The next power in rare earths

General Meeting:

Shenghe offtake agreement

17 June 2024





Disclaimer

This presentation has been prepared as at 17 June 2024 by Peak Rare Earths Limited (the "Company") for the sole purpose of providing a summary of information relating to the Company. The document is for information purposes only and has been extracted entirely from documents or materials which have been filed with the Australian Stock Exchange and/or the Australian Securities and Investments Commission and/or which are publicly available. While every effort is made to provide accurate information, this document and the information contained in it is subject to material updating, revision and further amendment, and therefore the information contained herein is not a substitute for the recipient's independent investigation and analysis.

This presentation is not an offer or invitation to subscribe for or purchase securities in the Company (or any other securities) and neither this document nor anything contained herein shall form the basis of any contract or commitment whatsoever. Neither this document nor the information contained in it should be considered a recommendation by the Company or any of its shareholders, directors, officers, agents, employees or advisers in relation to any investment opportunity in the Company. The release, publication or distribution of this presentation in certain jurisdictions may be restricted by law and therefore persons in such jurisdictions into which this presentation is released, published or distributed should inform themselves about and observe such restrictions.

While the information contained in this presentation has been prepared in good faith, neither the Company nor any of its shareholders, directors, officers, agents, employees or advisers give, have given or have authority to give, any representation or warranty (express or implied) as to the accuracy, suitability or completeness of the information contained in this presentation, or any revision thereof, or of any other written or oral information made or to be made available to any interested party or its advisers (all such information being referred to as "Information") and liability therefore is expressly disclaimed. Accordingly, neither the Company nor any of their shareholders, directors, officers, agents, employees or advisers take any responsibility for, or will accept any liability or responsibility for any loss, damage, cost or expense whether direct or indirect, express or implied, contractual, tortious, statutory or otherwise, in respect of, the accuracy or completeness of the Information or for any of the opinions contained herein or for any errors, omissions or misstatements or for any loss, howsoever arising, from the use of this document and the information contained in it.

Certain statements contained in this document constitute forward-looking statements, estimates and projections which by their nature involve substantial risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. When used in this document, the words "anticipate", "estimate", "forecast", "will", "planned", and similar expressions are intended to identify forward-looking statements or information. Such statements include without limitation: statements regarding timing and amounts of capital expenditures and other assumptions; estimates of future reserves, resources, mineral production, optimisation efforts and sales; estimates of future capital expenditures and other cash needs, and expectations as to the funding thereof; statements and information as to the projected development of certain ore deposits, including estimates of exploration, development and production and other capital costs, and estimates of the timing of such exploration, development and production or decisions with respect to such exploration, development and production; estimates of reserves and resources, and statements and information regarding anticipated future exploration; the anticipated timing of events with respect to the Company's projects and statements; strategies and the industry in which the Company operates and information regarding the sufficiency of the Company's cash resources. Such statements and information reflect the Company's views, intentions or current expectations as at the date of this document and are subject to certain risks, uncertainties and assumptions, and undue reliance should not be placed on such statements and information. Many factors, known and unknown could cause the actual results, outcomes and developments to be materially different, and to differ adversely, from those expressed or implied by such forward looking statements and information and past performance is no quarantee of future performance. Such risks and factors include, but are not limited to: the volatility of prices of rare earth elements and other commodities; uncertainty of mineral resources, mineral grades and mineral recovery estimates; uncertainty of future production, capital expenditures, and other costs; currency fluctuations; financing of additional capital requirements; cost of exploration and development programs; mining risks; community protests; risks associated with foreign operations; governmental and environmental regulation; the volatility of the Company's stock price; and risks associated with the Company's by-product metal derivative strategies. For a more detailed discussion of such risks and other factors that may affect the Company's ability to achieve the expectations set forth in the forward looking statements contained in this document, see the Company's Annual Report for the year ended 30 June 2023, the Company's ASX Announcement dated 24 October 2022, as well as the Company's other filings with the Australian Securities Exchange. These forward-looking statements, estimates and projections speak only as of the date of this document and the Company does not intend, and does not assume or undertake any obligation, to update or release any revisions to, these forward-looking statements, information, projections and estimates to reflect events or circumstances after the date of this document. Furthermore, in furnishing this document, the Company does not undertake or agree to any obligation to provide the recipient with access to any additional information or to update this document or to correct any inaccuracies in, or omissions from, this document which may become apparent.

