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ASX Release

27 July 2026

Court approves revised Scheme Meetings and Dispatch of Supplementary Scheme Booklet

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Australian Strategic Materials Limited (**ASM**) provides the following update in relation to the proposed acquisition by EFR Critical Materials Pty Ltd, a wholly owned subsidiary of Energy Fuels Inc. (**Energy Fuels**), of 100% of the fully paid ordinary shares of ASM (ASM: ASX) by way of a members' scheme of arrangement (**Share Scheme**) and 100% of ASM's quoted options (ASX: ASMO) by way of a separate but concurrent creditors' scheme of arrangement (**Option Scheme**), both under Part 5.1 of the *Corporations Act 2001* (Cth) (together, the **Schemes**).

ASM refers to the Scheme Booklet dated 18 May 2026 dispatched to ASM Securityholders in connection with the Schemes (**Scheme Booklet**) and its announcement to ASX dated 26 June 2026 regarding the indicative timing for the rescheduled Scheme Meetings. Unless defined separately, a capitalised term used in this announcement has the same meaning as given to that term in the Scheme Booklet.

Court orders

Today, the Federal Court of Australia, Western Australia Registry, made orders:

- rescheduling the meeting of ASM Shareholders to consider and vote on the Share Scheme to 11:30am (AWST) on Wednesday, 12 August 2026 (**Share Scheme Meeting**);
- rescheduling the meeting of ASM Optionholders to consider and vote on the Option Scheme to the later of 12:00pm (AWST) on Wednesday, 12 August 2026 and the conclusion or adjournment of the Share Scheme Meeting (**Option Scheme Meeting**, and together with the Share Scheme Meeting, the **Scheme Meetings**); and
- approving the dispatch of a supplementary explanatory statement to the Scheme Booklet which contains additional and updated information relevant to the Schemes (**Supplementary Scheme Booklet**) to ASM Securityholders.

Supplementary Scheme Booklet

A copy of the Supplementary Scheme Booklet containing further information relevant to the Schemes, including the Replacement Independent Expert's Report, accompanies this announcement.

The Supplementary Scheme Booklet is also available electronically at:

- ASM's website: <https://asm-au.com/>
- ASX's website (ASM): www.asx.com.au

Dispatch of the Supplementary Scheme Booklet to ASM Securityholders is expected to be completed on or around 31 July 2026 as follows:

- ASM Securityholders who have elected to receive electronic communications from ASM will receive an email containing instructions about how to access and download a copy of the Supplementary Scheme Booklet;
- ASM Securityholders who have expressly elected to receive physical shareholder communications from ASM will be sent (by post) a printed copy of the Supplementary Scheme Booklet; and
- All other ASM Securityholders will receive a copy of the letter (by post, mail or courier) in the form attached to this announcement containing instructions on how to access and download the Supplementary Scheme Booklet online, how to lodge hard copy proxy forms for the Scheme Meetings and for ASM Shareholders, how to access, complete and lodge their election form for the scrip consideration.

The Supplementary Scheme Booklet is an important document and requires immediate attention. ASM Securityholders should carefully read the Supplementary Scheme Booklet in its entirety, including the materials accompanying it and alongside the Scheme Booklet, before deciding how to vote at the Scheme Meetings. If you are in doubt as to what you should do, you should consult your independent financial, legal, taxation or other professional adviser immediately.

Replacement Independent Expert's Report

The Supplementary Scheme Booklet includes a copy of a replacement report, prepared by BDO Corporate Finance Australia Pty Ltd ABN 70 050 038 170 (**Independent Expert**), in relation to the Schemes (**Replacement Independent Expert's Report**). The Replacement Independent Expert's Report should be read as a replacement of the Independent Expert's Report dated 12 May 2026.

The Independent Expert has reassessed whether the Schemes continue to be fair and reasonable and in the best interest of ASM Securityholders. The Independent Expert has concluded in the Replacement Independent Expert's Report that the Schemes remain fair and reasonable and in the best interests of ASM Securityholders respectively, each in the absence of a Superior Proposal. The reasons why the Independent Expert reached these conclusions are set out in the Replacement Independent Expert's Report, a copy of which is included at Annex 1 to the Supplementary Scheme Booklet. The Independent Expert has also prepared a letter that summarises the changes reflected in the Replacement Independent Expert's Report compared to the original Independent Expert's Report dated 12 May 2026 (**Summary Letter**). A copy of the Summary Letter is also set out in Annex 1 to the Supplementary Scheme Booklet. The ASM Directors encourage you to read the Replacement Independent Expert's Report in its entirety, in replacement of the Independent Expert's Report dated 12 May 2026 and annexed to the Scheme Booklet.

Recommendation of ASM Directors¹

The ASM Directors continue to unanimously recommend that ASM Securityholders vote in favour of the Schemes, in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the Schemes are in the best interests of ASM Securityholders. Subject to those same qualifications, each ASM Director

¹ ASM Shareholders should have regard to the interests of ASM Directors in the outcome of the Schemes, the details of which are described in the Letter from the Chair of ASM, and sections 10.2, 10.3 and 10.4 of the Scheme Booklet and supplemented by the Letter from the Chair of ASM and section 8.4 of the Supplementary Scheme Booklet.

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intends to vote all their ASM Shares in favour of the Share Scheme at the Share Scheme Meeting and all their ASM Options in favour of the Option Scheme at the Option Scheme Meeting.

Share Scheme Meeting

The Share Scheme Meeting will now be held at 11:30am (AWST) on Wednesday, 12 August 2026 at Dexu Place Perth, Level M, 240 St Georges Terrace, Perth WA 6000.

Each ASM Shareholder registered on the ASM Share Register at 7:00pm (Sydney time) on Monday, 10 August 2026 will be entitled to vote on the Share Scheme.

All ASM Shareholders are encouraged to vote by attending the Share Scheme Meeting in person or alternatively by completing the relevant proxy form accompanying the Scheme Booklet.

Option Scheme Meeting

The Option Scheme Meeting will now be held at the later of 12:00pm (AWST) and the conclusion or adjournment of the Share Scheme Meeting on Wednesday, 12 August 2026 at Dexu Place Perth, Level M, 240 St Georges Terrace, Perth WA 6000.

ASM Optionholders registered on the ASM Option Register at 7:00pm (Sydney time) on Monday, 10 August will be entitled to vote on the Option Scheme.

All ASM Optionholders are encouraged to vote by attending the Option Scheme Meeting in person or alternatively by completing the relevant proxy form accompanying the Scheme Booklet.

Important dates and times

The revised key events and expected timing in relation to the approval and implementation of the Schemes are set out in the table below.

Event	Date and Time (AWST, unless otherwise stated)
Latest time and date for lodgement of completed proxy forms for the Scheme Meetings Share Scheme Meeting Option Scheme Meeting	11:30am (AWST) on Monday, 10 August 2026 12:00pm (AWST) on Monday, 10 August 2026
Time and date for determining eligibility to attend and vote at the Scheme Meetings Share Scheme Meeting Option Scheme Meeting	7.00pm (Sydney time) on Monday, 10 August 2026 7.00pm (Sydney time) on Monday, 10 August 2026
Scheme Meetings to be held at Dexu Place Perth, Level M, 240 St Georges Terrace, Perth WA 6000 Share Scheme Meeting Option Scheme Meeting	11:30am (AWST) on Wednesday, 12 August 2026 The later of 12:00pm (AWST) and the conclusion or adjournment of the Share Scheme Meeting on Wednesday, 12 August 2026
Second Court Date for approval of the Schemes	10:15am (AWST) on Tuesday, 18 August 2026
Effective Date	Wednesday, 19 August 2026
Scheme Record Date and Option Scheme Record Date	5:00pm (AWST) on Friday, 21 August 2026
Implementation Date	Friday, 28 August 2026

Note: The above times and dates are indicative only and are subject to change. Among other things, dates and times following the date of

the Scheme Meetings are subject to necessary approvals from the Federal Court of Australia (Western Australia Registry) and all other conditions precedent to the Schemes being satisfied or waived (as applicable). ASM reserves the right to vary the above dates and times in consultation with Energy Fuels and otherwise in accordance with the Scheme Implementation Deed, and any changes will be announced by ASM to ASX.

ASM Scheme information line

If you have any questions in relation to the Schemes, Scheme Booklet, or Supplementary Scheme Booklet please contact the ASM Scheme information line on 1300 644 587 (within Australia) and +61 2 9000 7018 (outside Australia) between 8:00am and 5:00pm, Monday to Friday (AEST), excluding national public holidays.

-ENDS-

FOR MORE INFORMATION PLEASE CONTACT:

Investors	Media
Stephen Motteram CFO, ASM Ltd +61 8 9200 1681	Ian Donabie Manager Communications +61 424 889 841 idonabie@asm-au.com

This document has been authorised for release to the market by the Board.

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Australian Strategic Materials Ltd | ACN 168 368 401

Supplementary Scheme Booklet

For a scheme of arrangement in relation to the proposed acquisition of all the fully paid ordinary shares in Australian Strategic Materials Limited ACN 168 368 401 by EFR Critical Materials Pty Ltd ACN 696 983 614, a wholly owned subsidiary of Energy Fuels Inc., and a related option scheme of arrangement.

VOTE IN FAVOUR

The Independent Expert continues to conclude that the Share Scheme is in the best interests of ASM Shareholders and the Option Scheme is in the best interests of ASM Optionholders, in each case in the absence of a Superior Proposal.

The ASM Directors unanimously recommend that ASM Shareholders vote in favour of the Share Scheme and ASM Optionholders vote in favour of the Option Scheme, in each case in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the relevant Scheme is in the best interests of the relevant ASM Securityholders.

This is an important document and requires your immediate attention. You should read this Supplementary Scheme Booklet together with ASM's Scheme Booklet dated 18 May 2026 in full before you decide how to vote on the Schemes. If you are in doubt as to what you should do, you should consult your legal, financial or other professional adviser.

The timetable for the Schemes has been revised as detailed in the 'Important dates and times – Revised timetable' section of this Supplementary Scheme Booklet. The Share Scheme Meeting will now be held at 11.30am (AWST) on Wednesday, 12 August 2026 and the Option Scheme Meeting will now be held at the later of 12.00pm (AWST) on Wednesday, 12 August 2026 and the conclusion or adjournment of the Share Scheme Meeting. Both Scheme Meetings will be held at Dexus Place Perth, Level M, 240 St Georges Terrace, Perth WA 6000.

If you have any questions in relation to the Schemes, the Scheme Booklet or this Supplementary Scheme Booklet, please contact the ASM Scheme information line on 1300 644 587 (within Australia) and +61 2 9000 7018 (outside Australia) between 8:00am and 5:00pm, Monday to Friday (Sydney time), excluding national public holidays.

Legal Adviser

Financial Adviser

A&O SHEARMAN

MA Moelis
Australia

Moelis

Important information

General

This Supplementary Scheme Booklet is important and requires your immediate attention. You should read this Supplementary Scheme Booklet, together with the Scheme Booklet dated 18 May 2026 in full before making any decision as to how to vote at the Scheme Meetings. You should also consult your legal, financial, tax or other professional adviser.

This document prevails to the extent of any inconsistency between the Supplementary Scheme Booklet and the Scheme Booklet.

Unless the context otherwise requires, references in the Scheme Booklet (including in the Notice of Share Scheme Meeting, Notice of Option Scheme Meeting, Share Scheme Resolution and Option Scheme Resolution) to the Scheme Booklet should be read as references to the Scheme Booklet as supplemented by this Supplementary Scheme Booklet.

Nature of this Supplementary Scheme Booklet

The purpose of this Supplementary Scheme Booklet is to provide further information to ASM Securityholders about the proposed acquisition of all the fully paid ordinary shares in Australian Strategic Materials Limited by EFR Critical Materials Pty Ltd ACN 696 983 614, a wholly owned subsidiary of Energy Fuels Inc., and a related option scheme of arrangement.

Since the Scheme Booklet was dispatched to ASM Securityholders on 18 May 2026, certain events have occurred and ASM directors have determined that ASM Securityholders should be provided with supplementary information before voting on the Schemes. This Supplementary Scheme Booklet provides that supplementary information and the details of the Scheme Meetings.

The Supplementary Scheme Booklet contains information to reflect the following matters:

- Energy Fuels' entry into a commitment agreement under which Energy Fuels has received a conditional US\$725 million financing commitment from the U.S. Office of Strategic Capital; and
- Energy Fuels' entry into a definitive agreement to acquire 100% of VAC (as defined in section 9.1).

This Supplementary Scheme Booklet includes updates to the explanatory statement for the Schemes required by subsection 412(1) of the Corporations Act.

This Supplementary Scheme Booklet does not constitute or contain an offer to ASM Securityholders, or a solicitation of an offer from ASM Securityholders, in any jurisdiction. This Supplementary Scheme Booklet is not a disclosure document required by Chapter 6D of the Corporations Act. Subsection 708(17) of the Corporations Act provides that Chapter 6D of the Corporations Act does not apply in relation to arrangements under Part 5.1 of the Corporations Act approved at a meeting held as a result of an order under subsection 411(1). Instead, ASM Securityholders asked to vote on an arrangement at such a meeting must be provided with an explanatory statement as referred to above.

Please ignore this Supplementary Scheme Booklet if you have sold all of your ASM Securities.

Defined terms and interpretation

Capitalised terms used in this Supplementary Scheme Booklet are defined in section 9.1. Unless the context otherwise requires, if a capitalised term used in this Supplementary Scheme Booklet is not defined in section 9.1, it has the meaning given to it in the Scheme Booklet. If a word or phrase is defined, its other grammatical forms have a corresponding meaning.

Section 9.2 sets out rules of interpretation that apply to this Supplementary Scheme Booklet.

The documents reproduced in the attachments to this Supplementary Scheme Booklet may have their own defined terms, which sometimes differ from those in section 9.1.

Important notices from the Scheme Booklet

The items in the 'Important Information' section of the Scheme Booklet entitled 'Forward looking statements', 'Foreign jurisdictions', 'Charts and diagrams', 'Timetable and dates', 'External websites' and 'Privacy' continue to apply to, and should be read as forming part of, this Supplementary Scheme

Booklet, subject only to the following:

- any reference in those items to 'this Scheme Booklet' is to be read as a reference to 'this Supplementary Scheme Booklet'; and
- for the avoidance of doubt, unless the context otherwise requires, any capitalised term used in those items has the meaning given to it in this Supplementary Scheme Booklet, or, if not defined in this Supplementary Scheme Booklet, the meaning given to it in the Scheme Booklet.

Roles of ASIC and ASX

A copy of this Supplementary Scheme Booklet has been provided to ASIC and ASX. Neither ASIC nor ASX, nor any of their respective officers, takes any responsibility for the contents of this Supplementary Scheme Booklet.

Important notice associated with Court order under subsection 411(1) of the Corporations Act

The fact that, under subsection 411(1) of the Corporations Act, the Court has ordered that a meeting be convened and has approved the explanatory statement required to accompany the Notice of Share Scheme Meeting and Notice of Option Scheme Meeting does not mean that the Court:

- has formed any view as to the merits of the proposed Schemes or as to how ASM Securityholders should vote (on this matter ASM Securityholders must reach their own conclusions);
- has prepared, or is responsible for the content of, the explanatory statement; or
- endorses the proposed Schemes, or has formed any other expression of opinions on, the proposed Schemes.

Notice of Share Scheme Meeting

The Notice of Share Scheme Meeting set out in Annex 7 to the Scheme Booklet continues to apply for the postponed Share Scheme Meeting, as supplemented by this Supplementary Scheme Booklet. Any references in the Notice of Share Scheme Meeting contained in Annex 7 of the Scheme Booklet or in the proxy form that accompanied the Scheme Booklet to dates or times should be read subject to the revised dates and times (and other information) set out in this Supplementary Scheme Booklet. No replacement proxy form accompanies this Supplementary Scheme Booklet, however, ASM Shareholders who require a replacement proxy form may request one from the ASM Registry.

Notice of Option Scheme Meeting

The Notice of Option Scheme Meeting set out in Annex 8 to the Scheme Booklet continues to apply for the postponed Option Scheme Meeting, as supplemented by this Supplementary Scheme Booklet. Any references in the Notice of Option Scheme Meeting contained in Annex 8 of the Scheme Booklet or in the proxy form that accompanied the Scheme Booklet to dates or times should be read subject to the revised dates and times (and other information) set out in this Supplementary Scheme Booklet. No replacement proxy form accompanies this Supplementary Scheme Booklet, however, ASM Optionholders who require a replacement proxy form may request one from the ASM Registry.

Notice of Second Court Hearing

At the Second Court Hearing, the Court will consider whether to approve the Share Scheme and the Option Scheme following the vote at the Share Scheme Meeting and the Option Scheme Meeting. Any ASM Securityholder may appear at the Second Court Hearing, currently expected to be held on Tuesday, 18 August 2026 at the Peter Durack Commonwealth Law Courts Building, 1 Victoria Avenue, Perth WA 6000. Any ASM Shareholder or ASM Optionholder who wishes to oppose approval of the Share Scheme or the Option Scheme (as applicable) at the Second Court Hearing may do so by filing with the Court and serving on ASM a notice of appearance in the prescribed form together with any affidavit that the ASM Shareholder proposes to rely on.

No investment advice

This Supplementary Scheme Booklet has been prepared without reference to the investment objectives, financial and taxation situation or particular needs of any ASM Securityholder or any other person. The information and recommendations contained in this Supplementary Scheme Booklet do not

constitute, and should not be taken as, financial product advice. The ASM Directors encourage you to seek independent financial and taxation advice before making any investment decision and any decision as to whether or not to vote in favour of the Schemes. This Supplementary Scheme Booklet should be read in its entirety before making a decision on whether or not to vote in favour of the Schemes. In particular, it is important that you consider the potential risks as set out in section 8 of the Scheme Booklet, as supplemented by section 6 of this Supplementary Scheme Booklet, and the views of the Independent Expert set out in the Independent Expert's Report in Annex 1 of the Scheme Booklet, as replaced by the Replacement Independent Expert's Report contained in Annex 1 of this Supplementary Scheme Booklet. If you are in doubt as to the course you should follow, you should consult an independent and appropriately licensed and authorised professional adviser immediately.

Responsibility

ASM has prepared, and is responsible for, the Supplementary ASM Information. Neither Energy Fuels nor any of its Subsidiaries, directors, officers, employees or advisers assume any responsibility for the accuracy or completeness of the Supplementary ASM Information.

