

15 August 2023

NewPeak to enter a fully funded joint venture for exploration of its gold projects in Finland.

HIGHLIGHTS

- As **the next step** in NewPeak's rejuvenation plan, the Company proposes to **enter a joint venture** with **ENEXD Group**, having its offices in UAE, Mauritius, Switzerland to **continue exploration** on its **gold projects** in Finland .
- ENEXD Group will **pay NPM** the amount of **€3,000,000** (A\$5,000,000¹) and **expend €9,000,000** (A\$15,000,000²) on the **further exploration** of NPM's **Finland gold** permits to **acquire a 75% interest** in NPM's **wholly owned subsidiaries** NewPeak Finland Oy and Kultatie Holding Oy.
- The **exploration expenditure** will be over a period of **36 months** with the exploration target of reaching an JORC indicated resource and completing a preliminary economic assessment on the Finland projects.
- **NPM** will be the operator and **manage** the exploration program.
- The joint venture arrangement is subject to several **conditions precedent** including ENEXD Group securing a financing **funding package**.
- The **Finland gold** permits have promising prospectivity and this transaction will provide NPM a **fully funded pathway** to **explore that prospectivity**.

NewPeak Metals Limited (**NewPeak, NPM, the Company**) (**ASX: NPM**) is pleased to advise that it has entered into an agreement with UAE head quartered ENEXD Group ("**ENEXD**") for them to earn-in a 75% interest over a period of 3 years to the NPM Finland gold projects.

NPM Chairman, Brian Moller said *"The terms of the proposed earn-in will provide approximately \$5 million of cash into treasury and an exploration program in Finland, which is funded to the tune of \$15 million by joint venture partners."*

NPM CEO, Boyd White commented *"The Company has been working hard over the last 18 months on rejuvenation and this is the second major part of that strategy. NPM's assets in Finland have always been attractive and the proposed deal will fully fund the continuation of exploration. The company will have significantly reduced the costs associated in managing its projects over multiple jurisdictions (NZ, Argentina and Europe), whilst engineering ways to continue exploration and yet hold a large proportion of the potential upside. A significant amount of cash at bank is available to fund the SCB or other deals and combined with our upside exposure to Lakes Blue Energy, sees the Company in a strong position to create shareholder value."*

The commercial terms of the acquisition are described in more detail below.

MMG Capital Ltd acted as the sole advisor on this Transaction.

¹ Conversion of Euro to Australian Dollar is €0.60 equals A\$1.00

² Conversion of Euro to Australian Dollar is €0.60 equals A\$1.00



Figure 1 – Sweden and Finland project locations

OPPORTUNITY RATIONALE

The transaction is the second stage of NewPeak’s rejuvenation plan. NPM will, subject to finalisation of the transaction, have approximately \$5m cash in bank, a 36 month exploration program in Finland, fully funded by its joint venture partner. NPM will also receive a management fee to cover any corporate costs associated with managing the program.

The Company will have minimal running costs associated with its projects in New Zealand, Argentina and Europe with its joint venture partners paying the costs associated with progressing the relevant gold exploration.

The cash at bank will be used to look for other projects that will add value and potentially fund the SCB investment, subject to it meeting the required hurdles.

NPM’s investment in Lakes Blue Energy remains of importance and the transaction provides time for Lakes to reach its potential.

The company now has a funded resource exploration portfolio in gold, lithium, copper, uranium, strategic metals, oil and gas, good cash at bank and minimal expense requirements for the next few years. This is a strong position.

ABOUT FINLAND GOLD PROJECTS

NPM has a suite of gold projects in a region in Finland which currently hosts three Gold mines, Orivesi, Jokisivu and Kaapelinkulma, with a processing facility at Vammala (Figure 1). The two most advanced prospects in that suite are the Satulinmäki prospect and Hopeavouri prospect.

