

COMPLETION OF DESPATCH OF SCHEME BOOKLET

Gold Road Resources Limited (**Gold Road** or the **Company**) refers to the proposed acquisition of 100% of the shares in Gold Road by Gruyere Holdings Pty Ltd (**GHPL**), an entity ultimately owned by Gold Fields Limited (**Gold Fields**), by way of a scheme of arrangement (**Scheme**).

Gold Road is pleased to confirm that the explanatory statement which includes information about the Scheme (**Scheme Booklet**) has been despatched to Gold Road shareholders in the manner described in its ASX announcement released on Friday, 15 August 2025.

Full details of the Scheme are included in the Scheme Booklet, which was released by Gold Road to ASX on Friday, 15 August 2025. The Scheme Booklet includes important information relating to the Scheme, including the Independent Expert's Report, the notice of Scheme meeting and instructions about how to vote at the Scheme meeting.

The attached letter was sent on Friday, 22 August 2025 by post to Gold Road shareholders who have not made an election as to the form of meeting documents and do not have an email address recorded in the Gold Road share register in the manner described in Gold Road's ASX announcement on Friday, 15 August 2025. The letter contains instructions about how to view and download a copy of the Scheme Booklet and how to lodge a proxy form. An email containing similar information has been despatched to those Gold Road shareholders who have elected to receive electronic communications from Gold Road or have not made a communication election but have an email address recorded in the Gold Road share register.

Gold Road shareholders are advised to read the Scheme Booklet in its entirety before making any decision in relation to the Scheme. Gold Road shareholders are encouraged to seek independent financial, legal, taxation and/or other professional advice before making any voting or investment decision in relation to their Gold Road shares. Reasons for you to vote for or against the Scheme are set out in section 1 of the Scheme Booklet.

The Gold Road Board continues to unanimously recommend that Gold Road shareholders vote in favour of the Scheme, in the absence of a superior proposal, and subject the independent expert continuing to conclude that the Scheme is in the best interests of Gold Road shareholders. Subject to those same qualifications, each member of the Gold Road Board intends to vote all Gold Road shares held or controlled by them in favour of the Scheme.¹

¹ In relation to the recommendation of the Gold Road Board in respect of the Scheme, Gold Road shareholders should note that the Gold Road Board will receive certain benefits in connection with the Scheme and therefore their interests in the outcome of the Scheme may differ from those of other Gold Road shareholders as further disclosed in Section 10.1 to 10.4 of the Scheme Booklet. This includes the Gold Road Board's interest in Gold Road shares, for which they will receive consideration on the same terms as available to all other Gold Road shareholders as well as exertion and other payments made in connection with the Scheme set out in Section 10.3 of the Scheme Booklet. Further, Mr Duncan Gibbs (Gold Road's Managing Director and Chief Executive Officer) may be entitled to the accelerated vesting of certain Gold Road performance rights and the accelerated payment of certain cash incentives in connection with the Scheme, as well as amounts payable in connection with the termination of his employment should this occur following implementation of the Scheme, described in more detail in sections 10.3(a), 10.3(c) and 10.4 of the Scheme Booklet. Despite this interest in the outcome of the Scheme, Mr Gibbs considers that given the importance of the Scheme and his role as a member of the Gold Road Board, it is important and appropriate for him to provide a recommendation to Gold Road shareholders in relation to voting on the Scheme. The Gold Road Board (excluding Mr Gibbs) also consider that it is appropriate for Mr Gibbs to make a recommendation on the Scheme given his role in the operation and management of Gold Road and his deep industry knowledge.

ASX Code GOR

ABN 13 109 289 527

COMPANY DIRECTORS

Tim Netscher
Chairman

Duncan Gibbs
Managing Director & CEO

Brian Levett
Non-Executive Director

Maree Arnason
Non-Executive Director

Denise McComish
Non-Executive Director

Julie Jones
**General Counsel &
Joint Company Secretary**

Keely Woodward
Joint Company Secretary

CONTACT DETAILS

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If Gold Road shareholders have any questions in relation to the Scheme or the Scheme meeting, they should contact the Gold Road shareholder information line on 1300 502 987 (within Australia) or +61 2 9066 4051 (outside of Australia) between 9:00am and 5:00pm (AWST time) Monday to Friday (excluding public holidays), or consult your legal, investment, financial, taxation or other professional adviser.

This release was authorised by Duncan Gibbs, Managing Director & CEO of Gold Road.

For further information, please visit www.goldroad.com.au or contact:

Investor Enquiries

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Need assistance?



Phone:

1300 502 987 (within Australia)
+61 2 9066 4051 (outside Australia)



Online:

www.investorcentre.com/contact

Gold Road Resources Limited Scheme Meeting

The Gold Road Resources Limited Scheme Meeting will be held on Monday, 22 September 2025 at 2:00pm (AWST).

ACCESSING THE SCHEME BOOKLET AND NOTICE OF SCHEME MEETING

The Scheme Booklet, which includes the Notice of Scheme Meeting, can be accessed online at www.investorvote.com.au and on Gold Road Resources Limited's announcement platform at www.asx.com.au.

We recommend that you read the Scheme Booklet in its entirety before deciding on how to vote at the Scheme Meeting. If you are in any doubt as to how to deal with the Scheme Booklet, or how to cast your vote at the Scheme Meeting, please consult your independent financial, legal, taxation or other professional advisor immediately. You should have received a personalised Proxy Form with this notice.

You are encouraged to participate in the Scheme Meeting using the following options:



MAKE YOUR VOTE COUNT

To lodge a proxy and access the Scheme Booklet (including the Notice of Scheme Meeting) visit www.investorvote.com.au and use the below information:



Control Number: 187911

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

For your proxy appointment to be effective it must be received by 2:00pm (AWST) on Saturday, 20 September 2025.



ATTENDING THE MEETING VIRTUALLY

To watch the webcast, ask questions and vote on the day of the Scheme Meeting, please visit: <https://meetnow.global/MRKPFMQ>

For instructions refer to the online user guide www.computershare.com.au/virtualmeetingguide

Turn over for further information.



ATTENDING THE MEETING IN PERSON

The meeting will be held at the:
The Melbourne Hotel, 33 Milligan Street, Perth WA 6000

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.