Energy Fuels has prepared, and is responsible for, the Supplementary Energy Fuels Information. Neither ASM nor any of its Subsidiaries, directors, officers, employees or advisers assume any responsibility for the accuracy or completeness of the Supplementary Energy Fuels Information.

The Independent Expert has prepared the Summary Letter and Replacement Independent Expert's Report and takes responsibility for those documents. The Independent Technical Specialist has prepared the Replacement Independent Specialist Report included in the Replacement Independent Expert's Report and takes responsibility for that report. The Summary Letter and the Replacement Independent Expert's Report (including the Replacement Independent Specialist Report) are included in Annex 1.

None of ASM or Energy Fuels or any of their respective Related Bodies Corporate, Subsidiaries, directors, officers, employees or advisers (other than the Independent Expert in respect of the Summary Letter and the Replacement Independent Expert's Report and the Independent Technical Specialist in respect of the Replacement Independent Specialist Report) assume any responsibility for the accuracy or completeness of the information contained in the Summary Letter, Replacement Independent Expert's Report or the Replacement Independent Specialist Report, except, in the case of ASM, in relation to the information which it has provided to the Independent Expert and the Independent Technical Specialist.

No consenting party has withdrawn their consent to be named before the date of this Supplementary Scheme Booklet.

Notice to ASM Shareholders in the U.S.

Energy Fuels intends to rely on an exemption from the registration requirements of the U.S. Securities Act provided by section 3(a)(10) thereof in connection with the consummation of the Share Scheme and the issuance of the Scrip Consideration. Approval of the Share Scheme by the Court, which will consider, among other things, the fairness of the terms and conditions of the issuance and exchange of such securities to Scheme Shareholders, will be relied upon by Energy Fuels for purposes of qualifying for the exemption pursuant to section 3(a)(10) of the U.S. Securities Act.

Scheme Shareholders resident in the U.S. should note that it is proposed that the Scrip Consideration be issued and the Cash Consideration be paid in exchange for the securities of a company incorporated in Australia in accordance with the laws of Australia and the ASX Listing Rules. The solicitation of proxies made pursuant to this Supplementary Scheme Booklet is not subject to the requirements of Section 14(a) of the U.S. Exchange Act. The Share Scheme is subject to disclosure requirements of Australia that are different from those of the U.S.

Without limiting the foregoing, the financial information included or incorporated by reference in this Supplementary Scheme Booklet has not been prepared in accordance with U.S. generally accepted accounting principles and thus may not be comparable to financial statements of U.S. companies. Further, unless otherwise indicated, estimates of resources and reserves and other scientific and technical information included or incorporated by reference in this Supplementary Scheme Booklet has not

been prepared in accordance with Subpart 1300 and thus may not be comparable to similar information disclosed by U.S. companies subject to the reporting and disclosure requirements of the U.S. Securities and Exchange Commission (SEC).

The Supplementary Scheme Booklet has not been filed with or reviewed by the SEC or any state securities authority and none of them has passed upon or endorsed the merits of the Schemes or the accuracy, adequacy or completeness of the Supplementary Scheme Booklet. Any representation to the contrary is a criminal offence.

The Scrip Consideration to be issued pursuant to the Share Scheme has not been, and will not be, registered under the U.S. Securities Act or the securities laws of any state in the U.S. or other jurisdiction. The Share Scheme is not being made in any state in the U.S. or other jurisdiction where it is not legally permitted to do so.

Financial amounts and effects of rounding

All financial amounts in this Supplementary Scheme Booklet are expressed in Australian currency unless otherwise stated. A number of figures, amounts, percentages, estimates, calculations of value and fractions in the Supplementary Scheme Booklet are subject to the effect of rounding. Accordingly, any discrepancies between totals in tables or financial statements, or in calculations, graphs or charts are due to rounding. All financial and operational information set out in this Supplementary Scheme Booklet is current as at the date of this Supplementary Scheme Booklet, unless otherwise stated.

Date of Supplementary Scheme Booklet

This Supplementary Scheme Booklet is dated 27 July 2026.

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LETTER FROM THE CHAIR OF ASM

Dear ASM Securityholder,

On behalf of the ASM Board, I am pleased to provide you with this Supplementary Scheme Booklet, which supplements, and should be read together with, the Scheme Booklet dated 18 May 2026 that was previously sent to you. This Supplementary Scheme Booklet contains important additional information regarding developments since the dispatch of the Scheme Booklet and their implications for ASM Securityholders and the Schemes.

This Supplementary Scheme Booklet contains information regarding the following matters:

- the updated timetable for the Schemes – as detailed in the ‘Important dates and times - Revised timetable’ section;
- an update regarding a definitive agreement entered into by Energy Fuels for the proposed acquisition of 100% of Ara VAC Dutch TopCo, Ara VAC US TopCo, and their respective consolidated subsidiaries, including Vacuumschmelze GmbH & Co. KG (collectively, **VAC**) (the **VAC Merger**) – as detailed in section 4;
- an update regarding a conditional US\$725 million financing commitment received by Energy Fuels from the U.S. Office of Strategic Capital (**OSC**) (the **Conditional OSC Financing**) – as detailed in section 5.2;
- an update regarding a US\$250 million senior secured term loan facility commitment received from Goldman Sachs Bank USA (the **Senior Secured Term Loan Facility**) – as detailed in section 5.3;
- an update regarding risks relating to Energy Fuels, ASM and VAC, as an enlarged combined company (the **Enlarged Combined Company**) – as detailed in section 6;
- the pro forma historical financial information of the Enlarged Combined Company – as detailed in section 7;
- other additional, supplementary information – as detailed in section 8; and
- the replacement report from the Independent Expert – as attached to this Supplementary Scheme Booklet in Annex 1, which continues to confirm the Schemes remain fair and reasonable and in the best interests of ASM Shareholders and ASM Optionholders having regard to, among other things, the Conditional OSC Financing, the VAC Merger, and movements in the Energy Fuels share price since the date of the Independent Expert’s Report (**Replacement Independent Expert’s Report**).

The VAC Merger, the Conditional OSC Financing and the Senior Secured Term Loan Facility (together, the **Energy Fuels Updates**) each remain subject to various conditions and approvals that are not assured and may take considerable time to satisfy. There can be no certainty that these conditions will be met; if they are not, these transactions will not close.

ASM Securityholders should note that the information about VAC and the VAC Merger contained in section 4 of this Supplementary Scheme Booklet is provided on the basis that if the Scheme and the VAC Merger are both implemented, ASM will become a part of a more diversified business than that contemplated in the Scheme Booklet. For that reason, the ASM Board considered it important to provide ASM Securityholders with information about VAC in advance of the Scheme Meetings that was comparable in detail to the information published by Energy Fuels to its own shareholders.

If approved by ASM Shareholders and the Court, implementation of the Share Scheme is expected to occur well in advance of the matters referenced in the Energy Fuels Updates, some or all of which may never occur. Notwithstanding this, the Energy Fuels Updates represent a clear and deliberate strategic pathway which, if successfully executed, are intended to deliver significant benefits to Energy Fuels and, in turn, to ASM Shareholders who receive Energy Fuels Securities under the Share Scheme.

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I encourage you to read this Supplementary Scheme Booklet, together with the Scheme Booklet and the Replacement Independent Expert's Report, carefully and in full. The Scheme Booklet contains important information on the Combined Company at the time of implementation of the Share Scheme. This Supplementary Scheme Booklet provides additional information in relation to Energy Fuels in the event that the Energy Fuels Updates are completed as intended.

Replacement Independent Expert's Report

In light of the new information (including the Energy Fuels Updates), the Independent Expert has provided a Replacement Independent Expert's Report, which replaces the Independent Expert's Report included in Annex 1 to the Scheme Booklet. The Independent Expert continues to conclude that:

- the Share Scheme is fair and reasonable and in the best interests of ASM Shareholders; and
- the Option Scheme is fair and reasonable and in the best interests of ASM Optionholders,

in each case, in the absence of a Superior Proposal.

The Independent Expert has prepared and issued the Replacement Independent Expert's Report to ensure that ASM Securityholders have access to a single, consolidated report that contains the Independent Expert's assessment of the Schemes in the context of the matters referred to in the Energy Fuels Updates. To assist ASM Securityholders, the Independent Expert has also prepared a letter that summarises the changes reflected in the Replacement Independent Expert's Report relative to the original Independent Expert's Report dated 12 May 2026 (**Summary Letter**). A copy of the Summary Letter and the Replacement Independent Expert's Report are set out in Annex 1.

No change to ASM Directors' Recommendation

After careful consideration of the Energy Fuels Updates and the additional information in this Supplementary Scheme Booklet, the ASM Directors continue to unanimously recommend that:

- ASM Shareholders vote in favour of the Share Scheme; and
- ASM Optionholders vote in favour of the Option Scheme,

in each case in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the Schemes are in the best interests of ASM Securityholders.

Subject to those same qualifications, each ASM Director intends to vote, or procure the voting of, all Director ASM Shares and Director ASM Options in favour of the relevant Scheme, which represents 13.91% of the total ASM Shares on issue and 5.93% of the total ASM Options on issue as at 30 June 2026.¹

When considering the ASM Directors' recommendations and voting intentions, ASM Shareholders should have regard to the interests of ASM Directors in the outcome of the Schemes, the details of which are described in the Letter from the Chair of ASM, and sections 10.2, 10.3 and 10.4 of the Scheme Booklet, as supplemented by section 8.4 of this Supplementary Scheme Booklet.

The reasons for the Directors' unanimous recommendation are set out in section 1.1 of the Scheme Booklet, as supplemented by section 1 of this Supplementary Scheme Booklet. There are reasons you might consider voting against the Schemes, which are set out in section 1.2 of the Scheme Booklet, as supplemented by section 1.2 of this Supplementary Scheme Booklet.

¹ In relation to the unanimous recommendation of the ASM Directors, ASM Securityholders should have regard to the interests of Rowena Smith, Managing Director and Chief Executive Officer, in the outcome of the Schemes, which may differ from those of other ASM Securityholders, as further described in section 10.3(c) of the Scheme Booklet and the Letter from the Chair of ASM in the Scheme Booklet. Information regarding the ASM Directors' interests in ASM Securities more broadly is set out in section 10.2 of the Scheme Booklet.

The Scheme Booklet also outlines the risk factors relating to the implementation of the Schemes, the Combined Company and Energy Fuels Shares (as set out in sections 8.2, 8.3 and 8.4 of the Scheme Booklet) which should be read in conjunction with the risks relating to the ASM Group if the Schemes are not implemented (as set out in section 8.5 of the Scheme Booklet). Those risk factors should be read with, and are supplemented by, the additional risks set out in section 6 of this Supplementary Scheme Booklet.

Revised timetable for the Schemes

The original date for the Scheme Meetings has been postponed. The Share Scheme Meeting will now be held at 11.30am (AWST) on Wednesday, 12 August 2026 at Dexu Place Perth, Level M, 240 St Georges Terrace, Perth WA 6000. The Option Scheme Meeting will now be held at the later of 12.00pm (AWST) on Wednesday, 12 August 2026 and the conclusion or adjournment of the Share Scheme Meeting, at the same location.

Please refer to the Important dates and times – Revised timetable section of this Supplementary Scheme Booklet for more details.

Voting at the Scheme Meetings

ASM Securityholders who have already submitted a valid proxy form and do not wish to change their vote do not need to take any action.

ASM Securityholders who have already submitted a proxy form and wish to change their vote may do so:

- by lodging a replacement proxy form either:
 - online at <https://investor.automic.com.au/#/loginsah>; or
 - by email to meetings@automicgroup.com.au;
- by fax to +61 2 8583 3040;
- by post to Automic GPO Box 5193 Sydney NSW 2001; or
- in person at Automic Level 5, 126 Phillip Street, Sydney NSW 2000.

ASM Securityholders who have not yet lodged a proxy form may complete and submit the proxy form for the relevant Scheme Meeting that accompanied the Scheme Booklet or can request a replacement proxy form from the ASM Registry by calling the ASM Registry on 1300 824 174 (within Australia) or +61 2 8072 1480 (outside Australia) between 8:30am and 7:00pm (Sydney time) Monday to Friday (excluding public holidays) or by emailing hello@automicgroup.com.au. Alternatively, ASM Securityholders registered as a member of Automic's investor portal can download a personalised replacement proxy form from Automic's investor portal at <https://portal.automic.com.au/investor/home>.

As a reminder, ASM Shareholders who have not yet lodged a proxy form, or who wish to change their vote, should ensure they submit the proxy form for the Share Scheme Meeting, and ASM Optionholders who have not yet lodged a proxy form, or who wish to change their vote, should ensure they submit the proxy form for the Option Scheme Meeting.

ASM Securityholders are encouraged to lodge proxy forms online where possible, given postal delays and the upcoming proxy deadline for the Share Scheme Meeting (at 11.30am (AWST) on Monday, 10 August 2026) and the upcoming proxy deadline for the Option Scheme Meeting (at 12.00pm (AWST) on Monday, 10 August 2026).

Further details of the Scheme Meetings, including the time, venue and instructions on how to vote, are set out in section 3 of this Supplementary Scheme Booklet.

Election Forms

Eligible ASM Shareholders who have already submitted a valid Election Form and do not wish to change their Election, do not need to take any further action in relation to making an Election. Any valid Election Form or Election already submitted will remain valid unless withdrawn before the Election Date.

Eligible ASM Shareholders may make an Election by submitting an Election via the Automic Investor Portal at <https://portal.automic.com.au/investor/home> or by lodging an Election Form with the ASM Registry. Eligible ASM Shareholders may withdraw an Election by lodging an Election Withdrawal Form with the ASM Registry. Further information about making an Election is set out in section 3.2 of this Supplementary Scheme Booklet.

Further information

If you have any questions about the Schemes, the Scheme Booklet or this Supplementary Scheme Booklet, please contact the ASM Scheme information line on 1300 644 587 (within Australia) and +61 2 9000 7018 (outside Australia) between 8.00am and 5.00pm, Monday to Friday (Sydney time), excluding national public holidays.

Yours sincerely,



Ian Gandel
Non-Executive Chairman
Australian Strategic Materials Limited



IMPORTANT DATES AND TIMES – REVISED TIMETABLE

This “Important dates and times – Revised timetable” section of this Supplementary Scheme Booklet replaces the “Important dates and times” section of the Scheme Booklet.

Key events and the expected timing in relation to the approval and implementation of the Schemes are set out in the table below.

Event	Date
Latest time and date for lodgement of completed proxy forms for the Scheme Meetings	
Share Scheme Meeting	11.30am (AWST) on Monday, 10 August 2026
Option Scheme Meeting	12.00pm (AWST) on Monday, 10 August 2026
Time and date for determining eligibility to attend and vote at the Scheme Meetings	
Share Scheme Meeting	7.00pm (Sydney time) on Monday, 10 August 2026
Option Scheme Meeting	7.00pm (Sydney time) on Monday, 10 August 2026
Scheme Meetings to be held at Dexus Place Perth, Level M, 240 St Georges Terrace, Perth WA 6000	
Share Scheme Meeting	11.30am (AWST) on Wednesday, 12 August 2026
Option Scheme Meeting	The later of 12.00pm (AWST) on Wednesday, 12 August 2026 and the conclusion or adjournment of the Share Scheme Meeting
If the Schemes are approved by the Requisite Majorities of ASM Securityholders, the expected timetable for implementing the Schemes is:	
Second Court Date for approval of the Schemes	Tuesday, 18 August 2026
Effective Date of the Schemes and last day of trading of ASM Securities on ASX	Wednesday, 19 August 2026
Suspension of trading of ASM Securities on ASX	Close of trading on Wednesday, 19 August 2026
Election Date	5.00pm (AWST) on Wednesday, 19 August 2026
The latest time and date by which the ASM Registry must receive validly completed Election Forms from ASM Shareholders who wish to elect to receive New Energy Fuels Shares (rather than receive New Energy Fuels CDIs by default) or to withdraw a previous Election made.	

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Event	Date
New Energy Fuels CDIs to commence trading on ASX on a deferred settlement basis	Thursday, 20 August 2026
Scheme Record Date and Option Scheme Record Date for determining entitlements to the Share Scheme Consideration and the Option Scheme Consideration	5.00pm (AWST) on Friday, 21 August 2026
Implementation Date	Friday, 28 August 2026
Payment of the Cash Consideration on the Implementation Date	Friday, 28 August 2026
Commencement of trading of New Energy Fuels Shares issued under the Share Scheme on NYSE American and TSX	Friday, 28 August 2026 (Eastern Time)
Commencement of normal trading of New Energy Fuels CDIs on ASX	Monday, 31 August 2026
Termination of official quotation of ASM Shares and ASM Options on ASX	Close of trading on Monday, 31 August 2026
Dispatch of holding statements for New Energy Fuels CDIs	Tuesday, 1 September 2026
Dispatch of DRS Advices for New Energy Fuels Shares	Tuesday, 1 September 2026
First settlement of deferred settlement and normal settlement trading of New Energy Fuels CDIs on ASX	Wednesday, 2 September 2026

Notes

- (1) All times and dates in the above timetable are references to the time and date in Perth, Australia, unless otherwise stated. All times and dates may be subject to change.
- (2) Certain times and dates are conditional on the approval of the Schemes by ASM Securityholders and by the Court and satisfaction or waiver (where capable of waiver) of the other conditions to implementation of the Schemes.
- (3) The Option Scheme is conditional on the Share Scheme proceeding; however, the Share Scheme is not conditional on the Option Scheme proceeding.
- (4) Any changes will be announced by ASM to ASX.
- (5) Due to the time zone differences between the U.S. and Australia, certain actions relating to the implementation of the Schemes may occur on Thursday, 27 August 2026 during U.S. business hours so as to enable implementation to occur on Friday, 28 August 2026 during Australian business hours.

1. ADDITIONAL KEY CONSIDERATIONS RELEVANT TO YOUR VOTE

These considerations should be read in conjunction with those set out in section 1 of the Scheme Booklet.

1.1 Why you should vote in favour of the Schemes

(a) *The ASM Board continues to unanimously recommend that ASM Securityholders vote in favour of the Schemes*

After careful consideration of the Energy Fuels Updates and the other information contained in this Supplementary Scheme Booklet, and having regard to the advantages and disadvantages of the Schemes and the alternative options available to ASM, the ASM Directors continue to unanimously recommend that ASM Shareholders vote in favour of the Share Scheme and ASM Optionholders vote in favour of the Option Scheme, in each case in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the relevant Scheme is in the best interests of the relevant ASM Securityholders.

