



11 September 2025

NSX Release

Minimum Holding Buy-Back

Florin Mining Investment Company Limited (ACN 111 170 882) (Florin or the Company) (NSX: FMI) is pleased to announce that it intends to undertake a buy-back of ordinary shares (**Shares**) for holders of less than a marketable parcels of Shares in the Company (**Buy-Back**). A marketable parcel of Shares is a parcel of Shares worth not less than \$500, based on the last closing price of the Shares on NSX (being \$0.10).

The Buy-Back will allow shareholders who hold less than a marketable parcel (**Unmarketable Parcel**) of Shares in the Company (**Eligible Shareholders**) to sell their Shares back to the Company at the Buy-Back price of \$0.11 per Share (**Buy-Back Price**). The Company's Constitution allows the Buy-Back Price to be at or above the average of the closing prices on NSX over the last 10 trading days before the date of this letter, which average was \$0.10 per share.

In order to allow these shareholders to sell their shares without incurring brokerage and other expenses, and to reduce the administrative and registry costs for the Company that are associated with Unmarketable Parcels, the directors have resolved to undertake a buy-back of Unmarketable Parcels of FMI shares at a price of \$0.11 per share under the terms set out in this Offer and the procedure in Division 2 Part 2J.1 of the Corporations Act 2001 (Cth) (**Buy-Back**).

These Shares will be cancelled once bought back and transferred to the Company in accordance with the requirements of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Company will pay for all costs related to this Buy-Back (excluding tax consequences from the sale which remains the Shareholder's responsibility) and expects to reduce administrative costs associated with maintaining a larger number of very small holdings. In the event that the Buy-Back results in the Company no longer meeting spread requirements for continued listing on NSX, the Company may apply to be delisted.

The Buy-Back is a 'minimum holding buy back' under the Corporations Act and is therefore not subject to shareholder approval. However, Eligible Shareholders are able to opt-out of the Buy-Back. Eligible Shareholders who do not opt-out will have their Shares bought back without the need to positively accept the Offer, as permitted by the Company's Constitution.

Based on the last sale price of FMI shares, the Buy-Back Price and the register of Shareholders of the Company as 10 September 2025 (**Record Date**):

- an Unmarketable Parcel of Shares is any shareholding of fewer than 5,000 Shares;
- six shareholders hold an Unmarketable Parcel of Shares;

- 0.08% of the Company's Shares are part of Unmarketable Parcels held by Eligible Shareholders; and
- the aggregate value of the Company's Shares held by Eligible Shareholders is \$1,466.19 (based on the Buy-Back Price). The Company will pay for the Buy-Back out of existing cash resources.

Shareholders who own 5,000 Shares or more will not be eligible to participate in the Buy-Back.

The Company is sending the attached letter to Eligible Shareholders. Those who wish to retain their Shares must either:

- complete and sign the Share Retention Form and forward it to PO Box 413, Hamilton NSW 2303 by no later than 7.00pm (Sydney time) on 27 October 2025 (**Closing Date**); or
- purchase additional Shares in the Company, or consolidate multiple holdings (if available), by the Closing Date such that the holding of that shareholder is no longer an Unmarketable Parcel.

The key dates for the Buy-Back are:

Event	Date
Unmarketable Parcel Buy-Back Record Date	10 September 2025
Announcement of Buy-Back	11 September 2025
Despatch of letter and Share Retention Form to Eligible Shareholders	15 September 2025
Closing Date	27 October 2025
Unmarketable Parcel Buy-Back settlement of applications and cancel Shares	28 October 2025
Announcement of the outcome of the Buy-Back	28 October 2025
Payment to Eligible Shareholders whose Shares are bought back under the Buy-Back	3 November 2025

This timetable may be changed at the sole discretion of the Company. All dates are references to the time in Sydney, Australia. The Company may, at its discretion, suspend or terminate the Buy-Back.

If Eligible Shareholders have any queries, please contact the Company on 02 4920 2877 (within Australia) or +61 2 4920 2877 (outside Australia) or consult your professional advisers.

Authorised by: The Board of Directors

For Further Information Contact:

Steven Pritchard
Director
+61 2 4920 2877



15 September 2025

Dear Shareholder

Offer by Florin Mining Investment Company Limited (ACN 111 170 882) (Florin or the Company) (NSX: FMI) to buy-back unmarketable parcels of shares (Offer)

As announced on 11 September 2025, the Company intends to complete a minimum holding buy-back of ordinary shares (**Shares**) for shareholders who hold less than a marketable parcel of Shares in the Company as at 7:00pm (Sydney time) on 10 September 2025 (**Record Date**).