Compliance Statement

This presentation references the ASX announcements dated 24 October 2022 "Completion of Ngualla Project BFS Update", 30 November 2023 "Completion of Feed Study", 5 February 2024 "Breccia Zone Trench Samples – Assay Results" and 20 March 2024 "Major High-grade Fluorspar Discovery", which are available to view on https://www.peakrareearths.com/announcements/. Other than changes to the FEED Study rare earth price assumptions as set out in the December 2023 Quarterly Activities Report and in the Review of Operations in the December 2023 Half-Year Financial Report, the Company confirms at this time it is not aware of any other new information or data that materially affects the information included in announcements and that all material assumptions and technical parameters underpinning the estimates in the relevant announcements continue to apply and have not materially changed. The Company further confirms that at this time the form and context in which the Competent Person's findings presented in the announcements have not materially changed from the original announcements.

This presentation is authorised for release by the Company's Chief Executive Officer.



The Ngualla Project ... the most advanced rare earth project globally

Binding agreement with Shenghe positions Peak as one of the only rare earth developers to have a complete offtake solution for its project



KEY LICENCES IN PLACE

- Special Mining Licence granted and Framework Agreement executed with the Government of Tanzania
- Environmental Certificate in place supported by comprehensive ESIA



TECHNICALLY DE-RISKED

- Bankable Feasibility Study Update and FEED Study recently completed
- Further cost optimisation initiatives underway



PROJECT FUNDING SIGNIFICANTLY PROGRESSED

- Indicative debt funding appetite of US\$177m from a range of reputable African development and commercial banks
- · Discussions around project-level investment significantly advanced



BINDING OFFTAKE SOLUTION¹

- Take-or-pay agreement for 100% of concentrate and 50% of future downstream products from Ngualla
- Initial seven-year term supports project financing arrangements



Ngualla Rare Earth Project ... a world class project

The Ngualla Project is one of the largest and highest grade undeveloped rare earth deposits in the world, with significant exploration and development upside

High-grade Ore Reserve¹

TREO - 4.80% and NdPr - 1.02%

Multi-generational

214Mt Mineral Resource and initial 24 year life¹

Low radionuclides¹

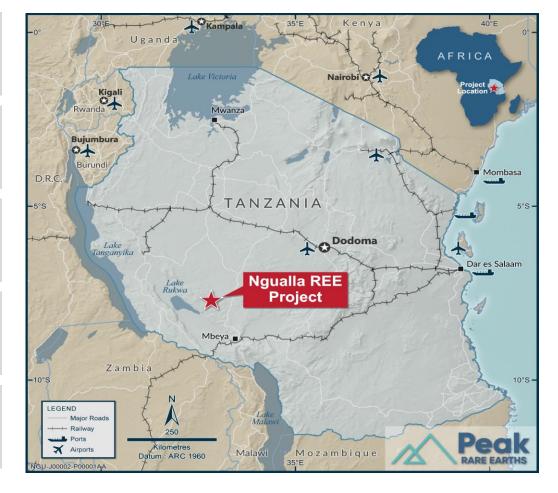
U - 15 ppm and Th - 53ppm

Compelling project economics²

NPV_{8%} of US\$809m and IRR of 30.8%

Significant exploration upside

Includes fluorspar, niobium and phosphate





Recent milestones

A pathway to a fully funded Ngualla Project with multi-commodity optionality and potential near-term liquidity from a sale of Teesside

- 1. Rapid transformation of the Tanzanian economy and mining sector
- 2. Progressing co-operation with Shenghe on offtake and a potential project investment
- 3. Indicative debt funding appetite ~US\$177m
- 4. Enlargement of SML area
- 5. Ngualla Project optimisation exercise is underway
- 6. Opportunity to monetise the Teesside site
- 7. Critical minerals exploration success



Tanzania ... open for business

Rising international visibility and a rapidly growing economy

1) Tanzania ... at a glance

- Economic Freedom score of 60.0 4th highest in Africa
- Politically stable 40+ years as a multi-party democracy
- Average GDP growth over last ten years of 6.1% (one of the fastest growing economies in Africa)
- Unemployment rate of ~3%
- Recent Moody upgrade to a B2 positive due to reduced political risk, community engagement and structural reform agenda
- Key logistics hub with proximity to both China and the Middle East
- Member of the Commonwealth