In reaching and maintaining this unanimous recommendation, the ASM Directors have considered, among other things, the matters set out in the Scheme Booklet and this Supplementary Scheme Booklet, including the merits and strategic rationale of the Schemes, the merits of continuing to operate ASM as a standalone entity, the likelihood of a Superior Proposal emerging in the future, the Energy Fuels Updates and the Replacement Independent Expert's Report.

Subject to the same qualifications, each ASM Director intends to vote, or procure the voting of, all Director ASM Shares and Director ASM Options in favour of the relevant Scheme. The interests of the ASM Directors in ASM Securities are set out in section 10.2 of the Scheme Booklet, as supplemented by this Supplementary Scheme Booklet (in particular in section 8.4).

In relation to the unanimous recommendation of the ASM Directors, ASM Securityholders should have regard to the interests of Rowena Smith, Managing Director and Chief Executive Officer, in the outcome of the Schemes, which may differ from those of other ASM Securityholders, as further described in section 10.3(c) and the Letter from the Chair of ASM in the Scheme Booklet, and as supplemented by this Supplementary Scheme Booklet in section 8.4.

Whilst the ASM Directors acknowledge that there may be reasons to vote against the Schemes, including those set out in section 1.2 of the Scheme Booklet and section 1.2 of this Supplementary Scheme Booklet, they continue to believe that the advantages of the Schemes outweigh the potential disadvantages and that the Schemes have the potential to realise greater benefits to ASM Securityholders than any other alternative currently available, including ASM continuing as a standalone entity.

(b) *The Independent Expert continues to conclude that the Schemes are in the best interests of ASM Securityholders*

The Independent Expert has provided the Replacement Independent Expert's Report in light of the Energy Fuels Updates and the other information contained in this Supplementary Scheme Booklet. The Independent Expert continues to conclude that the Share Scheme is fair and reasonable and in the best interests of ASM Shareholders, and that the Option Scheme is fair and reasonable and in the best interests of ASM Optionholders, in each case in the absence of a Superior Proposal.

In the Scheme Booklet, the Independent Expert concluded that the Schemes were fair and reasonable and in the best interests of ASM Securityholders, in the absence of a Superior Proposal. The Replacement Independent Expert's Report replaces the Independent Expert's Report included in Annex 1 to the Scheme

1. ADDITIONAL KEY CONSIDERATIONS RELEVANT TO YOUR VOTE

Booklet and maintains that conclusion after considering the relevant developments since the Scheme Booklet was dispatched.

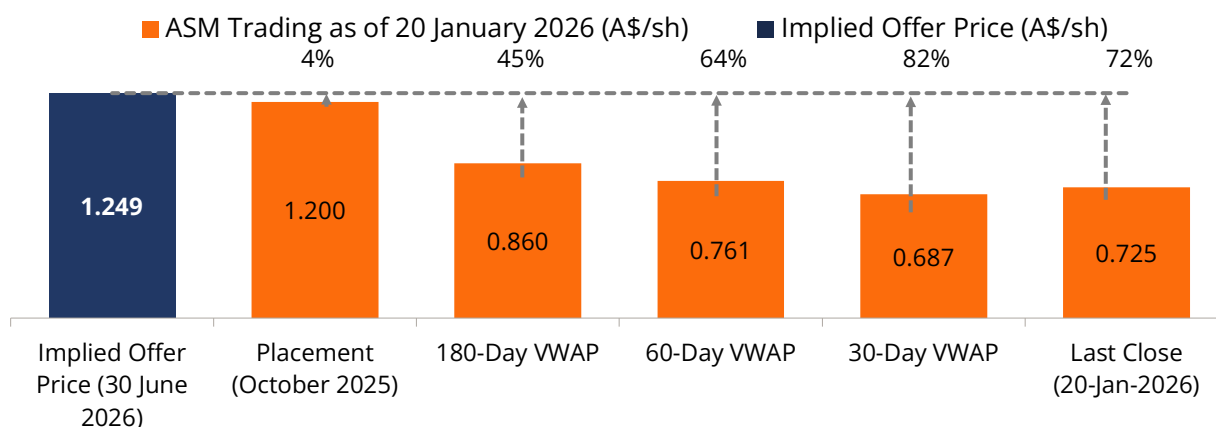
ASM Securityholders should have regard to the Replacement Independent Expert's Report (rather than the Independent Expert's Report in the Scheme Booklet) when considering their vote on the Schemes. ASM Securityholders should also have regard to the Summary Letter that accompanies the Replacement Independent Expert's Report, which summarises the changes reflected in the Replacement Independent Expert's Report relative to the Independent Expert's Report in the Scheme Booklet.

The reasons why the Independent Expert reached and maintained its conclusions are set out in the Replacement Independent Expert's Report included in Annex 1 to this Supplementary Scheme Booklet. The ASM Directors encourage ASM Securityholders to read the Replacement Independent Expert's Report carefully and in full, including the assumptions, qualifications and risks set out in that report.

(c) ***The Share Scheme Consideration continues to imply an offer price that represents a premium to ASM's pre-announcement share price***

Based on the closing price of Energy Fuels Shares on 30 June 2026,² the Share Scheme Consideration (which comprises both the Scrip Consideration and the Cash Consideration) implies an offer price of approximately A\$1.249 per ASM Share. This represents a premium of:

- 72% to ASM's last closing share price prior to the Announcement Date of A\$0.725; and
- 82% to ASM's 30-day VWAP prior to the Announcement Date of approximately A\$0.687.



ASM Securityholders should note that the implied value of the Scrip Consideration will vary with the market price of Energy Fuels Shares and movements in the AUD:US\$ exchange rate. Accordingly, the implied value of the Share Scheme Consideration at implementation may be higher or lower than the implied value described above.

(d) ***Recent Energy Fuels developments may enhance the strategic value of the Enlarged Combined Company***

On 18 June 2026 (Eastern Time), Energy Fuels announced that it had received a conditional US\$725 million financing commitment from the OSC under a commitment agreement, which it believes will help accelerate Energy Fuels' growth and development. Information about the Conditional OSC Financing is set out in section 5.2 of this Supplementary Scheme Booklet.

² On 30 June 2026, Energy Fuels' closing price was US\$14.50 and the AUD:US\$ exchange rate was 0.6869.

1. ADDITIONAL KEY CONSIDERATIONS RELEVANT TO YOUR VOTE

On 23 June 2026 (Eastern Time), Energy Fuels entered into a Merger Agreement to acquire 100% of VAC. If the VAC Merger completes, Energy Fuels anticipates that the entities that comprise VAC would become subsidiaries of Energy Fuels and the assets and operations of VAC would form part of the Enlarged Combined Company in which ASM Shareholders (if the Share Scheme is implemented) would hold securities. Further information about VAC and the VAC Merger is set out in section 4 of this Supplementary Scheme Booklet.

Energy Fuels has also entered into a commitment letter for the Senior Secured Term Loan Facility for US\$250 million, and currently anticipates that it will use some or all of the proceeds from the borrowings of the Senior Secured Term Loan Facility, together with cash on hand, to consummate the VAC Merger. Further information about the Senior Secured Term Loan Facility is set out in section 5.3.

Having regard to the Energy Fuels Updates, ASM Shareholders may view the opportunity to hold an interest in the Enlarged Combined Company (if the Share Scheme is implemented) as presenting additional benefits to those offered by holding securities in a combination of ASM and Energy Fuels alone, as described in section 1.1(c) of the Scheme Booklet.

1.2 Why you may consider voting against the Schemes

(a) *The value of the Scrip Consideration remains subject to Energy Fuels Share price volatility*

A significant component of the Share Scheme Consideration is comprised of Energy Fuels Shares. As a result, the value ultimately received by ASM Shareholders who receive the Scrip Consideration will depend on the market price of Energy Fuels Shares at and following implementation of the Share Scheme.

Since announcement of the Schemes, the market price of Energy Fuels Shares has been subject to volatility and may continue to fluctuate as a result of changes in market conditions, commodity prices, investor sentiment, regulatory developments, financing activities and Energy Fuels' operational performance. In addition, the announcement of the VAC Merger and associated financing arrangements may contribute to further share price volatility as investors assess the benefits, risks and integration challenges associated with those transactions. Accordingly, the value of the Scrip Consideration at Implementation, and the future value of the Scrip Consideration received by ASM Shareholders, may be lower than implied values referenced in the Scheme Booklet or this Supplementary Scheme Booklet.

(b) *The VAC Merger introduces new risks and uncertainties for the Enlarged Combined Company*

As set out in section 4 of this Supplementary Scheme Booklet, the proposed VAC Merger would significantly expand the scale, geographic footprint and operational complexity of the Enlarged Combined Company.

Sections 6.2 and 6.3 of this Supplementary Scheme Booklet also summarise additional risks that Energy Fuels has identified the VAC Merger may introduce for ASM Shareholders and were not contemplated at the time the Scheme Booklet was prepared. These risks include:

- the risk that the conditions to completion of the VAC Merger are not satisfied or that completion is delayed;
- integration risks associated with combining the operations, systems, personnel and cultures of Energy Fuels, ASM and VAC; and
- the possibility that anticipated synergies, strategic benefits or financial returns anticipated by Energy Fuels in connection with the VAC Merger are not achieved, or take longer than expected to be realised.

1. ADDITIONAL KEY CONSIDERATIONS RELEVANT TO YOUR VOTE

ASM Securityholders who prefer exposure to the original Energy Fuels and ASM combination, without the additional integration and execution risks associated with the VAC Merger, may consider these factors a reason to vote against the Schemes.

(c) ***The VAC Merger will result in dilution for Energy Fuels Shareholders***

As consideration for the VAC Merger, Energy Fuels has agreed to issue approximately 65.9 million Energy Fuels Shares (subject to adjustment in certain circumstances) and may issue additional preferred shares depending on the terms of the transaction and Energy Fuels' common share price at closing. As a result, existing Energy Fuels shareholders, including ASM Shareholders who receive Energy Fuels Shares under the Share Scheme, will own a smaller percentage of the post-implementation Energy Fuels company than they otherwise would have owned had the VAC Merger not proceeded.

The issuance of a substantial number of new Energy Fuels Shares may also place downward pressure on the market price of Energy Fuels Shares and reduce the economic interest of existing Energy Fuels Shareholders in the future earnings, assets and cash flows of the Enlarged Combined Company. In addition, VAC securityholders will become significant shareholders of the Enlarged Combined Company and may have interests that differ from those of ASM Shareholders.

ASM Securityholders who are concerned about the dilutive impact of the VAC Merger, or who do not consider the expected benefits of the transaction sufficient to offset that dilution, may view this as a reason to vote against the Schemes.

2. FREQUENTLY ASKED QUESTIONS

This section 2 answers some frequently asked questions relating to the Schemes and the circumstances that have occurred following the dispatch of the Scheme Booklet to ASM Securityholders.

This section 2 is not intended to address all relevant issues for ASM Securityholders and should be read together with all other parts of this Supplementary Scheme Booklet, as well as the frequently asked questions set out in section 2 of the Scheme Booklet.

Question	Answer	More information
About this Supplementary Scheme Booklet		
Why have you received this Supplementary Scheme Booklet?	This Supplementary Scheme Booklet has been sent to you because you are an ASM Securityholder and you are being asked to vote on the Share Scheme and/or Option Scheme. It provides supplementary information about events that have occurred since the Scheme Booklet was dispatched, including in relation to the recent Energy Fuels Updates, and the revised timetable for the Scheme Meetings.	N/A
Has the consideration or other terms of the Share Scheme or Option Scheme changed?	No. There has been no change to the Share Scheme Consideration or the Option Scheme Consideration. The Schemes otherwise remain on the terms described in the Scheme Booklet, as supplemented by this Supplementary Scheme Booklet. The key updates in this Supplementary Scheme Booklet relate to the revised timetable for the Scheme Meetings and implementation of the Schemes, and supplementary disclosure regarding the Energy Fuels Updates and the Replacement Independent Expert's Report.	N/A
Why is there detailed information about VAC and the VAC Merger in this Supplementary Scheme Booklet?	If the Scheme and the VAC Merger are both implemented, ASM will become a part of a more diversified business than that contemplated in the Scheme Booklet. For that reason, the ASM Board considered it important that ASM Securityholders have access to information about VAC in advance of the Scheme Meetings that was comparable in detail to the information published by Energy Fuels to its own shareholders.	N/A

2. FREQUENTLY ASKED QUESTIONS

Question	Answer	More information
Recommendations and Independent Expert		
Have the ASM Directors' recommendation or the Independent Expert's conclusion changed?	No. The ASM Directors continue to unanimously recommend that ASM Securityholders vote in favour of the Schemes, in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the relevant Schemes are in the best interests of the relevant ASM Securityholders. The Replacement Independent Expert's Report maintains the Independent Expert's conclusion that the Share Scheme is fair and reasonable and in the best interests of ASM Shareholders, and that the Option Scheme is fair and reasonable and in the best interests of ASM Optionholders, in each case in the absence of a Superior Proposal.	Sections 1.1(a) and 1.1(b) and Annex 1.
Why have I received a Replacement Independent Expert's Report?	The Independent Expert has prepared and issued the Replacement Independent Expert's Report, for ease of reference, to ensure that ASM Securityholders have access to a single, consolidated report that contains the Independent Expert's assessment of the Schemes. The Independent Expert has also prepared and issued the Summary Letter to assist ASM Securityholders in understanding the information presented in the Replacement Independent Expert's Report that is different to the information contained in the Independent Expert's Report dated 12 May 2026.	'Letter from the Chair of ASM' and Annex 1
Scheme Meetings and revised timetable		
Why have the Scheme Meetings been postponed and what key dates have changed?	The Scheme Meetings have been postponed from the dates set out in the Scheme Booklet to allow preparation and dispatch of this Supplementary Scheme Booklet and to give ASM Securityholders sufficient time to consider the additional information set out in this Supplementary Scheme Booklet before voting. The revised timetable, including the proxy deadlines, voting eligibility times, Scheme Meeting dates, Second Court Date, Effective Date, Record Date and Implementation Date, is set out in the Important dates and	'Important dates and times – Revised timetable' and Section 3

2. FREQUENTLY ASKED QUESTIONS

Question	Answer	More information
	times – Revised timetable section of this Supplementary Scheme Booklet.	
When are the Scheme Meetings being held?	The Share Scheme Meeting will be held in person at 11.30am (AWST) on Wednesday, 12 August 2026. The Option Scheme Meeting will be held in person at the later of 12.00pm (AWST) on Wednesday, 12 August 2026 and the conclusion or adjournment of the Share Scheme Meeting. Both Scheme Meetings will be held at Dexus Place Perth, Level M, 240 St Georges Terrace, Perth WA 6000.	'Important dates and times – Revised timetable' and Section 3
If I have already submitted a proxy form, do I need to do anything?	If you have already submitted a valid proxy form and do not wish to change your vote, you do not need to take any action. Any proxy form validly lodged by an ASM Securityholder will be deemed valid for the Scheme Meetings unless withdrawn or revoked, provided that you continue to be registered as an ASM Securityholder at the relevant time for determining voting entitlements. If you have not yet voted, you may complete and submit the proxy form for the relevant Scheme Meeting that accompanied the Scheme Booklet, or request and submit a replacement proxy form. If you wish to change your vote, you may submit a replacement proxy form. Any replacement proxy form validly lodged with the ASM Registry before the relevant deadline will revoke any earlier proxy form you previously lodged. For an appointment of a proxy for the Scheme Meetings to be effective, the proxy's appointment (and if the appointment is signed by the appointer's attorney – the authority under which the appointment was signed (e.g. a power of attorney) or a certified copy of it), must be received by ASM at least 48 hours before the start of the Scheme Meetings (i.e. by 11.30am on Monday, 10 August 2026 for ASM Shareholders and 12.00pm on Monday, 10 August 2026 for ASM Optionholders). Proxy appointments received after this time will be invalid.	Section 3.1

2. FREQUENTLY ASKED QUESTIONS

Question	Answer	More information
	Electronic lodgement is recommended where possible, given postal delays and the upcoming proxy deadlines. Further details on how to vote are set out in section 3.1(b)(iv).	
If I have already submitted an Election, do I need to do anything?	If you have already submitted a valid Election Form and do not wish to change your Election, you do not need to take any action. Any valid Election Form or Election already submitted will remain valid unless withdrawn before the Election Date. Eligible ASM Shareholders may make an Election by submitting an Election via the Automic Investor Portal at https://portal.automic.com.au/investor/home or by lodging an Election Form with the ASM Registry. Eligible ASM Shareholders may withdraw an Election by lodging an Election Withdrawal Form with the ASM Registry.	Section 3.2
Energy Fuels Updates		
What is the Conditional OSC Financing?	On 15 June 2026 (Eastern Time), Energy Fuels and the OSC entered into a commitment agreement under which Energy Fuels has received a conditional US\$725 million financing commitment from the OSC, comprising a proposed 20-year loan to finance the planned expansion of Energy Fuels' rare earth processing capabilities at its White Mesa Mill in Utah and the development of a planned rare earth metals and alloys facility in the United States. The Conditional OSC Financing remains subject to further due diligence, finalisation of agreements, customary closing conditions and approvals.	Section 5.2
What is the VAC Merger?	On 23 June 2026 (Eastern Time), Energy Fuels entered into a definitive agreement to acquire 100% of VAC, a manufacturer of magnetic materials and product solutions, headquartered in Hanau, Germany. The proposed VAC Merger would extend the Enlarged Combined Company's capabilities into the final stage of the rare earth value chain. VAC contributes	Section 4, and specifically Section 4.4 for the impact of the VAC Merger on Energy Fuels' business.

2. FREQUENTLY ASKED QUESTIONS

Question	Answer	More information
	established magnet manufacturing operations in Europe and the United States, a diversified customer base across automotive, industrial, aerospace and defence sectors, extensive intellectual property and technical expertise, and significant existing and expandable production capacity. The VAC Merger remains subject to various conditions and approvals, some of which may take considerable time to satisfy and are not assured. ASM Securityholders should have regard to both the case where the VAC Merger completes and the case where it does not complete.	
What is the Senior Secured Term Loan Facility?	On 23 June 2026 (Eastern Time), Energy Fuels entered into a commitment letter with Goldman Sachs Bank USA, pursuant to which Goldman Sachs Bank USA has committed to provide, subject to the terms and conditions of that commitment letter, a senior secured term loan facility in an aggregate principal amount of US\$250 million. Energy Fuels currently anticipates using some or all of the proceeds of the Senior Secured Term Loan Facility, together with cash on hand, to fund the cash component of the VAC Merger consideration.	Section 5.3
Further information		
What if I have further questions about the Schemes?	If you are in doubt about anything in the Scheme Booklet or this Supplementary Scheme Booklet, you should contact your legal, financial, tax or other professional adviser. You are also invited to call the ASM Scheme information line on 1300 644 587 (within Australia) and +61 2 9000 7018 (outside Australia) between 8.00am and 5.00pm, Monday to Friday (Sydney time), excluding national public holidays.	N/A

3. SCHEME MEETINGS

3.1 What should you do?

(a) **Step 1 – Read this Supplementary Scheme Booklet**

You should carefully read this Supplementary Scheme Booklet, together with the Scheme Booklet, in their entirety before deciding whether to vote in favour of the Schemes.

