

EARLY EXERCISE OF CANADIAN LITHIUM OPTION

Highlights

- Bastion Minerals Limited (ASX: **BMO**, **Bastion** or **Company**) has elected to exercise the option (**Option**) pursuant to the Binding Heads of Agreement (**HOA**) with the shareholders of Austek Resources Pty Ltd ("**Austek**") early, to acquire the three highly prospective lithium property packages located in Ontario, Canada¹.
- Following the commencement of exploration activities on the portfolio of assets Bastion elected to exercise the option early after Bastion Management was able to negotiate significantly more favourable acquisition terms on the Company's behalf.
- The revised terms better align the interests of Bastion's shareholders with the vendors agreeing to a substantially lower upfront consideration which will be the subject of a voluntary 3 month escrow period as well as a milestone payment based on project success.
- The Company recently appointed Orix Geoscience Inc ("**Orix**"), a well-established Canadian geological consultancy to undertake exploration activities on the McCombe North and Raleigh Lake Lithium projects, with logistical planning underway related to the Pakwan East project.

Orix are conducting intensive mapping, soil and rock sampling over the properties, concentrating on the greenstone units and other host rocks prospective for spodumene bearing LCT pegmatites.

- The early exercise of the option now allows Bastion to commence activities at the Pakwan East Project where exploration is expected to commence shortly and will focus on a series of mapped pegmatite clusters, including two clusters measuring more than 1km²².

¹ Refer to ASX Announcement 20 February 2023.

² For full details including relevant JORC table information, refer to the Company's ASX announcement dated 28 February 2023.

Commenting on the exercise of the Option under the HOA, Bastion's Executive Chairman, Mr. Ross Landles, said:

"We are pleased to have revised terms with the shareholders of Austek that allowed us to exercise the Option early on our three highly prospective lithium projects in Ontario Canada.

The revised terms better align the interests of Bastion's shareholders with the vendors who agreed to vary the consideration payable as a result of Bastion being presented with delayed access to evaluate some of the properties under the HOA. The revised terms include a substantially lower upfront consideration which will be the subject of a voluntary 3-month escrow period as well as a milestone payment based on project success.

We are very encouraged with the early exploration activities undertaken by our team on the ground and we look forward to updating the market shortly on the progress."

Revised Transaction Terms:

Under the revised transaction terms, Bastion has agreed with the vendors to issue or pay:

- Upon completion of the transaction (**Completion**), 9,000,000 fully paid ordinary Bastion shares (**Shares**) to the Austek vendors, and Mr Perry English and Gravel Ridge Resources Ltd (together, the **Royalty Owners**), with a deemed value of AUD\$396,000, based on a price of AUD \$0.044 per Share. The issue price of the Shares is equal to a 15% discount to the 15 day trading VWAP of BMO shares, prior to signing the original HOA.

It should be noted this is significantly reduced from the calculated 24,447,824 shares that were to be issued to the vendors under the original terms of the HOA.

BMO is also required to pay CAD\$42,000 in cash to the Royalty Owners upon Completion.

- The Shares are subject to a voluntary 3 month escrow period.
- 7,000,000 Shares to the Austek vendors, if BMO conducts a drill program on any of the three projects and intersects at least 10m @ 1% Li20, within a period of three years from the date of Completion.

The Company is liaising with ASX as to whether the shareholder approval received at the EGM on 30 May 2023 (resolution 7) applies to the issue of the 9,000,000 shares and also regarding the terms of the 7,000,000 performance shares and as to whether shareholder approval is required prior to issuing these shares.

- A combined 1.5% Net Smelter Royalty (**NSR**) over all minerals extracted from the three project areas. The NSR will have a buyback of 0.5% for CAD\$500,000 at the election of BMO. In addition, on the day which is one year following Completion, a CAD\$66,000 cash payment is payable to the Royalty Owners. Additionally, on the day which is two years following Completion, a CAD\$90,000 cash payment will be payable to the Royalty Owners.

Bastion expects to be able to fund each of the cash payments from its existing cash reserves at the appropriate time and, if the buyback of the NSR is exercised, then the Board will make a decision at the relevant time as to the best strategic option of funding the buyback.