2 Recent developments

April 2023: MOU between the Export-Import Bank of the United States (EXIM) and the Government of Tanzania for up to **US\$500m in US export financing**

October 2023: Agreement with Dubai state-owned ports operator DP World to operate four berths at Dar es Salaam Port for 30 years

November 2023: US\$1b contract executed with China Civil Engineering Construction Corporation (CCECC) to upgrade existing TAZARA railway



2GW Julius Nyerere Hydropower Station under construction



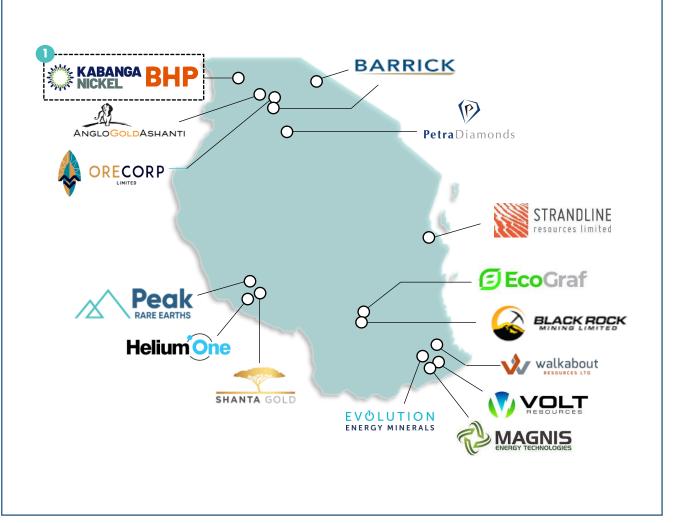
U.S Vice President Kamala Harris's visit to Tanzania (March 2023)

Tanzania ... a rapidly growing mining and resources sector Mining development continues to be prioritised under the new Tanzanian Government

Recei	Recent Special Mining Licence grants				
Project	Commodity Date granted				
Kabanga	Nickel	27 October 2021			
Nyanzaga	Gold	Gold 9 December 2021			
Fugoni	Mineral Sands	Sands 14 December 2021			
Williamson	Diamonds	9 December 2021			
Mahenge	Graphite 7 September 20				
Ngualla	Rare Earths 26 April 2023				
Epanko	Graphite	Graphite 18 April 2023			
Chilalo	Graphite 18 April 2023				









Shenghe agreement ... delivers a full offtake solution for the project Binding offtake agreement is now subject to only 2x remaining CPs

Binding offtake agreement - key terms ...

- 100% of rare earth concentrate
- Minimum of 50% of intermediate and final rare earth products
- Take or pay arrangements
- Initial term of 7 years

Net payability of Ngualla concentrate (%)¹

NdPr Oxide price	Concentrate Grade (%TREO)		
NdPr Oxide price (US\$/kg, incl VAT)	>45%	>50%	>55%
80	48.0%	51.5%	53.7%
140	51.8%	54.7%	56.4%
200	54.4%	57.1%	58.6%

Conditions Precedent ... satisfied or waived







Approval by the board and/or shareholders of Shenghe

Financial close within 6 months of FEED

Approval by Peak shareholders (Shareholders' Meeting – 17 June)

Approval by the Tanzanian Mining Commission



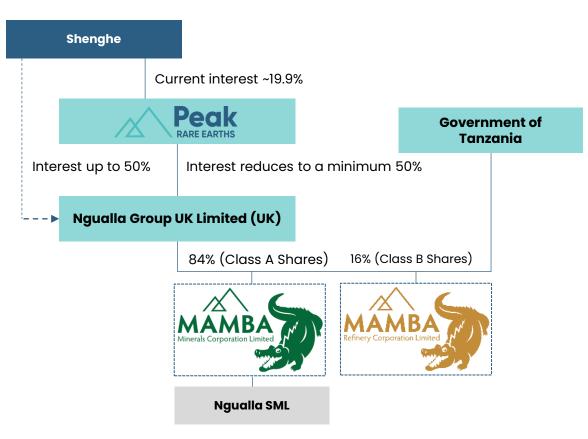
Based on a LaCe Carbonate price of US\$0.5/kg and a SEG concentrate price of US\$33.43/kg. Assumes Ngualla concentrate specifications of 22.3% NdPr, 44.2% Ce, 30.1% La and 2.9% SEG Heavy (LOM averages). Payabilities are inclusive of a VAT deduction (e.g., based on a final price payable to Peak). See ASX Announcement released 9 August 2023.

