

ASX ANNOUNCEMENT**3 MARCH 2026****RENOUNCEABLE RIGHTS ISSUE TO RAISE UP TO \$3.92 MILLION****SUMMARY**

- **1 for 2 Renounceable Rights Issue to raise up to approximately \$3.92 million, partially underwritten to \$0.8 million by Lead Manager and Underwriter, Mahe Capital**
- **Issue price of \$0.04 per share representing a 20% discount to the last closing price of \$0.05 per share and 27% discount to the 90-day VWAP on ASX of \$0.055 per share**
- **With every 1 New Share subscribed, shareholders will receive 1 free attaching Option with an exercise price of \$0.08, a term of 2.5 years, and will be tradeable on the ASX (subject to ASX admission)**
- **Shareholders can also apply to take up additional New Shares from any shortfall under the Rights Issue**
- **The Rights Issue is renounceable, meaning shareholders who do not wish to participate can trade their rights on ASX from 5 March 2026**
- **In addition to working capital, funds raised (net of costs) will be used to:**
 - 1. Accelerate exploration activities across the Company's substantial tenement holding targeting rare earth elements (REE), gold, silver, copper and other critical minerals, including follow-up programs on newly identified prospects.**
 - 2. Leverage the recent award of Australian Government Major Project Status¹ to progress discussions towards a binding transaction with one or more strategic partners to fund the Razorback Definitive Feasibility Study (DFS).**
 - 3. Progress the assessment of the Razorback Mining Lease Proposal (MLP)^{2,3}, with the South Australia Department for Energy and Mining (DEM), including continuation of land access negotiations, and ongoing engagement with government and other stakeholders regarding enabling infrastructure including water supply, power supply and port upgrades.**
- **All directors will be participating in the Rights Issue.**

Magnetite Mines Limited ("MGT" or "the Company") is pleased to invite Eligible Shareholders to participate in a pro rata (1 for 2) renounceable rights issue at \$0.04 per share to raise up to approximately \$3.92 million before costs ("**Rights Issue**").

Magnetite Mines is committed to developing the Razorback Iron Ore Project with a strategy of securing suitable strategic partners to provide funding support for the completion of the Project's Definitive Feasibility Study (DFS), and to become future joint venture partners in the Project. The Company is also assessing its substantial South Australian tenement portfolio, targeting rare earth elements (REE), gold,

silver, copper and other critical minerals opportunities, guided by historical data. In addition to using the funds raised under the Rights Issue to continue these activities, the Company also requires working capital to support its progress.

All directors have advised that they will be participating in this Rights Issue.

Paul White, Chair of the Board, said:

“The past six months have delivered meaningful progress for Magnetite Mines across both the Razorback Iron Ore Project and our broader multi-commodity exploration portfolio.

“At Razorback, we secured the award of Major Project Status from the Australian Government, recognising the Project’s scale and national significance. We have also advanced our Mining Lease Proposal through the validation stage and into public consultation - key milestones that move the Project closer to development. We have also broadened our strategic partnering approach as we work toward securing funding support for the Definitive Feasibility Study.

“At the same time, we are seeking to unlock value across our substantial 2,435 square kilometre South Australian tenement portfolio, targeting rare earth elements, gold, silver, copper and other critical minerals. The identification of near-surface rare earth mineralisation at Ironback Hill highlights the upside potential within our existing landholding, with a rare earths drilling program ready to commence and copper assay results pending from historic core sampling.

“This Rights Issue positions the Company to advance Razorback’s next stage while accelerating a disciplined exploration program across multiple commodities.

“We believe this balanced strategy strengthens our growth outlook and enhances our ability to deliver long-term value for shareholders, with all directors pleased to confirm that, similar to past capital raisings, they will be supporting this important funding initiative.”

Key achievements over the past 6 months

- **Awarded Major Project Status¹ by the Australian Government**, recognising Razorback’s national significance and enabling facilitation support from the Major Projects Facilitation Agency
- **Mining Lease Proposal progressed^{2,3}**, successfully passing validation and advancing to public consultation, with land access agreements progressing in parallel.
- **Strategic partnering discussions broadened⁴**, expanding engagement with potential funding and offtake partners across multiple jurisdictions where green iron ore has become of important strategic significance to support DFS funding and project development.
- **MoU with ZEN Energy Pty Ltd renewed and revised⁴**, supporting collaborative assessment of a green iron development opportunity in South Australia with ZEN and its industry partners.
- **Water supply strategy refined⁵**, confirming coastal desalination as the base case and progressing engagement with relevant South Australian Government agencies.
- **Focussed multi-commodity exploration program across additional areas of the Company’s total 2,435km² of South Australian tenements**, targeting rare earth elements (REE), gold, silver, copper and other critical minerals.

- **Rare earth mineralisation identified at Ironback Hill⁶**, with a drilling program ready to commence⁷ and new adjacent Exploration Licence EL7100 (Braemar Creek) granted.⁸
- **Copper exploration advanced⁵**, with assays pending from historic drill core sampling at Mutooroo Ridge.
- **Gold exploration advanced⁵**, including a new Exploration Licence Application at Manna Hill⁹ and geological review of the Manunda North tenement.

