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ASX Announcement: 4 September 2024

ASRA'S PASTORAL LEASE PURCHASED FOR \$3M

Highlights

- Red 5 Limited (ASX:RED) to acquire the Tarmoola Pastoral Lease in WA's Goldfields for a total purchase price of \$3 million cash
- Proceeds of the sale to bolster existing cash reserves and support Asra to execute its exploration strategy
- Asra to retain the Tarmoola Exploration Camp, supporting extensive upcoming drilling programs at the Mt Stirling and Kookynie Gold Projects

Asra Minerals Limited (ASX: ASR; "Asra" or "the Company") is pleased to advise the Company has executed a binding Sale and Purchase Agreement ("Agreement") for Red 5 Limited (ASX:RED)("Red 5") to acquire the Tarmoola Pastoral Lease, remaining livestock and relevant plant and equipment for \$3 million in cash ("Purchase Price").

Asra will retain the accommodation camp, kitchen, laundry, ablution facilities ("Exploration Camp") and access road, all located in an area approximately 10km² and the subject of miscellaneous licence applications, 37/271 and 37/272, currently with the Department of Energy, Mines, Industry Regulation and Safety ("DEMIRS").

The Agreement was executed between Asra's wholly owned subsidiary Tarmoola Holdings Pty Ltd and Greenstone Resources (WA) Pty Ltd, a wholly owned subsidiary of Red 5. The Purchase Price includes the initial deposit of \$250,000 received by Asra.

Red 5 has completed its due diligence and completion of the sale of the Pastoral Lease is subject to satisfaction of the conditions precedent as disclosed in Appendix A.

Proceeds from the sale will be used to support Asra's upcoming exploration and drilling campaign across both its Mt Stirling and Kookynie Gold Projects. The divestment of Tarmoola Pastoral Lease will also deliver substantial operational savings to the Company, which can be directed towards Asra's future exploration activity.

Asra's Executive Chairman, Paul Summers commented:

"When the Tarmoola Pastoral Lease was first acquired in 2022, our prime intention was to establish and develop a location for the Company to facilitate future exploration programs at the Mt Stirling Gold Project.

"The agreement with Red 5 allows us to retain the existing Tarmoola exploration camp and facilities, which is critical for Asra to house our exploration team as we embark on an extensive drilling campaign in the region.

"The Pastoral Lease sale will also significantly boost Asra's treasury as we progress our drilling programs at Mt Stirling and Kookynie, which will deliver a steady flow of results over the next six months.

"The landscape for exploration companies in the current market is difficult, irrespective of the buoyant gold price, yet this sale has placed Asra in a strong position as we launch into our gold exploration strategy.

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"We understand the frustration of shareholders recently, however, our dedicated exploration team has been working through a rich database of previously unanalysed drilling and geological data at both projects.

"This new interpretation has set the foundation for targeted exploration campaigns as we endeavour to grow our current gold resource in one of the most exciting gold-bearing locations of the Goldfields."



Figure 1: Tarmoola exploration camp which will be retained by Asra



Figure 2: Tarmoola exploration camp (NW view)

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Performance Rights Incentives

The Company intends to issue up to 160m Performance Rights under the Company's Long Term Incentive Plan to be distributed among the directors, key employees and contractors. The purpose of the issue is to provide an incentive to directors, key employees and contractors of the Company to grow shareholder value by providing them with an opportunity to receive an ownership interest in the Company. The Board believes the proposed vesting conditions for the Performance Rights are in line with the Company's strategy to become a serious gold player in the region following the recent acquisition of the Kookynie East Gold Project and the potential of Mt Stirling Gold Project.

The proposed vesting conditions of the Performance Rights:

- Class A:** The Company achieving and maintaining a daily VWAP share price of \$0.012 for a continuous 10 trading days
- Class B:** The Company achieving and maintaining a daily VWAP share price of \$0.02 for a continuous 10 trading days
- Class C:** The Company announcing a total JORC Code compliant Indicated and Measured category of 150,000oz Au or Inferred category of 350,000oz Au signed off by a competent person (via exploration, acquisitions and/or staking new tenements)
- Class D:** The Company announcing a total JORC Code compliant Indicated and Measured category of 250,000oz Au or Inferred category of 500,000oz Au signed off by a competent person (via exploration, acquisitions and/or staking new tenements)
- Class E:** The Company announcing a total JORC Code compliant Indicated and Measured category of 400,000oz Au or Inferred category of 750,000oz Au signed off by a competent person (via exploration, acquisitions and/or staking new tenements)
- Class F:** The Company announcing a total JORC Code compliant Indicated and Measured category of 500,000oz Au or Inferred category of 1,000,000oz Au signed off by a competent person (via exploration, acquisitions and/or staking new tenements)

The issue of the Performance Rights to Directors will be subject to shareholder approval.