Co-operation with Shenghe ... Ngualla Project development and funding

Whilst negotiations are continuing, broad co-operation and transaction principles have been agreed

Agreed co-operation and transaction principles

- Shenghe to subscribe for an interest of up to 50% in Ngualla
 Group UK Limited (NGUK)
- Continued collaboration on further capital and operational cost savings
- Shenghe to tender a proposal to provide an EPC, EPS or EPCM solution
- Peak and Shenghe to finalise negotiations on an agreed value for Shenghe's interest in NGUK
- Both parties to work together towards a Final Investment Decision by 31 Dec 2024



A key objective is for a Ngualla Project investment to be at a materially higher valuation than implied by Peak's current share price



Advancement of project debt financing

Indicative debt funding appetite for the Ngualla Project to date of ~US\$177m

Project financing ... status update

- Strong appetite from lenders across
 - African Development Finance Institutions
 - > Export Credit Agencies
 - Commercial banks
- Non-binding expressions of interest for funding of ~US\$177m
- Discussions continuing with other commercial and development banks
- In addition to CRDB, several other Tanzanian banks have expressed interest in arranging a significant local tranche
- Targeting a fully formed funding consortium and signed term sheet by early July 2024

Indicative proposals received to date

ECA cover



Indicative provision of political and commercial risk cover

Senior lenders



Indicative funding of US\$65m

Unnamed South
African
Development Bank

Indicative funding of US\$53m



Indicative funding of US\$50m

Unnamed East African Commercial Bank

Indicative funding of US\$9m

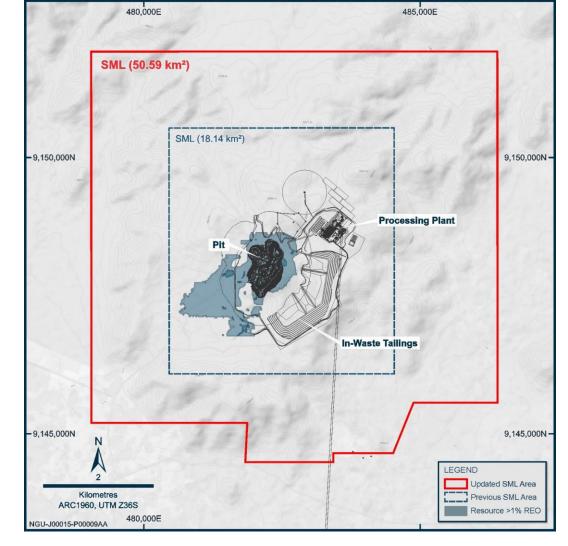


Enlargement of SML area at Ngualla

SML area successfully expanded from ~18km² to ~51km²

Ngualla SML expansion ... key benefits

- Additional footprint for development of the Ngualla Rare Earth Project
- Supports future exploration of the broader Ngualla deposit and neighbouring area
- Offers a potential site for future development of an MREC facility and other downstream operations
- Supported by SML tenure of 30 years with the ability for further extensions





Ngualla Project optimisation opportunities and schedule

Wood engaged to deliver revised "bankable" cost and production estimates ahead of targeted Final Investment Decision in December 2024

Optimisation opportunities

1. Building relocation and layout optimisation

- Relocation of buildings, plant and storage facilities from Ngualla Hill to flatter areas
- Reduce bulk-earthworks and required capital expenditure on Plant Access Road

2. Optimisation of contract packages

Reduction in unit rates via combining earth works, civils, quarry and mining

3. Deferral of new airstrip

· Remediate existing airstrip

4. Increased plant availability

Revised plant availability from 80% to 88% based on peer benchmarking exercise

5. Re-scope buildings and storage facility

- · Utilise lower cost local construction solutions
- · Remove unnecessary coverings and reduce storage capacity

6. More competitive tendering solutions

Reductions in logistics and power costs

Revised FID provides time to:

