

**Form 603**

Corporations Act 2001

Section 671B

**Notice of initial substantial holder**To Company Name/Scheme **TORO ENERGY LIMITED**ACN/ARSN **117 127 590****1. Details of substantial holder (1)**Name **State Street Corporation and subsidiaries named in Annexures to this form**

ACN/ARSN (if applicable)

The holder became a substantial holder on **29/01/2024****2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
<b>Ordinary</b>	<b>6,932,635</b>	<b>6,932,635</b>	<b>5.76%</b>

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
<b>Annexure A</b>		

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
<b>Annexure A</b>			

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
<b>Annexure B &amp; D</b>				

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
<b>Annexure A</b>	

**7. Addresses**

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

Name	Address
<b>Annexure C</b>	

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**Signature**

print name      **Alok Maheshwary**      capacity      **Authorised Signatory**


sign here            date      **31/01/2024**

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**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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
  - (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (7) Include details of:
    - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
  - (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) Details of the consideration must include any and all benefits, money and other, 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.
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31 January 2024  
Alok Maheshwary  
Authorised Signatory

3. Details of relevant interests  
4. Details of present registered holders  
6. Associates

Holder of relevant interest (Section 3, 4 and 6)	Nature of Relevant Interest (Section 3)	Registered Holder of securities (Section 4)	Person Entitled to be registered as holder (Section 4)	Class and number of Securities (Section 3 and 4)		Nature of Association (Section 6)
STATE STREET BANK AND TRUST COMPANY	For Lent securities:  Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	SPROTT ASSET MANAGEMENT LP	SPROTT ASSET MANAGEMENT LP	Ordinary	6,932,635	Subsidiary of State Street Corporation




31 January 2024

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## 5. Consideration

Holder of relevant interest	Date of Acquisition	Nature of transaction	Consideration	Class and number of Securities affected	
STATE STREET BANK AND TRUST COMPANY	14-Dec-2023	Return of securities under a securities loan by THE BANK OF AMERICA GROUP - Refer Part A of Annexure D	n/a	Ordinary	(735,000)
STATE STREET BANK AND TRUST COMPANY	05-Oct-2023	Lending securities under a securities loan to THE GOLDMAN SACHS GROUP - Refer Part A of Annexure D	n/a	Ordinary	2,000,000
STATE STREET BANK AND TRUST COMPANY	06-Oct-2023	Lending securities under a securities loan to THE GOLDMAN SACHS GROUP - Refer Part A of Annexure D	n/a	Ordinary	1,000,000
STATE STREET BANK AND TRUST COMPANY	16-Oct-2023	Return of securities under a securities loan by THE GOLDMAN SACHS GROUP - Refer Part A of Annexure D	n/a	Ordinary	(3,100,000)
STATE STREET BANK AND TRUST COMPANY	04-Oct-2023	Lending securities under a securities loan to THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	5,000,000
STATE STREET BANK AND TRUST COMPANY	16-Oct-2023	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(493,959)
STATE STREET BANK AND TRUST COMPANY	26-Oct-2023	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(123,016)
STATE STREET BANK AND TRUST COMPANY	01-Nov-2023	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(354,843)
STATE STREET BANK AND TRUST COMPANY	09-Nov-2023	Lending securities under a securities loan to THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	1,000,000
STATE STREET BANK AND TRUST COMPANY	10-Nov-2023	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(1,111,490)
STATE STREET BANK AND TRUST COMPANY	13-Nov-2023	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(56,640)
STATE STREET BANK AND TRUST COMPANY	15-Nov-2023	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(10,181)
STATE STREET BANK AND TRUST COMPANY	17-Nov-2023	Lending securities under a securities loan to THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	947,879
STATE STREET BANK AND TRUST COMPANY	21-Nov-2023	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(618,381)
STATE STREET BANK AND TRUST COMPANY	14-Dec-2023	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(4,095,782)
STATE STREET BANK AND TRUST COMPANY	05-Jan-2024	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(73,587)
STATE STREET BANK AND TRUST COMPANY	09-Jan-2024	Lending securities under a securities loan to THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	4,999
STATE STREET BANK AND TRUST COMPANY	10-Jan-2024	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(130)
STATE STREET BANK AND TRUST COMPANY	11-Jan-2024	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(1,547)
STATE STREET BANK AND TRUST COMPANY	12-Jan-2024	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(7,537)
STATE STREET BANK AND TRUST COMPANY	16-Jan-2024	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(2,230)
STATE STREET BANK AND TRUST COMPANY	19-Jan-2024	Lending securities under a securities loan to THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	10,000,000
STATE STREET BANK AND TRUST COMPANY	24-Jan-2024	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(24,112)
STATE STREET BANK AND TRUST COMPANY	25-Jan-2024	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(3,000,000)
STATE STREET BANK AND TRUST COMPANY	29-Jan-2024	Return of securities under a securities loan by THE MORGAN STANLEY GROUP - Refer Part A of Annexure D	n/a	Ordinary	(61,808)