ENDS -

This announcement has been authorised for release by the Board.

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Appendix A – Material Key Terms of the Sale and Purchase Agreement

Agreement	Asra Minerals Limited (ASX:ASR) through its wholly owned subsidiary Tarmoola Holdings Pty Ltd (Seller) has agreed to sell and Red5 Limited (ASX:RED) through its wholly owned subsidiary Greenstone Resources (WA) Pty Ltd (Buyer) has agreed to purchase the interest in the Property and the Assets as defined in the Sale and Purchase Agreement.
Definitions	<p>Assets means:</p> <ul style="list-style-type: none"> • the plant and equipment listing as agreed by both parties; • any other authorisations, intellectual property, fixtures, fittings, infrastructure, livestock, plant and equipment, records and consumables relating to the Station as at the date of the Sale and Purchase Agreement. <p>Initial Deposit means \$250,000.</p> <p>Pastoral Lease means Pastoral Lease N049945 being the whole of the land comprised in:</p> <ul style="list-style-type: none"> • Lot 63 on Deposited Plan 238486 Certificate of Crown Land Title Volume LR3068 Folio 876; and • Lot 79 on Deposited Plan 238486 Certificate of Crown Land Title Volume LR3058 Folio 996, <p>or any replacement or substitute lease.</p> <p>Property means the Seller's right, title and interest as tenant in the Pastoral Lease including to any fixtures and improvements on the Pastoral Lease such as the bores and wells.</p> <p>Station means Tarmoola Pastoral Station.</p>
Consideration	<p>The Seller acknowledges it has received the Initial Deposit of \$250,000.</p> <p>The purchase price for the Property and the Assets will comprise the Initial Deposit and a cash payment of \$2,750,000 at Completion (Purchase Price).</p>
Conditions	<p>The obligations of the parties at Completion are conditional on the following Conditions having been satisfied or waived as applicable (in accordance with the Contract):</p> <p>(a) Crown Consent</p> <p>the Minister for Lands providing consent to the acquisition by the Buyer of the Pastoral Lease in accordance with the requirements of the <i>Land Administration Act 1997</i> (WA); and</p> <p>(b) Carbon Service Agreement</p> <p>the novation or assignment of the carbon credit service agreement between Select Carbon Pty Ltd and the Seller to the Buyer on terms reasonably satisfactory to the Buyer.</p> <p>(c) Miscellaneous Licence Approval and Access Deed</p> <p>i) the Seller or its nominee and the Buyer entering into the Access Deed in relation to access of the areas the subject of the Miscellaneous, Prospecting, Mining and Exploration Licences on terms reasonably satisfactory to the Buyer; and</p>

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- ii) the Buyer withdrawing its objection to miscellaneous licence applications 37/271 and 37/272 (or similar licence).

If any of the Conditions are not satisfied by the Conditions End Date (60 days from the date of the Agreement) then, provided a party is not in default of its obligations to satisfy the Conditions, that party may by notice to the other party extend the Conditions End Date by such reasonable amount of time estimated to satisfy the Conditions being no greater than 60 days.

Either party may, provided that party is not in default of its obligations under this Agreement, terminate this Agreement without penalty by Notice to the other if the Conditions are not satisfied by the later of the Conditions End Date or the Extended Conditions End Date.

The Agreement is otherwise on standard terms and conditions, including confidentiality provisions, and representations and warranties.

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Asra Minerals (ASX:ASR) Investment Overview

- **Dominant land position in a proven greenstone belt** – 936km² strategic landholding in the world class Leonora gold province covering +75km of underexplored prospective strike
- **Proven high-grade gold potential** – Combined JORC 2012 resources of 200koz at 1.8 g/t Au, multiple historic mines (>380koz produced) and shallow historic intercepts (up to 249g/t Au within 140m)
- **Drill ready gold targets** – Multiple high priority drill-ready targets at Orion-Sapphire with immediate tenement wide target generation, refinement and prioritisation program
- **Track record of major discoveries** – Management credited with world class discoveries including the Gruyere Gold Deposit (+7Moz Au)
- **Battery metals optionality** – Pipeline of highly prospective REE and lithium exploration projects. Existing REE Resource: 15Mt @ 490ppm TREO¹ with significant growth potential
- **Attractive valuation and leverage to exploration success** – Low market cap and well-funded to explore