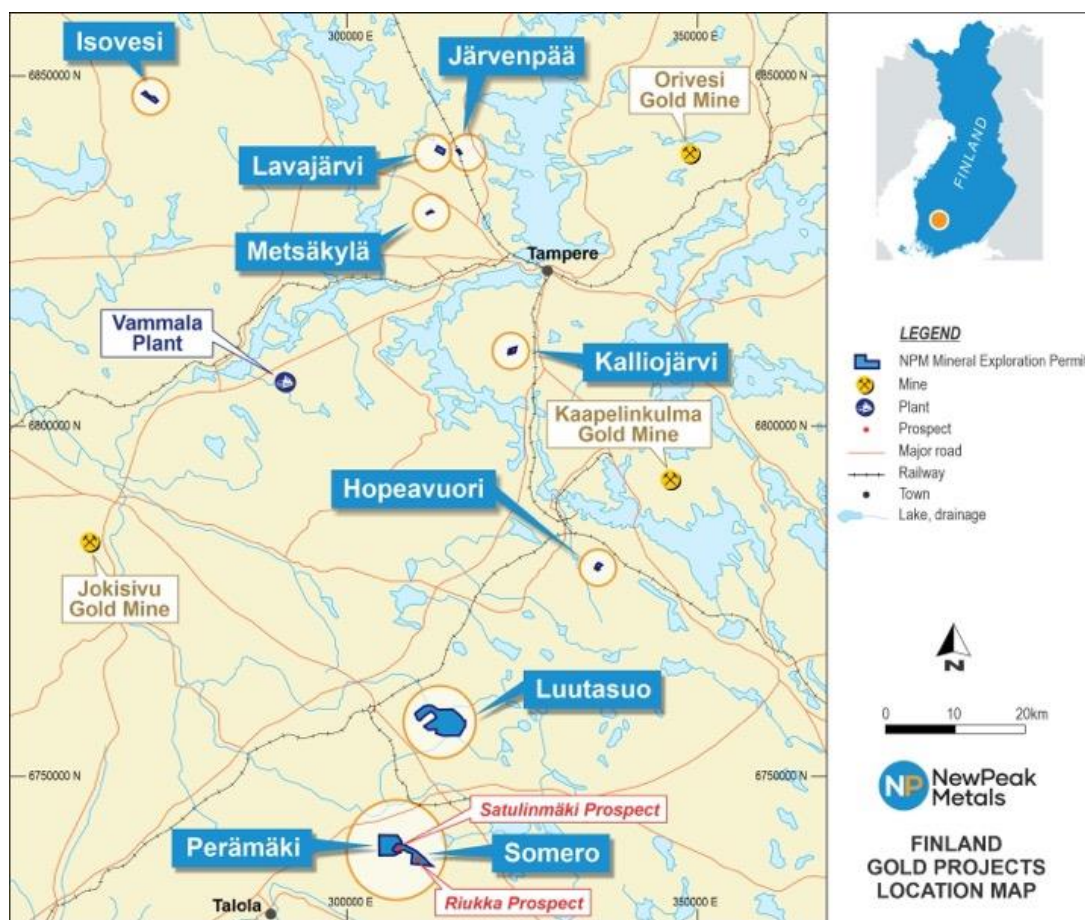


Figure 2 – Location of the Finland gold permits

SATULINMÄKI PROSPECT

A drilling program was completed at the Satulinmäki prospect in early 2022. A total of 10 diamond drill holes for 1,955m was completed over the course of the drilling program. Drilling focused primarily on the main mineralisation zone identified by historical drilling, specifically a NE-SW trending corridor. The aim of the drilling in this area was to further delineate structurally controlled, high-grade shoots within the southwest 300 x 200m portion of the corridor.

The assay results from the drilling program suggest the mineralisation is structurally controlled by a steeply dipping, broadly northeast striking foliation. The foliation hosts zones of varying intensity possibly representing shear zones. In conjunction with this is evidence of tight folding. A wide mineralised corridor has been defined by drilling to date, with zones of higher grades over short to medium intervals. The controls on these higher-grade zones are not yet well understood but is believed to be related to the intensity of the shear zones and folding.

The best intersections from recent results include:

- 4m @ 5.64g/t Gold from 112m in drillhole SM0012 including 1m @ 19.75g/t Gold from 113m
- 12m @ 1.13g/t Gold from 196m in drillhole SM0014
- 4m @ 1.39g/t Gold from 257m in drillhole SM0010 including 1m @ 3.29g/t Gold from 260m
- 10m @ 1.03g/t Gold from 116.4m in drillhole SM0011

The suite of tenements within the Somero and Forssa areas, around Satulinmaki, cover close to 2,500ha of ground and are host to multiple Gold targets at various stages of development with multiple high grade rock chip and boulder samples returning up to 77g/t Gold³. More exploration work is required to further develop these targets, which will provide multiple opportunities to unlock the potential of this area.

³ Avalon Minerals Limited (now Sunstone Metals) ASX release dated the 7th April 2017

HOPEAVUORI PROSPECT

Subject to completion of the ENEXD agreement, drilling is planned to be carried out on the most advanced Hopeavuori permits, with some drilling also at Kalliojärvi and Metsäkylä (refer Figure 2). The drilling program will target the known thick, high-grade Gold mineralised structures defined by prior work. It will comprise of several thousand metres of diamond drilling initially in the known mineralised areas, and then will follow the structures along strike to test their extent.