Pro Rata Renounceable Rights Issue

The Rights Issue aims to raise up to approximately \$3.92 million (before costs), is partially underwritten to an amount of \$0.8 million by Mahe Capital, and has the following key terms.

The Rights Issue is a renounceable pro rata offer to Eligible Shareholders on the basis of **one New Share** for **every two Shares** held at the Record Date (as defined below), and at an **Issue Price** of \$0.04 per New Share (**Right**).

The issue price under the Rights Issue represents a discount of:

- 20% to the Company's last closing price of \$0.05 per share on the ASX; and
- 27% to the Company's 90-day VWAP on ASX of \$0.055 per share.

Options

For each New Share subscribed, Eligible Shareholders will receive one free attaching Option with the following terms:

- Option Exercise Price of \$0.08
- Option Expiry Date 2.5 years from the date of issue of the Option to subscribers under the Rights Issue.

The Company will apply for quotation of the Options on the ASX meaning that they will be tradeable following their issue.

Eligibility

The Rights Issue will be open to all shareholders who are registered shareholders of the Company with a registered address within Australia or New Zealand as at 7.00pm (Sydney time) on Friday, 6 March 2026 (**Record Date**) (**Eligible Shareholders**). Ineligible shareholders are all those shareholders with a registered address as at the Record Date outside Australia and New Zealand (**Ineligible Shareholders**). The Rights Issue will open on Wednesday, 11 March 2026 and close at 5.00pm on Wednesday, 25 March 2026 (unless extended), and Eligible Shareholders can apply for additional shares in excess of their entitlement under the Shortfall Offer (see below).

All New Shares issued will rank equally with existing shares on issue and the Company will apply for quotation of the New Shares and the attaching Options on ASX.

Shortfall Offer

The Shortfall Offer comprises an offer of New Shares, together with free attaching Options, that were not subscribed for by Eligible Shareholders under the Rights Issue, on the same terms as the Rights Issue.

To the extent there is any shortfall shares remaining after the close of the Rights Issue, the Board reserves the right to place those remaining shortfall shares within 3 months of the closing date of the Rights Issue.

Use of proceeds

In addition to general working capital requirements, and building on the progress made, the Company has three clear priorities for the funding proceeds (net of costs) from the Rights Issue:

1. Accelerate exploration activities across the Company's substantial tenement holding targeting rare earth elements (REE), gold, silver, copper and other critical minerals, including follow-up programs on newly identified prospects.
2. Leverage the recent award of Australian Government Major Project Status¹ to progress discussions towards a binding transaction with one or more strategic partners to fund the Razorback Definitive Feasibility Study (DFS).
3. Progress the assessment of the Razorback Mining Lease Proposal (MLP)^{2,3} with the South Australia Department for Energy and Mining (DEM), including continuation of land access negotiations, and ongoing engagement with government and other stakeholders regarding enabling infrastructure including water supply, power supply and port upgrades.

Underwriting

The Rights Issue is partially underwritten to \$0.8 million by the Lead Manager and Underwriter to the Rights Issue, Mahe Capital Pty Ltd (ACN 634 087 684) (AFSL 517246) (**Mahe Capital**).

Rights trading

The Rights Issue is renounceable, and therefore shareholders who do not wish to participate in the Rights Issue will have the ability to trade their Rights on the ASX from 5 March 2026 to 18 March 2026. There is no guarantee that there will be a market for the Rights. It is the responsibility of purchasers of Rights to inform themselves of the eligibility criteria for the exercise of the Rights. If holders of Rights after the end of the trading period do not meet the eligibility criteria to participate in the Rights Issue, they will not be able to exercise the Rights.

The Company has appointed Mahe Capital to act as nominee for the purpose of selling the rights which would otherwise have been available to Ineligible Shareholders and for arranging for the distribution to Ineligible Shareholders of their proportion of the net proceeds of sale of those rights (if any).

How to apply for New Shares under the Rights Issue

Eligible Shareholders may apply to take up all or part of their Rights or choose to sell their Rights or take up part of their Rights and sell the balance.

Details of the Rights Issue, the terms of the New Shares and the Options to be issued and the effect of the Rights Issue on the capital structure and financial position of the Company are set out in a Prospectus that was lodged with ASIC and the ASX today (**Prospectus**). For the purposes of the Rights Issue, the

Prospectus will be made available to Eligible Shareholders in electronic form only, together with a personalised Entitlement and Acceptance Form, at the following website, from the opening date of the Rights Issue, being Wednesday, 11 March 2026:

<https://portal.automic.com.au/investor/home>

Eligible Shareholders should follow the instructions provided at the above website to make an application. Payment can be made by BPay® or by electronic funds transfer. Eligible Shareholders who would like to participate in the Rights Issue are encouraged to apply as soon as possible, and to apply for New Shares in excess of their entitlements if they wish to do so.

