

## ASX Announcement

# PROPOSED CONSOLIDATION OF CAPITAL AND UNMARKETABLE PARCEL SHARE SALE FACILITY

Strategic Energy Resources Limited (ASX: SER) (**Company**) advises that it intends to undertake a restructure of the Company's share register by:

- establishing a share sale facility (**Facility**) for shareholders who hold a parcel of fully paid ordinary shares in the Company (**Shares**) with a market value of less than \$500, each a **Less than Marketable Parcel (LMP)** (also referred to as "unmarketable parcels"); and
- seeking shareholder approval to consolidate its issued capital on a one (1) for twenty (20) basis (**Consolidation**).

### Unmarketable Parcel Share Sale Facility

The Company is providing the Facility, under clause 5.5 of the Company's Constitution and rule 15.13 of the ASX Listing Rules, to enable LMP Holders the opportunity to sell their Shares without having to act through a broker or incurring any brokerage or handling costs that would otherwise make the sale of their shares uneconomic or difficult. The Company will pay all costs associated with the sale and transfer of Shares through the Facility (excluding any tax consequences of the sale, which will be the responsibility of relevant shareholders).

The Company expects the sale of the unmarketable parcels through the Facility will also benefit the Company, as it is expected to reduce administrative costs, including printing and mailing costs and share registry expenses associated with maintaining a large number of very small holdings.

In accordance with the Company's Constitution and the ASX Listing Rules, the attached letter and share retention form (**Share Retention Form**) will be sent to all LMP Holders on the Record Date.

LMP Holders wishing to take advantage of the Facility and have their shares sold by the Company **do not** need to take any action. LMP Holders who wish to retain their Shares must "opt-out" of the Facility by returning their duly completed Share Retention Form to the Company's share registry (MUFG Corporate Markets (AU) Limited) in accordance with the instructions on the Share Retention Form, by no later than 5.00pm (AEDT) on Friday, 27 March 2026 (**Closing Time**). Any shareholder who holds unmarketable parcels and does not return a duly completed Share Retention Form by the Closing Time will their Shares sold through the Facility.

The key dates in relation to the Facility are set out below:

EVENT	DATE
Record Date	9 February 2026
Announcement of Unmarketable Parcel Share Sale Facility	12 February 2026
Letter and Share Retention Form sent to LMP Holders	13 February 2026
Closing Time for receipt of completed Share Retention Forms	5.00pm (AEDT), Friday, 27 March 2026



The Company reserves the right to change any of the dates referred to in this announcement or the attached letter and Share Retention Form, or to vary, cancel or delay the Facility or the sale of Shares at any time before Shares are sold, by making an announcement to ASX.

The Company does not provide any recommendations or provide advice as to whether LMP Holders should sell or retain their Shares. If you need help deciding what to do, or if you require information regarding the financial, legal or tax consequences of participating in the LMP Facility, you should consult your suitably qualified legal, financial or taxation adviser.

The sale price of the Less than Marketable Parcels will be based on the volume weighted average price (VWAP) of the 20 trading days prior to the Record Date. The market price of Shares is subject to change and current information on the price of Strategic Energy Resources Limited's Shares is available on the ASX website <https://www.asx.com.au/markets/company/SER>, under the Company's ASX ticker code: SER.

If shareholders have any queries about the operation of the Facility, please contact MUFGE Corporate Markets (AU) Limited on 1300 554 474 (within Australia) or +61 1300 554 474 (outside Australia) or consult your professional advisers.

## Consolidation of Capital

The Company will seek Shareholder approval at an extraordinary general meeting to be held on Monday, 16 March 2026 to consolidate its issued capital on a one (1) for twenty (20) basis.

In accordance with ASX Listing Rule 7.21 and 7.22, all options currently on issue will be consolidated in the same ratio as shares, with the exercise price of the options increasing in inverse proportion to the consolidation ratio.

The Consolidation will apply equally to all shareholders and, as such, all shareholders' proportional interests in the Company's issued capital will remain unchanged (other than minor variations resulting from rounding of fractional shareholdings). Fractions of shares or options resulting from the Consolidation will be rounded up to the nearest whole number.