At Hopeavuori Main the high-grade Gold mineralisation is interpreted to be associated with quartz veining and brecciation controlled by multiple steeply dipping north-south trending structures. Where these structures intersect, the contact between the volcanic and intrusive units are often where the highest-grade intersections occur. Arsenopyrite and pyrrhotite are also correlated to Gold mineralisation.

Planned drilling at Hopeavuori Main is to test the presence and continuity of high-grade mineralisation within the two main interpreted north-south trending structures. It is proposed that these high grades may also plunge to the south in the plane of the north-south trending structures and this interpretation will also be tested.

Diamond drilling will be utilised to enable core orientation and structural analysis to be undertaken for input into the current mineralisation model. Two high-grade historical drill holes will be twinned to compare mineralisation and analysis methods. The first phase of drilling will comprise 10 holes for 1,070 metres. Holes will be drilled east at between 40-45 degrees which is considered optimal for targeting the steeply dipping high-grade mineralisation. Holes range between 50m and 100m depth to infill between existing drillholes as well as targeting strike and depth extensions. Holes will be drilled in order of priority and adjustments may be made as structural information becomes available.

On the successful completion of this first drilling program, a second phase is planned for another 1,000m in the Hopeavuori permits with objectives to:

- Increase the drill density, chase any high-grade shoots identified, and enable the construction of a detailed resource model.
- Follow the mineralisation westwards towards other targets existing in the western part of the permits. Existing drilling has proved the Hopeavuori West target, which was identified from a coincident IP and magnetic anomaly, like that seen at Hopeavuori Main. Seven holes were drilled on Hopeavuori West and confirmed anomalous mineralisation in six of the holes.

Another coincident magnetic and IP anomaly exists between Hopeavuori West and Hopeavuori Main within the mineralised corridor. It is planned to drill approximately 500m to test this anomaly.

Drilling opportunities exist on several of the other prospects within the Tampere Gold Project. The Company will consider a further 500m of drilling to test the current interpretation of the controls on mineralisation at Kalliojärvi and Metsäkylä. Kalliojärvi comprises a set of E-W trending mineralised zones in a shallow west plunging synform with mineralisation defined over approximately 250m long. At Metsäkylä, mineralisation is hosted in an ENE trending, altered silicified shear zone about 20m wide, and is anomalous for Gold over 800m. The mineralisation is currently open along strike and at depth.

FINLAND TRANSACTION COMMERCIAL TERMS

BACKGROUND

NPM owns 100% of New Peak Finland Oy (**NP Finland**) and Kultatie Holding Oy (**Kultatie Holding**) incorporated in Finland. Kultatie Holding controls Kultatie Oy (**Kultatie**), also incorporated in Finland.

NP Finland, Kultatie Holding and Kultatie own interests in exploration tenements in Finland that are listed in Appendix A - Interests in Tenements as at 30 June 2023.

PROPOSED TRANSACTION

- (a) ENEXD will have the exclusive right to earn up to a 75% legal and beneficial interest in NP Finland and Kultatie Holding (**Finland Entities**).
- (b) ENEXD will pay NPM the amount of three million euros (€3,000,000) to commence the Earn-in

(Earn-in Payment).

- (c) ENEXD proposes to pay to an escrow account the amount of nine million euros (€9,000,000) (**Earn-in Amount**) to be used by NPM and NP Finland to advance the Tenements:
- a. Exploration;
 - b. completing a preliminary economic assessment within 3 years from completion
 - c. obtaining measurement of an inferred resource of circa 1,000,000 ounces of gold at the Tenements in compliance with JORC Code within 3 years from completion.
 - d. the cost of managing the Tenements and obtaining or maintaining the necessary exploration permits.
- (d) NPM will be responsible for the management of all exploration on the tenements and will be paid a management fee.
- (e) Subject to:
- a. satisfaction of the Conditions Precedent.
 - b. payment of the Earn-in Payment.
 - c. payment of the Earn-in Amount.

The Finland Entities shall issue to ENEXD such number of which will result in ENEXD holding 75% of the issued capital of the Finland Entities.

- (f) ENEXD will have two (2) representatives of the boards of the Finland Entities, including the Chairman and two (2) representatives on a technical committee to oversee the exploration and which will report to the boards.