If you have any questions, please contact the ASM Scheme information line on 1300 644 587 (within Australia) and +61 2 9000 7018 (outside Australia) between 8.00am and 5.00pm, Monday to Friday (Sydney time), excluding national public holidays.

If you are in any doubt as to what you should do, please consult your legal, financial, tax or other professional adviser without delay.

(b) **Step 2 – Vote on the Schemes**

(i) **Your vote is important**

For the Schemes to proceed, it is necessary that a sufficient number of ASM Shareholders or ASM Optionholders vote in favour of the Share Scheme or Option Scheme at the Scheme Meetings.

(ii) **Who is entitled to vote?**

ASM Shareholders registered on the ASM Share Register and ASM Optionholders registered on the ASM Option Register at 7.00pm (Sydney time) on Monday, 10 August 2026 will be entitled to vote on the Schemes.

(iii) **Details of the Scheme Meetings**

The Scheme Meetings to approve the Schemes will be held as in person meetings, and ASM Securityholders or their proxies, attorneys or corporate representatives can attend the Scheme Meetings in person and vote.

The Share Scheme Meeting is scheduled to be held at 11.30am (AWST) on Wednesday, 12 August 2026.

Further information about attending the Share Scheme Meeting can be found in the Notice of Share Scheme Meeting set out in Annex 7 to the Scheme Booklet, as supplemented by this Supplementary Scheme Booklet.

The Option Scheme Meeting is scheduled to be held at the later of 12.00pm (AWST) on Wednesday, 12 August 2026 and the conclusion or adjournment of the Share Scheme Meeting.

Further information about attending the Option Scheme Meeting can be found in the Notice of Option Scheme Meeting set out in Annex 8 to the Scheme Booklet, as supplemented by this Supplementary Scheme Booklet.

(iv) **How to vote?**

ASM Securityholders may vote:

3. SCHEME MEETINGS

- **in person**, by attending the Scheme Meetings in person at Dexu Place Perth, Level M, 240 St Georges Terrace, Perth WA 6000 on Wednesday, 12 August 2026;
- **by proxy**, by lodging a proxy form for the relevant Scheme Meeting that accompanied the Scheme Booklet, or a replacement proxy form, in one of the following ways (electronic lodgement is recommended where possible, given postal delays and the upcoming proxy deadlines):
 - **online** - lodge the proxy form online at: <https://investor.automic.com.au/#/loginsah>. Click on 'View Meetings' – 'Vote'. To use the online lodgement facility, ASM Securityholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown on the front of the proxy form. For further information on the online proxy lodgement process please see the 'Online Proxy Lodgement Guide' available at <https://info.automicgroup.com.au/hubfs/collateral/Online-Proxy-Lodgment-web.pdf>;
 - **by email** - email your proxy form to: meetings@automicgroup.com.au;
 - **by fax** - fax your proxy form to: +61 2 8583 3040;
 - **by post** - post your completed proxy form to: Automic GPO, Box 5193 Sydney NSW 2001; or
 - **in person** - deliver to: Automic Level 5, 126 Phillip Street, Sydney NSW 2000.
- **by attorney**, if you appoint an attorney to attend and vote at the Scheme Meetings in person on your behalf, the power of attorney (or a certified copy) must be received by the ASM Registry by 11.30am (AWST) on Monday, 10 August 2026 for ASM Shareholders and by 12.00pm (AWST) on Monday, 10 August 2026 for ASM Optionholders, unless the power of attorney has previously been lodged with the ASM Registry; or
- **by corporate representative**, a body corporate who is an ASM Shareholder, ASM Optionholder or proxy must appoint an individual as its corporate representative to attend and vote at the Scheme Meetings in person and on its behalf. If you are a corporate representative, you will need to provide evidence of your appointment as a corporate representative with the ASM Registry prior to the Scheme Meetings or have previously provided ASM with evidence of your appointment.

For an appointment of a proxy for the Scheme Meetings to be effective, the proxy's appointment (and if the appointment is signed by the appointer's attorney – the authority under which the appointment was signed (e.g. a power of attorney) or a certified copy of it), must be received by ASM at least 48 hours before the start of the Scheme Meetings (i.e. by 11.30am (AWST) on Monday, 10 August 2026 for ASM Shareholders and by 12.00pm (AWST) on Monday, 10 August 2026 for ASM Optionholders). Proxy appointments received after this time will be invalid for the meeting.

ASM Securityholders who have already submitted a valid proxy form and do not wish to change their vote do not need to take any action.

ASM Securityholders who have already directed their proxy how to vote at the Scheme Meetings may change that direction by:

- lodging a replacement proxy form online at <https://investor.automic.com.au/#/loginsah>; or
- submitting a replacement proxy form:
 - **by email**, to meetings@automicgroup.com.au;

3. SCHEME MEETINGS

- **by fax**, to +61 2 8583 3040;
- **by post**, to Automic GPO Box 5193 Sydney NSW 2001; or
- **in person**, at Automic Level 5, 126 Phillip Street, Sydney NSW 2000

Electronic lodgement is recommended where possible, given postal delays and the upcoming proxy deadlines.

ASM Securityholders can request a replacement proxy form from the ASM Registry by calling the ASM Registry on 1300 824 174 (within Australia) or +61 2 8072 1480 (outside Australia) between 8:30am and 7:00pm (Sydney time) Monday to Friday (excluding public holidays) or by emailing hello@automicgroup.com.au.

As a reminder, ASM Shareholders who have not yet lodged a proxy form, or who wish to change their vote, should ensure they submit the proxy form for the Share Scheme Meeting, and ASM Optionholders who have not yet lodged a proxy form, or who wish to change their vote, should ensure they submit the proxy form for the Option Scheme Meeting.

(v) **How to ask questions**

ASM Securityholders can ask questions relevant to the Schemes in person at the Scheme Meetings or before the Scheme Meetings by submitting questions in writing to the Company Secretary at info@asm-au.com by Monday, 10 August 2026.

The ASM Board will endeavour to respond to as many ASM Securityholder questions as possible during the Scheme Meetings. Please note that there may still not be sufficient time available at the Scheme Meetings to address all questions raised and individual responses will not be sent to ASM Securityholders.

3.2 Elections for Scrip Consideration

Eligible ASM Shareholders may make an Election to receive New Energy Fuels Shares as the Scrip Consideration, rather than receive New Energy Fuels CDIs by default. The revised Election Date is 5.00pm (AWST) on Wednesday, 19 August 2026.

If you do not make a valid Election, you will receive New Energy Fuels CDIs by default, unless you are an Ineligible Foreign Shareholder or the Sale Facility otherwise applies to you. Eligible ASM Shareholders who have submitted a valid Election and do not wish to change their Election do not need to take any action.

To make an Election, submit an Election via the Automic Investor Portal at <https://portal.automic.com.au/investor/home> or request and lodge an Election Form with the ASM Registry. To withdraw a previous Election, request and lodge an Election Withdrawal Form with the ASM Registry. Election Forms and Election Withdrawal Forms must be received by the ASM Registry by no later than 5.00pm (AWST) on Wednesday, 19 August 2026.

Any valid Election Form or Election submitted before the date of this Supplementary Scheme Booklet will remain valid unless withdrawn before the Election Date.

ASM Shareholders can request an Election Form or Election Withdrawal Form from the ASM Registry by calling 1300 824 174 (within Australia) or +61 2 8072 1480 (outside Australia) between 8.30am and 7.00pm (Sydney time) Monday to Friday (excluding public holidays) or by emailing corporate.actions@automicgroup.com.au.

4. INFORMATION ABOUT VAC

4.1 Introduction

The supplementary information contained in this section 4 has been prepared by Energy Fuels. The supplementary information concerning VAC, Energy Fuels and Energy Fuels BidCo and the intentions, views and opinions contained in this section 4 are the responsibility of Energy Fuels. ASM and its officers and advisers do not assume any responsibility for the accuracy or completeness of this information.

This section 4 contains information in relation to VAC in the event that the VAC Merger completes. The VAC Merger is not conditional upon completion of the Share Scheme or the Option Scheme. When considering how to vote on the Schemes, ASM Securityholders should have regard to both the case where the VAC Merger completes and where the VAC Merger does not complete. If the VAC Merger completes, it is planned that the entities that comprise VAC would become subsidiaries of Energy Fuels and the assets and operations of VAC would form part of the Enlarged Combined Company in which ASM Shareholders (if the Share Scheme is implemented) would hold securities.

Certain statements in this section 4 may constitute forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to differ materially from those expressed or implied. The information contained in this section 4 is supplementary to the Scheme Booklet and does not replace the Scheme Booklet. ASM Securityholders should read the Supplementary Scheme Booklet and the Scheme Booklet carefully and in full.

4.2 Overview of the Merger Agreement

On 23 June 2026 (Eastern Time), Energy Fuels entered into an agreement and plan of merger (the **Merger Agreement**) pursuant to which it will acquire 100% of Ara VAC Dutch TopCo, Ara VAC US TopCo, and their respective consolidated subsidiaries, including Vacuumschmelze GmbH & Co. KG.

The aggregate purchase price paid by Energy Fuels (which represented total consideration of approximately US\$1.9 billion based on Energy Fuels' closing share price of US\$16.12 as at 22 June 2026 (Eastern Time)) will consist of the **VAC Merger Consideration**, which comprises:

- the **VAC Merger Cash Consideration**, being US\$718 million in cash;
- the **VAC Merger Share Consideration**, being 65,853,000 Energy Fuels Shares (provided that the maximum number of common shares that will be issued shall not exceed the maximum number of common shares that may be issued without obtaining the approval of Energy Fuels' shareholders under applicable Canadian securities laws); and
- the **VAC Merger Preferred Share Consideration**, being preferred shares of Energy Fuels, if any.

The VAC Merger Preferred Share Consideration may be issued in either or both of the following circumstances:

- to the extent the number of common shares constituting the VAC Merger Share Consideration is reduced to comply with the maximum issuance limit described above, preferred shares will be issued in replacement of any common shares so removed; and
- if the volume-weighted average price of Energy Fuels' common shares in the twenty consecutive trading day period that ends on (and includes) the second trading day immediately prior to Closing is below a specified reference price of US\$20.93 per common share, additional preferred shares

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will be issued to provide a value top-up to the Ara Parties, in an amount not to exceed US\$135,000,000 in value.

The VAC Merger Preferred Share Consideration, if any, will be issued on the terms set forth in the Preferred Shares Instrument attached to the Merger Agreement, as such terms may be modified by the mutual agreement of the Ara Parties and the Parent Parties.

The VAC Merger Cash Consideration is subject to certain adjustments, including for the repayment of specified indebtedness of the Acquired Companies, reductions to account for unpaid transaction expenses and notified leakage, an increase by the amount of any negative leakage, subject to the cap set forth in the Merger Agreement, and an increase by the amount of any permitted financing provided by the Ara Parties or their affiliates to the Acquired Companies that remains outstanding as of immediately prior to the Closing, subject to the cap set forth in the Merger Agreement, in each case as provided in the Merger Agreement. An amount of US\$12,500,000 otherwise payable at closing of the VAC Merger (**Closing**) will be deposited into an escrow account under an escrow agreement to be entered into at Closing (the **Escrow Agreement**) to secure certain post-Closing obligations of the Ara Parties under the Merger Agreement, with any remaining amounts to be released in accordance with the terms of the Merger Agreement and the Escrow Agreement.

(a) **Conditions to the VAC Merger**

Completion of the VAC Merger is subject to the satisfaction or waiver (to the extent permitted) of certain conditions, including:

- the expiration or termination of the waiting periods (and any extensions thereof) applicable to the VAC Merger under the HSR Act, and receipt of certain other regulatory approvals specified in the Merger Agreement;
- the conditional approval for listing on the NYSE American (subject only to official notice of issuance) and the TSX (subject only to customary post-closing filing requirements) of the VAC Merger Share Consideration issuable in accordance with the Merger Agreement;
- Energy Fuels having taken all actions necessary to issue and having duly authorised any VAC Merger Preferred Share Consideration issuable in accordance with the Merger Agreement;
- the absence of any governmental order or applicable law enjoining or otherwise prohibiting the VAC Merger;
- Energy Fuels having executed and delivered to the Ara EF Share Recipients the Investors' Rights Agreement, substantially in the form attached to the Merger Agreement;
- the absence of a continuing material adverse effect with respect to Energy Fuels and its material subsidiaries, taken as a whole, or the Acquired Companies, taken as a whole; and
- other customary conditions specified in the Merger Agreement.

(b) **Representations and Warranties**

The Merger Agreement contains customary representations and warranties from each of the Ara Parties and the Parent Parties, including representations and warranties from the Acquired Companies regarding, among other things, organisation and standing, capitalisation, authority, regulatory approvals and consents, financial statements, absence of certain developments, litigation and governmental orders, compliance with applicable laws, material contracts, real property, environmental matters, employee benefit plans and labour matters, taxes, intellectual property (including cybersecurity and data protection), insurance and no brokers.

(c) **Covenants**

The Acquired Companies are obligated to use commercially reasonable efforts to conduct the business of the Acquired Companies in all material respects in the ordinary course prior to Closing and not to engage in specified actions without Energy Fuels' prior consent. Energy Fuels has agreed to customary covenants related to post-Closing employee matters, indemnification and insurance for directors and officers, obtaining stock-exchange approvals for the listing of the VAC Merger Share Consideration on NYSE American and the TSX, arranging and cooperating with respect to debt financing (with no financing condition to Closing), and undertaking pre-Closing funding steps to facilitate the consideration structure.

Energy Fuels and the Ara Parties are required to use reasonable efforts to take all actions necessary to consummate the VAC Merger, including making required filings and notices under the HSR Act and other applicable regulatory regimes and cooperating in seeking required approval.

(d) **Termination**

The Merger Agreement also contains specified termination rights, including the right of either Energy Fuels or the Acquired Companies to terminate the Merger Agreement if:

- the VAC Merger is not consummated by 22 March 2027 (as may be extended by mutual written agreement of Energy Fuels and the Acquired Companies), subject to an automatic extension if, as of that date, the only unsatisfied conditions relate to specified regulatory approvals and related waiting periods, in which case the outside date extends until 22 June 2027,
- there is a breach by the other party of its representations, warranties or covenants that would give rise to a failure of a closing condition that is not cured within the specified cure period (and subject to customary limitations if the terminating party is itself in material breach),
- a final, non-appealable governmental order or other applicable law permanently enjoins, prohibits or makes illegal the consummation of the transactions, or
- in the case of the Acquired Companies, if all mutual conditions are satisfied or waived (other than those to be satisfied at Closing), they deliver a "Closing Readiness Notice," and Energy Fuels fails to consummate the Closing by the specified date.

(e) **Additional Information**

At Closing, Energy Fuels must implement the Acquired TopCo Equityholders' rights (set out in the Investors' Rights Agreement, discussed below) regarding the composition of the Energy Fuels Board, including Ara Lead EF Share Recipient's nomination/designation and related veto rights, and take all actions necessary (including expanding the Energy Fuels Board) to effect those rights. Energy Fuels also agrees to provide a customary indemnification agreement to Ara Lead EF Share Recipient's Board nominee.

Based on the currently contemplated structure of the Enlarged Combined Company, it is expected that ASM and the German VAC business will each be held through newly formed acquisition holding company structures, while the U.S. VAC business will be held under US Merger Sub HoldCo, an existing holding company of Energy Fuels.

The Merger Agreement also provides that, at Closing, each Ara EF Share Recipient will enter into a Lock-Up Agreement (discussed below) with Energy Fuels, substantially in the form attached to the Merger Agreement.

(f) **Lock-Up Agreement**

In connection with the Closing, Energy Fuels will enter into a Lock-Up Agreement (the **Lock-Up Agreement**) with the Ara Parties that will receive Energy Fuels Shares as consideration in the VAC Merger (**Ara EF Share Recipients**).

Pursuant to the Lock-Up Agreement, the Ara EF Share Recipients agree not to transfer (except for certain permitted transfers) any of the approximately 65.9 million Energy Fuels Shares received as consideration in the VAC Merger (the **Lock-Up Shares**) during the period beginning on the Closing Date and ending on the twelve-month anniversary of the Closing Date, subject to a release schedule that permits the Ara EF Share Recipients to transfer a portion of the Lock-Up Shares during specified periods following the Closing. During the first period, which begins on the Closing Date and ends on the six-month anniversary of the Closing Date, the Ara EF Share Recipients may transfer, in the aggregate, up to 8,000,000 Lock-Up Shares per calendar month (pro-rated for any partial month), subject to a maximum of 21,500,000 Lock-Up Shares in the aggregate during that period; provided that 50% of any portion of the monthly amount not transferred in a calendar month will carry forward to subsequent calendar months during the first period, and in no event may more than 16,000,000 Lock-Up Shares be transferred in any single calendar month. During the second period, which begins on the day following the six-month anniversary of the Closing Date and ends on the twelve-month anniversary of the Closing Date, the Ara EF Share Recipients may transfer, in the aggregate, up to 50% of the remainder of the Lock-Up Shares originally issued to the Ara EF Share Recipients that were not transferred during the first period. Upon the twelve-month anniversary of the Closing Date, all remaining Lock-Up Shares will be released from the transfer restrictions. The release schedule applies to the Ara EF Share Recipients on a collective basis, and the Lock-Up Shares remain subject at all times to restrictions on transfers to certain hostile entities, competitors and activist investors as set forth in the Lock-Up Agreement.

(g) **Investors' Rights Agreement**

In connection with the Closing, Energy Fuels will enter into an investors' rights agreement with the Ara EF Share Recipients (**Investors' Rights Agreement**).