INDICATIVE CAPITAL STRUCTURE	SHARES	OPTIONS
Current issued capital (on a pre-Consolidation basis)	1,113,933,331	241,225,000
Post 20:1 Consolidation of Securities	55,696,667	12,061,250

If approved by shareholders, the Consolidation will be implemented in accordance with the below indicative timetable:

EVENT	DATE
Announcement of Consolidation and release of ASX Appendix 3A.3.	Thursday, 12 February 2026
Despatch of Notice of Extraordinary General Meeting.	Friday, 13 February 2026
Shareholder approval at Extraordinary General Meeting and notification to ASX that the Consolidation is approved.	Monday, 16 March 2026
Effective Date of the Consolidation.	Wednesday, 1 April 2026
Last day for trading pre-Consolidation securities	Thursday, 2 April 2026
Trading in post-Consolidation securities commences on a deferred settlement basis.	Tuesday, 7 April 2026
Record Date for Consolidation.	Wednesday, 8 April 2026



EVENT	DATE
Announcement of Consolidation and release of ASX Appendix 3A.3.	Thursday, 12 February 2026
Despatch of Notice of Extraordinary General Meeting.	Friday, 13 February 2026
Last day for Company to register transfers on a pre-Consolidation basis.	
Registration of securities on a post-Consolidation basis. First day to send new Holding Statements.	Thursday, 9 April 2026
Deferred settlement trading ends. Last day to update register and send new Holding Statements to security holders and to notify the ASX that this has occurred.	Tuesday, 14 April 2026
Normal trading in post-Consolidation securities commences.	Wednesday, 15 April 2026

*Subject to the Listing Rules, the timetable above may be changed at the discretion of the Board or as required by the ASX.*

For further information on the Consolidation, please refer to the Company's Notice of Extraordinary General Meeting to be released to the ASX on or about 13 February 2026.

This announcement is authorised by the Strategic Energy Resources Limited Board.

For further information, please contact:

**Mr Mathew Watkins**

*Company Secretary*

**T** +61 3 9692 7222

**E** [info@strategicenergy.com.au](mailto:info@strategicenergy.com.au)

**W** [www.strategicenergy.com.au](http://www.strategicenergy.com.au)

**- ENDS -**

Dear Shareholder,

**Strategic Energy Resources Limited (ACN 051 212 429) (Strategic Energy or the Company) (ASX:SER)  
– Share Sale Facility for holders of Less than Marketable Parcels**

Strategic Energy is pleased to advise that the Company has established a share sale facility (**Facility**) for shareholders who hold a parcel of fully paid ordinary shares in the Company (**Shares**) with a market value of less than \$500 as at the close of trading on Monday, 9 February 2026 (**Record Date**) (each a **Less than Marketable Parcel**, also referred to as “unmarketable parcels”).

Based on the price of Shares on the close of trading on the Record Date of \$0.007, a holding of 71,428 Shares or less constitutes a Less than Marketable Parcel.

As the Directors of the Company recognise that Less than Marketable Parcels can be difficult or expensive to sell, the Company is offering the Facility to enable shareholders who hold a Less than Marketable Parcel (**LMP Holders**) to sell their Shares without having to act through a broker or pay brokerage or handling fees. The Company will pay all costs associated with the sale and transfer of Shares through the Facility (excluding any tax consequences of the sale, which will be the responsibility of the relevant shareholders).

The sale of Less than Marketable Parcels through the Facility will also benefit the Company, as it is expected to significantly reduce the administrative costs associated with maintaining a large number of small shareholders on the Company’s share register.

Strategic Energy has the ability to establish the Facility and facilitate the sale of Less than Marketable Parcels under clause 5.5 of the Company’s Constitution (**Constitution**) and rule 15.13 of the ASX Listing Rules. The sale price of the Less than Marketable Parcels will be based on the volume weighted average price (VWAP) of the 20 trading days prior to the Record Date.

**Why are you receiving this letter?**

Our records indicate that you held a Less than Marketable Parcel based on the price of Shares of \$0.007 price as at close of trade on the Record Date. Unless you advise the Company by 5.00pm (AEDT) on Friday, 27 March 2026 (**Closing Time**) that you do **NOT** wish to sell your Shares, the Company intends to sell your Shares through the Facility in accordance with clause 5.5 of the Company’s Constitution (**Constitution**) and rule 15.13 of the ASX Listing Rules.

