

ASX Announcement

27 MAY 2025



Company update

M3 Mining Limited (ASX: M3M) (**M3 Mining** or the **Company**) provides the following update to shareholders.

On 23 May 2025¹, the Company entered a trading halt pending the release of an announcement pertaining to a proposed acquisition and a related placement. However whilst in the trading halt, discussions with the vendors have led to the Company not proceeding with the proposed asset acquisition and related placement.

The Company has entered into an agreement to sell its wholly-owned subsidiary, M3 Energy Pty Ltd (**M3 Energy**) to private UK-based company, Jerboa Energy Ltd (**Jerboa**), on the basis that Jerboa will take over all associated ongoing funding obligations.

EXECUTIVE DIRECTOR SIMON ELEY SAID:

“The Board has received feedback from the vendors regarding the potential acquisition under consideration and, after discussions with the vendors, agreed not to proceed with the acquisition and placement and the Board will instead focus on the Company’s existing mineral projects.”

“The decision to focus on its existing projects includes the decision not to further pursue the Company’s diversification into the energy sector and in light of the associated uncertainties relating to completing and funding the energy opportunity, the Company has instead resolved to dispose of its subsidiary company M3 Energy to Jerboa. M3 Energy was in preliminary discussions regarding the opportunity to secure an energy opportunity in North Africa, with no certainty that the project application would be granted in M3 Energy’s favour. As part of the transaction, Jerboa will offer M3 Mining the chance to remain involved should the project application be granted.”

¹ Refer to ASX announcement of 23 May 2025: Trading Halt Request



Registered Address

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Directors

Simon Eley - Executive Director
Eddie King - Non-Executive Director
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Projects

Edjudina Gold Project (100% Owned)
Victoria Bore Copper Project (100% Owned)

Shares on Issue	83.8M
Share Price	\$0.029
Market Cap	\$2.4M
ASX Code	M3M

Transaction rationale

M3 Mining has been assessing strategic opportunities to diversify its portfolio and has been looking to progress its energy aspirations for nearly 24 months.² During the period, the Company has been targeting an advanced energy opportunity in the North Africa region. However as previously disclosed to the market, there is no certainty that the Company could secure the energy asset. Further, the opportunity requires immediate funding for further due diligence and thereafter, assuming the due diligence is positive, the Company would need to source substantial funding to secure the asset.

The decision to divest M3 Energy means the Company will not incur the further due diligence and financing costs that would be required to progress the application and secure the project.

While the permit application remains at an early stage and is subject to regulatory and administrative approvals, the agreed sale structure allows the Company and its shareholders to retain exposure to the project's potential upside through:

- An outcome-based payment structure; and
- The Company's participation rights in future funding rounds.

This structure ensures that the Company's existing shareholders retain an opportunity to benefit should the permit be granted and advanced. The Company is cognisant of Dermot O'Keeffe's strong reputation and positive connections within the upstream energy sector and consider it is in the best interests of shareholders to implement a transaction whilst Mr O'Keeffe is in a position to negotiate on behalf of the Company, including assisting M3 Energy throughout the transition period.

As a result of the sale the Company has terminated the engagement of M3 Mining Senior Advisor, Stuart Brown.³

Transaction overview

Under the terms of the agreement, Jerboa will pay the Company:

- \$10,000 on the business day after execution of the agreement, with these funds now received; and
- \$140,000 upon the hydrocarbon permit being granted to M3 Energy.

In addition, for a period of 24 months, Jerboa will grant the Company a right to participate in any future capital raisings undertaken by M3 Energy or Jerboa on terms no less

² Refer to ASX Announcements of 18 March 2024: Gold and Copper Exploration to Commence, 21 May 2024: Energy Project Update, 10 June 2024: Energy Project Update, 29 October 2024: Victoria Bore, Edjudina and Energy Update, 30 October 2024: Quarterly Report, 14 November 2024: Investor Presentation – 121 Mining Investment, 30 April 2025: Encouraging Target Identified at Edjudine Gold Project and 7 May 2025: Senior advisor appointed to assist in advancing energy asset.

³ Refer to ASX Announcement of 7 May 2025: Senior advisor appointed to assist in advancing energy asset



favourable than those offered to other participants in relation to not less than 5% of the total funding amount.

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This announcement has been authorised for issue by a majority of the Board of M3 Mining Limited in accordance with ASX Listing Rule 15.5.

For further information please contact:

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About M3 Mining

M3 Mining Limited (ASX:M3M) is a Perth-based mineral exploration company focused on creating value for shareholders through exploration and development of a high-quality base metal and gold exploration portfolio. M3 Mining's projects are strategically located in regions surrounded by majors and has experienced minimal modern, systematic exploration across both projects. The Company's strategy is to apply a systematic approach to the assessment and prioritisation of its projects, all of which have the potential to produce material discoveries.