Subject to the terms and conditions set forth in the Investors' Rights Agreement, as of the Closing Date, the Ara Lead EF Share Recipient will have (i) the right to nominate one director to the Energy Fuels Board (the **Board Nomination Right**), and (ii) the right to exercise a one-time veto over any one individual nominated by Energy Fuels for service on the Energy Fuels Board as an independent director, in which case Energy Fuels will identify a replacement nominee and repeat the process until a nominee is approved, at which point the veto right will automatically terminate (the **Independent Director Veto Right**). Both the Board Nomination Right and the Independent Director Veto Right will continue for so long as the Ara EF Share Recipients, in the aggregate, beneficially own at least 7.5% of the outstanding common shares of Energy Fuels and will cease at such time as the Ara EF Share Recipients, in the aggregate, own less than 7.5% of the outstanding common shares of Energy Fuels.

Pursuant to the terms of the Investors' Rights Agreement, Energy Fuels agreed to grant certain registration rights, subject to the conditions and limitations further described in the Investors' Rights Agreement, to the Ara EF Share Recipients, including the right to an automatic resale shelf registration statement, customary demand rights to require underwritten shelf takedowns and block trades (subject to a certain threshold and frequency limits), and piggyback registration rights.

The Ara EF Share Recipients are subject to certain standstill restrictions under the Investors' Rights Agreement until the two-year anniversary of the Closing Date, such as, acquiring, offering or proposing to acquire, or agreeing to acquire voting securities of Energy Fuels or any securities convertible into or exercisable for voting securities of Energy Fuels over a certain ownership threshold as set forth in the Investors' Rights Agreement, participating in solicitation of proxies or submitting any public proposal for or offering any extraordinary transaction involving Energy Fuels or any of its subsidiaries, without the prior written consent of the Energy Fuels Board.

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(h) *Further information*

For further information (including a full copy of the Merger Agreement), refer to the Energy Fuels Form 8-K released on 26 June 2026 (Eastern Time), which is available from Energy Fuels' website at <https://www.energyfuels.com> under Investors / SEC Filings.

4.3 Overview of VAC

VAC is a manufacturer of magnetic materials and product solutions, headquartered in Hanau, Germany. Founded in 1923, VAC develops, manufactures, and sells specialized alloys, materials, parts, components, permanent magnets, and applied magnetic solutions. The company has undergone several ownership transitions, including acquisition by Morgan Crucible in 1999, OM Group in 2011, Apollo Global Management (through OM Group) in 2015, and most recently by Ara Partners in October 2023. Throughout these transitions, VAC has maintained its position as one of the largest manufacturers of advanced magnetic materials. VAC's products are used across a range of end markets, including automotive and electrified mobility, industrial automation, defence and aerospace, renewable energy, and power electronics.

VAC's business is organised into three reportable segments:

Rapid Solidification – designs and manufactures soft-magnetic alloys (amorphous and nanocrystalline) on an industrial scale. The product portfolio consists of magnetic cores, inductive components, and current sensors through to complete assemblies, serving customers in industrial power electronics, automotive, solar technology, charging infrastructure for electric vehicles, and aerospace and defence applications; In FY2025, the Rapid Solidification segment generated revenue of approximately €156 million (approximately US\$176 million), representing approximately 48% of VAC's total revenue. The segment's gross margin was approximately 21.5% in FY2025.

Crystalline – designs and manufactures soft-magnetic alloys (NiFe, CoFe) used across industries including automotive, industrial, defence and aerospace, and renewable-energy applications. Alloys are melted in vacuum induction furnaces at the Hanau plant and manufactured in the form of strips, wires, and further processed products, including stamped parts, rotor and stator assemblies, and precision sensor components. In FY2025, the Crystalline segment generated revenue of approximately €91 million (approximately US\$104 million), representing approximately 28% of VAC's total revenue. The segment's gross margin was approximately 18.5% in FY2025.

Permanent Magnets – develops and manufactures high-performance sintered rare-earth permanent magnets, including neodymium-iron-boron (VACODYM®) and samarium-cobalt (VACOMAX®) magnets, as well as magnet assemblies. These products are used primarily in automotive (including EV traction motors), industrial, defence, and aerospace applications. VAC is one of a limited number of manufacturers producing sintered rare-earth permanent magnets at scale outside of Asia. In FY2025, the Permanent Magnets segment generated revenue of approximately €79 million (approximately US\$89 million), representing approximately 24% of VAC's total revenue. The segment's gross margin was approximately 10.4% in FY2025.

4.4 What does the VAC Merger mean for Energy Fuels?

VAC is a magnetics company with over 100 years of production expertise, more than 400 patents, upwards of 1,000 customers, and operating magnet production facilities in North America, Europe and Asia, including a magnet facility in Sumter, South Carolina, USA, with capacity to produce 2,000 tonnes per annum of permanent magnets, scalable to 12,000 tonnes per annum. Over the last decade, VAC has produced and shipped more than one billion rare earth permanent magnets. VAC's product portfolio spans both permanent magnets (sintered neodymium-iron-boron, NdFeB, and samarium-cobalt and SmCo) and soft magnetics (amorphous and nanocrystalline alloys, cobalt-iron and nickel-iron products), enabling integrated cross-selling among electrification and industrial applications. Approximately 85% of VAC's output is produced to customer specifications, reflecting deep design-in relationships built over decades, including customer partnerships averaging over 30 years with their largest accounts.

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The VAC Merger brings together Energy Fuels' upstream REE assets, including REE mining projects and existing separation capacity, with VAC's downstream REE magnet manufacturing expertise. The acquisition of VAC unlocks the last stage of mine-to-magnet vertical integration for Energy Fuels, which, together with the ASM acquisition, would complete a fully western/western-allied-origin rare earth supply chain from feedstock projects through to finished permanent magnets. By internalising magnet manufacturing, the Enlarged Combined Company expects to capture additional margins on each kilogram of rare earth material processed.

The Enlarged Combined Company aims to serve customers across North America, Europe and Asia in the automotive, aerospace and defence, robotics, data centres, electronics and industrial automation sectors.

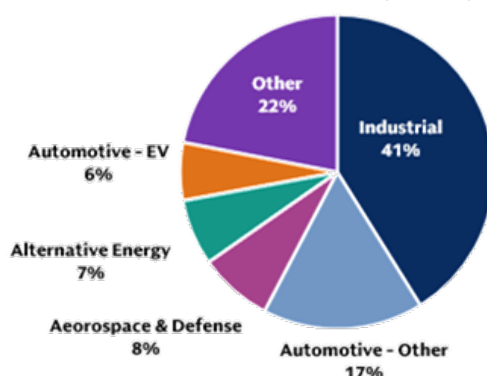
The combined platform includes feedstock supply from the "shovel ready" Donald Project in Australia (subject to a Final Investment Decision, which is now targeted for Q3 2026) and from Energy Fuels' other prospective feedstock projects, including the Vara Mada Project and the Bahia Project, which are intended to supply additional feed materials to the White Mesa Mill upon development; processing and separation at Energy Fuels' White Mesa Mill; metals and alloy production at the Korean Metals Plant and the planned American Metals Plant; and permanent magnet manufacturing and assembly at VAC's European facilities and Sumter plant.

VAC serves a diversified range of end markets. Based on FY2025 revenue, VAC's end-market exposure was approximately as follows:

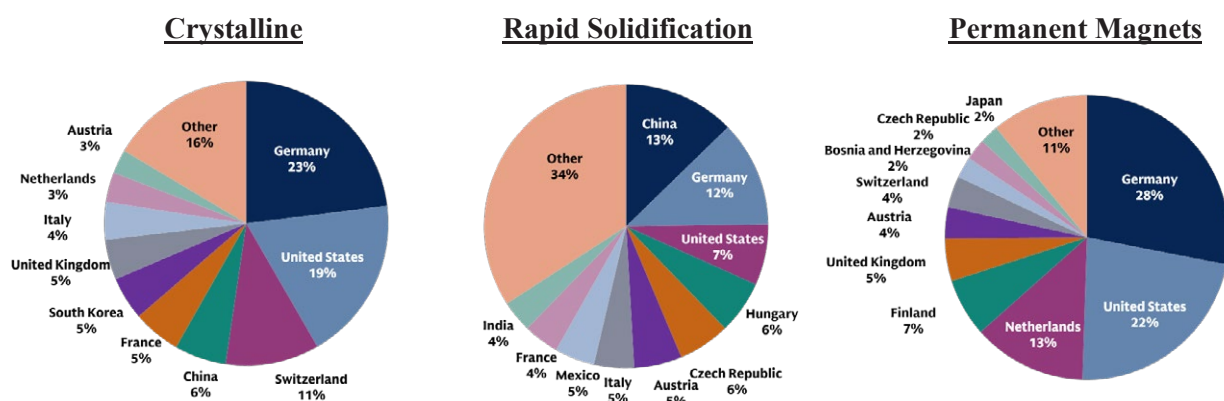
- **Industrial:** Largest end market, including industrial automation, drives, power electronics, and installation technology
- **Automotive (General):** Nearly a quarter of VAC's revenue is from the production of components for internal combustion engine vehicles and general automotive electronics
- **Automotive (EV):** Growing segment, including EV traction motors, charging infrastructure, and battery management systems
- **Aerospace & defence:** Growing segment, particularly in the permanent magnets value stream, supported by increasing Western defence spending
- **Alternative Energy:** Includes solar/PV inverters and renewable energy applications
- **Other:** Includes consumer electronics, luxury watches, medical equipment, and other specialty applications

VAC's top 10 customers accounted for approximately 33% of total revenue in FY2025. VAC's customer relationships are characterised by long-standing partnerships, with its largest accounts averaging over 30 years of continuous supply.

**Approximate Revenue Percentages By
End Market (2025A)**



**Approximate Revenue Percentages By
Geography (2025A)**



4.5 Raw Material Pass-Through Mechanisms

Following completion of the VAC Merger and the Schemes, the Enlarged Combined Company is intended to be vertically integrated across the full rare earth value chain — from mining projects and separation (Energy Fuels' White Mesa Mill and the Donald Project) through metals and alloys production (ASM's South Korea-based Korean Metals Plant and the planned AMP) to finished permanent magnet manufacturing (VAC's European facilities and the Sumter magnet plant). This vertical integration is intended to enable the Enlarged Combined Company to:

- internalise the upstream margin on rare earth feedstock currently paid to third-party suppliers, by sourcing separated rare earth oxides and metals from within the Enlarged Combined Company's own operations rather than purchasing them at market prices;
- reduce exposure to third-party supply chain disruptions and pricing volatility, particularly in light of recent Chinese export restrictions on certain rare earth alloy forms that have required VAC to restructure its procurement arrangements (including sourcing rare earth oxides from European and U.S.-based suppliers and engaging intermediary processors for alloy refinement);

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- capture value at each conversion step in the supply chain — from ore to separated oxide, oxide to metal/alloy, and metal/alloy to finished magnet — rather than participating only in the final magnet manufacturing step where margins have historically been compressed by Chinese competition and raw material cost pass-through dynamics; and
- strengthen pricing power with end customers by creating a fully traceable, western/western-allied-origin, mine-to-magnet supply chain applicable to the aerospace, defence and automotive sectors, as evidenced by western pricing.

4.6 Key manufacturing operations

VAC's manufacturing operations are spread across multiple facilities, with approximately 3,500 full-time employees as of 31 December 2025. The principal manufacturing facilities comprise:

(a) ***Hanau, Germany.***

The Hanau site serves as VAC's headquarters and primary production hub. Founded in 1923, the facility covers all three value streams (Rapid Solidification, Crystalline, and Permanent Magnets) and serves as a supplier of base material to downstream facilities in Slovakia, China, and Malaysia. The Hanau site also houses VAC's principal research and development capabilities. Approximately 85% of VAC's inventory is held at the Hanau site. The facility includes vacuum induction furnaces for alloy melting and a vertically integrated manufacturing chain from raw material processing through to finished components and assemblies.

(i) ***Production Capacity***

1. Melt Shop: 8,000 tons
2. Cold Rolling: 6,000 tons
3. Rapid Solidification: 3,950 tons
4. Permanent Magnets: 1,000 tons

(b) ***Sumter, South Carolina, United States***

The Sumter facility is a purpose-built manufacturing facility situated on an approximately 80-acre site in Sumter, South Carolina. Initial production commenced in the fourth quarter of 2025. The facility has been designed to support potential phased expansion of capacity across subsequent phases. The Sumter facility has received U.S. government finance, including federal investment tax credits under Section 48C of the Internal Revenue Code. The facility, operated through e-VAC Magnetics LLC, has current capacity to produce 2,000 tonnes per annum of permanent magnets, scalable to 12,000 tonnes per annum.

The facility can increase capacity to 4,000 tonnes per annum without impacting current production and does not require any additional infrastructure to accommodate this expanded capacity. To expand to 12,000 tonnes per annum, VAC must invest in additional land. VAC holds an option to acquire an additional 144 acres adjacent to the Sumter facility, which would be sufficient for an expansion from 4,000 tonnes per annum to 12,000 tonnes per annum.

(c) ***Ulvila, Finland***

The Ulvila facility specialises in the production of permanent magnets and magnet assemblies, including both SmCo and NdFeB magnets. The facility was acquired through the acquisition of

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Neorem Magnets Oy in 2007 and contributed approximately 3.3% of VAC's total FY2025 revenue, with most sales relating to locally manufactured products.

(i) **Production Capacity**

1. Permanent Magnets: 500 tons

(d) **Horna Streda, Slovakia**

The Horna Streda facility is a multi-purpose production site supporting all three value streams: The site produces cores, components, magnets, and soft-magnetic parts, including downstream processing and component assembly. The facility was founded in 1998 and has recently undergone expansion, with growth capital expenditure in FY2025 primarily directed toward the acquisition of adjacent buildings to secure optionality for future capacity expansion.

(i) **Production Capacity**

1. Rapid Solidification: Slitting (633 tons)
2. Crystalline: 230,000 hours
3. Permanent Magnets: PCU26 (23,500 hours), PCU32 (32,300 hours)

(e) **Pekan, Malaysia**

The Malaysian facility manufactures cores, current sensors, and components primarily for automotive and electrical safety applications within the Rapid Solidification value stream. The facility was established in 1984 and provides toll manufacturing services, with raw materials and work-in-progress remaining owned by VAC's German entity, Vacuumschmelze GmbH & Co. KG.

(f) **Shenyang, China**

VAC holds 100% in Vacuumschmelze China Magnetics (Shenyang) Co. Ltd. (CN) which produces components and current sensors for power-electronics and electrical safety applications within the Rapid Solidification value stream. VAC has operated production facilities in Shenyang, China, since 1994 – initially in cooperation with a local partner, and since 2001 as an independent company under the name of "VACUUMSCHMELZE China Magnetics (Shenyang) Co., Ltd".

(i) **Production Capacity**

1. Current Sensors (26,000,000 pcs)
2. Components (2,830,000 hrs).

VAC also holds a 49% equity interest in SANVAC (Beijing) Magnetics Co. Ltd., a joint venture with Beijing Zhong Ke San Huan High-Tech Co., Ltd., which produces neodymium-iron-boron permanent magnets and magnetic assemblies. The joint venture was established pursuant to a Joint Venture Contract dated January 17, 2005.

4.7 Research and Development

VAC's principal research and development capabilities are housed at the Hanau, Germany headquarters. Total capitalised R&D costs amounted to approximately €8.9 million, €6.3 million and €3.5 million in FY2023, FY2024 and FY2025, respectively. The decline in capitalised R&D in FY2024 and FY2025 reflects the partial reallocation of engineering and development capacity to support the build-up of the e-VAC facility in the United States, rather than a structural reduction in underlying R&D capability.

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VAC holds more than 400 patents across its product portfolio. The company's R&D activities focus on the development of advanced magnetic materials, manufacturing processes, and application-specific solutions across its three value streams.

4.8 Senior Management

As at 30 June 2026, the senior management personnel of VAC are:

Senior Management Personnel

Dr. Erik Eschen <i>Chief Executive Officer</i>	Dr. Eschen brings extensive professional experience in management to VAC. Prior to joining VAC, Dr. Eschen held leadership positions in international industrial organisations, including serving as CFO of the EMEA Division of Keller Group and holding roles at Bilfinger Berger and Deutsche Bahn. Eschen holds a PhD in Strategic Management and Diploma in Business Management from the Freie Universität Berlin.
Jürgen Wössner <i>Chief Financial Officer</i>	Mr. Wössner has extensive experience in finance and executive leadership roles across the automotive and industrial sectors. Prior to joining VAC, Mr. Wössner served as Group CFO for Allgaier Automotive GmbH and as CFO and Chairman of the Management Board at Felss Group. Mr. Wössner holds a Diploma in Business Management from the University of Stuttgart.
Gregor Eipert <i>Chief Operating Officer</i>	Mr. Eipert has extensive experience in industrial engineering and operational leadership roles. Prior to joining VAC, Mr. Eipert served as Head of Business Unit Stamping and Managing Director for Feintool, and as COO & CSO of Kienle + Spiess. Mr. Eipert holds a Master of Science in Industrial Engineering from the Berlin University of Applied Sciences and Technology.

4.9 Historical Financial Information

Ara VAC IE Aggregator's historical consolidated financial statements for the financial years ended 31 December 2024 and 31 December 2025 reflect the significant capital investment required to construct the Sumter permanent magnet manufacturing facility in Sumter, South Carolina, without the corresponding revenue and earnings contribution that the facility is expected to generate on a go-forward basis. Over the two-year period, VAC invested approximately €407 million in construction-in-progress (€192.6 million in FY2024 and €214.7 million in FY2025), the substantial majority of which relates to the construction and commissioning of the Sumter facility. Initial production at the Sumter facility commenced in the fourth quarter of 2025, meaning the facility contributed minimal revenue against substantial start-up and commissioning costs during the periods presented. As a result, the Permanent Magnets segment - which includes the Sumter facility - reported a gross margin of approximately 10.4% in FY2025, materially below the Rapid Solidification segment (approximately 21.5%) and the Crystalline segment (approximately 18.5%), reflecting the financial impact of carrying a facility that was not yet commercially operational during the historical periods.

Looking forward, the Sumter facility is expected to materially transform VAC's earnings profile. At its current installed capacity of 2,000 tonnes per annum, the facility is expected to generate approximately US\$65–75 million of annual run-rate EBITDA³ once production reaches steady state. The facility was purpose-built to accommodate phased expansion: capacity can be increased to 4,000 tonnes per annum without disrupting existing production or requiring additional infrastructure, which would be expected to increase annual run-rate EBITDA to approximately US\$130–140 million. VAC also holds an option to acquire an additional 144 acres adjacent to the Sumter site, which would support a further scale-up to 12,000 tonnes per annum, with expected annual run-rate EBITDA of approximately US\$400 million at full capacity.