To advise the Company that you do **NOT** wish to sell your Shares, you must complete the share retention form (**Share Retention Form**) enclosed with this letter and return it to the Company’s share register, MUFG Corporate Markets (AU) Limited, in accordance with the instructions on the Share Retention Form, prior to the Closing Time.

If, at the Closing Date, the value of your Shares has increased such that you no longer have a Less than Marketable Parcel (e.g. due to an increase in the market price of Shares or the number of Shares you hold), your Shares will **NOT** be sold.

If you have multiple holdings of Shares which, if aggregated, would not constitute a Less than Marketable Parcel, you may contact MUFG Corporate Markets (AU) Limited at 1300 554 474 (within Australia) or +61 1300 554 474 (outside Australia) to amalgamate your holdings. In these circumstances, your Shares will not be sold.

Please also note that pursuant to clause 5.5(f) of the Company’s Constitution and rule 15.13.5 of the ASX Listing Rules, the Company will not sell your Shares in the event that a third party announces a takeover offer for the Company.

In accordance with its continuous disclosure obligations, the Company may release information to the ASX which may affect our decision as to whether you wish to sell or retain your Shares. If such information is released, it will be published on the ASX website ([www.asx.com.au](http://www.asx.com.au) ASX code: SER) and on the Company’s website ([www.strategicenergy.com.au](http://www.strategicenergy.com.au)).

You should be aware that the fact that your holding of Shares is described in this letter as a “less than marketable parcel” does not mean that you cannot sell your Shares at any time. The use of the term “less than marketable parcel” is to identify the value of Shares which are eligible for sale through the Facility.

### What do you need to do?

As a holder of a Less than Marketable Parcel as at the Record Date, your options are described below:

#### 1. Sell your Less than Marketable Parcel

If you **WISH TO SELL** your Shares through the Facility, you should **TAKE NO ACTION**. By refraining from taking any action, you will be deemed to have irrevocably appointed the Company as your agent to:

- (a) sell, or procedure the sale of, all of your Shares at a price to be determined, without any costs being incurred by you; and
- (b) deal with the proceeds of the sale as set out in this letter (for more information about the payment of the sale proceeds through MUFG Corporate Markets (AU) Limited, please refer to Question 9 of the **enclosed** Terms and Conditions).

Payment for your Shares will be remitted to you by MUFG Corporate Markets (AU) Limited on behalf of the Company as soon as practicable, following settlement of the sale of all Shares sold through the Facility.

#### 2. Retain your Less than Marketable Parcel

If you **DO NOT WISH TO SELL** your Less than Marketable Parcel, you **MUST OPT-OUT** of the Facility by completing and returning the **enclosed** Share Retention Form in accordance with the instructions on the Share Retention Form so that it is received by MUFG Corporate Markets (AU) Limited prior to the Closing Time.

### Key dates

The key dates in relation to the Facility are set out below:

EVENT	DATE
Record Date	9 February 2026
Announcement of Sale Facility	12 February 2026
Notice and Share Retention Form sent to LMP Holders	13 February 2026
Closing Time for receipt of completed Share Retention Forms	5.00pm (AEDT), Friday, 27 March 2026

The Company reserves the right to change any of the dates referred to in this letter or the **enclosed** Terms and Conditions or Share Retention Form, or to vary, cancel or delay the Facility or sale of your Shares at any time before your Shares are sold, by making an announcement to the ASX.

The Company does not provide any recommendation or advice as to whether you should sell or retain your Shares.

**Enclosed** are the Terms and Conditions relating to the Facility which answer questions that you may have with respect to the sale of Less than Marketable Parcels. **These Terms and Conditions are important. If you are in doubt about what to do, you should consult your legal, financial or taxation adviser.**

If you have any other questions about the operation of the Facility, please contact MUFG Corporate Markets (AU) Limited on 1300 554 474 (within Australia) or +61 1300 554 474 (outside Australia) between the hours of 8:30am and 7:30pm (AEDT).

