19 May 2026

Withdrawal of Offers under Prospectus and Cancellation of General Meeting

NT Minerals Limited (ASX: **NTM**) (**NT Minerals**, **NTM** or the **Company**) announced on:

(a) 20 April 2026 a notice of meeting to, amongst other things, ratify the issue of the Acquisition Shares and approve the issue of performance rights pursuant to the Company's proposed acquisition of the Endeavour Project (**Proposed Acquisition**) from Slipstream Paynes Find Pty Ltd (**Slipstream**) (previously announced on 13 April 2026);

(b) 24 April 2026 a number of offers (including an entitlement offer) pursuant to a prospectus (**Prospectus**) under section 713 of the *Corporations Act 2001 (Cth)* (**Corporations Act**),

(together, the **Announcements**).

Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this announcement.

As set out in the Announcements, both the Proposed Acquisition and the completion of the entitlement offer are Reinstatement Conditions issued by the ASX.

Subsequent to the release of the Announcements, the Company has engaged with substantial and significant shareholders directly and through a call campaign by the Company's share registry. The overwhelming feedback received was that these shareholders would not support the Proposed Acquisition or Entitlement Offer until such time as there was further clarity around the potential contingent liability relating to the McKinnons Gold Mine in NSW.

In August 2022, the Department of Regional NSW advised the Company of a potential legacy liability relating to rehabilitation obligations of the McKinnon's gold mine located near Cobar, New South Wales, operated by a predecessor entity that ceased operations in 2002.

On 12 December 2023, the Department of Regional NSW issued a new section 240 Notice to the Company. In December 2024, the Company submitted, without admission of liability, a draft Risk Assessment and Rehabilitation Management Plan to the NSW Resources Regulator (**NSWRR**) as part of its section 240 Notice obligations.

The NSWRR subsequently, in October 2025, requested further information regarding certain assessments contained in the submitted reports. The Company has sought further clarification and comment from the NSWRR and has also requested a further extension of time from the NSWRR. The NSWRR has agreed to a joint site visit to the mine site prior to any further response being required from the Company, though no dates for that visit have been confirmed. The obligation for the rehabilitation work outlined in the section 240 Notice is still in dispute and no resolution has been reached.

The Company is of the opinion that it is not required to carry out any rehabilitation work at this time and has not recognised any cost associated with the rehabilitation as discussions continue with the NSWRR. The Directors are of the opinion that the Company is in a position to adequately address any potential legacy rehabilitation issue as it arises.

Based on the proxies received, over 78% have been cast against all resolutions. As the requisite shareholder approval cannot be obtained for the issue of the performance rights, the Company cannot complete the Proposed Acquisition.

In the circumstances, the Reinstatement Conditions will not be satisfied and, consequently, the Company has resolved to withdraw all resolutions contained in the Notice of Meeting and cancel the forthcoming general meeting of shareholders scheduled for 20 May 2026 (**General Meeting**).

Withdrawal of Offers

As indicated in the Prospectus, as the issue of performance rights pursuant to the Proposed Acquisition will not be passed at the General Meeting, the Company intends to withdraw the Offers as set out in the Prospectus.

NTM intends to release a supplementary prospectus shortly to formally withdraw the Offers.

Shareholders can be reassured that the Company will continue to focus on resolving the McKinnons Gold Mine matter the NSWRR and has a site visit and further discussions scheduled for early June 2026.

The Company will also continue to review other potential projects to consider upon resolution of the McKinnons Gold Mine issue with a view to seeking reinstatement in the future.

-ENDS-

This announcement was approved and authorised for issue by the Board of NT Minerals.

Investor Enquiries

Mr Rodney Illingworth
Managing director
+61 8 9362 9888