The historical financial statements also do not reflect the momentum building across VAC's legacy business. VAC's legacy operations generated positive adjusted EBITDA in FY2025, excluding the capital and operating

³ Denotes a non-GAAP measure. See section 4.10 for more information regarding the use of non-GAAP financial measures.

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expenses required to construct the Sumter facility, which had no corresponding revenue and earnings contribution in 2025, and has experienced more than 20% year-on-year growth in its order book for 2026, which is expected to translate into increased adjusted EBITDA in future years. This order book acceleration - driven by strengthening demand across automotive, industrial automation, defence and aerospace end markets - indicates that FY2026 financial performance is expected to be materially stronger than the historical periods presented, even before the Sumter facility begins contributing meaningful revenue and EBITDA. The combination of a recovering and growing legacy business with the commencement of commercial-scale production at the Sumter facility creates a dual earnings catalyst that is not reflected in the FY2024 or FY2025 reported results.

(a) *Basis of preparation*

This section 4.9 sets out a summary of historical financial information in relation to Ara VAC IE Aggregator for the purpose of this Supplementary Scheme Booklet.

The historical consolidated financial information has been extracted from Ara VAC IE Aggregator's financial statements, which comprise the consolidated statement of financial position as of 31 December 2025 and 2024 and 1 January 2024, and the related consolidated statement of profit or loss, of other comprehensive income (loss), of changes in equity and of cash flows for the financial years ended 31 December 2025 and 2024.

The historical financial information of Ara VAC IE Aggregator is presented in an abbreviated form and does not contain all the disclosures, presentation, statements or comparatives that are usually provided in an annual report prepared in accordance with the Corporations Act. VAC considers that for the purposes of this Supplementary Scheme Booklet the historical financial information presented in a condensed form is more meaningful to ASM Securityholders.

The Ara VAC IE Aggregator historical consolidated financial information is presented in Euros and unless otherwise noted, is rounded to the nearest thousand.

(b) *Historical consolidated statement of profit and loss and other comprehensive income*

The following table presents Ara VAC IE Aggregator's historical consolidated statement of profit and loss and other comprehensive income for the financial years ended 31 December 2025 and 31 December 2024.

	For the twelve months ended 31 December 2025	For the twelve months ended 31 December 2024
	Ara VAC IE Aggregator Historical EUR 000s	Ara VAC IE Aggregator Historical EUR 000s
Revenue	325,052	353,539
Cost of sales	(347,089)	(392,757)
Gross loss	(22,037)	(39,218)
Distribution expenses	(17,789)	(17,130)
Administrative expenses	(23,218)	(24,170)
Research and development expenses	(7,158)	(8,483)
Other income	11,633	3,930
Other expense	(7,315)	(6,524)
Operating loss	(65,884)	(91,595)
Finance income	3,009	8,434
Finance expenses	(58,545)	(31,719)
Loss before tax	(121,420)	(114,880)
Income taxes	33,566	18,122

	For the twelve months ended 31 December 2025	For the twelve months ended 31 December 2024
	Ara VAC IE Aggregator Historical EUR 000s	Ara VAC IE Aggregator Historical EUR 000s
Loss after tax	(87,854)	(96,758)
Attributable to:		
Loss attributable to non-controlling interest	(9,170)	(10,151)
Loss attributable to equity holders of the parent	(78,684)	(86,607)
	(87,854)	(96,758)
Exchange differences on translation of foreign operations	(10,024)	7,418
Net gain (loss) on cash flow hedges	(5,253)	6,465
Remeasurement gain (loss) on defined benefit plans	7,596	3,763
Other comprehensive (loss) income, net of tax	(7,681)	17,646
Total comprehensive loss, net of tax	(95,535)	(79,112)
Attributable to:		
Equity holders of the parent	(86,923)	(69,593)
Non-controlling interests	(8,612)	(9,519)
	(95,535)	(79,112)

(c) *Historical consolidated statement of financial position*

The following table presents Ara VAC IE Aggregator's historical consolidated statement of financial position as of 31 December 2025, 31 December 2024, and 1 January 2024.

	31 December 2025 Ara VAC IE Aggregator Historical EUR 000s	31 December 2024 Ara VAC IE Aggregator Historical EUR 000s	1 January 2024 Ara VAC IE Aggregator Historical EUR 000s
Assets			
Current assets			
Cash and cash equivalents	15,586	34,687	76,204
Restricted cash	2,951	12,195	440
Trade and other receivables	30,404	42,028	33,869
Inventories	96,535	97,680	152,099
Prepaid income tax	1,035	4,298	676
Transferrable tax credit	87,005	-	-
Other financial assets	111	26	-
	233,627	190,914	263,288
Restricted cash	-	2,588	-
Property, plant, and equipment	430,965	365,974	222,858
Right-of-use assets	4,866	4,544	3,951
Intangible assets	330,292	358,254	386,202
Other financial assets	15,068	23,853	7,057
Deferred financing costs	1,008	1,408	-
Deferred tax asset	13,618	11,365	3,490
	795,817	767,986	623,558
Total assets	1,029,444	958,900	886,846
Liabilities and Equity			
Current liabilities			
Interest bearing loans and borrowings	36,828	8,278	7,128
Trade and other payables	60,479	55,207	45,550
Short-term lease liabilities	2,205	2,023	1,904
Contract liabilities	21,560	26,034	16,368
Current income tax liabilities	594	1,332	1,070
Employee benefit obligations	14,515	17,011	16,810

4. INFORMATION ABOUT VAC

	31 December 2025 Ara VAC IE Aggregator Historical	31 December 2024 Ara VAC IE Aggregator Historical	1 January 2024 Ara VAC IE Aggregator Historical
	EUR 000s	EUR 000s	EUR 000s
Current other financial liabilities	-	76	249
Provisions	6,265	9,246	15,573
	142,446	119,225	104,652
Non-current liabilities			
Interest bearing loans and borrowings	413,605	256,012	162,525
Employee benefit obligations	127,941	140,265	149,516
Long-term lease liabilities	2,817	2,738	2,291
Provisions	65	130	200
Uncertain tax position	12,978	9,541	-
Deferred tax liabilities	89,395	122,150	141,275
	646,801	530,836	455,807
Equity			
Partners' capital	432,847	407,980	346,416
Accumulated losses	(193,733)	(115,049)	(28,442)
Other comprehensive losses / income	(5,650)	2,589	(14,425)
Equity attributable to equity holders of the parent	233,464	295,520	303,549
Non-controlling Interests	6,733	13,319	22,838
Total Equity	240,197	308,839	326,387
Total Liabilities and Equity	1,029,444	958,900	886,846

(d) *Historical consolidated statement of cash flows*

The following table presents Ara VAC IE Aggregator's historical consolidated statement of cash flows for the financial years ended 31 December 2025 and 31 December 2024.

	For the twelve months ended 31 December 2025	For the twelve months ended 31 December 2024
	Ara VAC IE Aggregator Historical EUR 000s	Ara VAC IE Aggregator Historical EUR 000s
Loss after tax	(87,854)	(96,758)
Adjustments to reconcile profit to cash generated from operations		
Depreciation and amortization expense	54,792	58,860
Income taxes	(33,566)	(18,122)
Finance income/expenses, net	55,536	23,283
Gains/losses on sales and disposals of non-current assets	3,230	408
Change in current assets and liabilities		
Inventories	1,145	54,419
Trade receivables	1,261	2,078
Trade payables	10,386	12,343
Current provisions	(2,999)	(6,308)
Other current receivables	(28)	(414)
Other current liabilities	(12,159)	7,008
Long-term provisions	(5,905)	(8,959)
Income taxes paid / (received)	1,157	(4,575)
Other non-cash items	18,888	(3,578)
Net cash provided by operating activities	3,884	19,685
Investing activities		

	For the twelve months ended 31 December 2025	For the twelve months ended 31 December 2024
	Ara VAC IE Aggregator Historical EUR 000s	Ara VAC IE Aggregator Historical EUR 000s
Purchase of property, plant, and equipment and intangibles	(214,110)	(199,146)
Proceeds from government grants	16,352	38,351
Interest received	2,258	1,014
Change in restricted cash	11,833	(14,343)
Net cash used in investing activities	(183,667)	(174,124)
Financing activities		
Proceeds from equity contributions	26,893	61,564
Interest paid, other	(938)	(1,506)
Proceeds from borrowings	176,198	92,515
Interest and financing fees paid	(35,414)	(39,456)
Cash payments for the principal portion of the lease liability	(3,638)	(2,262)
Interest related to lease liabilities	(242)	(238)
Net cash provided by financing activities	162,859	110,617
Cash and cash equivalents at the beginning of the period	34,687	76,204
Effect of exchange rate changes on cash and cash equivalents	(2,177)	2,305
Net increase (decrease) in cash and cash equivalents	(16,924)	(43,822)
Cash and cash equivalents at the end of the period	15,586	34,687

4.10 Non-GAAP financial matters

This Supplementary Scheme Booklet includes references to adjusted EBITDA and some illustrative examples of forward-estimates of EBITDA, as described below, which are non-GAAP measures. Because these forward-looking estimates of EBITDA are illustrative examples, Energy Fuels is unable to present a quantitative reconciliation to the most directly comparable GAAP financial measure, because such information is not available, and management cannot reliably predict all of the necessary components of such GAAP financial measure without unreasonable effort or expense. EBITDA and adjusted EBITDA do not have standardised meanings prescribed by GAAP and may not be comparable to (and may be calculated differently by) other companies that present similar measures. The illustrative examples presented in this Supplementary Scheme Booklet are estimates and future projections and are based on various assumptions, which may prove to be incorrect. Various risks could cause the Enlarged Combined Company's actual performance to be materially different from the illustrative examples, projections and estimates. These examples, projections and estimates are provided solely for illustrative purposes, and there can be no assurances that any such financial results or performance will ultimately be realized, in the manner illustrated herein or at all. These illustrative examples, projections and estimates should not be relied upon as being necessarily indicative of future results. Energy Fuels defines EBITDA as net income (loss) before (i) depreciation and amortization; (ii) interest expense; (iii) foreign exchange result; and (iv) income tax expense. Adjusted EBITDA is defined as EBITDA before (i) non-recurring restructuring expense; (ii) one-time consulting expenses, (iii) freight cost normalization adjustment; (iv) one-time losses on purchases contracts; (v) non-recurring factoring interest; and (vi) other. EBITDA and adjusted EBITDA reflect additional ways of viewing aspects of VAC's operations that, when viewed with GAAP results, may provide a more complete understanding of factors and trends affecting VAC's business. EBITDA and adjusted EBITDA should not be considered superior to, as a substitute for, or as an alternative to, and should be considered in conjunction with GAAP financial measures.

4. INFORMATION ABOUT VAC

4.11 Securities and capital structure of VAC; Substantial Shareholders of VAC

VAC is a private company that does not have publicly traded securities. The Acquired Companies are ultimately held by certain funds affiliated with Ara Partners.

4.12 Material agreements

VAC operates a business-to-business industrial manufacturing business, generating revenue through customer relationships across its three value streams (Rapid Solidification, Crystalline, and Permanent Magnets). VAC has hundreds of contracts with a wide-ranging and diversified client base. Sales are generally conducted on VAC's standard terms, which include retention of title and liquidated damages provisions, while strategic customers may enter individually negotiated long-term supply arrangements. VAC also distributes products through third-party intermediaries under non-exclusive distributor agreements and commission-based sales agency arrangements, and sources raw materials under framework purchase orders and longer-term supply arrangements, including memoranda of understanding for permanent-magnet feedstock with price-formula mechanisms and rights of first refusal.

4.13 Equity compensation plan

VAC operates a management equity participation programme, which serves as a vehicle for certain employees, advisors, and consultants of the VAC group, who are invited to invest (directly or through investment vehicles), to participate in the growth and success of the VAC group. The equity participation programme will terminate at the Closing of the VAC Merger.

4.14 Litigation

To the best of the knowledge of senior management personnel of VAC, no current litigation, dispute or claim in which VAC is involved would reasonably be expected to have a material adverse impact on VAC's financial condition or results of operations taken as a whole.

4.15 Recent trading performance of VAC shares

VAC is a private company, and its equity interests are not listed or quoted on any securities exchange or market. There is no public trading market for VAC's equity interests and accordingly there is no trading history to disclose.

4.16 Rights and liabilities attaching to VAC equity interests

As VAC is a private company, its equity interests are not represented by publicly listed shares. The equity interests in the Acquired Companies were issued in accordance with their respective organisational documents and applicable law. All of the issued and outstanding equity interests of each Acquired Company have been duly authorised and validly issued, are fully paid and non-assessable, and have not been issued or transferred in violation of any applicable laws. There are no preemptive rights, subscription rights, call or first refusal rights, redemption rights, repurchase rights, or other similar rights in respect of any equity interests in any Acquired Company.

4.17 Publicly available information about VAC

VAC is a private company and is not subject to public continuous disclosure reporting requirements. VAC does not file with SEDAR+, EDGAR, ASX or any stock exchange in its own right. Energy Fuels is subject to the continuous disclosure requirements of the TSX, NYSE American, the SEC and applicable Canadian securities laws. ASM is subject to the continuous disclosure requirements of the ASX Listing Rules and the Corporations Act. Energy Fuels' continuous disclosure filings are available on SEDAR+ at <https://www.sedarplus.ca/> and EDGAR at <https://www.sec.gov/cgi-bin/browse-edgar>. ASM's continuous disclosure filings are available on the ASX website at <https://www.asx.com.au/>. Information available on

4. INFORMATION ABOUT VAC

Energy Fuels' website, ASM's website or at the websites referred to above does not form part of this Supplementary Scheme Booklet.

4.18 Corporate governance of VAC

VAC is a private company and is not subject to public corporate governance reporting requirements or the governance standards applicable to listed public companies. VAC's governance structure is determined by the organisational documents of the relevant Acquired Companies and the terms of the arrangements between the Acquired TopCo Equityholders and the Acquired Companies. VAC's management is responsible for the day-to-day management of the business and comprises Dr. Erik Eschen (Chief Executive Officer), Jürgen Wössner (Chief Financial Officer) and Gregor Eipert (Chief Operating Officer). Following completion of the VAC Merger, VAC's governance will be integrated with that of the Enlarged Combined Company.

5. SUPPLEMENTAL INFORMATION ABOUT ENERGY FUELS

5.1 Introduction

This section 5 contains supplementary information about Energy Fuels, including new financing arrangements entered into by Energy Fuels following the date of the Scheme Booklet.

The information contained in this section 5 is supplementary to the Scheme Booklet and does not replace the Scheme Booklet. ASM Securityholders should read the Supplementary Scheme Booklet and the Scheme Booklet carefully and in full.

5.2 Summary of Conditional OSC Financing

On 15 June 2026 (Eastern Time), Energy Fuels and the OSC entered into a conditional commitment agreement with a tenor of 20 years to finance the planned expansion of Energy Fuels' critical minerals processing capabilities at its White Mesa Mill in Utah (the **Mill**) as well as a planned rare earth metals and alloy facility to be constructed in the United States. The potential financing would support infrastructure and capacity to process rare earth elements and other critical materials from Energy Fuels' portfolio of domestic and international projects.

The Conditional OSC Financing contemplates funding in three Phases: Phase 1 is the expansion of the Mill's existing Phase 1 Circuit, which is currently capable of processing up to 10,000 tonnes of monazite or the equivalent feed per year for the commercial production of up to 1,000 tonnes of separated NdPr per year, by providing the capability for the additional commercial recovery of dysprosium (**Dy**), terbium (**Tb**), samarium (**Sm**), europium (**Eu**), gadolinium (**Gd**) and yttrium (**Y**), as well as an holmium (**Ho**)+ mixed rare earth carbonate (**MREC**), with the capability to add further heavy REE separations in the future as market conditions may warrant. Phase 1 will also enhance the Mill's existing Phase 1 Circuit to (i) enable processing of uranium and rare earth-bearing MREC or similar intermediate feedstocks from third-party sources, either in addition to or in lieu of monazite or the equivalent, and (ii) add capability to calcine separated rare earth oxalates into separated rare earth oxides. This will enable the Mill to process MREC and similar feedstocks through the Mill's expanded Phase 1 Circuit solvent extraction circuits independently of conventional uranium processing. Phase 1 is expected to be operational as early as Q4 2027, and, together with existing Mill Phase 1 Circuit operations, to support production of approximately up to 35 tonnes per annum of Dy and 12 tonnes per annum of Tb, in addition to approximately 850–1,000 tonnes per annum of NdPr, from processing up to approximately 10,000 tonnes per annum of monazite or the equivalent, along with an Ho+ carbonate. The capability to recover Sm, Eu, Gd, Y and potentially other heavy REE's is expected to follow and be on-line in 2028 or later years. The Phase 1 expansion is expected to be completed prior to the commissioning of the Donald Project and will allow for the processing of all of Phase 1 of the Donald Project for the recovery of NdPr, Dy and Tb as well as other heavy REE oxides and mixed rare earth carbonates, once that project is developed.

Phase 2, as contemplated by the Conditional OSC Financing, is development of a stand-alone Phase 2 Circuit at the Mill to materially expand rare earth oxide production capacity. Upon commissioning, the Phase 2 Circuit at the Mill is expected to increase total rare earth oxide capacity from the Mill, when combined with the Mill's expanded Phase 1 Circuit, as described above, to over 6,000 tonnes per annum of NdPr, together with approximately 80 tonnes per annum of Tb oxide and 288 tonnes per annum of Dy oxide, along with other heavy REE oxides and mixed rare earth carbonate across the Mill's integrated operations. The Mill's Phase 2 Circuit is expected to include a dedicated monazite crack-and-leach circuit, enabling independent and simultaneous REE processing operations alongside conventional uranium and uranium/vanadium processing. The Mill's Phase 2 Circuit is currently expected to be commissioned in 2029 and to be available to process REE production from Energy Fuels' Donald Phase 2, Vara Mada and Bahia HMS/monazite projects, upon their development.

5. SUPPLEMENTAL INFORMATION ABOUT ENERGY FUELS

Phase 3, as contemplated by the Conditional OSC Financing, is the development of the metals and alloys facility in the United States, which could be the American Metals Plant contemplated by ASM, a downstream rare earth metals and alloy facility in the United States with a planned nameplate capacity of up to 4,000 tonnes per annum of alloy. Phase 3 is expected to be primarily supplied by rare earth oxides produced at the Mill, supplemented by third-party feedstocks as required. Phase 3 is expected to deploy proprietary metallization and alloy production technologies to produce NdFeB alloys and separated rare earth metals, including NdPr, Dy and Tb. Phase 3 is expected to establish a fully integrated U.S. rare earth metals and alloys platform through REE alloys, and upon successful closing of the VAC Merger, establish a fully integrated mine-to-magnets REE supply chain, addressing a critical gap in domestic metallization capacity and supporting the U.S. permanent magnet, clean energy and defence supply chains.