Commenting on the exercise of the Option, an Austek, spokesman said:

"We have been highly impressed with the management of Bastion and their geological team in conducting their Ontario lithium exploration programs. The confidence we have in the BMO team makes it a very easy decision to align our interests with those of the BMO shareholders and reduce our upfront consideration in favour of success-based milestone payments. We await the release of results from the exploration program and eagerly look forward to the commencement of operations at Pakwan East that has significant pegmatite outcropping and pegmatite swarms".

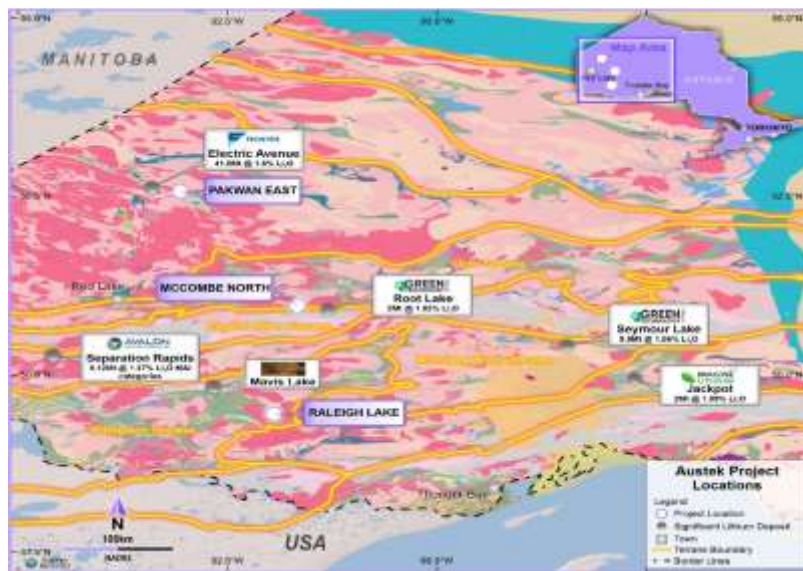


Figure 1: Austek Project Locations (Ontario, Canada) and other major projects and companies.

Orix, a well-established Canadian geological consultancy, recently commenced exploration activities such as mapping, sampling and geophysics, to identify any drill targets on the McCombe and Raleigh Lake properties over the past fortnight with some delays experienced due to the unavailability of helicopters, due to the bushfires in Quebec.

The McCombe North property is located adjacent to and immediately north of well-known Lithium deposits in the Root Bay area, where lithium pegmatites were previously identified in government mapping. Pegmatites in government mapping and government records of historical exploration are noted to be located in different geological units, principally within greenstone and mafic units trending through third party property.

Additional greenstone units are interpreted in Government mapping in the north of the Bastion properties. These greenstone units are present on the margin of a granodiorite intrusive, trending into the Bastion-optioned property (refer **Figure 2**).

Orix will continue to conduct intensive mapping and sampling over the properties, concentrating on the greenstone units, to evaluate the potential extension of pegmatites into the properties. Orix will also evaluate the interpreted northern greenstone unit, located adjacent to granitic rocks, in a highly prospective setting for pegmatite formation.