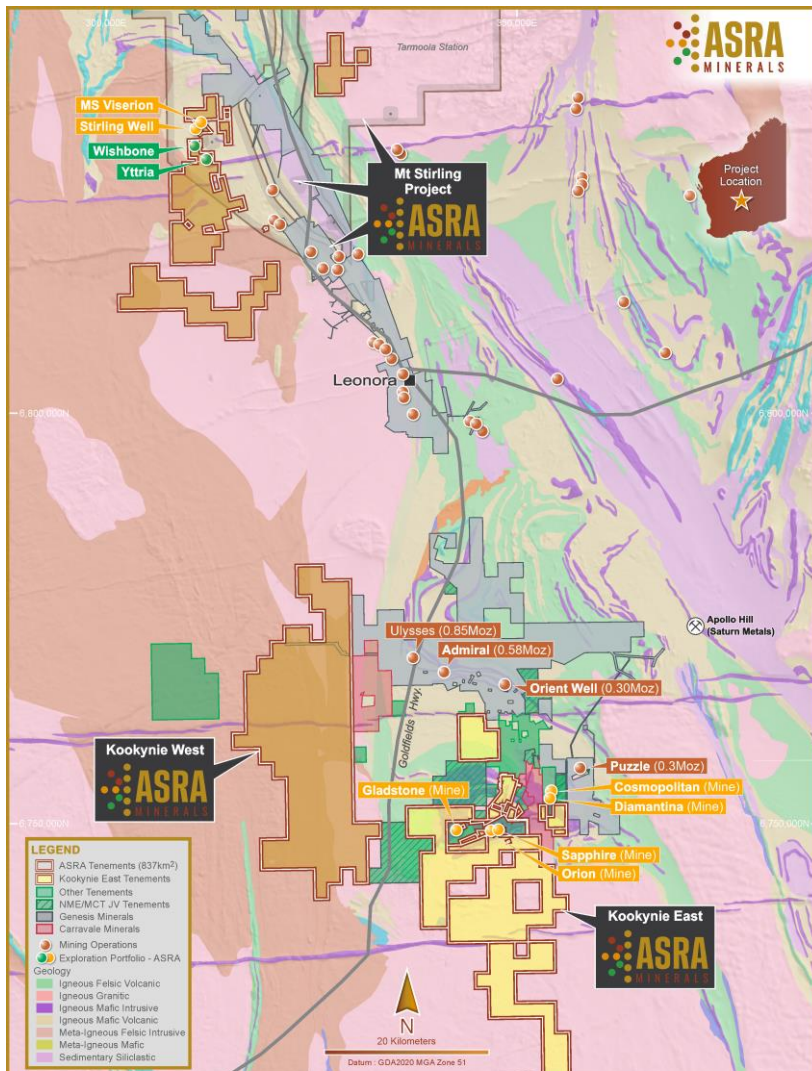


Figure 3: Asra's Kookynie and Leonora Landholdings showing existing Asra's existing Kookynie West and Mt Stirling holding (gold) and new acquisition (yellow) adjoining Genesis Minerals' (ASX:GMD) 2Moz Ulysses project (grey)

¹ Indicated 7.7Mt @ 480ppm TREO, Inferred 7.3Mt @ 500ppm TREO

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Asra Global Gold Mineral Resources

Asra's Gold Projects	Category	Tonnes	Gold Grade g/t Au	Gold Ounces
Mount Stirling - Viserion	Indicated	391,000	2.1	26,000
	Inferred	2,158,000	1.6	111,000
Mount Stirling - Stirling Well	Inferred	198,000	2.3	15,000
Niagara - Orion	Inferred	370,000	2.2	26,409
Niagara - Sapphire	Inferred	320,000	2.1	21,605
TOTAL		3,437,000	1.82	200,064

Gold Deposits estimated in accordance with the JORC Code (2012) using 0.5 g/t Au cut-off

Competent Person Statement

The information in this report that relates to Exploration Results is based on information compiled by Mr. John Harris who is a full-time employee of the Company and is a member of the Australian Institute of Geoscientists. Mr. Harris has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Harris consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The Information in this report that relates to the Orion-Sapphire Mineral Resources is based on information compiled by Mr Paul Payne, a Competent Person who is a Fellow of the Australasian Institute of Mining and Metallurgy and is an employee of Payne Geological Services. Mr Payne has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Payne consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Information on the gold JORC Mineral Resources presented for the Mt Stirling Project, together with JORC Table 1 information, is contained in the ASX announcement released on 25 February 2019, 29 January 2020 and 5 September 2022. The Company confirms that it is not aware of any new information or data that materially affects the information in the relevant market announcements, and that the form and context in which the Competent Persons findings are presented have not been materially modified from the original announcements. Where the Company refers to Mineral Resources in this announcement (referencing previous releases made to the ASX), it confirms that it is not aware of any new information or data that materially affects the information included in that announcement and all material assumptions and technical parameters underpinning the Mineral Resource estimate with that announcement continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Persons findings are presented have not materially changed from the original announcement.

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