The Conditional OSC Financing is subject to further due diligence, finalization of agreements, approvals, and the availability of government appropriations. The definitive credit agreement is expected to include usual and customary conditions to financial close of the facility, including satisfaction of legal, technical and other due diligence requirements, and execution and delivery of binding agreements. In addition, the funding of each of the three Phases will be independent of each other and will each be subject to its own additional conditions of disbursement and drawdown, including without limitation, receipt of all required permits and licenses, additional documentation, and evidence of satisfactory feed supply agreements and offtake agreements sufficient to satisfy repayment of the amounts loaned.

The Conditional OSC Financing contemplates typical fees, interest rate, amortization schedule, security provisions, financial covenants and negative covenants which Energy Fuels believes are customary for a loan of this nature. The Conditional OSC Financing also contains affirmative and negative covenants that may restrict Energy Fuels' ability to: (a) be owned or controlled by any Restricted Entity; (b) transfer any property (including funds) to any Restricted Entity; or (c) otherwise do business with any Restricted Entity, where a "Restricted Entity" is defined in the Conditional OSC Financing to include certain entities, persons, governments or countries on any one of more lists relating to U.S. national security, such as a person appearing upon the "Denied Persons List" the "Entity List," or the "Unverified List," as maintained by the U.S. Department of Commerce, a "foreign entity of concern" or "foreign adversary" as defined by applicable U.S. regulations and other similar restrictions. The Conditional OSC Financing also contemplates the potential issuance of warrants to the OSC or its U.S. government designees (the amount and terms of which have not yet been determined).

The Conditional OSC Financing also acknowledges Energy Fuels' need to simultaneously complete financings in connection with its Donald Project Joint Venture and Vara Mada heavy mineral sands/monazite project, and sets out the terms and conditions on which such additional financings would be permitted under the Conditional OSC Financing.

Taken as a whole, Energy Fuels believes the Conditional OSC Financing is competitive compared to commercial options that are available and is attractive to Energy Fuels. It will allow Energy Fuels to process all of Donald Phase 1 production, once developed, into REE oxides at the Mill, REE metals and alloys at the planned U.S. metals and alloys facility (which could be the American Metals Plant contemplated by ASM), or at the existing ASM Korean Metals Plant, and upon successful completion of the VAC Merger, into magnets at VAC's existing Sumter U.S. plant or VAC's existing facilities in Germany or Finland, thereby resulting in a complete western REE supply chain. The contemplated funding of the Mill's Phase 2 Circuit would allow for the further expansion of this supply chain by approximately six-fold to accommodate all Energy Fuels' planned additional monazite or the equivalent production from its planned Vara Mada, Bahia and other projects.

Either party may terminate the Conditional OSC Financing if definitive agreements are not agreed to by the parties. In addition, the Conditional OSC Financing allows the OSC to suspend or terminate the loan commitment upon written notice, if: (a) it is not satisfied with any due diligence findings with respect to Energy Fuels or the Mill expansion project; (b) Energy Fuels fails to comply in a timely manner with any of its obligations under the Conditional OSC Financing or any reasonable request of OSC in connection with its due diligence review; (c) the OSC determines that a material change has occurred or is reasonably likely to occur in the business, operations, ownership, property or condition of Energy Fuels, the project, the ability

5. SUPPLEMENTAL INFORMATION ABOUT ENERGY FUELS

of Energy Fuels to carry out the project or the conditions or value of any proposed security for the loan; (d) any of the information data, representations or other material submitted to the OSC on or behalf of Energy Fuels contains any material misrepresentation or material omission; or (e) it becomes unlawful for OSC to make or maintain any commitment to extend credit or allocate funds for the project or to Energy Fuels due to the adoption of, change in, change in the interpretation of, or change in the effectiveness of, any applicable law after the date of the Conditional OSC Financing .

Further details of the risks associated with the Conditional OSC Financing are set out in section 6.1.

5.3 Summary of Senior Secured Term Loan Commitment Letter

On 23 June 2026 (Eastern Time), Energy Fuels entered into the Commitment Letter pursuant to which Goldman Sachs Bank USA has committed to provide, subject to the terms and conditions set forth in the Commitment Letter, a senior secured term loan in an aggregate principal amount of US\$250 million, US\$250 million of the Senior Secured Term Loan Facility will be available to Energy Fuels upon the completion of the terms set forth in the Commitment Letter and the Summary of Terms and Conditions attached to the Commitment Letter as Annex A. Energy Fuels currently anticipates that it will use some or all of the proceeds from the borrowings of the Senior Secured Term Loan Facility, if any, on the Closing Date, together with cash on hand, to consummate the VAC Merger.

Amounts to be funded under the Senior Secured Term Loan Facility, if any, will be reduced by the net cash proceeds from the issuance or incurrence of certain debt, the issuance of equity financing (including equity and debt securities convertible or exchangeable into or exercisable for equity securities, other equity-linked securities or hybrid debt-equity securities) and non-ordinary course asset sales (in each case, with exceptions to be agreed).

5.4 Update to Energy Fuels Board

As of the date of this Supplementary Scheme Booklet, the Energy Fuels Board is comprised of seven (7) members, each of whom were re-elected by the shareholders of Energy Fuels at its 2026 annual meeting of shareholders held on 24 June 2026. Messrs. J. Birks Bovaird and Alexander G. Morrison did not stand for re-election at the annual meeting and therefore ceased to be directors of Energy Fuels on 24 June 2026.

Also effective on 24 June 2026, Mr. Michael Stirzaker, an independent director, was appointed to serve as Chair of the Audit Committee of Energy Fuels.

5.5 No other material information

Other than as disclosed in this Supplementary Scheme Booklet and the Scheme Booklet, there is no information regarding Energy Fuels or its intentions regarding the Enlarged Combined Company that is required under applicable law or ASIC guidance and which is, in the opinion of Energy Fuels, material to the making of a decision by an ASM Securityholder on whether or not to vote in favour of the Schemes that is within the knowledge of any director of Energy Fuels as at the date of this Supplementary Scheme Booklet that has not been previously disclosed to ASM Securityholders.

6. ADDITIONAL RISKS

This section 6 describes:

- risks relating to the Conditional OSC Financing;
- risks relating to entering into the Merger Agreement and the VAC Merger; and
- risks relating to the Enlarged Combined Company's business and operations.

ASM Securityholders should be aware that there are a number of risks, both general and specific, associated with the Conditional OSC Financing, the Merger Agreement and the completion of the VAC Merger, which are additional to the risks disclosed in Section 8 of the Scheme Booklet.

These risk factors should be read in addition to those listed in Section 8 of the Scheme Booklet.

6.1 Risks relating to the Conditional OSC Financing

- (a) ***There can be no assurances that all conditions to the Conditional OSC Financing will be satisfied, that the proposed financing will be completed or that the proposed financing will not be modified, challenged or impaired in the future, each of which would have a material adverse effect on Energy Fuels' business, results of operations and financial position***

The Conditional OSC Financing is subject to further due diligence, finalisation of agreements, customary closing conditions and approvals.

There can be no assurances that all conditions will be satisfied and that the proposed Conditional OSC Financing will be completed, and that funding of and support for the transactions contemplated by the Conditional OSC Financing will not be modified, challenged or impaired in the future, which would have a material adverse effect on Energy Fuels' business, results of operations and financial position.

In the event of any termination or frustration of the Conditional OSC Financing, in full or in part, Energy Fuels may have limited recourse and remedies available against the OSC and the U.S. federal government.

- (b) ***Energy Fuels' business is subject to changes in U.S. federal policy, regulation and funding, which could impair Energy Fuels' ability to operate its existing business and pursue its strategic plans***

Energy Fuels' operations are subject to extensive regulatory requirements enforced in part by the U.S. federal government. If government regulations are interpreted or enforced in a manner adverse to Energy Fuels, it may be subject to enforcement actions, penalties, exclusion, and other material limitations on Energy Fuels' operations. Any changes in U.S. federal regulations or a failure to comply with the terms of agreements with the U.S. federal government could impair Energy Fuels' ability to operate its existing business and pursue its strategic plans. Furthermore, the potential opportunities afforded by Energy Fuels by participating in government financing program like that of the OSC are unique. While this financing enables the company to pursue its strategic goals, including sourcing of heavy rare earth feedstock and securing necessary environmental permits, Energy Fuels remains solely responsible for meeting all commercial and regulatory requirements.

Federal funding subjects Energy Fuels to various laws, regulations, and other policies and considerations that may constrain Energy Fuels' future business or otherwise have a material adverse impact on Energy Fuels' future financial results. Energy Fuels may be subject to heightened scrutiny of its business activities with both government and non-government customers, government audits, investigations, congressional scrutiny, inquiries about conflicts of interest, civil or criminal enforcement by the Department of Justice (including actions under the False Claims Act), exclusion or limitation on future government-funded

6. ADDITIONAL RISKS

opportunities, suspension, debarment, and other administrative remedies. Any failure to perform obligations under the Conditional OSC Financing could exacerbate the other risks described in this section and those listed in Section 8 of the Scheme Booklet, including risks related to commodity price volatility, liquidity, regulatory compliance and Energy Fuels' ability to execute its strategic plans.

- (c) ***The Conditional OSC Financing contains affirmative and negative covenants that may impair Energy Fuels' ability to operate its business in the normal course, which could have a material adverse effect on its business***

The Conditional OSC Financing specifies customary additional steps that Energy Fuels must take to proceed toward financial close on the loan, including fulfilling financial, legal, technical and other due diligence requirements. Additionally, the Conditional OSC Financing contains affirmative and negative covenants that could impair Energy Fuels' ability to operate its business in the normal course. If strategic transactions that Energy Fuels wishes to undertake are prohibited by the Conditional OSC Financing, Energy Fuels' ability to operate its business could be materially impacted. It is noted that the Conditional OSC Financing expressly contemplates the ASM transaction and transactions such as the VAC Merger. However, both transactions remain subject to OSC due diligence which could impact the availability or timing of the proposed financing.

Additionally, the Conditional OSC Financing contemplates a potential for warrants to be issued. The amount or terms of such warrants have not yet been determined. If warrants are issued and are exercised, the issuance of the Energy Fuels Shares underlying such warrants will dilute the ownership interests of holders of Energy Fuels Shares and reduce the value of their investment.

6.2 Risks of entering into the Merger Agreement and VAC Merger

- (a) ***The market price of the Energy Fuels Shares may be adversely affected as a result of the VAC Merger consideration and related financing arrangements***

The VAC Merger Consideration will consist of: (i) US\$718 million (being the VAC Merger Cash Consideration); (ii) 65,853,000 Energy Fuels Shares (subject to the maximum number of Energy Fuels Shares constituting the VAC Merger Share Consideration that may be issued without obtaining the approval of Energy Fuels' shareholders under applicable Canadian securities laws; and (iii) VAC Merger Preferred Share Consideration, issued, as set out in the Merger Agreement, to replace Energy Fuels Shares removed from the VAC Merger Share Consideration to comply with Canadian Securities Laws (with the number of Preferred Shares increased in accordance with the Merger Agreement if the VAC Merger Share Consideration is so reduced) and/or to provide an additional value top up if the market price of Energy Fuels Shares at Closing is below a specified reference price.

The increase in the number of issued and outstanding Energy Fuels Shares may lead to sales of such shares or perception that such sales may occur, either of which may adversely affect the market for, and the market price of, Energy Fuels Shares. Further, the issuance of the VAC Merger Share Consideration may dilute the ownership interests of holders of Energy Fuels Shares and reduce the value of their investment. Similar dilution could result from the sale of assets to meet liquidity requirements.

In addition, Energy Fuels currently anticipates using some or all of the proceeds of the Senior Secured Term Loan Facility, together with cash on hand, to fund the VAC Merger Cash Consideration. Under the terms of the Senior Secured Term Loan Facility, amounts to be funded will be reduced by the net cash proceeds from the issuance or incurrence of certain debt, the issuance of equity financing (including equity and debt securities convertible or exchangeable into or exercisable for equity securities, other equity-linked securities or hybrid debt-equity securities) and non-ordinary course asset sales. To the extent that Energy Fuels issues equity securities or equity-linked securities, or incurs additional debt, to reduce or repay amounts drawn under the Senior Secured Term Loan Facility, such issuances could further dilute the ownership interests of holders of Energy Fuels Shares (including ASM Shareholders who receive New Energy Fuels Shares or New Energy Fuels CDIs under the Share Scheme) and/or increase the Enlarged Combined Company's leverage

6. ADDITIONAL RISKS

and debt-servicing obligations. Additional debt may also impose further covenants and restrictions on the Enlarged Combined Company's operations.

- (b) ***If the VAC Merger Preferred Share Consideration is issued, holders of Energy Fuels preferred shares will have certain preferential rights over holders of Energy Fuels Shares***

If the VAC Merger Preferred Share Consideration is issued at Closing, such holders will have preferred rights to Energy Fuels' assets upon liquidation, the right to receive dividends before dividends would be declared to holders of Energy Fuels Shares, and the right to the redemption of such preferred shares, possibly together with a premium, prior to the redemption of Energy Fuels Shares.

- (c) ***Closing Conditions to the VAC Merger may not be satisfied***

Implementation of the Merger Agreement is subject to the satisfaction or waiver (where permitted) of a number of closing conditions. There can be no guarantee that the closing conditions will be satisfied or waived (where permitted), or, if satisfied or waived (where permitted), when that will occur. Certain closing conditions are beyond the control of Energy Fuels and VAC, including regulatory approvals. Any failure or delay in satisfying the closing conditions could prevent or delay the implementation of the Merger Agreement, which could reduce the benefits that Energy Fuels and VAC expect to obtain from the VAC Merger, increase the costs associated with the VAC Merger and/or impede the successful integration of Energy Fuels' and VAC's businesses.

- (d) ***The Merger Agreement may be terminated in certain circumstances***

VAC and Energy Fuels have the right to terminate the Merger Agreement in circumstances pursuant to Section 9.01 of the Merger Agreement. As such, there is no certainty that the Merger Agreement will not be terminated by either VAC or Energy Fuels before the VAC Merger is completed.

In this scenario, the market price of Energy Fuels Shares may fall and there is no assurance that any alternative proposal will emerge (and if such proposal emerges, there is no assurance that it will be at an equivalent or lower price than the implied price to be paid to acquire VAC under the Merger Agreement).

- (e) ***Significant transaction and transaction-related costs have been incurred and will continue to be incurred***

Both Energy Fuels and VAC have incurred, and will continue to incur, significant costs associated with the Merger Agreement and combining the businesses of Energy Fuels and VAC. Fees and expenses related to the VAC Merger include financial adviser fees, filing fees, taxes, legal, accountant and regulatory fees. Some of these costs will be paid regardless of whether the VAC Merger is completed.

- (f) ***Changes in the risk and investment profile of Energy Fuels Shares***

The Closing will alter the risk exposure of ASM Shareholders, as Energy Fuels Shares will be exposed to risks relating to each of ASM, Energy Fuels and VAC (including the integration of VAC). Those risks may be different from or additional to those related to Energy Fuels and ASM and you may prefer the risks and investment profile of Energy Fuels and ASM as a combined standalone entity.

These changes in risks and investment profile may be considered a disadvantage by ASM Shareholders.

- (g) ***Integration and failure to realise benefits, including synergies***

On and from the Closing, the Enlarged Combined Company expects to pursue and realise benefits of increasing operations across magnets and manufacturing with REE.

6. ADDITIONAL RISKS

There is a risk that the Enlarged Combined Company may not achieve the strategies, operational objectives and benefits (in whole or in part) or that they will not materialise or will not materialise to the extent that the Enlarged Combined Company contemplates, or they will be delayed. This may occur due to matters beyond the control of the Enlarged Combined Company, or as a result of changes in circumstances or strategies. A failure to achieve these strategies, operational objectives and benefits could have an adverse impact on the Enlarged Combined Company's operations, financial performance and financial position. There is also a risk that the Enlarged Combined Company will not benefit (in whole or in part) from the synergies and other benefits.

(h) ***The Enlarged Combined Company may face new tax risks in certain VAC operating jurisdictions***

VAC has operations and conducts business in Germany, Slovakia, Malaysia, Finland, and other parts of the world, in which Energy Fuels' subsidiaries do not currently operate or conduct business which could impact the Enlarged Combined Company's tax circumstances. Taxation laws in these jurisdictions can be complex, subject to varying interpretations and applications by relevant tax authority and are continuously subject to changes and revisions. In addition, following the VAC Merger, the Enlarged Combined Company may be subject to tax liabilities that may exist at VAC or that may arise in connection with the VAC Merger which are currently unknown. Any unexpected taxes imposed on the Enlarged Combined Company could have a material and adverse impact on the Enlarged Combined Company's financial position.

(i) ***VAC has not been subject to internal control infrastructure requirements that U.S. public companies are required to comply with***

VAC was not required to maintain an internal control infrastructure that would meet the standards of a United States public company, including the requirements of the Sarbanes-Oxley Act of 2002, as amended. The costs to implement such controls and procedures may be substantial and Energy Fuels could encounter unexpected delays and challenges in this implementation.

In addition, Energy Fuels may discover significant deficiencies or material weaknesses in VAC's financial and disclosure controls and procedures which could result in additional costs or adversely affect Energy Fuels' business or operating results, and, as has occurred with Energy Fuels, the accounting for acquisitions can be complex and may lead to material weaknesses.

6.3 Risks relating to the Enlarged Combined Company's business and operations

The Enlarged Combined Company's business and industry will be subject to a number of business and operation risks, including risks that are outside of its control, which could negatively impact the Enlarged Combined Company's actual results. These risks include, but are not limited to, those set out below:

(a) ***Risks related to the jurisdictions in which the Enlarged Combined Company will operate***

The Enlarged Combined Company and its businesses, and the industries in which it operates, are subject to a number of risks related to the jurisdictions in which the Enlarged Combined Company operates, including risks that are outside of its control, which could negatively impact on the Enlarged Combined Company's actual operation and financial results.