- Progress optimisation opportunities
- Finalise additional sterilisation drilling
- Further advancement of critical minerals exploration and development programme
- o Complete land valuation and RAP
- Develop an integrated project and community water solution
- Align with Shenghe investment and project financing process



Teesside site ... a potential sale is being evaluated Opportunity to monetise Teesside in the near-term to support project related activities

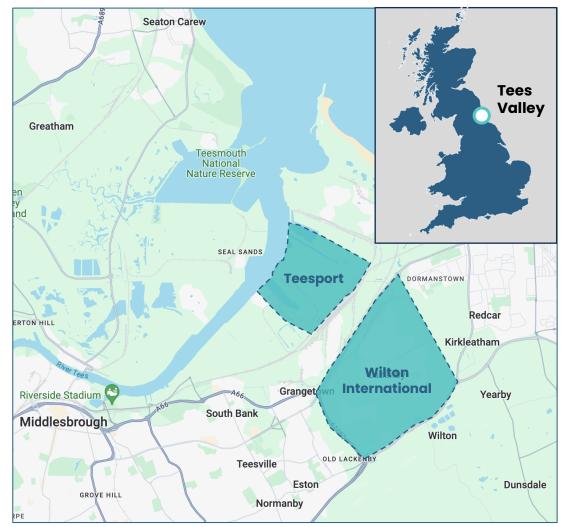
Teesside ... key attractions

- ✓ 19ha site sitting within Wilton International industrial zone in Tees Valley
- ✓ Within 3km of Teesport deepwater port UK's third largest site by volume
- ✓ Over-the-fence power, air supply and water treatment facilities
- √ "Freeport" status tax, planning and customs benefits

Current status

- Acquisition of freehold title in March 2024 for £125k
 - o Follows the exercise of option for a 250-year lease in May 2021 for £1.9m
 - Supports higher value and greater flexibility around future development
 & monetisation options for the site
- Site no longer a core asset given longer-term intention of developing
 Tanzanian downstream operations including MREC

Following unsolicited interest in the site, Peak has initiated a sales process





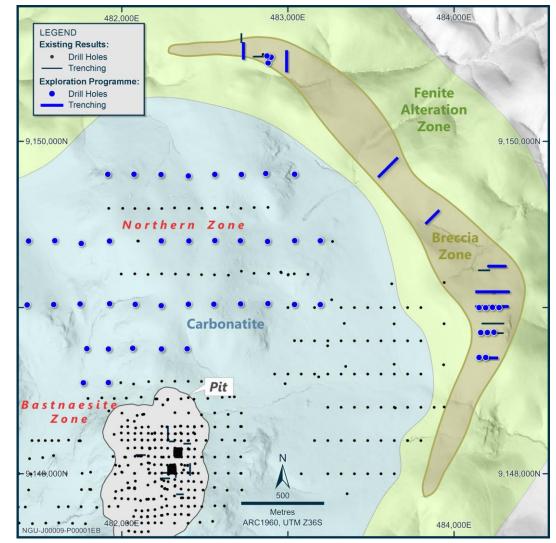
Critical minerals exploration programme ... highly successful

Exploration activities advanced at both the Breccia Zone and Northern Zone including 4,200m of additional RC and DD drilling

Progress to date

- Development of geological model for Northern Zone (SRK)
- Assay of 344 trench samples from Breccia Zone
 - o Confirmation of widespread fluorspar mineralisation at surface
- 57 drill holes for 4,200m completed and assayed¹
 - o Widespread phosphate mineralisation across Northern Zone
 - Major high-grade fluorspar discovery within Breccia Zone
- Bioavailability analysis of phosphate from Northern Zone
 - o Confirms potential use as direct-application fertiliser

	Northern Zone	Breccia Zone	Total
RC	44 holes / 3,104m	11 holes / 885m	55 holes / 3,989m
DD	-	2 holes / 211m	2 holes / 211m
Total	44 holes / 3,104m	13 holes / 1,096m	57 holes / 4,200m





