in NTM (**Shares**) at settlement, comprising 150,000,000 Shares calculated at \$0.002 per share (**Consideration Shares**);
- subject to shareholder approval, A\$300,000 worth of shares to be issued within 5 business days after the first anniversary of execution of the Term Sheet, at an issue price equal to A\$0.002 per share (on a pre-consolidation basis) (**Anniversary Shares**); and
- subject to shareholder approval to be sought at the Company's upcoming general meeting, performance rights in three tranches tied to JORC (2012) inferred mineral resource milestones, as further described in Schedule A (**Performance Rights**).

The Company intends to seek shareholder approval for the Anniversary Shares at a general meeting to be held in or around April 2027.

The Company has, over the last twelve months reviewed several potential projects for acquisition with the objective being to identify a project (or projects) that have previously been explored and offer upside with further exploration. In addition, the Company focussed on projects that were in geographical areas in which exploration could be undertaken during most of the year, unlike previous projects in the Northern Territory where field work was significantly impacted by weather conditions.

Endeavour Project – Project Overview

The Endeavour Project is within the highly prospective Murchison Gold Province, Western Australia. The Murchison Gold Province is host to many significant gold deposits including million-ounce gold camps at Big Bell, Mt Magnet (Hill 50), Cue (Great Fingall, Day Dawn), Comet, Tuckabiana and the greater Meekatharra area. The Project is located approximately 420 km north of Perth, 20 km west of Paynes Find (Figure 1) comprising eight granted Exploration Licences (EL59/2566, EL59/2578, EL59/2581, EL59/2598, EL59/2599, EL59/2601, EL59/3015, EL59/3022) and two granted Prospecting Licences (PL59/2242, PL59/2307).

The tenements overlie the Paynes Find Greenstone Belt comprising basalt, gabbro, felsic volcanic rocks, and interlayered BIF and sedimentary rocks. The stratigraphic sequence observed within the greenstone belt is similar to other gold rich greenstone belts within the Murchison Province.

Historical exploration across the project area has been sporadic targeting base metal (Cu, Ni, PGE), iron ore and gold, extensive deep weathering across the project area has limited historical exploration with some of this work now considered ineffective due to the deep weathering profile.

The immediate focus for the Company will be an area of gold anomalism identified by historical explorers along a NE trending shear zone, the Endeavour Shear Zone. This zone has an interpreted strike of some 10 kilometres and has only been tested by 98 RAB/AC drillholes to an average depth of 45 metres (deepest 96 metres).

On completion of the acquisition, the Company intends to undertake a reconnaissance RC drill program to confirm previous shallow RAB/AC drilling.

