



Announcement Summary

Entity name

SKYLARK MINERALS LIMITED

Announcement Type

New announcement

Date of this announcement

28/8/2026

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Unlisted Options exercisable at \$0.40 on or before 31 December 2029	14,000,000
New class-code to be confirmed	Performance Rights Class C expiring 31 December 2029	2,100,000
New class-code to be confirmed	Service Rights expiring 31 December 2031	2,100,000

Proposed +issue date

18/11/2026

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

SKYLARK MINERALS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ACN

Registration Number

118751027

1.3 ASX issuer code

SKM

1.4 The announcement is

New announcement

1.5 Date of this announcement

28/8/2026

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	16/11/2026	Estimated	No

Comments

Shareholder approval is required for the issue of Incentive Options, Performance Rights and Retention Rights to Mr Nikolai Zelenski and Michael Jardine

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

New class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

Unlisted Options exercisable at \$0.40 on or before 31 December 2029

+Security type

Options

**Number of +securities proposed to be issued**

14,000,000

Offer price details**Are the +securities proposed to be issued being issued for a cash consideration?**

No

Please describe the consideration being provided for the +securities

The Securities are being issued under the Company's remuneration framework

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.4000	31/12/2029

Details of the type of +security that will be issued if the option is exercised

SKM : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

The options are exercisable at \$0.40 on or before 31 December 2029. Option holders must remain employed by Skylark at the time of exercise. The material terms and conditions will be included in the Notice of Meeting to shareholders seeking approval for the issue of these securities.

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

New class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed **Will the entity be seeking quotation of the 'new' class of +securities on**



+securities are appropriate and equitable under listing rule 6.1?

No

ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

Performance Rights Class C expiring 31 December 2029

+Security type

Performance options/rights

Number of +securities proposed to be issued

2,100,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

The Securities are being issued under the Company's remuneration framework

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Performance options/rights details

+Security currency

AUD - Australian Dollar

Exercise price

AUD

Expiry date

31/12/2029

Details of the type of +security that will be issued if the option is exercised

SKM : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

The performance rights vest upon the declaration of a JORC-compliant Mineral Resource Estimate at the Zaranou Project of at least 2 Moz of gold with a minimum cut-off grade of not less than 0.3g/t Au, subject to the holder remaining employed by Skylark at the time of vesting. The material terms and conditions will be included in the Notice of Meeting to shareholders seeking approval for the issue of these securities.

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

New class

Will the proposed issue of this +security include an offer of attaching +securities?

No



Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?
No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?
No

ASX +security code

New class-code to be confirmed

+Security description

Service Rights expiring 31 December 2031

+Security type

Other

Number of +securities proposed to be issued

2,100,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?
No

Please describe the consideration being provided for the +securities

The Securities are being issued under the Company's remuneration framework

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

Will all the +securities issued in this class rank equally in all respects from their issue date?
Yes

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

The service rights vest upon completion of three years' continuous employment to 1 September 2029, subject to the holder remaining employed by Skylark at the time of vesting. The material terms and conditions will be included in the Notice of Meeting to shareholders seeking approval for the issue of these securities.

Part 7C - Timetable

7C.1 Proposed +issue date

18/11/2026



Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

Yes

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

No

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

The securities are being issued under the Company's remuneration framework and to align director and key personnel incentives with shareholder value.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

7,000,000 Incentive Options, 725,000 Performance Rights Class C and 725,000 Service Rights will be issued to non related party's as soon as is practicable. Incentive Options, Performance Rights Class C and Service Rights to Mr Nikolai Zelenski and Mr Michael Jardine are subject to shareholder approval and will only be issued should that approval be obtained.