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$5.18 million strategic investment from Xingye at 5.3 cents

Tartana Minerals Limited (ASX: TAT) (**Tartana** or the **Company**) is pleased to announce it has entered into a Placement Agreement with Xingye Gold (Hong Kong) Mining Company Ltd (**Xingye**), a wholly owned subsidiary of Inner Mongolia Xingye Silver & Tin Mining Company Ltd (SZ: 000426).

Highlights:

- Strategic cornerstone investment by Xingye, an established international mining group with substantial global mining, operational and investment experience, at $0.053 per share
- The issue price represents a significant 165% premium to the Company's last traded price of $0.02 and a 112% premium to the 15-day VWAP
- Xingye to hold 19.99% of the Company's issued capital following the completion of the two tranches, which will see approx. $5.18 million raised from Xingye
- Funds to be expended towards a rapid expansion of the Company's exploration activities, with technical and operational support from Xingye
- Completion remains conditional on due diligence by Xingye, which will commence immediately, as well as various regulatory approvals

Commenting on Xingye's proposed investment, Executive Chairman of Tartana, Mr Sonny Didugu, said:

> "This cornerstone investment by Xingye is a strong endorsement of the quality of Tartana's exploration portfolio. Securing a major international mining group to become our largest shareholder and a long-term strategic partner — at a substantial premium to our market price — provides both the capital and technical capability to accelerate exploration across our silver and tin projects, such as Nightflower and Montalbion, as well as expanding our copper, zinc and gold resource base.
>
> "I am excited to welcome Xingye as a key strategic partner and look forward to working closely with its team over the coming weeks as they commence due diligence and begin evaluating the many opportunities within our project portfolio."

Mr Shucheng Zhang, CEO of Inner Mongolia Xingye Silver & Tin Mining Company Ltd added:

> "We are excited to partner with Tartana and believe the Company has assembled an exceptional portfolio of tin, silver, copper, zinc and gold assets in Australia, the best tier one jurisdiction in the world. We look forward to applying our technical expertise and operational experience alongside the Tartana team as we progress due diligence and explore opportunities to accelerate the development of its projects."

Overview of the Transaction

Under the Placement Agreement, Xingye has agreed to subscribe for new shares in Tartana at $0.053 per Share across two tranches, raising a total of $5,182,686 (the **Placement**).

Tranche 1 is expected to be 43,460,678 shares, raising $2,303,416 to take Xingye's voting interest in the Company to ~9.99%. Tranche 2 is expected to be 54,325,847 shares, raising $2,879,269, to take Xingye's voting interest in the Company to ~19.99%.

Completion of each tranche is subject to conditions customary for transactions of this nature, including:

- receipt of Chinese regulatory approvals required by Xingye;
- in relation to Tranche 2 only, receipt of FIRB approval;
- any required regulatory, shareholder, or other approvals of Tartana;
- no material adverse change and no material occurrence on customary terms; and
- satisfaction of due diligence by Xingye on Tartana.

All conditions must be satisfied by 16 November 2026.

Due diligence will commence immediately. Each party has agreed to use reasonable endeavours to satisfy the conditions as soon as practicable, with a sunset date of four months from the date of the Placement Agreement (or as extended by agreement).

The number of shares to be issued in the Placement may be adjusted for any future issues of securities by Tartana such that the resultant voting power is as disclosed above. The Company expects to complete both issuances under the Company's ASX Listing Rule 7.1 and 7.1A capacity.

The issue price represents a significant 165% premium to the Company's last traded price of $0.02 and a 112% premium to the 15 day VWAP.

The Company has committed to applying Placement proceeds predominantly towards exploration at specific projects, including Nightflower (silver), Montalbion (silver), and the Tartana Mining Leases (copper and zinc). The Company also intends to explore the application of the Placement proceeds towards exploration for tin in the broader Montalbion district including at Victoria Amalgamated, Daisy Bell, De Wett, Comeno, and Lady Agnes, amongst others. Funds are not intended to be expended towards Copper Sulphate production activities.

This Placement Agreement formalises the indicative proposal disclosed to ASX on 10 July 2026.

A strategic, technical, and operational partnership

As a highly successful operator, Xingye brings deep operating expertise and a track record of taking projects from exploration to production.

The Placement Agreement establishes a long-term strategic relationship under which Xingye may at its own cost, provide geologists to work alongside Tartana's team on exploration strategy, geological modelling, drill planning, and field execution across the Company's projects.

Following completion of Tranche 1 and obtaining FIRB approval, Xingye may also nominate one or two directors to the Board, depending on the number of directors at that time.

A summary of the material terms of the Placement Agreement is set out at Annexure A.

Termination rights in relation to EGM outcome

Xingye also has the right to immediately terminate the Placement Agreement should shareholders of the Company resolve at the 17 August 2026 Extraordinary General Meeting (the **EGM**) to remove Michael Thirnbeck (Resolution 4), Kiara Wang (Resolution 5), and Sonny Didugu (Resolution 6), as directors of the Company. Xingye has further committed that should any placement shares be issued before the EGM, Xingye will not vote such shares at the EGM.