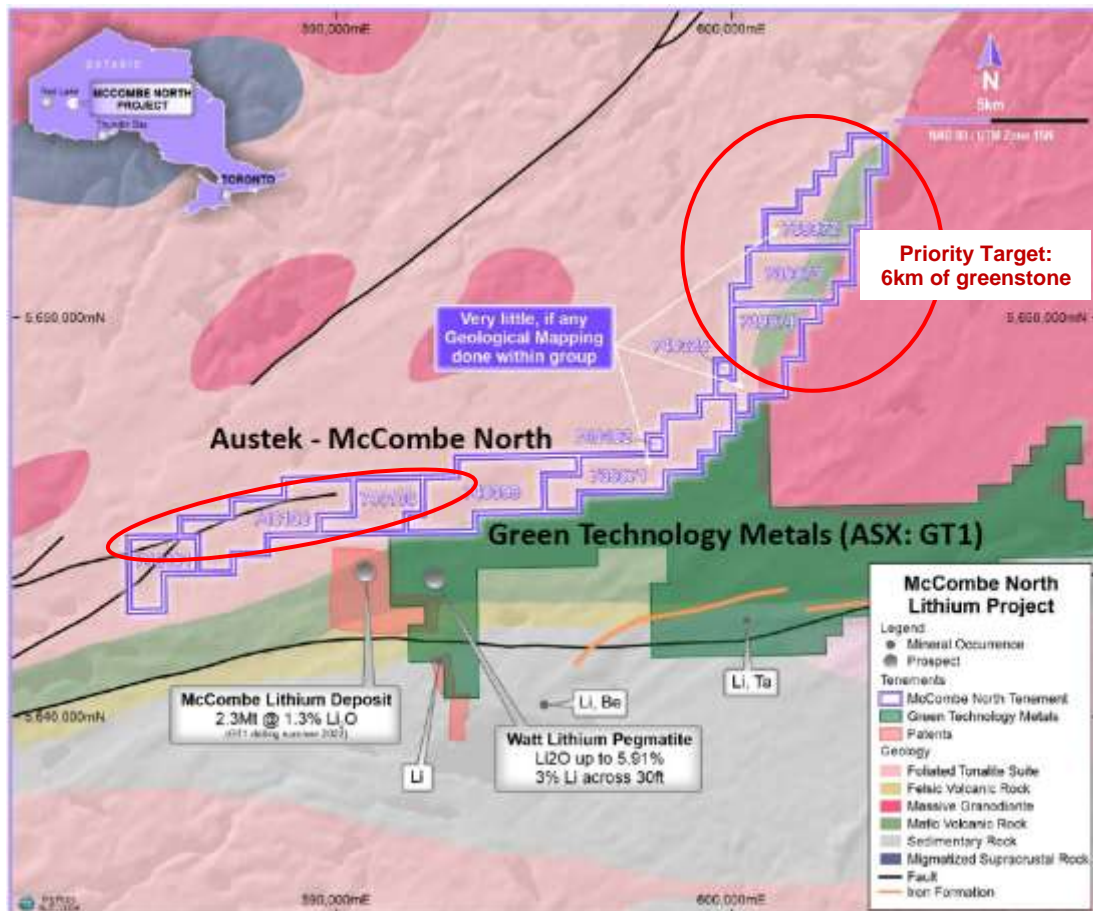


Figure 2: The McCombe property and adjacent third party properties.

Further exploration activities across the portfolio will be staggered, depending on climatic conditions and access to the sites. The Pakwan East Project (refer **Figure 3**) has a series of mapped pegmatite clusters³, including two clusters measuring more than 1km². The Pakwan East Project comprises 17km². The Company will update the market shortly regarding exploration activities on this project.

³ Refer footnote 2.

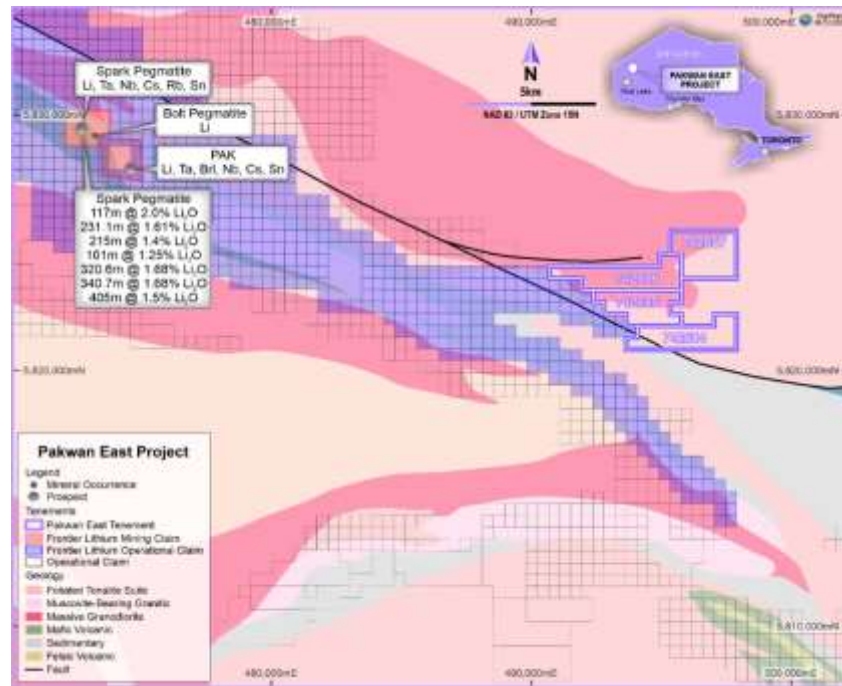


Figure 3: Austek Project Location of Pakwan East Tenements.



Figure 4: Austek Project Location of Raleigh Lake Tenements.