The directors of the Company recognise that shareholders holding a parcel of Shares with a value of less than \$500 (**Unmarketable Parcel**) may encounter difficulties selling their Shares. In order to allow these shareholders to sell their Shares without incurring brokerage and other expenses, and to reduce the administrative and registry costs for the Company that are associated with Unmarketable Parcels, the directors have resolved to undertake a buy-back of unmarketable parcels of shares under the terms set out in this Offer and the procedure in Division 2 Part 2J.1 of the *Corporations Act 2001* (Cth) (**Corporations Act**) (**Buy-Back**).

In accordance with section 257H of the Corporations Act, Shares purchased by the Company under the Buy-Back will be cancelled immediately after registration of the transfer of the bought-back Shares to the Company.

Based on the last sale price on NSX of \$0.10 per share a shareholding of fewer than 5,000 Shares is an Unmarketable Parcel. Our share registry shows that the number of Shares held by you is an Unmarketable Parcel, which makes you a shareholder that is eligible to participate in the Buy-Back (**Eligible Shareholders**).

The Company's Constitution allows the Buy-Back price to be at or above the average of the closing prices on NSX over the last 10 trading days before the date of this letter, which average was \$0.10 per share. The directors have set the Buy-Back price at **\$0.11 per share**.

On the basis of the Buy-Back price and the register of shareholders of the Company as at the Record Date:

- (a) six out of 50 shareholders hold an Unmarketable Parcel; and
- (b) the aggregate value of Shares held by all holders of Unmarketable Parcels is \$1,466.19 (based on the Buy-Back price).

It is important to note that the market price of the Company's Shares will change from time to time. The buy-back price under the Buy-Back may be more or less than the actual market price at the time of the sale and may not be the best price obtainable on the day on which your Shares are bought back. The Buy-Back price may also be more or less than the Company's net tangible assets per share as most recently reported to NSX, and you should review recent NSX announcements before making a decision whether to participate in the Buy-Back. The Company will not buy-back your Shares if you wish to retain your shareholding, in which case you must take steps outlined below to opt out of the Offer.

Your options under the Offer are as follows:

1. If you would like the Company to purchase your Unmarketable Parcel at \$0.11 per Share, you do not need to do anything. **Your Shares will be automatically bought back if you do not take action as outlined below.**
2. If you would like to opt-out of the Offer and **not** have your Shares purchased by the Company under the Buy-Back, you must either:
 - (a) complete the enclosed Share Retention Form and return it to PO Box 413, Hamilton NSW 2303, by no later than 7.00pm (Sydney time) on 27 October 2025 (**Closing Date**); or
 - (b) top up your holding to a marketable parcel by either merging multiple holdings, or by acquiring more Shares in the Company (on-market or otherwise) such that your registered holding on the Closing Date is 5,000 Shares or more.

Please be aware that the Buy-Back may result in the Company no longer meeting shareholder spread requirements for continued listing on NSX, as the number of Shareholders is currently only slightly more than the minimum number required by NSX. In the event that Shareholder numbers no longer meet the NSX spread requirement then either NSX may delist the Company, or the Company may apply for delisting itself. Further, if the number of shareholders falls below 50 then the Directors may seek to convert the Company to a proprietary (Pty Ltd) company in order to further reduce administrative costs, and in that case the protections of the takeover provisions of the Corporations Act would cease to apply. If you elect to retain your Shares there is therefore a risk that you will have shares in an unlisted (and potentially proprietary) company, which will give you fewer rights and protections than you currently have as a shareholder in an NSX listed public company.

You should allow reasonable time for the Share Retention Form to be received by the Company. If you hold Shares in multiple holdings, some of which are Unmarketable Parcels, then the Company will purchase those Unmarketable Parcels unless a Share Retention Form is received for each holding.

If your Shares are purchased, the sale proceeds will be sent to you by the Company as soon as practicable after the Closing Date. There will be no brokerage fees payable by shareholders whose Shares are purchased by the Company under the Offer.

If the Company receives an announcement of a takeover bid for the Shares in the Company before the Closing Date, the Offer will lapse. However, the Company may make a new offer to buy-back Unmarketable Parcels of Shares after the offer period under the takeover bid lapses.