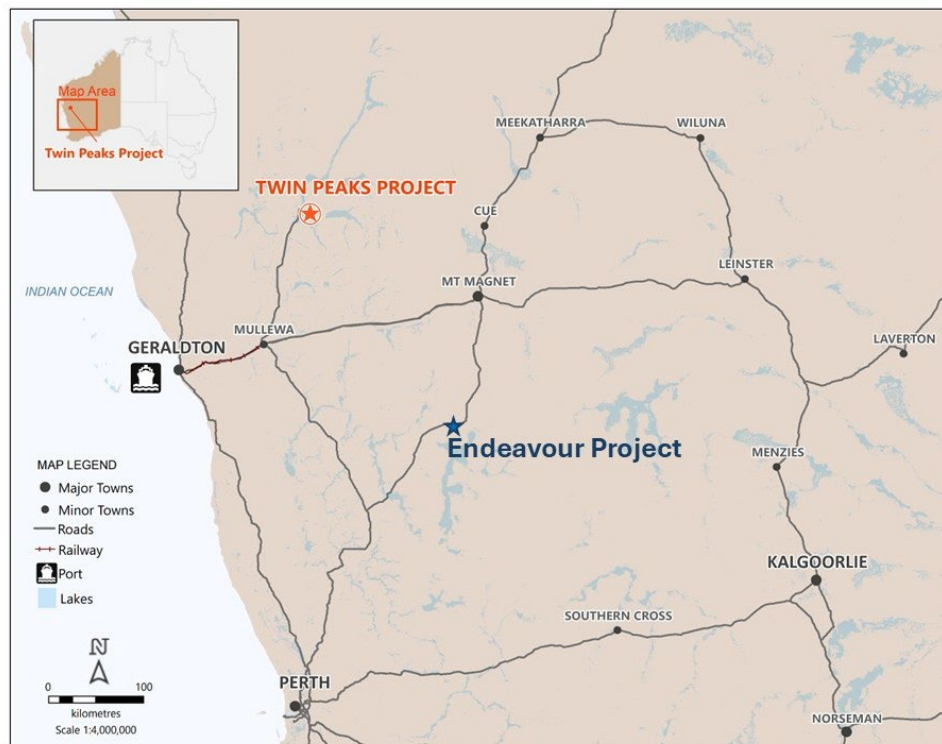


Figure 1: Endeavour Project – Location Plan

Further details of the tenements and the material commercial terms of the proposed acquisition are set out in Schedule A.

Reinstatement to official quotation

The Company has received confirmation from the ASX that, based solely on the information provided, ASX can see no reason why the securities of NTM should not be reinstated to official quotation, subject to compliance with, and satisfaction of, a number of conditions precedent by 18 June 2026 (**Reinstatement Conditions**).

If the Company has not satisfied the Reinstatement Conditions by 18 June 2026, it will be required to re-apply to ASX for confirmation of ASX's requirements for reinstatement of its securities to occur.

ASX retains an absolute overarching discretion not to reinstate NTM's securities to quotation should it fail to comply with the Listing Rules, the spirit of the Listing Rules or be unable to disclose information to the market as requested by ASX or required by Listing Rule 3.1.

A summary of the Reinstatement Conditions is set out in Schedule B of this announcement.

Corporate and operational update

In addition to the above, the Company is pleased to provide an update on its corporate and operational activities.

Corporate

- **Entitlement Offer**

As set out in Schedule B, a condition precedent to reinstatement to official quotation on the ASX is that the Company announces the completion of a non-renounceable entitlement offer to raise no less than A\$810,000.

The Company proposes to undertake an entitlement offer of 2 new Shares for every 5 Shares held at an issue price of \$0.002 to raise up to approximately \$968,722.

- **Capital Reconstruction**

Subject to shareholder approval to be sought at the upcoming general meeting and following completion of the proposed entitlement offer, the Company intends to undertake a consolidation of capital on the indicative basis of 1 share for every 15 shares held.

The effect which the Consolidation will have on the Company's capital structure is set out in the table below.

	SHARES	PERFORMANCE RIGHTS
Pre-Consolidation	1,210,902,915	115,000,000
Consideration Shares and Performance Rights to be issued pursuant to the Slipstream Term Sheet	150,000,000	400,000,000
Sub-total	1,360,902,915	515,000,000
Post Consolidation	90,726,861	34,333,334

Notes:

1. Assumes no Shares are issued (including on the conversion of convertible securities).
2. Subject to rounding of fractional entitlements.
3. The Company may seek shareholder approval at its upcoming general meeting to issue further securities other than those set out in the table above. Any such securities have not been included in the figures presented in the table above.

- **Indicative timetable**

Below is an indicative timetable of key dates in the reinstatement process, including those pertaining to the entitlement offer, as well as key dates relating to the proposed consolidation:

<i>Prior to reinstatement</i>	
Dispatch notice of general meeting	Wednesday, 22 April 2026
Lodgement of Prospectus with the ASIC	Friday, 24 April 2026
Lodgement of Prospectus and Appendix 3B with ASX	Friday, 24 April 2026