**Yours faithfully,**



**Mathew Watkins**  
**Company Secretary**  
**Strategic Energy Resources Limited**

**Strategic Energy Resources Limited (ABN 14 051 212 429)  
Share Sale Facility for Less than Marketable Parcels ("Facility")  
Terms and Conditions**

**1. What is a Less than Marketable Parcel?**

A Less than Marketable Parcel is a holding of fully paid ordinary shares in Strategic Energy Resources Limited (**Shares**), (**Company**) that is valued at less than \$500. Based on the closing price of Shares on Monday, 9 February 2026 (**Record Date**) of \$0.007, this is equivalent to a holding of 71,428 Shares or less.

**2. Why has the Facility been established?**

The Company has decided to establish the share sale facility (**Facility**) to enable you to sell your Less than Marketable Parcel without incurring brokerage or handling costs that could otherwise make a sale of your Less than Marketable Parcel uneconomic or difficult. The sale of Less than Marketable Parcels through the Facility will also enable the Company to reduce administrative costs associated with maintaining a large number of relatively small holdings of Shares.

**3. Why have I received this letter?**

You have received this letter because our records indicate that you held a Less than Marketable Parcel of Shares based on the price of Shares of \$0.007 as at close of trade on the Record Date.

**4. What do I need to do to sell my Shares?**

If you wish to sell your Shares, you should **TAKE NO ACTION**. Your Shares will be sold through the Facility unless a duly completed Share Retention Form in respect of your Shares is received by the Company's Share Registry (MUFG Corporate Markets (AU) Limited) before 5:00pm (AEDT) on Friday, 27 March 2026 (**Closing Time**) in accordance with the instructions on the Share Retention Form. A Share Retention Form is **enclosed** with this letter.

**5. What if I do not wish to sell my Less than Marketable Parcel?**

If you do not wish to sell your Shares, you **MUST OPT OUT** of the Facility by completing and returning the **enclosed** Share Retention Form to the address provided in the Share Retention Form so that it is received by MUFG Corporate Markets (AU) Limited prior to the Closing Time. If MUFG Corporate Markets (AU) Limited has not received your Share Retention Form by the Closing Time, your Shares will be sold through the Facility.

Alternatively, you can purchase more Shares on-market so that you hold at least \$500 worth of Shares as at the Closing Time. See Question 12 below for further information.

**6. How will my Shares be sold under the Facility?**

The Company may arrange for the sale of the Shares under the Facility in any way they consider reasonable in the circumstances (e.g., off-market sale).

**7. What price will I receive for Shares sold through the Facility?**

The price to be paid for the Shares sold under the facility will be based on the volume weighted average price (VWAP) of the 20 trading days prior to the Record Date.

You will not have control over the time or price at which your Shares are sold, and the price you receive may not reflect the price of Shares appearing in the media or quoted by the ASX on any given day, nor be the best price for Shares available on the day your Shares are sold.

**8. Do I need to pay anything if I participate in the Facility?**

The Company will pay all costs and expenses arising in connection with the Facility. Any tax payable, or other tax consequences from the sale, will be your responsibility.

**9. When will I receive the proceeds for the Shares sold?**

Payment will be remitted to you following settlement of all Shares sold under the Facility as soon as reasonably practicable. If your direct credit details or address requires updating, you can amend your details online through MUFG Corporate Markets (AU) Limited's website at <https://au.investorcentre.mpms.mufg.com>. Payment will be made in Australian dollars.

**10. What are the advantages and disadvantages of participating in the Facility?**

You may consider the following consequences of participating in the Facility to be advantageous to you:

- receiving a cash payment from the sale of your Less than Marketable Parcel;
- avoiding any brokerage or related selling expenses in connection with the sale of your Shares; and
- utilising a cost-effective way of disposing of a Less than Marketable Parcel.

You may consider the following consequences of participating in the Facility to be disadvantageous to you:

- no longer holding any Shares in the Company (unless you subsequently buy more Shares);
- possible capital gains tax being payable; and
- the price of the Company's Shares subsequently rising following the sale of your Shares (although there is no way of predicting whether this would actually occur).