  
\_\_\_\_\_ 31 January 2024  
Alok Maheshwary  
Authorised Signatory

7. Addresses

Name	Address
STATE STREET BANK AND TRUST COMPANY	One Congress Street, Suite 1, Boston MA 02114, United States



31 January 2024

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Authorised Signatory

## 5. Consideration

State Street Bank and Trust Company will, if requested by the company or responsible entity to whom this form must be given under the Corporations Act 2001 (Cth) or if requested by the Australian Securities and Investment Commission (ASIC), provide a copy of the master securities lending agreement/s and security agreement/s referred to below to the company, responsible entity or ASIC.

**Part A:** For relevant interests arising out of lending securities - State Street Bank and Trust Company acquires relevant interest as lender of the securities under securities lending authorisation agreement, subject to obligation to return under the agreement. (State Street Bank and Trust Company has lent the securities and retains relevant interest as per Part B of this Annexure.)

Type of agreement	Securities Lending Authorisation Agreement/ Global Master Securities Lending Agreement/ Securities Loan Agreement
Parties to agreement	(1) State Street Bank and Trust Company (2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) No (2) Yes. (Borrower has the right to vote, but may on-lend securities)
If yes, in what circumstances	(1) Only if instructed to by the borrower (2) As determined by the owner of the securities
Transfer date	The dates on which the securities were delivered by State Street Bank and Trust Company as lender are set out in Annexure B to this notice
Scheduled return date	No scheduled return date
Does the borrower have the right to return the securities early?	No scheduled return date. Borrower can return securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Borrower can return securities or equivalent securities at any time subject to giving notice
Does the lender have the right to recall the securities early (ie before the scheduled return date)?	No scheduled return date. Lender can require return of securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Lender can require return of securities or equivalent securities at any time subject to giving notice
Are there any circumstances in which the borrower is not required to return securities or equivalent securities on settlement?	No
If yes, detail any exceptions	n/a

**Part B:** For relevant interests arising out of lending securities - State Street Bank and Trust Company acquires a relevant interest in securities through taking a security interest ("title transfer") over the securities as collateral to secure a securities loan. (See Part A of this Annexure for securities loan details.)

Type of agreement	Global Master Securities Lending Agreement Securities Lending Authorisation Agreement
Parties to agreement	(1) State Street Bank and Trust Company (2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) Yes, but only if the borrower defaults and ownership is enforced (2) Yes
If yes, in what circumstances	(1) Only if the borrower defaults and ownership is enforced (2) In accordance with ordinary rights as registered holder, either directly or through nominee holder
Transfer date	The dates on which the securities were transferred, as indicated in Annexure B to this notice
Scheduled return date	No scheduled return date. Securities collateral is returned on termination of related securities loan
Does the borrower have the right to have the securities returned early?	No scheduled return date. Securities collateral is returned on termination of related securities loan or the provision of alternative collateral
If yes, in what circumstances	At any time subject to returning the borrowed securities or equivalent securities or providing alternative collateral
Are there any circumstances in which the lender is not required to return securities collateral on settlement?	No, assuming the borrower returns the borrowed securities or equivalent securities
If yes, detail any exceptions	n/a (lender must return securities collateral if the borrower returns the borrowed securities or equivalent securities)