Details of the properties are included in Table 1 below.

Table 1: List of properties over which the Option has been exercised.

Project	Claim No.	Owner Client	No. Cells	Area Ha	Issue Date	Anniversary Date
McCombe North	739971	Perry English	25	509	27/07/2022	27/07/2024
McCombe North	739972	Gravel Ridge Resources Ltd	23	467	27/07/2022	27/07/2024
McCombe North	739973	Gravel Ridge Resources Ltd	18	366	27/07/2022	27/07/2024
McCombe North	739974	Gravel Ridge Resources Ltd	21	427	27/07/2022	27/07/2024
McCombe North	740025	Gravel Ridge Resources Ltd	1	20	27/07/2022	27/07/2024
McCombe North	740099	Perry English	25	509	28/07/2022	28/07/2024
McCombe North	740100	Gravel Ridge Resources Ltd	25	509	28/07/2022	28/07/2024
McCombe North	740101	Gravel Ridge Resources Ltd	12	244	28/07/2022	28/07/2024
McCombe North	740102	Gravel Ridge Resources Ltd	1	20	28/07/2022	28/07/2024
McCombe North	740103	Perry English	13	265	28/07/2022	28/07/2024
Pakwan East	742604	Gravel Ridge Resources Ltd	21	413	17/08/2022	17/08/2024
Pakwan East	742605	Gravel Ridge Resources Ltd	19	373	17/08/2022	17/08/2024
Pakwan East	742606	Gravel Ridge Resources Ltd	23	452	17/08/2022	17/08/2024
Pakwan East	742607	Gravel Ridge Resources Ltd	22	432	17/08/2022	17/08/2024
Raleigh Lake	733681	Gravel Ridge Resources Ltd	25	504	23/06/2022	23/06/2024
Raleigh Lake	733682	Gravel Ridge Resources Ltd	21	420	23/06/2022	23/06/2024
Raleigh Lake	733683	Gravel Ridge Resources Ltd	1	21	23/06/2022	23/06/2024
Raleigh Lake	741427	Gravel Ridge Resources Ltd	20	400	03/08/2022	03/08/2024
Total				6,351		

This announcement was approved for release by Ross Landles, Executive Chairman of Bastion Minerals.

For more information contact

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About Bastion Minerals

Bastion Minerals (ASX:**BMO**) is an Australian-listed early stage exploration company focused on Copper, Lithium & Green metals.

Bastion holds a highly prospective portfolio of projects within the mineral-rich Atacama Region of Chile, located in historically significant mineral districts. Bastion's projects include Cometa Copper-Gold and the Garin Gold-Silver Projects.

The company owns an earn in agreement to acquire three highly prospective lithium properties located in Ontario Canada, a rapidly growing lithium province. The three properties are located close to known pegmatites, where adjacent companies have intersected pegmatites in drilling and have defined and reported resources. The property groups are referred to as Pakwan East Lithium, Raleigh Lake Lithium, and McCombe North Lithium projects.

Bastion also owns a district scale high grade Rare-Earth, Copper, Gallium and Germanium exploration project in Sweden, called Gytorp nr 100.

Bastion has a strategy of Exploration, Discovery & Acquisition, leveraged to decarbonisation. Bastion will continue to identify new assets with a focus on the Company's decarbonisation strategy, targeting Lithium, Copper, REE, Graphite and Nickel.

APPENDIX 1

Statements and Disclaimers

Competent Person Statement

The information in this report that relates to exploration reporting has been prepared by Mr Murray Brooker.

Mr Brooker who is an independent geological consultant to Bastion Minerals and is a Member of the Australasian Institute of Geoscientists, has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity he is undertaking to qualify as the "Competent Person" as defined in the 2012 Edition of the *Australasian Code for Reporting Exploration Results, Mineral Resources and Ore Reserves*. Mr Brooker consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

Forward-Looking Statements

Certain statements contained in this Announcement, including information as to the future financial or operating performance of Bastion Minerals and its projects may also include statements which are 'forward-looking statements' that may include, amongst other things, statements regarding targets, estimates and assumptions in respect of mineral reserves and mineral resources and anticipated grades and recovery rates, production and prices, recovery costs and results, capital expenditures and are or may be based on assumptions and estimates related to future technical, economic, market, political, social and other conditions. These 'forward-looking statements' are necessarily based upon a number of estimates and assumptions that, while considered reasonable by Bastion Minerals, are inherently subject to significant technical, business, economic, competitive, political and social uncertainties and contingencies and involve known and unknown risks and uncertainties that could cause actual events or results to differ materially from estimated or anticipated events or results reflected in such forward-looking statements.

