

ASX ANNOUNCEMENT / MEDIA RELEASE

ASX: PRX

10 June 2025

Entitlement Offer Cleansing Notice

Further to the announcement by Prodigy Gold NL (ASX: PRX) (**Prodigy Gold**) earlier today regarding the non-renounceable entitlement offer of one (1) new fully paid ordinary share in Prodigy Gold (**Share**) for every one (1) Share registered as being held on the Record Date (**Entitlement Offer**), in accordance with section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**), Prodigy Gold advises that:

- (1) the Shares will be offered without disclosure to investors pursuant to Part 6D.2 of the Corporations Act;
- (2) this notice is given pursuant to paragraph 708AA(2)(f) of the Corporations Act;
- (3) as at the date of this notice, Prodigy Gold has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to Prodigy Gold; and
 - (b) sections 674 and 674A of the Corporations Act;
- (4) as at the date of this notice, there is no “excluded information” of the type referred to in section 708AA(8) of the Corporations Act that is required to be disclosed in accordance with section 708AA(9) of the Corporations Act; and
- (5) as the Entitlement Offer and the ancillary shortfall offer do not satisfy the requirements of exception 10 of section 611 of the Corporations Act, no person shall be entitled to acquire Shares pursuant to the Entitlement Offer and the ancillary shortfall offer if to do so would result in their, or another person’s, voting power increasing from 20% or below to more than 20%, or from a starting point above 20% to below 90%, unless an separate exception to the restrictions contained in section 606 of the Corporations Act applies.

The only exception that may apply, in this instance, is exception 9 of section 611 of the Corporations Act (i.e., the “3% creep” exception).

As at the date of this notice, only BNP Paribas Noms Pty Ltd, APAC Resources Limited (and its Related Bodies Corporate (as that term is defined in the Corporations Act)) and Allied Properties Investments (1) Company Limited (together, **APAC Group**) have held voting power of at least 19% throughout the 6 months prior to the forecast date of issue (currently 29.55%).

Accordingly, as APAC Group held voting power of 29.55% six months before the date of the Entitlement Offer, it may acquire Voting Power in the Company of up to 3%, taking it to 32.55%.

As APAC Group already have voting power in Prodigy Gold of 29.55%, the potential increase of APAC Group's voting power as a result of the Entitlement Offer and ancillary shortfall offer is not expected to have any effect on the control of Prodigy Gold.

Additionally, Prodigy Gold has entered into an underwriting agreement with Plutus Prospecting Pty Ltd ACN 682 005 769 (**Plutus Prospecting**) (**Underwriting Agreement**), pursuant to which Plutus Prospecting has agreed to subscribe, or procure subscriptions, for any new Shares not subscribed for by other Eligible Shareholders under the Entitlement Offer or the Shortfall Offer, provided that Plutus Prospecting does not acquire a voting power of more than 19.90%.

As at the date of this notice, Plutus Prospecting does not have any voting power in Prodigy Gold and, accordingly, Plutus Prospecting may only acquire voting power in Prodigy Gold of up to 20%.

For illustrative purposes, the table below sets out the number of Shares and potential voting power in Prodigy Gold that APAC Group or Plutus Prospecting could obtain based on the following scenarios:

- APAC Group participates for its full entitlement to the extent it is able to do so in reliance on the "3% creep" exception and applications are received for 0% of all other Shareholders' entitlements pursuant to the Entitlement Offer or Shortfall Offer;
- APAC Group participates for its full entitlement and the Shortfall Offer to the extent it is able to do in reliance on the "3% creep" exception and applications are received for 25% of all other Shareholders' entitlements pursuant to the Entitlement Offer or Shortfall Offer;
- APAC Group participates for its full entitlement and the Shortfall Offer to the extent it is able to do in reliance on the "3% creep" exception and applications are received for 50% of all other Shareholders' entitlements pursuant to the Entitlement Offer or Shortfall Offer; and
- APAC Group participates for its full entitlement and the Shortfall Offer to the extent it is able to do in reliance on the "3% creep" exception and applications are received for 75% of all other Shareholders' entitlements pursuant to the Entitlement Offer or Shortfall Offer.