**11. What if the price of Shares changes between the Record Date and the Closing Time?**

If the market price of Shares increases between the Record Date and the Closing Time, such that at the Closing Time the value of your Shares is equal to or greater than \$500, your Shares will not be sold through the Facility.

**12. If I buy more Shares in the Company, will I retain my holding?**

The Company will not sell your Shares if you increase your holding to a marketable parcel, being a holding of Shares with a market value of at least \$500 based on the price of Shares as at the Closing Time.

Please note that any additional Shares acquired must be registered by the Closing Time, under the same name and address and with the same holder number (SRN or HIN) as set out in the enclosed Share Retention Form.

**13. What if I hold multiple Less than Marketable Parcels of Shares?**

If you hold multiple Less than Marketable Parcels of Shares, you must complete and return a Share Retention Form for each separate Less than Marketable Parcel that you wish to retain.

Alternatively, you may aggregate your multiple holdings to avoid them being sold. To do this, please contact MUFG

Corporate Markets (AU) Limited on 1300 554 474 (within Australia) or +61 1300 554 474 (outside Australia) If you wish to sell your Less than Marketable Parcels through the Facility, you should take no action.

**14. What if my holding of Shares in the Company is a CHESS Holding?**

If your Shares remain in a CHESS Holding, the Company may move those Shares to an Issuer Sponsored Holding and the Shares will then be sold under the Facility.

**15. Does the Company have the authority to establish the Facility?**

The Company has the ability to establish the Facility and facilitate the sale of Less than Marketable Parcels under clause 5.5 of the Company's Constitution and rule 15.13 of the ASX Listing Rules.

**16. Where can I obtain further information?**

If you have any other questions about the operation of the Facility, please contact MUFG Corporate Markets (AU) Limited on 1300 554 474 (within Australia) or +61 1300 554 474 (outside Australia) between the hours of 8:30am and 7:30pm (AEDT).

**17. What if I am unsure of what to do?**

If you are in doubt about what to do, you should consult a financial, legal or taxation adviser. These Terms and Conditions do not constitute advice, nor is it a recommendation to sell, buy or hold Shares.

**18. Important notes**

The Company reserves the right to change any of the dates referred to in this letter or the enclosed Terms and Conditions or Share Retention Form, or to vary, cancel or delay the Facility or the sale of your Shares at any time before your Shares are sold, by making an announcement to the ASX.



Strategic Energy Resources Limited  
ACN 051 212 429

All Registry communications to:  
MUFG Corporate Markets (AU) Limited  
A division of MUFG Pension & Market Services  
Locked Bag A14  
Sydney South NSW 1235 Australia  
Telephone: 1300 554 474  
From outside Australia: +61 1300 554 474  
ASX Code: SER  
Website: au.investorcentre.mpms.mufg.com

**IID:**

**SRN/HIN:**



**Number of Shares held as at  
the Record Date, 09/02/2026:**

**IMPORTANT NOTICE**

Please return this Form if you do not wish your Shares in Strategic Energy Resources Limited to be sold. If you do not understand this notice you should immediately consult your financial adviser.

**SHARE RETENTION FORM**

If you wish to retain your Shareholding in Strategic Energy Resources Limited ("SER"), you must return the Form to SER's Registry, so that it is received no later than 5:00pm (AEDT) on Friday, 27 March 2026. Forms may be mailed to the addresses below.

**Mailing Address**

Strategic Energy Resources Limited  
C/- MUFG Corporate Markets (AU) Limited  
Locked Bag A14  
SYDNEY SOUTH NSW 1235

If you require further information regarding this form, please contact the Strategic Energy Resources Limited Information Line on 1300 554 474 (within Australia) or +61 1300 554 474 (from outside Australia) between 8:30am and 7:30pm (Sydney Time) Monday to Friday.

**THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.**

I/We the Shareholder(s) described above by returning this Retention Form, hereby give notice that I/we wish to retain my/our Shareholding in SER, pursuant to Clause 5.5 of Schedule of the Company's Constitution.



**DO NOT SELL MY SHARES**

**CONTACT DETAILS – Telephone number**

**Telephone number – after hours**

**Contact name**