Before making any investment decision, Eligible Shareholders should carefully consider the Prospectus, including the key risks with respect to the Company and with respect to investing in the New Shares as set out in section 8 of the Prospectus. The Company has also made available a Target Market Determination (**TMD**) in connection with the issue of the Options under the Rights Issue. Eligible Shareholders should also review the TMD before making an investment decision.

Additional Information

The Prospectus should be read together with the Company's disclosures to ASX, including the Company's updated investor presentation which will be released on the ASX platform prior to the opening of the Rights Issue, and which will be made available at the website above.

Indicative Timetable

Indicative timetable for the Rights Issue is detailed below:

Event	Date (2026)*
Lodgment of Prospectus with ASIC and ASX and announcement of Rights Issue	Tuesday, 3 March
Ex-date for Rights Issue Unless otherwise determined by ASX, rights trading commences on a deferred settlement basis	Thursday, 5 March
Record date for determining Rights (Record Date)	7.00pm Friday, 6 March
Prospectus and personalised Entitlement and Acceptance Form made available at https://portal.automic.com.au/investor/home Rights Issue opens (Opening Date)	Wednesday, 11 March
Rights trading ends at ASX market close	Wednesday, 18 March
Unless otherwise determined by ASX, New Shares and attaching Options quoted on a deferred settlement basis	Thursday, 19 March
Last day to extend the offer closing date	Before noon, Friday, 20 March
Rights Issue closes (Closing Date)	5.00pm on Wednesday, 25 March
Announcement of results and shortfall (if any) under the Rights Issue	Wednesday, 1 April
Issue and allotment of New Shares and Options	Before Noon Wednesday, 1 April
Commencement of trading of New Shares and Options on ASX on a normal settlement basis Dispatch of holding statements	Thursday, 2 April
Last date to issue Shortfall Shares	Thursday, 25 June 2026

* These dates are indicative only and are subject to change. Magnetite Mines, reserves the right, subject to the Corporations Act and the ASX Listing Rules, to amend this indicative timetable by sending a revised timetable to ASX. In particular, Magnetite Mines reserves the right to extend the Closing Date, accept late applications under the Rights Issue (either generally or in particular cases), and to withdraw or vary the Rights Issue without prior notice. Any extension of the closing date will have a consequential effect on the date for the allotment and issue of Shares and Options. All times are to Sydney, Australia time.

Further Information

If you have any questions in relation to the details of the Rights Issue, please contact the Company's share registry on 1300 288 664 (from within Australia) or +61 2 9698 5414 (from outside Australia) between 8.30am to 7.00pm (Sydney time) Monday to Friday until the Closing Date, or if you require advice about your participation in the Rights Issue, consult your stockbroker, accountant or other independent professional adviser.

Forward-looking statements

This announcement contains forward-looking statements, which are based on the Company's current expectations and assumptions regarding the testwork, project development, and other factors relating to the Razorback deposit. Although Magnetite Mines believes the expectations expressed in such statements are based on reasonable assumptions, these statements are not guarantees or predictions of future performance, and actual results may differ materially. Investors are cautioned not to place undue reliance on forward-looking statements.

This announcement has been authorised for release to the market by the Board.

For further information contact:

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ABOUT MAGNETITE MINES

Magnetite Mines Ltd is an ASX-listed iron ore company focused on the development of magnetite iron ore resources in the highly prospective Braemar Iron Formation of South Australia. The Company holds a 100%-owned Mineral Resource of 6.6 billion tonnes of iron ore⁹ and is developing the Razorback Iron Ore Project, located 240km from Adelaide. Razorback is one of the few undeveloped magnetite projects globally capable of producing premium Direct Reduction (DR) grade concentrate at scale – a key feedstock for green iron and lower-emissions steelmaking – positioning the Company to benefit from growing demand for high-purity iron ore products. In addition, the Company holds a substantial South Australian tenement portfolio prospective for rare earth elements (REE), copper, silver, and gold. This provides disciplined exposure to critical minerals aligned with global electrification and decarbonisation trends. For more information visit magnetitemines.com.

References

1. ASX:MGT 17 Feb 2026 [Razorback Project Awarded Major Project Status](#)
2. ASX:MGT 26 Mar 2025 [Razorback Project Mining Lease Proposal Lodged](#)
3. ASX:MGT 24 Nov 2025 [Razorback Mining Lease Validity Assessment Finalised](#)
4. ASX:MGT 19 Dec 2025 [Razorback Strategic Partnering Update](#)
5. ASX:MGT 30 Jan 2026 [Second Quarter Activities Report](#)
6. ASX:MGT 19 Aug 2025 [Rare Earths Mineralisation Identified at Ironback Hill](#)
7. ASX:MGT 18 Nov 2025 [Additional Rare Earths Confirmed At Ironback Hill, Drilling Planned](#)
8. ASX:MGT 07 Jan 2026 [New Tenement Granted Adjacent to Ironback Hill REE Project](#)
9. ASX:MGT 30 Jun 2025 [Razorback Mineral Resource Update](#)