| APAC Group and Plutus Prospecting Potential Voting Power | | | | |
|---|--|---------------|---------------|---------------|
| Shareholder Outcomes | Level of Acceptance by Eligible Shareholders (other than APAC) | | | |
| | 0% | 25% | 50% | 75% |
| New Shares subscribed for by Eligible Shareholders (excluding APAC) | 0 | 559,176,744 | 1,118,353,489 | 1,677,530,233 |
| Total Shares on Issue after Entitlement Offer | 4,704,301,049 | 5,880,376,311 | 6,350,111,102 | 6,350,111,102 |
| Total Shares held by APAC Group after the Entitlement Offer | 1,531,438,163 | 1,914,297,704 | 1,876,697,148 | 1,876,697,148 |
| Voting Power of APAC Group after the Entitlement Offer (%) | 32.55% | 32.55% | 29.55% | 29.55% |
| Total Shares held by Plutus Prospecting after the Entitlement Offer | 936,155,909 | 1,170,194,886 | 1,118,353,488 | 559,176,744 |
| Voting Power of Plutus Prospecting after the Entitlement Offer (%) | 19.90% | 19.90% | 17.61% | 8.81% |

For completeness, it is noted that in the event that Plutus Prospecting does not obtain Voting Power of at least 19.90% via its underwriting of the Entitlement Offer, Prodigy Gold has agreed to issue Plutus Prospecting such number of Shares so as to result in Plutus Prospecting having voting power in Prodigy Gold of 19.90% via a private placement (a portion of which may be subject to Shareholder approval).

This announcement has been approved for released by the Board of Directors.

For further information, please contact:

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About Prodigy Gold NL

Prodigy Gold has a unique greenfields and brownfields exploration portfolio in the proven multi-million-ounce Tanami Gold Province. Prodigy Gold is currently focused on the Tanami North Project with further work also required to better understand the development potential on the Tanami West Project. The key strategic plan for Prodigy Gold over the coming 2 years includes:

- Advancing priority targets and further development of the Mineral Resources at the Tanami North Project;
- Reviewing the potential of the Tanami West Project to determine which prospects require further works;
- A mining options study on the Twin Bonanza Project (Buccaneer and Old Pirate Gold Deposits), including further exploration on the Oxide and Transitional Mineral Resources;
- Systematic evaluation of all of Prodigy Gold targets to determine next steps with either further exploration, divestment or tenement relinquishment; and
- Support joint venture partners to expedite discovery on their projects.

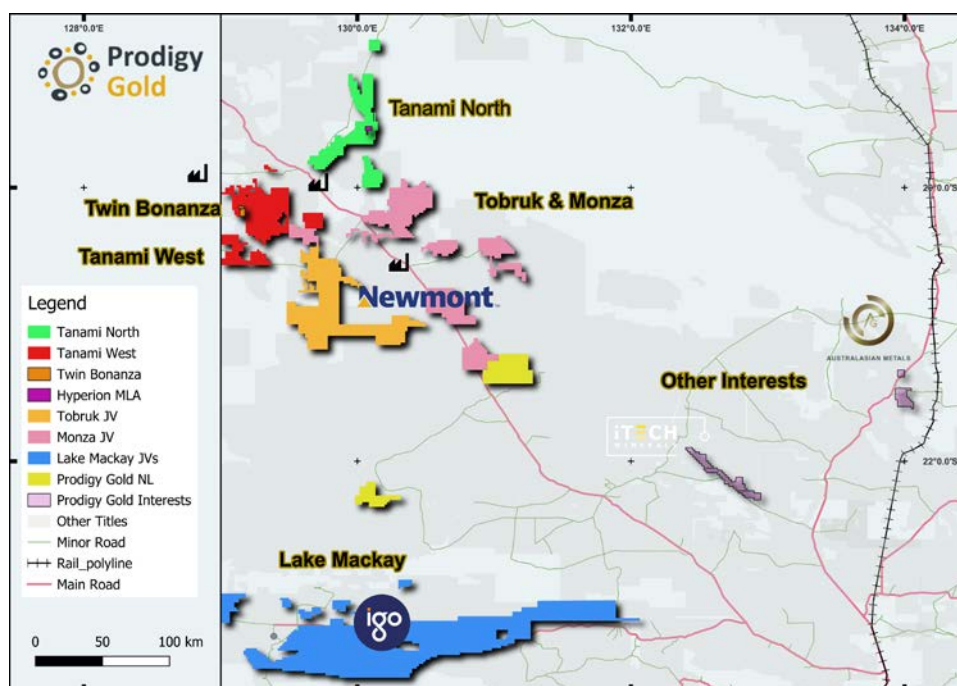


Figure 1 Prodigy Gold major project areas