ENDS

This announcement has been approved for release by the Executive Chairman, with the authority of the Continuous Disclosure Committee of Tartana Minerals Limited (ASX:TAT).

Further Information:

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About Tartana Minerals (ASX: TAT)

Tartana Minerals Limited is an Australian explorer and project developer focused on the exploration and development of critical and strategic metals in the Chillagoe region of Far North Queensland. The Company's portfolio includes mining leases and exploration tenements prospective for copper, gold, silver, antimony, zinc and tin, together with its Copper Sulphate operation.

Tartana is focused on disciplined capital allocation, systematic exploration and the responsible development of its asset portfolio to maximise long-term shareholder value.

About Inner Mongolia Xingye Silver & Tin Mining Company Ltd

Inner Mongolia Xingye Silver & Tin Mining Company Ltd (Shenzhen Stock Code: 000426) is located in Chifeng City, Inner Mongolia, known as the hometown of China's non-ferrous metals. It is a large mining company engaged in metal mineral exploration and development.

The company has diverse mineral resources and large reserves of non-ferrous polymetallic mines in China, mainly for silver and tin. Its main products include lead, zinc, copper, iron, tin, bismuth, tungsten, antimony, silver, and other non-ferrous, precious, and black metals.

Summary of Material Terms of Placement Agreement

Parties	**Company**: Tartana Minerals Limited (ACN 111 398 040) **Subscriber**: Xingye Gold (Hong Kong) Mining Company Limited
Key metrics	Assuming the number of shares on issue does not change: - Subscription price: A$0.053 per Share - Tranche 1 placement shares: 43,460,678 - Tranche 2 placement shares: 54,325,847 - Total amount raised: A$5,182,686 (assuming all conditions satisfied) Placement share calculation mechanics - Total placement shares: the number of Shares equal to 20% of the total number of shares on issue immediately following Completion in relation to Tranche 2 (rounded down) - Tranche 1 placement shares: number of Shares equal to 10% of the total number of shares on issue immediately following Completion in relation to Tranche 1 (rounded down) - Tranche 2 placement shares: the balance of the total number of placement shares less the number of Tranche 1 shares
Conditions Precedent	The completion is conditional on: - the Subscriber obtaining FIRB approval in relation to Tranche 2 - the Subscriber obtaining the Chinese Regulatory Approvals in relation to each Tranche - the Subscriber and Company respectively obtaining other regulatory approvals required under each Tranche - the Subscriber's due diligence investigations being satisfactory to the Subscriber - No Material Adverse Change (e.g. an event resulting in a material reduction of the Company's net consolidated assets) - No Material Occurrences (e.g. securities issues, disposal of material assets and related party transactions). If the conditions are not satisfied or waived within four months of signing, either party may terminate the agreement.
Conduct of business restrictions	Standard restrictions apply prior to completion of Tranche 2, requiring that the Company's business is conducted in the ordinary course. The Company cannot dispose of any interest in Queensland Strategic Metals Pty Limited or its projects without the Subscriber's consent. Following Tranche 2 completion, this right continues only while the Subscriber maintains a holding of at least 9.5% in the Company (**9.5% Requirement**). Rights subject to this threshold requirement are suspended if the holding falls below 9.5% (subject to certain dilution exceptions) and lapse if the suspension continues for more than nine months.
Application of funds	The Company must use reasonable endeavours to ensure that the subscription funds are expended predominantly towards specified drilling activities and general operations to advance its projects.
Board appointment rights	From completion of Tranche 1 and satisfaction of the FIRB condition, the Subscriber is entitled to appoint one Director (where the number of other Directors is three or fewer) or two Directors (where the number of other Directors is four or more).This right is subject to the 9.5% Requirement. Until it has appointed a Director, the Subscriber may appoint an observer to attend Board meetings.
Geologist appointment rights	Subject to the ongoing 9.5% Requirement, the Subscriber is entitled to nominate suitably qualified geologists to consult with the Company on its projects (at the Subscriber's cost and subject to the Company approving the nominated geologist).
Further capital raisings	Subject to the 9.5% Requirement continuing to apply, the Subscriber will have a right of first refusal and participation rights for future equity raisings following completion of Tranche 1. The Subscriber also has a right of first refusal for providing debt funding until the completion of Tranche 2.
Company and Subscriber representations and warranties	The Company and Subscriber each provide standard warranties. The Company also provides an indemnity to the Subscriber for loss arising from any of the Company warranties not being true, or being misleading in a material respect, up to the aggregate subscription amount.
Termination	In addition to standard mutual termination rights, the Subscriber may elect to terminate the agreement immediately by written notice to the Company if shareholders of the Company vote at the 17 August 2026 EGM to remove Sonny Didugu, Kiara Wang and Michael Thirnbeck as Directors.
Voting at EGM	If any placement shares are issued on or before the voting cut-off time for the EGM on 17 August 2026, the Subscriber undertakes not to vote such Placement Shares at the EGM.