Ex date	Wednesday, 29 April 2026
Record Date for determining Entitlements	Thursday, 30 April 2026
Offer opening date, Prospectus sent out to Shareholders and Company announces this has been completed	Tuesday, 5 May 2026
Last day to extend the Closing Date	Monday, 18 May 2026
Closing Date of Entitlement Offer as at 5:00pm	Thursday, 21 May 2026
General meeting²	Friday, 22 May 2026
Issue date and lodgement of Appendix 2A with ASX applying for quotation of Consideration Shares³	Monday, 25 May 2026
Issue date and lodgement of Appendix 3G in respect of Performance Rights³	Monday, 25 May 2026
ASX notified of under subscriptions under Entitlement Offer	Wednesday, 27 May 2026
Issue date and lodgement of Appendix 2A with ASX applying for quotation of Entitlement Offer Shares	Thursday, 28 May 2026
Quotation of Shares issued under the Entitlement Offer	Friday, 29 May 2026
<i>Following completion of the Entitlement Offer⁴</i>	
Company announces Effective Date of Consolidation	Friday, 29 May 2026
Effective Date of Consolidation	Monday, 1 June 2026
Last day for pre-Consolidation trading	Tuesday, 2 June 2026
Post-Consolidation trading commences on a deferred settlement basis	Wednesday, 3 June 2026
Record Date for the Consolidation	Thursday, 4 June 2026
First day for the Company to update its register and send holding statements to security holders reflecting the change in the number of Securities they hold	Friday, 5 June 2026
Last day for the Company to update its register and to send holding statements to security holders reflecting the change in the number of Securities they hold and to notify ASX that this has occurred	Friday, 12 June 2026

Notes:

1. The above timetable is indicative only and subject to change. Subject to the Corporations Act, the ASX Listing Rules and other applicable laws, the Directors reserve the right to vary these dates, including to extend the Entitlement Offer Closing Date, by giving at least 3 Business Days' notice to ASX before the Entitlement Offer Closing Date. Any extension of the Entitlement Offer Closing Date will have a consequential effect on the anticipated date that the Shares issued under the Entitlement Offer will commence trading on ASX.
2. As set out throughout this announcement, the Company intends to seek shareholder approval to ratify the agreement to issue the consideration shares, approve the issue of performance rights and approve the consolidation of securities.

3. Subject to the Company obtaining shareholder approval at the upcoming general meeting, the Company intends to issue the consideration shares and performance rights to the shareholders of Slipstream pursuant to the Term Sheet whilst the Entitlement Offer is open, such that the consideration shares and performance rights will be cleansed by the Prospectus in accordance with section 708A of the Corporations Act.
4. Completion of the consolidation is not a condition to the Company's reinstatement to the official quotation.

- **Golden Horse Minerals Ltd**

In September 2025, the Company announced the completion of the sale of the Redbank/Wollogorang Copper Project to Golden Horse Minerals Ltd (ASX:GHM) (ASX: 5 September 2025 – Sale of Redbank/Wollogorang Copper Project). Consideration received by NTM for the sale was \$1.000 million and 4.634 million CHES Depository Interests (**CDIs**) in GHM.

The Company disposed of circa 2.082 million CDIs in late 2025 and has subsequently disposed of the balance, 2.552 million, in March 2026. The total proceeds from these disposals were \$2.813 million (\$0.607 per CDI). These funds have been utilised as working capital by the Company.

Operational

The Company has recently progressed geological review across its current projects, Twin Peaks in Western Australia and Finniss River in the Northern Territory and continues to review external potential opportunities that have the potential to deliver shareholder value.

At the Twin Peaks Project (WA), the Company has been reviewing historical geological and geophysical data across the project area. This review is expected to be completed early in the June quarter of 2026, with an update to follow shortly thereafter. Exploration planning will commence upon completion of the review, with field-based activities scheduled for late in the June quarter.

At the Finniss River Critical Minerals Project (NT), the Company has initiated a review of government-generated regional gravity data released in October 2025. This data will be integrated with existing geological interpretations to guide a reconnaissance geochemical sampling program across areas of interest within exploration licences EL33160 and EL33161. Due to the above average rainfall encountered during the wet season and continued heavy rainfall across the region, the sampling program has been scheduled for late in the September quarter of 2026.

Further details regarding the Company's operations will be disclosed to the market in accordance with the Company's continuous disclosure obligations.

Next steps

The Company has commenced preparation of the notice of meeting required in connection with the issue of the consideration shares and performance rights under the Slipstream acquisition and the proposed consolidation of capital. The Company has also commenced preparation of the prospectus for the Entitlement Offer. Further details will be announced in due course.