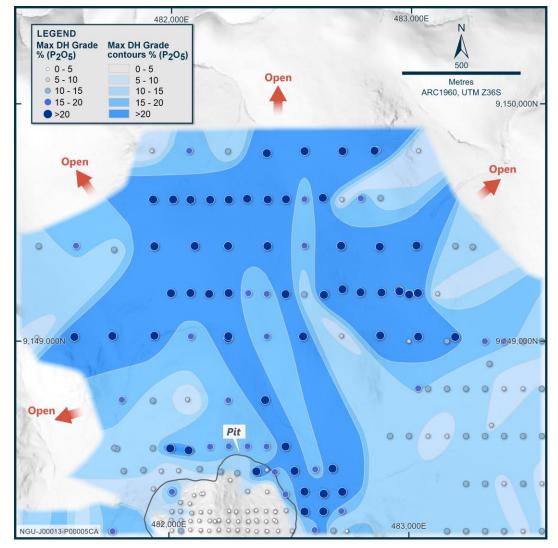
Critical minerals exploration ... Northern Zone

Widespread and high-grade phosphate mineralisation¹

Overview

- ~0.7km² area, located 2km North of the Bastnaesite Zone
- Mineralisation currently open in northern and eastern directions
- Widespread, high-grade phosphate mineralisation at surface
- 'High' bioavailability supports use in fertiliser applications
- Extensive rare earth and niobium mineralisation
 - Elevated levels of higher-value heavy rare earths (terbium and dysprosium)

Prospective commodities Phosphate Rare Earths Niobium Drilling summary (to date) RC: 75 holes / 5,584 m 2 holes / 190m 77 holes / 5,774 m





Critical minerals exploration ... a near-term phosphate opportunity

Potential to expedite development of phosphate via collaboration with Minjingu Mines and Fertiliser

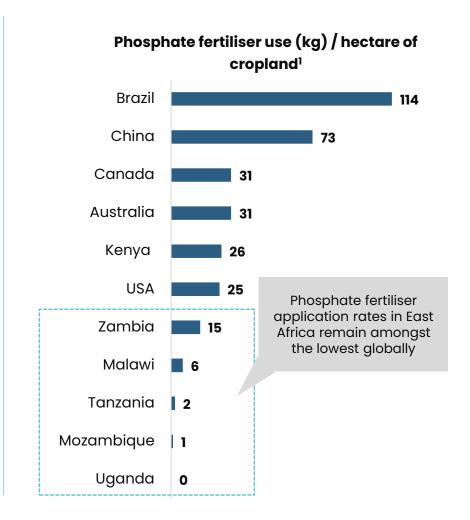
Minjingu Mines & Fertiliser



- Operates a Tanzanian phosphate mine
- Produces organic and blended fertilisers
- Distribution network into Southern and East Africa

MOU ... key terms

- Evaluation of collaboration across
 - Mining & beneficiation
 - Offtake & sales arrangements
 - Transport & logistics
 - Potential JV, co-investment & partnering structures
- Joint study group to expedite the development of a low-cost phosphate beneficiation flowsheet
- Initial term 12 months

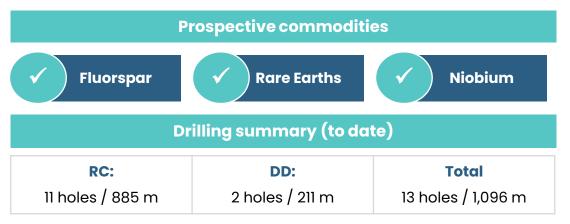


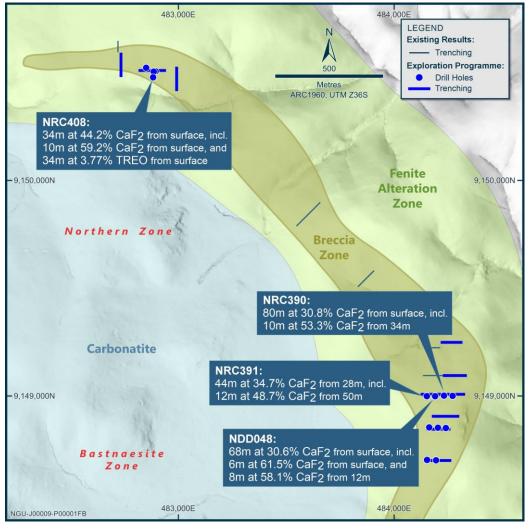
Ngualla's multi-commodity potential ... Breccia Zone

