

ASX:EMS

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11 July 2025

Update on Proposed Transaction

Eastern Metals Limited (ASX:EMS) (**EMS** or **Company**) refers to the Company's announcement on 24 April 2025 (**Announcement**) where EMS advised that it had entered into a non-binding commercial term sheet in respect of a proposed transaction under which EMS would acquire all the issued capital in Raptor Resources Limited (RRL) subject to certain terms and conditions as disclosed in the Announcement.

The Company and RRL are continuing to advance that transaction, however via a revised transaction structure potentially involving EMS acquiring all the issued capital of RRL via a takeover bid or scheme of arrangement on account of RRL continuing to be a public company with more than 50 members.

Furthermore, the Company wishes to advise that the proposed terms of the capital raising have been modified, such that a minimum of A\$4,000,000 and a maximum of A\$5,000,000 (both before costs) will be raised through the issue of shares at \$0.02 per EMS share via a placement to sophisticated and professional investors.

To facilitate the completion of due diligence and negotiation of binding transaction documentation in respect of the proposed transaction with RRL, the parties agreed to a binding exclusivity regime, which is presently due to expire on 15 July 2025 unless further extended.

Otherwise all other terms and conditions as outlined in the Announcement remain unchanged, with both parties working together to prepare and file the necessary ASX and ASIC applications and submissions necessary to effect the Proposed Transaction.

There can be no certainty the proposed transaction will ultimately proceed whether on the current or alternative terms. EMS will continue to keep shareholders updated as to the progress of the proposed transaction.

Authorisation of Release

This announcement has been authorised for release by the Company's Disclosure Officers in accordance with its Disclosure and Communications Policy which is available on the Company's website, www.easternmetals.com.au.

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