

Goldway Capital Investment Limited
(Incorporated in Hong Kong)
CR No. 3294426

22 March 2024

The Manager
Markets Announcements Office
Australian Securities Exchange
Level 50, South Tower, Rialto
525 Collins Street
Melbourne VIC 3000

Dear Manager

Goldway Capital Investment Limited - Status of conditions

Goldway Capital Investment Limited (company registration number 3294426) (**Goldway**) notes that its off-market takeover offer for all of the ordinary shares in MC Mining Limited ACN 008 905 388 (ASX: MCM) (**Offer**) will close at 7.00pm (Sydney time) on Friday, 5 April 2024 unless extended in accordance with the Corporations Act.


In addition, as outlined in Section 3 of Goldway's Third Supplementary Bidder's Statement dated 21 March 2024, the Offer contains a condition (which cannot be waived) that Goldway needs to have received acceptances for at least 50.1% or more of the MCM Shares that it does not have a relevant interest at the commencement date of the Offer (**Minimum Acceptance Condition**).

If the Minimum Acceptance Condition is satisfied by 5 April 2024, Goldway's present intention is to declare the Offer unconditional on the date that Goldway notifies the market that the Minimum Acceptance Condition has been satisfied (**Unconditional Date**). Upon the Offer being declared unconditional, Goldway intends to extend the Offer for 10 Business Days from the Unconditional Date.

If the Minimum Acceptance Condition is not satisfied by 5 April 2024, then the Offer will not be extended and will lapse on close of the Offer Period.

Goldway **attaches** by way of service pursuant to section 630(5)(b) of the *Corporations Act 2001* (Cth) (**Corporations Act**) a notice of status of conditions to the Offer as required by section 630(3) of the Corporations Act.

Yours faithfully



Jun Liu
Sole Director
Goldway Capital Investment Limited
(company registration number 3294426)

Goldway Capital Investment Limited
CR No. 3294426

**NOTICE OF STATUS OF DEFEATING CONDITIONS
UNDER SECTION 630(3) OF THE CORPORATIONS ACT 2001 (CTH)**

To: ASX Limited
MC Mining Limited ACN 008 905 388 (MCM)

Goldway Capital Investment Limited (company registration number 3294426) (**Goldway**) gives notice (**Notice**) under section 630(3) of the Corporations Act 2001 (Cth) (**Corporations Act**) in relation to its off-market takeover bid for all of the ordinary shares in MCM (**Offer**). The Offer is contained in the bidder's statement issued by Goldway dated 2 February 2024 (as supplemented on 15 February 2024, 14 March 2024 and 21 March 2024) (**Bidder's Statement**).

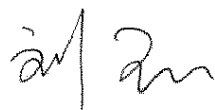
Unless otherwise defined in this Notice, words defined in the Bidder's Statement have the same meaning in this Notice.

Goldway gives notice under section 630(3) of the Corporations Act that, at the time of giving this Notice:

- i. the defeating condition set out in paragraph (a) of Section 13.9 of the Bidder's Statement (**50.1% Minimum Acceptance**) has not yet been fulfilled;
- ii. the defeating condition set out in paragraph (h) of Section 13.9 of the Bidder's Statement (No prescribed occurrences prior to dispatch) has been fulfilled on 2 February 2024;
- iii. all other Offer Conditions set out in Section 13.9 of the Bidder's Statement (being the "conduct of business in the ordinary course and no material acquisitions, disposals or new commitments" condition, "no material adverse change" condition, "no regulatory actions" condition, "no distributions" condition, "non-existence of certain rights" condition, and "no prescribed occurrences" condition) have not been fulfilled because the Offer Period has not ended;
- iv. the Offer is still subject to the defeating conditions set out in paragraphs (i) and (iii) above. Goldway has undertaken to waive the conditions in paragraph (iii) above immediately upon the condition in paragraph (i) (50.1% Minimum Acceptance condition) being satisfied unless it has publicly announced a breach or suspected breach before that time; and
- v. as at the date of this Notice, Goldway's voting power in MCM is 71.69%.

The Offer will close at 7.00pm (Sydney time) on Friday, 5 April 2024 unless extended in accordance with the Corporations Act or as outlined at Section 3 of Goldway's Third Supplementary Bidder's Statement dated 21 March 2024.

Date: 22 March 2024



Jun Liu
Sole Director
Goldway Capital Investment Limited