The Company makes no recommendation as to whether you should participate in the Offer. You should seek independent professional advice when deciding whether to retain your Shares or, if you have any questions on how the sale may affect you.

While the Company will pay for all costs associated with this sale, any taxation consequences arising from the sale of Unmarketable Parcels under the Offer will be your responsibility. Please consult your legal, financial or taxation advisor if you require information regarding possible taxation implications of the sale of Unmarketable Parcels under the Offer.

If you require further information in respect of the Offer, please contact the Company on +61 2 4920 2877.

For and on behalf of the Board

Yours faithfully



Steven Pritchard, Director

Frequently Asked Questions

Who may participate in the Buy-Back?

Shareholders who hold an Unmarketable Parcel as at the Record Date (being a holding of fewer than 5,000 Shares) are eligible to participate in the Buy-Back.

Why is the Company conducting the Buy-Back?

The Company has decided to undertake the Buy-Back to enable you to sell your Unmarketable Parcel without incurring brokerage and other expenses that could otherwise make a sale of your Unmarketable Parcel uneconomic or difficult. The purchase of Unmarketable Parcels through the Buy-Back will also enable the Company to reduce administrative costs associated with maintaining a large number of relatively small holdings of Shares.

Is the Company authorised to buy-back the Shares?

The Company is authorised under clause 14 of its Constitution to conduct the Offer. This document, and the Share Retention Form satisfy the rules under the Company's Constitution, the Corporations Act and the NSX Listing Rules.

Can the Company sell the bought back Shares?

No, the Company may not sell the bought back Shares pursuant to this Offer. Any Shares bought back under the Offer will be cancelled immediately upon registration of the transfer to the Company.

If my Shares are bought back through the Buy-Back, how much will I receive?

If your Unmarketable Parcel is bought back through the Buy-Back, you will receive the Buy-Back price of \$0.11 per Share. The total amount you will receive for your Unmarketable Parcel will be the number of Shares in that Unmarketable Parcel multiplied by the Buy-Back price of \$0.11.

What is the NTA per Share?

The most recent net tangible assets (**NTA**) per Share at the date of this letter was \$0.181 per Share, being the NTA at 31 August 2025. The NTA figure may change after the date of this letter, and you should refer to the Company's NSX announcements for any more recent NTA figure.

What do I need to do to sell my Shares?

Nothing. **Your Unmarketable Parcel will be automatically bought back through the Buy-Back unless you return a Share Retention Form or increase your shareholding so that you no longer hold an Unmarketable Parcel by the Closing Date.**

Do I need to pay anything to participate in the Buy-Back?

The Company will pay all costs and expenses arising in connection with the Buy-Back. You will be responsible for any tax consequences arising from your participation in the Buy-Back.

If my Shares are bought back through the Buy-Back, when and how will I receive the proceeds of the Buy-Back

The proceeds of your Unmarketable Parcel will be remitted to you as soon as possible after completion of the Buy-Back. Proceeds will be remitted to either your nominated bank account or by cheque sent to the registered postal address for your shareholding, as at the Closing Date.

You can update your bank account details by the Closing Date which is 27 October 2025. To assist with providing your bank account details please logon to <https://au.investorcentre.mpms.mufg.com/Login/Login> a

website operated by our share registrar, MUFG Investor Services and follow the instructions to update your bank details.

You can update your address details by the Closing Date.

Can I sell some, but not all of my Shares through the Buy-Back?

No. The Offer is for your whole Unmarketable Parcel. You may not sell part of your Unmarketable Parcel in the Buy-Back.

If I buy more Shares will my shareholding be bought back?

Your Unmarketable Parcel will not be bought back if you acquire enough additional Shares on-market so that your shareholding in the Company's register of shareholders is at least 5,000 as at the Closing Date.

Any additional Shares must be registered on the Closing Date under the same name and address, and with the same shareholder number as set out in the accompanying Share Retention Form.

What can I do if I have multiple Unmarketable Parcels?

If there is more than one Unmarketable Parcel under your name you will receive an offer letter in relation to each of your Unmarketable Parcels.

If you would like keep one or more of your Unmarketable Parcels you may take one of the following actions:

- complete the enclosed Share Retention Form for each of the Unmarketable Parcels that you would like to keep, and return it in accordance with the instructions in the form;
- acquire additional Shares on-market so that each of the Unmarketable Parcels that you would like to keep is noted on the Company's share register as being at least 5,000 as at the Closing Date; or
- if the Unmarketable Parcels that you hold would constitute a marketable parcel of Shares if combined, you may arrange to have those holdings consolidated into one shareholding that is noted on the Company's register of members on the Closing Date.

