



Announcement Summary

Entity name

MTM CRITICAL METALS LIMITED

Date of this announcement

Friday November 22, 2024

The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Performance Rights	17,500,000	22/11/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

MTM CRITICAL METALS LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ACN

Registration number

645885463

1.3 ASX issuer code

MTM

1.4 The announcement is

New announcement

1.5 Date of this announcement

22/11/2024



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class)

ASX +security code

New class - code to be confirmed

+Security description

Performance Rights

+Security type

Other

ISIN code**Date the +securities the subject of this notification were issued**

22/11/2024

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.**Name of KMP****Name of registered holder****Number of +securities**

Michael Walshe

Satinka Consulting Pty Ltd

17,500,000

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02884505-6A1239065>

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

https://www.mtmcriticalmetals.com.au/files/ugd/301a10_e9371b4e1bb24bcc97fcfd34fecddf84.pdf

Any other information the entity wishes to provide about the +securities the subject of this notification

Performance Rights issued to Michael Walshe as announced on his appointment as CEO (15 April 2024). Seven tranches 2,500,000 performance rights with various vesting conditions:

Tranche A - Continuous employment with MTM for 12 months;

Tranche B - Continuous employment with MTM for 24 months;

Tranche C - Securing grant funds from a Federal or State Government body of at least \$5 million;

Tranche D - Securing a development partnership with a Corporate entity/entities that secures funding of at least \$5 million

Tranche E - Optimize Commercial Scale Flash Joule Heating Unit

Tranche F - Secure a sub-license agreement for use of the Flash Joule Heating technology by an entity that will result in the generation of revenue of no less than \$1 million

Tranche G - Upon realising the first sales revenue from the Flash Joule Heating technology

(Refer detailed description in ASX announcement).



Issue details

Number of +securities

2,500,000

Number of +securities

2,500,000

Number of +securities

2,500,000

Number of +securities

2,500,000

Number of +securities

2,500,000

Number of +securities

2,500,000

Number of +securities

2,500,000

Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MTM : ORDINARY FULLY PAID	347,952,608

4.2 Unquoted +securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MTMAR : OPTION EXPIRING 07-AUG-2029 EX \$0.20	15,250,000
MTMAJ : OPTION EXPIRING 09-MAY-2025 RESTRICTED	500,000
MTMAI : OPTION EXPIRING 16-DEC-2024 RESTRICTED	8,000,000
MTMAN : OPTION EXPIRING 09-MAY-2025 EX \$0.40	250,000
MTMAP : PERFORMANCE RIGHTS	300,000
New class - code to be confirmed : Performance Rights	17,500,000



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

Yes

5.1a Select the number of the applicable exception in Listing Rule 7.2

13