CONDITIONS PRECEDENT

Completion of the Transaction will be conditional upon the prior or contemporaneous (as the case may be) satisfaction (or waiver) of the following conditions:

- (a) Due Diligence - completion of due diligence by NPM and ENEXD on each other and the tenements.
- (b) Finance - ENEXD obtaining finance to fund the Earn-in Amount.
- (c) Transaction Documentation - the negotiation of the formal transaction documentation, with key agreements being a share subscription agreement and a shareholders agreement providing for an incorporated joint venture.
- (d) Waiver - NPM obtaining a waiver from Tammela in respect to any first right of refusal to acquire or be issued further shares in Kultatie.
- (e) Approvals - the parties obtaining all relevant approvals.

POST-COMPLETION SHARE CAPITAL

The share capital of the Finland Entities upon completion of the transaction is expected to be as follows:

NP Finland Oy		
Holder	Number of Shares	% of Share Capital (undiluted)
NPM	1,250	25%
ENEXD	3,750	75%
Total	5,000	100%

Kultatie Holding Oy		
Holder	Number of Shares	% of Share Capital (undiluted)
NPM	250	25%
ENEXD	750	75%
Total	1,000	100%

TERMINATION

In the event that the Conditions Precedent are not satisfied or waived by 30 October 2023 either party may elect to terminate the agreement.

ABOUT NEWPEAK

NewPeak Metals is a mineral resource company with a particular focus on discovering a multimillion-ounce gold deposit. Unlike most explorers, NewPeak is a diversified junior. NewPeak has established strong gold exploration assets in two of the top mining jurisdictions globally – Argentina and Finland. Further, NewPeak has a group of critical mineral and tungsten exploration assets in Sweden. The Company strategically holds a 17% stake in oil and gas company, Lakes Blue Energy NL ([ASX:LKO](#)).

Authorised for Release by the Company Secretary.

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Forward Looking Statement

This announcement may contain certain statements and projections provided by or on behalf of NewPeak Metals Limited (NewPeak, the Company) with respect to the anticipated future undertakings. These forward-looking statements reflect various assumptions by or on behalf of the Company. Accordingly, these statements are subject to significant business, economic and competitive uncertainties and contingencies associated with exploration and/or mining which may be beyond the control of the Company which could cause actual results or trends to differ materially, including but not limited to price fluctuations, exploration results, reserve and resource estimation, environmental risks, physical risks, legislative and regulatory changes, political risks, project delay or advancement, ability to meet funding requirements, factors relating to property title, native title and aboriginal heritage issues, dependence on key personnel, share price volatility, approvals and cost estimates. Accordingly, there can be no assurance that such statements and projections will be realised. The Company makes no representations as to the accuracy or completeness of any such statement of projections or that any forecasts will be achieved.

Additionally, the Company makes no representation or warranty, express or implied, in relation to, and no responsibility or liability (whether for negligence, under statute or otherwise) is or will be accepted by the Company or by any of their respective officers, directors, shareholders, partners, employees, or advisers as to or in relation to the accuracy or completeness of the information, statements, opinions or matters (express or implied) arising out of, contained in or derived from this presentation or any omission from this presentation or of any other written or oral information or opinions provided now or in the future to any interested party or its advisers. In furnishing this presentation, the Company undertakes no obligation to provide any additional or updated information whether as a result of new information, future events or results or otherwise.

Nothing in this material should be construed as either an offer to sell or a solicitation of an offer to buy or sell securities. It does not include all available information and should not be used in isolation as a basis to invest in NewPeak.

**APPENDIX A TO ASX RELEASE
INTERESTS IN TENEMENTS IN FINLAND AS AT 30 JUNE 2023**

FINLAND					
Tenement	Tenement name	Project	Current holder	% interest	Expiry date
ML2014:0098-02	Hopeavouri	Hopeavouri	NewPeak Finland Oy	100	01/09/2024
ML2016:0011-01	Hopeavouri 4	Hopeavouri	NewPeak Finland Oy	100	Awaiting granting
ML2016:0009-01	Järvenpää 1	Järvenpää	NewPeak Finland Oy	100	01/04/2025
ML2016:0013-01	Lavajärvi 1	Lavajärvi	NewPeak Finland Oy	100	01/04/2025
ML2016:0014-01	Metsäkylä 1	Metsäkylä	NewPeak Finland Oy	100	Awaiting granting
ML2016:0010-01	Isovesi 1	Isovesi	NewPeak Finland Oy	100	01/09/2024
ML2016:0012-01	Kalliojärvi 1	Kalliojärvi	NewPeak Finland Oy	100	30/06/2025
ML2018:0118	Somero	Somero	Kultatie Oy (Nortec JV)	83	24/06/2022. Extension application filed
ML2018:0001	Perämäki	Somero	Kultatie Oy (Nortec JV)	83	Awaiting granting
ML2018:0083	Luutasuo	Forssa	Kultatie Holding Oy	100	Awaiting granting