What happens if there is a takeover bid?

Pursuant to Rule 14.13 of the Company's Constitution, the Company will not buy back your Shares in the event that a third party announces a takeover offer for the Company. However, the Buy-Back may be recommenced again after the close of the offers made under the takeover bid.

Can the Company change the Offer?

The Company may make changes to the indicative timetable, or suspend or terminate the Offer at its sole discretion. However, Company may not make a change to the indicative timetable which would reduce the duration of the Offer period to less than 6 weeks.

[EntityRegistrationDetailsLine1Envelope]
 [EntityRegistrationDetailsLine2Envelope]
 [EntityRegistrationDetailsLine3Envelope]
 [EntityRegistrationDetailsLine4Envelope]
 [EntityRegistrationDetailsLine5Envelope]
 [EntityRegistrationDetailsLine6Envelope]

Shares held at 7.00pm (AEST) on 10 September 2025: [Holding]

NSX Security Code: FMI

Holder Number (SRN/HIN): [HolderNumberMasked]

LESS THAN MARKETABLE PARCEL BUY-BACK RETENTION FORM

Only complete this form if you wish to elect to retain your shares.

This is an important document and requires your immediate attention. This document should be read in conjunction with the enclosed shareholder letter. If you are in any doubt as to how to deal with this form, you should consult your professional advisor. Your retention form or election online must be received by no later than 7:00pm (Sydney time) on 27 October 2025.

Paper Election

Only return this form if you wish to retain your shares.

If you wish to elect to sell your shares under the Buy-Back you **do not** need to return this form. To ensure you receive payment via EFT please update your payment details via the Investor Portal by visiting <https://au.investorcentre.mpms.mufig.com/Login/Login>

Step 1: Provide your contact details:

Telephone Number	Contact Name (PLEASE PRINT)
<input type="text"/>	<input type="text"/>
Email Address	
<input type="text"/>	

SUPPORT YOUR COMPANY: By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

Step 2: Sign and return the form to indicate you wish to retain your shares:

I/We authorise you to act in accordance with my/our instructions set out above. I/We acknowledge that these instructions supersede and have priority over all previous instructions relating to this Buy-Back.

Individual or Securityholder 1	Securityholder 2	Securityholder 3
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director or Sole Director &	Director	Director/Company Secretary

INSTRUCTIONS FOR COMPLETING THIS FORM

ELECTION OPTIONS

RETENTION OF SHARES


If you wish to retain your shares, please sign and return this form by no later than 7.00pm (Sydney time) on 27 October 2025.

SELLING YOUR SHARES

If you wish to elect to sell your shares you **do not** need to make an election or return this form. To ensure you receive payment via EFT please update your payment details by following the instructions below.

SIGNING REQUIREMENTS

- Individual:** Where the holding is in one name, the Shareholder must sign.
- Joint holding:** Where the holding is in more than one name, all of the Shareholders must sign.
- Power of Attorney:** If any signatory signs under Power of Attorney, please attach an originally certified photocopy of the Power of Attorney to this Form when you return it.
- Companies:** To be signed in accordance with your Constitution. Please sign in the box which indicates the office held by you.
- Estates:** If any signatory signs in the capacity of Executor/s, please attach to this Form when you return it, a certified photocopy of the Probate or Death Certificate together with the Will.

LODGING YOUR RETENTION FORM	
	IMPORTANT! Retention Forms cannot be returned by fax or email. Your Retention Form must be returned via one of the return methods provided below.
Due to recent changes to delivery times by Australia Post, standard delivery may now take up to ten Business Days, or longer from regional areas. Shareholders should bear this in mind when returning their Retention Form using Australia Post.	
BY MAIL Florin Mining Investment Company Limited C/- Newcastle Capital Markets Registries PO Box 413 HAMILTON NSW 2303	
BY HAND DELIVERY (Between office hours 9.00am – 5.00pm Sydney time) Newcastle Capital Markets Registries 10 Murray Street HAMILTON NSW 2303	

**YOUR SHARE RETENTION FORM MUST BE RECEIVED BY NO LATER THAN
7.00PM (SYDNEY TIME) ON 27 OCTOBER 2025.**