ASX/ NEWS RELEASE

21 September 2026

SALE OF BOWDENS SILVER ROYALTY FOR A$17.5 MILLION

Fitzroy River Corporation Ltd (**Fitzroy** or the **Company**) refers to its ASX announcement dated 4 August 2026[1] in which it advised that it had appointed Argonaut Corporate Finance Limited (**Argonaut**) as exclusive financial adviser in connection with a potential divestment of its royalty interest over the Bowdens Silver Project.

Fitzroy has agreed to sell the Royalty Interest to the owner of the Bowdens Silver Project for total consideration of A$17.5 million.

Key points

- Royalco Resources Pty Ltd (**Royalco**), a wholly owned subsidiary of Fitzroy, has executed a Royalty Buyback and Extinguishment Deed (**Deed**) with Bowdens Silver Pty Ltd (**Bowdens**) and Silver Mines Limited (ASX: SVL) (**Silver Mines**).
- Total consideration of A$17.5 million, comprising A$10 million in cash and A$7.5 million in Silver Mines shares.
- The Silver Mines shares will be issued to Fitzroy at the same issue price as shares issued under Silver Mines' proposed equity placement.
- The Royalty Interest will be extinguished at completion. Fitzroy will retain no residual interest in the Bowdens Silver Project.
- Completion is conditional on Silver Mines completing a placement of not less than A$50 million and on Fitzroy obtaining confirmation from ASX that shareholder approval is not required, or obtaining shareholder approval if required.
- Fitzroy intends to return the net proceeds to shareholders, subject to the approvals required under the ASX Listing Rules and the Corporations Act.

The transaction

Royalco holds a 2.00% net smelter return royalty over EL5920, reducing to 1.00% following receipt of US$5 million, calculated on the sale of silver and other ores, concentrates, intermediate products and mineral substances produced from within EL5920 (**Royalty Interest**).

Bowdens Silver is located approximately 26 kilometres east of Mudgee in New South Wales. The project is owned and being developed by Silver Mines. Bowdens is a wholly owned subsidiary of Silver Mines.

Under the Deed, Bowdens will buy back the Royalty Interest and the Royalty Interest will be extinguished in full at completion. Fitzroy has no operational role in the project and will hold no residual interest in the Bowdens Silver Project following completion.

[1] FZR ASX Announcement 4 August 2026 – *"Argonaut Appointed as Financial Advisor for Potential Divestment of Bowdens Royalty"*

Consideration

Total consideration is A$17.5 million, comprising:

- **Cash:** A$10 million payable at completion.
- **Shares:** A$7.5 million in fully paid ordinary shares in Silver Mines (**Consideration Shares**), issued to Fitzroy at completion.

Silver Mines has advised that it proposes to undertake an equity placement (**Placement**). The Consideration Shares will be issued at the same issue price as shares issued under the Placement. The number of Consideration Shares will be confirmed once the Placement is completed.

Conditions

Completion is conditional on the following being satisfied or waived:

- **Placement Condition:** Silver Mines completing an equity placement raising not less than A$50 million.
- **Fitzroy Approval Condition:** Fitzroy receiving confirmation from ASX that each of Listing Rule 11.1.2 and Listing Rule 11.2 does not apply to the disposal of the Royalty Interest, or Fitzroy obtaining shareholder approval pursuant to whichever of those rules ASX determines is applicable.

If the conditions are not satisfied or waived any party may terminate the Deed. The Deed contains warranties, releases and limitations of liability customary for a transaction of this type.

Background to the Royalty Interest

The Royalty Interest was created under a tenement sale agreement dated 11 August 1994 between CRA Exploration Pty Ltd and GSM Exploration Pty Ltd, as amended on 29 August 1997. Royalco acquired the Royalty Interest from Rio Tinto Exploration Pty Ltd under a royalty sale agreement dated 22 January 2002.

Fitzroy has held the Royalty Interest as a passive, non-contributing interest since that time. It has generated no revenue and carries no development, capital or rehabilitation obligation.

Use of proceeds

Fitzroy intends to return the net proceeds of the transaction to shareholders. The quantum, mechanism and timing of any return will be determined by the Board and will be subject to the approvals required under the Corporations Act and the ASX Listing Rules. The Company will update shareholders in due course.

Advisers

Argonaut acted as exclusive financial adviser to Fitzroy. Gadens acted as legal adviser to Fitzroy.

Comment

Chair Sue Thomas said:

"In August the Board set out to establish what the market would pay for the Bowdens royalty, and to test that against the value of continuing to hold it. That process has now run its course. Five parties submitted indicative offers and the strongest and most certain came from the project owner.

The royalty has gone to a good home. Silver Mines is the natural owner of a royalty over its own orebody, and consolidating it removes an interest that would otherwise sit ahead of the project's financing. For Fitzroy, an asset acquired in 2002 that has never paid a dollar of revenue converts to A$17.5 million in cash and listed scrip, without development, capital or permitting risk.

We wish Silver Mines every success with the development of Bowdens Silver."

Authorisation

This announcement has been authorised for release by the Board of Fitzroy.

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About Fitzroy River Corporation Ltd

Fitzroy River Corporation Ltd (ASX: FZR) is an ASX-listed investment company holding a portfolio of oil, gas and mineral royalties and related interests. Its portfolio includes the Weeks Royalty in the Gippsland Basin, the Snowy River gold royalty (which is subject to court proceedings), and net wellhead royalties over Canning Basin and Lennard Shelf tenements.

Forward looking statements

This announcement contains forward looking statements, including statements about completion of the transaction and the application of the proceeds. Forward looking statements are based on assumptions and are subject to risks, uncertainties and other factors, many of which are outside the control of the Company. Actual outcomes may differ materially. The Company does not undertake to update any forward looking statement except as required by law. Information in this announcement relating to the Bowdens Silver Project has been sourced from public disclosures by Silver Mines Limited. The Company has not independently verified that information.