-ENDS-

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Disclaimer

This announcement contains certain forward-looking statements. Forward looking statements include but are not limited to statements concerning NT Minerals Limited's ('NTM's) planned exploration program and other statements that are not historical facts including forecasts, production levels and rates, costs, prices, future performance, or potential growth of NTM, industry growth or other trend projections. When used in this announcement, the words such as "could", "plan", "estimate", "expect", "intend", "may", "potential", "should", and similar expressions are forward-looking statements. Such statements are not a guarantee of future performance and involve unknown risks and uncertainties, as well as other factors which are beyond the control of NTM. Actual results and developments may differ materially from those expressed or implied by these forward-looking statements depending on a variety of factors. Nothing in this announcement should be construed as either an offer to sell or a solicitation of an offer to buy or sell securities.

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Schedule A: Material Terms of Paynes Find Project acquisition
Tenements:

TENEMENT	HOLDER	GRANT DATE	EXPIRATION DATE	AREA
E 59/2566	Slipstream Paynes Find Pty Ltd	30/08/2021	29/08/2026	11 BL
E 59/2578	Slipstream Paynes Find Pty Ltd	18/03/2022	17/03/2027	1 BL
E 59/2581	Slipstream Paynes Find Pty Ltd	31/01/2022	30/01/2027	26 BL
E 59/2598	Slipstream Paynes Find Pty Ltd	30/08/2021	29/08/2026	14 BL
E 59/2599	Slipstream Paynes Find Pty Ltd	23/11/2021	22/11/2026	9 BL
E 59/2601	Slipstream Paynes Find Pty Ltd	15/03/2022	14/03/2027	2 BL
P 59/2242	Slipstream Paynes Find Pty Ltd	26/08/2020	25/08/2028	71.22 HA
P 59/2307	Slipstream Paynes Find Pty Ltd	4/10/2021	3/10/2029	120.64 HA
E59/3015	Slipstream Paynes Find Pty Ltd	24/10/2025	23/10/2030	16BL
E59/3022	Slipstream Paynes Find Pty Ltd	5/11/2025	4/11/2030	19BL

Material Terms of Acquisition:
Consideration

Under the Term Sheet, the consideration payable by NTM for the acquisition comprises:

- (a) At settlement:
 - (i) A\$25,000 in cash; and
 - (ii) \$300,000 worth of Shares calculated at \$0.002 per share (**Consideration Shares**);
- (b) subject to NTM shareholder approval:
 - (i) within 5 business days of the date that is 12 months from the execution date of the Term Sheet (**the First Anniversary Date**), \$300,000 worth of Shares at a deemed issue price of \$0.002 (on a pre-consolidation basis) (**Anniversary Shares**);
 - (ii) 50,000,000 performance rights (on a pre-consolidation basis) which will vest and be convertible into Shares, subject to the Company releasing an announcement to the ASX announcing the achievement of a JORC Code (2012 Edition) (**JORC**) defined Inferred Mineral Resource of either no less than 50,000oz Au-equivalent

or at least 5Mt @ 0.75% total rare earth oxide (**TREO**) in hard rock or 0.025% TREO in clay within the Tenements (**Tranche A Performance Rights**);

- (iii) 100,000,000 performance rights (on a pre-consolidation basis) which will vest and be convertible into Shares, subject to the Company releasing an announcement to the ASX announcing the achievement of a JORC defined Inferred Mineral Resource of either no less than 100,000oz Au-equivalent or of at least 10Mt @ 0.75% TREO in hard rock or 0.025% TREO in clay within the Tenements (**Tranche B Performance Rights**); and
- (iv) 250,000,000 performance rights (on a pre-consolidation basis) which will vest and be convertible into Shares, subject to the Company releasing an announcement to the ASX announcing the achievement of a JORC defined Inferred Mineral Resource of either no less than 250,000oz Au-equivalent or of at least 20Mt @ 0.75% TREO in hard rock or 0.025% TREO in clay within the Tenements (**Tranche C Performance Rights**).

The Performance Rights expire on the date that is five (5) years from the date of their issue.

As set out above, the issue of all Performance Rights is subject to NTM Shareholder approval prior to settlement. If NTM shareholder approval is obtained for the Performance Rights, the Consideration Shares and all Performance Rights will be issued at settlement.