Bastion Minerals disclaims any intent or obligation to update publicly or release any revisions to any forward-looking statements, whether as a result of new information, future events, circumstances or results or otherwise after the date of this Announcement or to reflect the occurrence of unanticipated events, other than required by the *Corporations Act 2001* (Cth) and the Listing Rules of the Australian Securities Exchange (**ASX**). The words 'believe', 'expect', 'anticipate', 'indicate', 'contemplate', 'target', 'plan', 'intends', 'continue', 'budget', 'estimate', 'may', 'will', 'schedule' and similar expressions identify forward-looking statements.

All 'forward-looking statements' made in this Announcement are qualified by the foregoing cautionary statements. Investors are cautioned that 'forward-looking statements' are not guarantee of future performance and accordingly investors are cautioned not to put undue reliance on 'forward-looking statements' due to the inherent uncertainty therein.

For further information please visit the Bastion Minerals website at www.bastionminerals.com

APPENDIX 2

JORC Code, 2012 Edition – Table 1 report

Section 1 Sampling Techniques and Data

CRITERIA	JORC CODE EXPLANATION	COMMENTARY
Sampling techniques	<ul style="list-style-type: none"> Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling. Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used. Aspects of the determination of mineralisation that are Material to the Public Report. In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information. 	<ul style="list-style-type: none"> Soil and rock chip samples are being undertaken by the company. Rock samples are local and collected by rock chipping with hammers within an area of several square metres. Where larger outcrops are present more systematic channel cut samples are being undertaken, as perpendicular to the strike of potentially mineralised features as possible. Soil samples are being taken at systematic distances along parallel sampling lines. This is an early stage project, adjacent to third party properties with exploration results, drilling and resources.
Drilling techniques	<ul style="list-style-type: none"> Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc). 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling has been conducted by Bastion.
Drill sample recovery	<ul style="list-style-type: none"> Method of recording and assessing core and chip sample recoveries and results assessed. Measures taken to maximise sample recovery and ensure representative nature of the samples. Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material. 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling has been conducted by Bastion.
Logging	<ul style="list-style-type: none"> Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies. Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography. The total length and percentage of the relevant intersections logged. 	<ul style="list-style-type: none"> Soil and rock samples are described as collected, prior to bagging. Soil samples are systematic, rock chip samples opportunistic. Logging is qualitative, relying on assays for comprehensive characterisation of geochemistry.

CRITERIA	JORC CODE EXPLANATION	COMMENTARY
<i>Sub-sampling techniques and sample preparation</i>	<ul style="list-style-type: none"> <i>If core, whether cut or sawn and whether quarter, half or all core taken.</i> <i>If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.</i> <i>For all sample types, the nature, quality and appropriateness of the sample preparation technique.</i> <i>Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.</i> <i>Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.</i> <i>Whether sample sizes are appropriate to the grain size of the material being sampled.</i> 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling has been conducted by Bastion. Soil samples are sent to the lab for drying, splitting and separation of a sub-sample for analysis.
<i>Quality of assay data and laboratory tests</i>	<ul style="list-style-type: none"> <i>The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.</i> <i>For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.</i> <i>Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.</i> 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling has yet been conducted by Bastion. No soil or rock samples have yet been assayed.
<i>Verification of sampling and assaying</i>	<ul style="list-style-type: none"> <i>The verification of significant intersections by either independent or alternative company personnel.</i> <i>The use of twinned holes.</i> <i>Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.</i> <i>Discuss any adjustment to assay data.</i> 	<ul style="list-style-type: none"> No samples have yet been analysed.
<i>Location of data points</i>	<ul style="list-style-type: none"> <i>Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.</i> <i>Specification of the grid system used.</i> <i>Quality and adequacy of topographic control.</i> 	<ul style="list-style-type: none"> The Ontario geological survey map shows the McCombe North properties are located along and close to the contact of a greenstone belt and granitoids. Pegmatites were previously known about in the adjoining McCombe property owned by a third party. Not applicable for this announcement, as no drilling has yet been conducted by Bastion. No topographic works have been undertaken.
<i>Data spacing and distribution</i>	<ul style="list-style-type: none"> <i>Data spacing for reporting of Exploration Results.</i> <i>Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.</i> <i>Whether sample compositing has been applied.</i> 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling or sampling has yet been conducted by Bastion.