Recent drilling supports potential of a globally significant fluorspar deposit

Overview

- ~0.4km² area, located 2km North-East of the Bastnaesite Zone
- 3.7km extent, with mineralisation currently open in all directions
- Trenching has confirmed widespread mineralisation at surface¹
- Recent drilling assays have confirmed thick, high-grade intercepts of fluorspar in southern and northern Breccia Zone²
 - Central Breccia Zone remains only lightly tested
- Rare earth / niobium mineralisation associated with fluorspar in the northern Breccia Zone

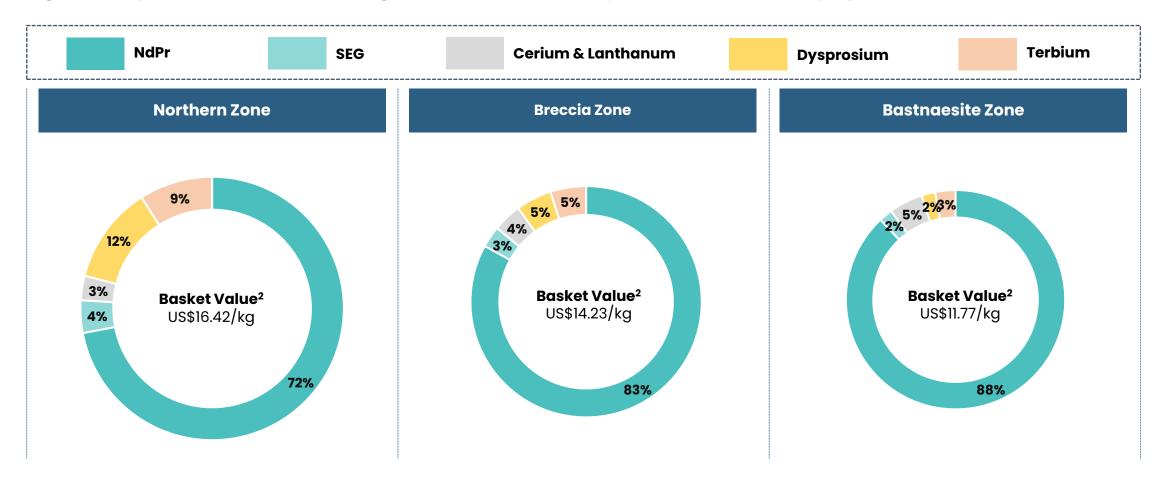






Critical minerals exploration ... Ngualla's broader rare earth potential

Attractive rare earth assemblages within Northern Zone and Breccia Zone with a higher representation of higher-value heavy rare earths (Dysprosium & Terbium)¹





Critical minerals programme ... next steps

Prioritisation of phosphate and fluorspar opportunities in the short term

Northern Zone (Phosphate)

- · Update of geological model
 - o Identification of high-grade mineralisation zones and preferential areas for development
 - o Generation of additional drill targets
- Preliminary flowsheet development and metallurgical work
- · Additional bioavailability testwork including evaluation of different areas of Northern Zone
- · Further drilling and potential Maiden Resource estimate
- · Advancement of strategic discussions around offtake, beneficiation and low capex development options

Breccia Zone (Fluorspar)

- Additional fieldwork and mapping
 - Extension of trenches
 - o Soil sampling programme across Breccia Zone extent
- · Mineralogical analysis of diamond drill core
- Preliminary flowsheet development and metallurgical work
- Further drilling and potential Exploration Target
- Advancement of strategic discussions around offtake, beneficiation and low capex development options



Ngualla ... up to and beyond FID

Peak is in the strongest position in its history with a de-risked Ngualla Project and pathway to a fully funded development solution with multi-commodity optionality



Construction

Progress of Early Works

Appointment of EPC /
EPCM lead

Finalisation of construction contract



Technical

Further project optimisation initiatives

Shenghe technical collaboration

Advancement of downstream options



Funding

Sale of Teesside site

Completion of Shenghe investment and project financing

Targeted FID and funding Financial Close



Exploration

Further exploration drilling and fieldwork

Potential maiden Resource for Northern Zone

Partnerships targeting other commodities



Contact



+61 8 9200 5360 info@peakrareearths.com

peakrareearths.com

Address:

Level 9, 190 St Georges Terrace, Perth, WA 6000

Postal address:

PO Box 7362, Cloisters Square Perth, WA 6850

ASX: PEK

ACN 112 546 700