Settlement

Settlement is conditional on:

- NTM obtaining any necessary shareholder, statutory and regulatory approvals and/or waivers required to complete the Acquisition and to perform obligations under the Acquisition Agreement including seeking shareholder approval to issue Shares contemplated under the Acquisition Agreement;
- Receiving confirmation from the ASX that it has no objection in relation to the Reinstatement Conditions having been satisfied and that, other than completion of the Slipstream acquisition, there are no further outstanding reinstatement requirements; and
- completion of financial, legal and technical due diligence by NTM to its reasonable satisfaction, with the conditions required to be satisfied or waived by 18 June 2026.

Expenditure

Following Settlement, NTM has agreed to spend at least A\$500,000 per year for 3 years on exploration programs at the Tenements.

The Term Sheet also contains customary provisions for a transaction of this nature, including warranties, exclusivity, maintenance of the status quo pending Settlement, and restrictions on the vendors and their associates acquiring competing mineral interests.

Schedule B: Reinstatement Conditions

The Company has received written confirmation from ASX that, based solely on the information provided, ASX can see no reason why the securities of NTM should not be reinstated to Official Quotation, subject to compliance with the following conditions precedent:

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- a) NTM announcing the completion of the acquisition of Slipstream (which holds tenements in Western Australia (**Slipstream Assets**) including satisfaction of all the conditions precedent (not waived) in the acquisition agreement.
 - b) NTM announcing the completion of the non-renounceable entitlement offer of 1 new share for every 3 shares held to raise no less than A\$810,000 (**Entitlement Offer**).
 - c) NTM demonstrating to ASX that, at the time of reinstatement, it will be funded for a minimum of 12 months. NTM to provide a pro forma statement of financial position following the completion of the Entitlement Offer.
 - d) NTM releasing any required prospectuses or cleansing notices for issues of securities made during the period in which it was suspended from Official Quotation (including the securities issued pursuant to the Entitlement Offer).
 - e) NTM demonstrating compliance with Listing Rule 12.1 to the satisfaction of ASX, including announcing:
 - i) an update on the current on-field exploration activities being undertaken at its Finnis Creek and Twin Peaks projects (**Existing Assets**) including a detailed use of funds for a period of not less than 12 months;
 - ii) its proposed exploration activities and detailed use of funds for a period not less than 12 months at the Slipstream Assets; and
 - iii) that there are no legal, regulatory or contractual impediments to NTM undertaking its activities the subject of its proposed use of funds on its Existing Assets and Slipstream Assets.
 - f) Payment of all ASX fees, including listing fees, applicable and outstanding (if any).
 - g) Lodgement of Director's interest notices, being either Appendix 3Xs, 3Ys or 3Zs, as required.
 - h) Lodgement of all outstanding Appendices 2A, 3B and 3G (if any) with ASX for issues of new securities.
 - i) Lodgement of all outstanding periodic or quarterly reports (if any) required to be lodged under Chapters 4 and 5 of the Listing Rules, and any other outstanding documents required by Listing Rule 17.5.
 - j) Provision of the following documents, in a form suitable for release to the market:
 - i) Upon completion and settlement of the Entitlement Offer that NTM will lodge the following to MAP:
 - (1) A statement setting out the names of the 20 largest holders of each class of securities to be quoted, including the number and percentage of each class of securities held by those holders;
 - (2) A distribution schedule of the numbers of holders in each class of security to be quoted, setting out the number of holders in the following categories.
 - 1 - 1,000
 - 1,001 - 5,000
 - 5,001 - 10,000
 - 10,001 - 100,000
 - 100,001 and over
 - k) Any further documents and confirmations that ASX may determine are required to be released to the market as pre-reinstatement disclosure.

- l) A statement confirming that NTM is in compliance with the Listing Rules, and in particular, Listing Rule 3.1.
- m) Any other information required or requested by ASX, including but not limited to, in relation to any issues that may arise from ASX's review of:
- i) the pro forma statement of financial position;
 - ii) the prospectus; and
 - iii) the information provided by NTM as pre-reinstatement disclosure, or to satisfy any of the above conditions to reinstatement.
- 2) If other material facts come to light following this decision or should there be any change to the proposed activities and the Entitlement Offer, ASX reserves the right to withdraw this decision, amend the conditions or impose further conditions on the Company's reinstatement to quotation.

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