CRITERIA	JORC CODE EXPLANATION	COMMENTARY
<i>Orientation of data in relation to geological structure</i>	<ul style="list-style-type: none"> Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type. If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material. 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling has yet been conducted by Bastion.
<i>Sample security</i>	<ul style="list-style-type: none"> The measures taken to ensure sample security. 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling has yet been conducted by Bastion.
<i>Audits or reviews</i>	<ul style="list-style-type: none"> The results of any audits or reviews of sampling techniques and data. 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling has yet been conducted by Bastion.

Section 2 Reporting of Exploration Results

(Criteria listed in the preceding section also apply to this section.)

Criteria	JORC Code explanation	Commentary
<i>Mineral tenement and land tenure status</i>	<ul style="list-style-type: none"> Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings. The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area. 	<ul style="list-style-type: none"> Information regarding the properties under option is provided in Table 1 in this announcement. Details of the properties can also be viewed on the Ontario Ministry of Mines website showing property data. All properties are believed to be in good standing and there is no known impediment to operating in the area.
<i>Exploration done by other parties</i>	<ul style="list-style-type: none"> Acknowledgment and appraisal of exploration by other parties. 	<ul style="list-style-type: none"> Historical exploration on the properties is unknown, but is not believed to have focused on lithium, which has only become of interest for exploration in recent years. Recent exploration on adjacent properties by third parties has consisted of prospecting, sampling, drilling and in some properties definition of lithium resources. The third party McCombe pegmatites have been known about since the 1950's.
<i>Geology</i>	<ul style="list-style-type: none"> Deposit type, geological setting and style of mineralisation. 	<ul style="list-style-type: none"> The projects are located in Archean rocks of the Canadian Superior Province. The properties are located in and adjacent to greenstone belts, consisting of granitoids and mafic metavolcanic rocks, in and adjacent to potentially mineralising granitoids. These are settings that are prospective for lithium enriched pegmatite mineralisation, as indicated by pegmatites on adjacent properties. However, the properties under option are early stage properties and it is uncertain whether they will actually contain lithium bearing pegmatites. Exploration is required to establish this.
<i>Drill hole Information</i>	<ul style="list-style-type: none"> A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes: <ul style="list-style-type: none"> easting and northing of the drill hole collar elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar dip and azimuth of the hole down hole length and interception depth 	<ul style="list-style-type: none"> Not applicable for this announcement, as no drilling has yet been conducted by Bastion.

Criteria	JORC Code explanation	Commentary
	<ul style="list-style-type: none"> ○ hole length. • If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case. 	
Data aggregation methods	<ul style="list-style-type: none"> • In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated. • Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail. • The assumptions used for any reporting of metal equivalent values should be clearly stated. 	<ul style="list-style-type: none"> • Not applicable for this announcement, as no drilling has yet been conducted by Bastion.
Relationship between mineralisation widths and intercept lengths	<ul style="list-style-type: none"> • These relationships are particularly important in the reporting of Exploration Results. • If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported. • If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known'). 	<ul style="list-style-type: none"> • Not applicable for this announcement, as no drilling has yet been conducted by Bastion.
Diagrams	<ul style="list-style-type: none"> • Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported. These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views. 	<ul style="list-style-type: none"> • Appropriate maps are provided in the body of this announcement.
Balanced reporting	<ul style="list-style-type: none"> • Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results. 	<ul style="list-style-type: none"> • Appropriate maps are provided in the body of this announcement.
Other substantive exploration data	<ul style="list-style-type: none"> • Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances. 	<ul style="list-style-type: none"> • To the best of our knowledge, no meaningful and material exploration data have been omitted from this ASX announcement.
Further work	<ul style="list-style-type: none"> • The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling). • Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling 	<ul style="list-style-type: none"> • Bastion consultants have commenced sampling on two of the projects. • Work has consisted of compilation of satellite imagery and other remote sensing data sets, prior to conducting prospecting, mapping and sampling on the ground. • Updates of exploration will be provided as the program advances and collection of geophysical data will be considered

Criteria	JORC Code explanation	Commentary
	<i>areas, provided this information is not commercially sensitive.</i>	for integration in the program. .