

**Allens**

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10 July 2025

Ian Cunningham  
Company Secretary  
New World Resources Limited  
215 Hay Street  
Subiaco WA 6008

Dear Ian

**Form 604: Notice of Change of Interests of Substantial Holder**

As you know, we act for Kinterra Capital GP Corp. II in its capacity as general partner of the Kinterra Critical Materials & Infrastructure Opportunities Fund II, LP (**Kinterra**).

In connection with the off-market takeover bid made by Kinterra to acquire all of the shares in New World Resources Limited that it does not already own, please find attached a Form 604: Notice of Change of Interests of Substantial Holder (**Form 604**). This Form 604 is provided to you on behalf of Kinterra and the substantial holders named in the Form 604, as required under section 671B(1)(c) of the *Corporations Act 2001* (Cth).

Yours sincerely

**Guy Alexander**

Partner

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**Charles Ashton**

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**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company/registered  
scheme/notified foreign passport fund  
name

New World Resources Limited (**NWC**)

ACN/ARSN/APFRN

ACN 108 456 444

NFPFRN (if applicable)

N/A

### 1. Details of substantial holder (1)

Name

Kinterra Capital GP Corp. II in its capacity as general partner of the Kinterra Critical Materials & Infrastructure Opportunities Fund II, LP and each of the persons/entities listed in Annexure A (the **Kinterra Group Members**)

ACN/ARSN/APFRN (if applicable)

N/A

NFPFRN (if applicable)

N/A

There was a change in the interests of the substantial holder on

24 / 06 / 2025

Kinterra Capital GP Corp. II in its capacity as general partner of the Kinterra Critical Materials & Infrastructure Opportunities Fund II, LP is required to give this notice under section 671B(1)(c) of the Corporations Act, as it is making a takeover bid for NWC.

The previous notice was given to the company, or the responsible entity for a registered scheme, or the operator of a notified foreign passport fund on

23 / 06 / 2025

The previous notice was dated

23 / 06 / 2025

### 2. Previous and present voting power

The total number of votes attached to all the voting shares or interests in the company, scheme or fund that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company, scheme or fund, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares in NWC ( <b>Shares</b> )	684,716,143	19.16% (based on a total of 3,573,281,723 Shares on issue)	689,716,143	19.30% (based on a total of 3,573,855,366 Shares on issue)

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company, scheme or fund, since the substantial holder was last required to give a substantial holding notice to the company, scheme or fund are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
See Annexure B					

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Kinterra Capital GP Corp. II	Kinterra Capital GP Corp. II	Kinterra Capital GP Corp. II	Relevant interest under section 608(1)(a) of the <i>Corporations Act 2001</i> (Cth) as amended (the <b>Corporations Act</b> ), as the registered holder of the Shares.	689,716,143 Shares	689,716,143
The Kinterra Group Members	Kinterra Capital GP Corp. II	Kinterra Capital GP Corp. II	Relevant interest under section 608(3) of the <i>Corporations Act</i> .	As above	As above

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting securities in the company, scheme or fund are as follows:

Name and ACN/ARSN/APFRN (if applicable) and NFPFRN (if applicable)	Nature of association
N/A	N/A


**6. Addresses**

The addresses of persons named in this form are as follows:

Name	Address
Kinterra Capital GP Corp. II and the Kinterra Group Members	See Annexure A

**Signature**

print name Kanwaljit Toor capacity Director

sign here  date 10 / 07 / 2025

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate, scheme or fund multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money or otherwise, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

This is Annexure A (of one page) referred to in the Form 604: Notice of change of interests of substantial holder in relation to the change of interests of Kinterra Capital GP Corp. II and the Kinterra Group Members, as substantial holders, in respect of New World Resources Limited dated 10 July 2025.

Entity	Address
Kinterra Critical Materials & Infrastructure Opportunities Fund II, LP	Ugland House, Grand Cayman, Cayman Islands KY1-1104
Kinterra Capital GP Corp. II	Ugland House, Grand Cayman, Cayman Islands KY1-1104
Cheryl Brandon	3930-22 Adelaide St. West, Toronto, ON, M5H 4E3
Kamal Toor	3930-22 Adelaide St. West, Toronto, ON, M5H 4E3

Signature


print name

Kanwaljit Toor

capacity

Director

sign here



date

10 / 07 / 2025

## Annexure B

This is Annexure B (of one page) referred to in the Form 604: Notice of change of interests of substantial holder in relation to the change of interests of Kinterra Capital GP Corp. II and the Kinterra Group Members, as substantial holders, in respect of New World Resources Limited dated 10 July 2025.

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
24/06/2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	On market purchase of Shares	\$0.056 per Share	5,000,000 Shares	5,000,000

### Signature

print name Kanwaljit Toor capacity Director

sign here  date 10 / 07 / 2025