(b) ***Foreign Currency Risks***

The Enlarged Combined Company's operations will be subject to currency fluctuations. The Enlarged Combined Company's operating expenses and revenues will primarily be incurred in U.S. dollars, while some of its cash balances and expenses are measured in Canadian dollars and Brazilian real. The operations of the Enlarged Combined Company's HMS Division based in Perth, Western Australia are also primarily conducted in U.S. dollars, though some are conducted in currencies other than the U.S. dollar (including, Australian dollars, Kenyan shillings and Malagasy ariary). The operations of ASM are primarily conducted in Australian dollars, but ASM conducts some of its business in currencies other than the Australian dollar.

6. ADDITIONAL RISKS

(including, U.S. dollars, and South Korean won) and VAC's magnetic materials and product solutions based in Germany are conducted in euros. The fluctuation of the Canadian dollar, Australian dollar, Brazilian real, Kenyan shilling, South Korean won, euros and/or Malagasy ariary in relation to the U.S. dollar will consequently have an impact on the Enlarged Combined Company's profitability and may also affect the value of its assets and shareholder's equity.

In addition, any strengthening of the U.S. dollar relative to the other currencies makes the Enlarged Combined Company's mineral extraction and recovery, metal and alloy products and magnetic materials potentially less competitive in relation to similar activities in other countries and could have a material impact on the Enlarged Combined Company's cash flows and profitability, as well as affect the value of its assets and shareholders' equity.

- (c) ***The Enlarged Combined Company's operations outside the U.S. and Canada will require compliance with a number of international regulations and stock exchange listing requirements, particularly in the U.S., Canada, Australia and Europe, violations of which could have a material adverse effect on the business, consolidated results of operations, and consolidated financial condition***

The Enlarged Combined Company's operations will require compliance with a number of international regulations, particularly in the U.S., Canada, Australia and Europe, and other international regulations. For example, the operations are subject to the U.S. Foreign Corrupt Practices Act (**FCPA**), which prohibits certain companies and their agents and employees from providing anything of value to a foreign official for the purposes of influencing any act or decision of these individuals in their official capacity to help obtain or retain business, direct business to any person or corporate entity, or obtain any unfair advantage. The operations are also subject to the Corruption of Foreign Public Officials Act (**CFPOA**), which is the Canadian equivalent of the FCPA, the German anti-bribery laws contained in the German Criminal Code (**StGB**), and the Australian anti-bribery laws set out in the Australian *Criminal Code Act 1995* (Cth) (**CCA**). The Enlarged Combined Company's activities create the risk of unauthorised payments or offers of payments by its employees, agents, or joint venture partners that could be in violation of anti-corruption laws, even though some of these parties are not subject to the Enlarged Combined Company's control. The Enlarged Combined Company cannot assure that any internal control policies and procedures and training and compliance programs for its employees and agents with respect to the FCPA, CFPOA, StGB and CCA, it may have in place at any time will protect it from reckless or criminal acts committed by its employees or agents. The Enlarged Combined Company is also subject to the risks that its employees, joint venture partners, and agents outside of the U.S. may fail to comply with other applicable laws. Allegations of violations of applicable anti-corruption laws have resulted and may in the future result in internal, independent, or government investigations. Violations of anti-corruption laws may result in severe criminal or civil sanctions, and the Enlarged Combined Company may be subject to other liabilities, which could have a material adverse effect on its business, consolidated results of operations and consolidated financial condition. Additionally, the Enlarged Combined Company will be subject to the listing rules of Energy Fuels' stock exchanges, including the NYSE American, TSX and ASX, as they may change over time.

- (d) ***The Enlarged Combined Company will be subject to risks normally encountered by companies in the manufacturing and magnetics industry***

A component of the Enlarged Combined Company's strategy will be to produce rare earth elements (**REE**) and magnet products that are used in critical existing and emerging technologies, such as advanced electronics, aerospace and defence systems, energy products, robotics, and other high-growth, advanced technologies. The success of the Enlarged Combined Company's business will depend, in part, on the continued growth of these end-markets and the successful commercialisation of rare earth products in such markets. If the market for these critical existing and emerging technologies does not grow as expected, grows slower than expected, or if the demand for the Enlarged Combined Company's products in these markets decreases or is manipulated by geopolitical factors (see below for additional detail), then the Enlarged Combined Company's business, prospects, financial condition and operating results could be harmed, possibly materially. In addition, the market for these technologies, particularly in the automotive

industry, tends to be cyclical, which exposes the Enlarged Combined Company to increased volatility, and it is uncertain as to how such macroeconomic factors will impact its business. Any unexpected costs or delays in the manufacturing of separated REE products or rare earth magnets, or less than expected demand for the critical existing and emerging technologies that use REE products, could have a material adverse effect on the Enlarged Combined Company's financial condition or results of operations.

The REE mining and processing and magnet manufacturing industry is capital-intensive with competitive market dynamics. Production of REE and magnet products is dominated by Chinese competitors. These competitors may have greater financial resources, as well as other strategic advantages to operate, maintain, improve, and possibly expand their facilities. Additionally, the Chinese competitors have historically been able to produce at relatively low costs due to domestic economic and regulatory factors, including less stringent environmental and governmental regulations and lower labour and benefit costs. If the Enlarged Combined Company is not able to achieve consistent product quality at its anticipated costs of production, then any strategic advantages that the competitors may have over them, including, without limitation, lower labour, compliance, and production costs, could have a material adverse effect on the Enlarged Combined Company's business.

(e) ***The Enlarged Combined Company may be adversely affected by fluctuations in demand for, and prices of, magnet materials, and by U.S. federal administration changes***

Changes in demand for, and the market price of (including taxes, tariffs and/or fees imposed upon) magnet materials could significantly affect VAC's profitability and, in turn, the Enlarged Combined Company's profitability. A change in the U.S. federal administration introduces uncertainty as to shifts in policies, tariffs, taxes, regulations, priorities and (dis)engagement in international conflicts or wars, as well as geopolitical relations influenced by any one or more of such shifts, all of which may have a detrimental impact on demand.

Furthermore, supply side factors have a significant influence on price volatility for REE and magnet materials. Supply of REE and magnet materials is dominated by Chinese producers. The Chinese Central Government regulates production via quotas and environmental standards, and, to a lesser extent, regulation of imports, and has and may continue to change such production quotas, environmental standards, and import regulations. Over the past few years, there has been significant restructuring of the Chinese market in line with Chinese Central Government policy; however, periods of over-supply or speculative trading of REE and magnet materials can lead to significant fluctuations in the market price of such products.

Demand for the Enlarged Combined Company's products may be impacted by demand for downstream products incorporating rare earths, including hybrid and electric vehicles, wind turbines, robotics, medical equipment, military equipment and other high-growth, advanced motion technologies, as well as demand in the general automotive and electronics industries. Lack of growth in these markets may adversely affect the demand for the Enlarged Combined Company's products.

In contrast, extended periods of high commodity prices may create economic dislocations that may be destabilising to REE and magnet material supply and demand and ultimately to the broader markets. Periods of high REE market prices generally are beneficial to the Enlarged Combined Company's financial performance. However, strong REE prices also create economic pressure to identify or create alternate technologies that ultimately could depress long-term demand for REE minerals and products, and at the same time may incentivise development of competing mining properties.

(f) ***The Enlarged Combined Company depends on its senior management team and other key personnel, and the loss of such personnel or an inability to attract and retain skilled employees could adversely affect the Enlarged Combined Company's business.***

The Enlarged Combined Company will depend on the services of its senior management team and other key personnel, whose experience, relationships and leadership are critical to the execution of the VAC

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Merger strategy, including the operation and expansion of the mining, separation and magnet manufacturing activities. The loss of the services of any key member of senior management could disrupt its operations, delay the execution of strategic initiatives and adversely affect the Enlarged Combined Company's business.

In addition, efficient production of rare earth products, magnets and magnetic precursor products using modern techniques and equipment requires skilled technicians, engineers, operators and other specialised personnel. The Enlarged Combined Company's optimisation and downstream efforts will significantly increase its need for such personnel, and competition for these employees may be intense. If the Enlarged Combined Company is unable to hire, train and retain qualified personnel, or if it is unable to replace senior management or other key employees on acceptable terms or in a timely manner, the Enlarged Combined Company's labour costs could increase and its ability to reach anticipated production levels or execute its long-term strategy could be adversely affected. Any of these factors could have a material adverse effect on the Enlarged Combined Company's business, results of operations and financial condition.



7. PRO FORMA HISTORICAL FINANCIAL INFORMATION OF THE ENLARGED COMBINED COMPANY

7.1 Overview

The pro forma historical financial information of the Enlarged Combined Company in this section 7 (**Enlarged Combined Company Pro Forma Historical Financial Information of Energy Fuels, ASM, and Ara VAC IE Aggregator**) comprises the:

- Enlarged Combined Company pro forma historical balance sheet as at 31 December 2025 (**Enlarged Combined Company Pro Forma Historical Balance Sheet of Energy Fuels, ASM, and Ara VAC IE Aggregator**), as set out in Table 7.1; and
- Enlarged Combined Company pro forma historical statement of operations for the year ended 31 December 2025 (**Enlarged Combined Company Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) of Energy Fuels, ASM, and Ara VAC IE Aggregator**), as set out in Table 7.3.

The pro forma historical financial information presented in this section 7 reflects the Enlarged Combined Company on the basis that the VAC Merger is completed. ASM Securityholders should also refer to the pro forma historical financial information of the Combined Company (comprising Energy Fuels and ASM only) as set out in section 7.7 of the Scheme Booklet, given the possibility that the VAC Merger may not complete.

The Enlarged Combined Company Pro Forma Historical Financial Information is based on and should be read in conjunction with:

- the Energy Fuels Historical Financial Information presented in section 6.9 of the Scheme Booklet;
- the ASM Historical Financial Information presented in section 5.7 of the Scheme Booklet; and
- the Ara VAC IE Aggregator Historical Financial Information presented in section 4.9 of this Supplementary Scheme Booklet

This section 7 should also be read in conjunction with the risks to which Energy Fuels and the Enlarged Combined Company are subject and the risks associated with the Schemes, as set out in section 8 of the Scheme Booklet and section 6 of this Supplementary Scheme Booklet.

(a) ***Basis of preparation***

The Enlarged Combined Company Pro Forma Historical Financial Information presented in this section 7 is intended to present information to understand the historical financial performance and financial position of the Enlarged Combined Company. Energy Fuels management is responsible for the preparation and presentation of the Enlarged Combined Company Pro Forma Historical Financial Information.

The Enlarged Combined Company Pro Forma Historical Financial Information has been prepared on a going concern basis, which assumes continuity of normal business activities and the realisation of assets and the settlement of liabilities in the ordinary course of business.

The Enlarged Combined Company Group Pro Forma Historical Financial Information has been prepared in accordance with U.S. GAAP and in a manner consistent with Energy Fuels accounting policies applied by

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Energy Fuels in preparing the Energy Fuels' Form 10-K, using the assumptions set out in section 6.9 of the Scheme Booklet.

The Enlarged Combined Company Pro Forma Historical Financial Information presents the combination of the Energy Fuels Historical Financial Information, the ASM Historical Financial Information, and the Ara VAC IE Aggregator Historical Financial Information after giving effect to both the VAC Merger and the Schemes which are assumed to have occurred immediately prior to 1 January 2025 for the Enlarged Combined Company Group Pro Forma Historical Statement of Operations, and as at 31 December 2025 for the Enlarged Combined Company Pro Forma Historical Balance Sheet.

The Enlarged Combined Company Pro Forma Historical Balance Sheet comprises:

- the Combined Company Pro Forma Historical Balance Sheet of Energy Fuels and ASM for the year ended 31 December 2025 (refer to section 7.7 of the Scheme Booklet);
- the reclassified consolidated balance sheet of Ara VAC IE Aggregator as at 31 December 2025 as extracted from the consolidated financial statements for Ara VAC IE Aggregator for the year ended 31 December 2025, and subject to certain reclassifications and change in presentation currency from EUR to US\$ (refer to section 4.9 and Tables 7.5 and 7.7); and
- the pro forma adjustments specific to Ara VAC IE Aggregator (as explained by the accompanying notes to the Enlarged Combined Company Pro Forma Historical Balance Sheet in section 7(d)).

The Enlarged Combined Company Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) comprises:

- the Combined Company Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) of Energy Fuels and ASM for the year ended 31 December 2025 (refer to section 7.7 of the Scheme Booklet);
- the reclassified consolidated statement of profit and loss and other comprehensive income as extracted from the consolidated financial statements for Ara VAC IE Aggregator for the year ended 31 December 2025, and subject to certain reclassifications and translated from EUR to US\$ (refer to section 4.9 and Tables 7.6 and 7.8); and
- the pro forma adjustments specific to Ara VAC IE Aggregator (as explained by the accompanying notes to the Enlarged Combined Company Pro Forma Historical Statement of Operations in section 7.1(d)).

The consolidated financial statements of Ara VAC IE Aggregator for the year ended 31 December 2025 were prepared in accordance with International Financial Reporting Standards (**IFRS**) issued by the International Accounting Standards Board and audited by PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Independent Registered Public Accounting Firm for Ara VAC IE Aggregator, and an unqualified audit opinion was issued.

As further discussed in section 6.9 of the Scheme Booklet, the consolidated financial statements for Energy Fuels for the year ended 31 December 2025 were prepared in accordance with U.S. GAAP and audited by KPMG LLP, Independent Registered Public Accounting Firm for Energy Fuels, in accordance with the standards of the Public Company Accounting Oversight Board, and an unqualified audit opinion was issued.

The pro forma adjustments are based upon currently available information and certain assumptions that Energy Fuels believes are reasonable. Assumptions underlying the pro forma adjustments are described in the accompanying notes, which should be read in conjunction with the Enlarged Combined Company Group Pro Forma Historical Financial Information.

7. PRO FORMA HISTORICAL FINANCIAL INFORMATION OF THE ENLARGED COMBINED COMPANY

The actual adjustments to the Energy Fuels financial statements will depend upon a number of factors and additional information that will be available on or after the implementation of the Schemes and the VAC Merger. Accordingly, the actual adjustments that will appear in the Energy Fuels financial statements will differ from these pro forma adjustments, and those differences may be material.

Energy Fuels conducted an initial review of the Ara VAC IE Aggregator financial statements and the accounting policies of Ara VAC IE Aggregator to determine material differences in accounting policies and financial statement presentation between Energy Fuels and Ara VAC IE Aggregator that may require alignment or reclassification to conform to Energy Fuels accounting policies and financial statement presentations. Ara VAC IE Aggregator's historical financial information has been adjusted for differences between IFRS and U.S. GAAP accounting policy alignment and reclassifications to conform to Energy Fuels' financial statement presentation. The assessment of differences between IFRS and U.S. GAAP and preliminary accounting policy alignment is based on Energy Fuels management's best estimates which remain subject to change as additional information becomes available.

Energy Fuels prepares its financial statements on the basis of a fiscal year ended 31 December and its presentation currency is US\$. The financial statements of Ara VAC IE Aggregator have been prepared on the basis of a fiscal year ended 31 December 2025, and Ara VAC IE Aggregator's presentation currency is EUR. The Enlarged Combined Company Pro Forma Historical Financial Information are presented in US\$ and, unless otherwise noted, rounded to the nearest US\$ thousand.

Due to its nature, the Enlarged Combined Company Pro Forma Historical Financial Information does not represent the Enlarged Combined Company's actual or prospective financial position and is provided for informational purposes only. Several factors may impact the actual financial performance or financial position of the Enlarged Combined Company, including, but not limited to:

- successful implementation of the Schemes and the VAC Merger and the ultimate timing of implementation;
- changes in the Energy Fuels Share price which will alter the value of the VAC Merger Consideration and the Share Scheme Consideration for accounting purposes;
- differences between Ara VAC IE Aggregator's accounting policies and those adopted by Energy Fuels not identified in the preliminary review;
- changes in the EUR:US\$ and the AUD:US\$ exchange rates;
- differences between the estimated amount of transaction costs and the amount ultimately incurred;
- differences in VAC Merger Share Consideration, due to the preferred share mechanism, which will result in the issuance of preferred shares to the Ara Parties in the amount of up to US\$135 million if Energy Fuels' share price is below US\$20.93 on closing;
- finalisation of acquisition accounting (in accordance with ASC 805), including determining appropriate purchase price allocations, such as identification and valuation of all VAC's assets and liabilities acquired. Adjustments may include the allocation of purchase price notionally attributed to the fair value of non-current amortising assets (such as property, plant and equipment and intangible assets) and non-amortising assets (such as indefinite life intangible assets including goodwill). Changes in the amount and allocation of the purchase price could positively or negatively impact future reported earnings of the Enlarged Combined Company; and
- finalisation of the availability of tax losses and the determination of tax cost bases, including recognition of the resulting deferred tax assets and liabilities, in accordance with ASC 740 Income Taxes.

7. PRO FORMA HISTORICAL FINANCIAL INFORMATION OF THE ENLARGED COMBINED COMPANY

The Enlarged Combined Company Pro Forma Historical Financial Information contained in section 7(c) is presented in an abbreviated form as it does not include all the disclosures, statements or comparative information that are required by:

- U.S. GAAP applicable to full financial statements or to financial statements prepared in accordance with the applicable rules and regulations of the SEC; and
- IFRS applicable to full financial statements or financial statements prepared in accordance with the Corporations Act 2001.

(b) *Enlarged Combined Company Pro Forma Historical Financial Information*

The Enlarged Combined Company Pro Forma Historical Financial Information in this section 7(c) is comprised of:

- the pro forma historical balance sheet of the Enlarged Combined Company, being the Enlarged Combined Company Pro Forma Historical Balance Sheet of Energy Fuels, ASM, and Ara VAC IE Aggregator as at 31 December 2025 (Table 7.1); and
- the pro forma historical financial performance of the Combined Company, being the Enlarged Combined Company Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) of Energy Fuels, ASM, and Ara VAC IE Aggregator for the twelve-month period ended 31 December 2025 (Table 7.3).

This section 7(c) should be read in conjunction with the accompanying notes in section 7(d) "Notes to the Enlarged Combined Company Group Pro Forma Historical Financial Information," which is comprised of:

- Note 1 – Conforming Accounting Policies (section 7(f)(i));
- Note 2 – Financial year and foreign currency translation (section 7(f)(ii));
- Note 3 – Historical financial information reclassification (section 7(f)(iii));
- Note 4 – IFRS to U.S. GAAP adjustments (section 7(f)(iv));
- Note 5 – VAC Merger adjustments (section 7(f)(v)); and
- Note 6 – Preliminary purchase consideration and allocation (section 7(f)(vi)).

(c) *Enlarged Combined Company Pro Forma Historical Balance Sheet of Energy Fuels, ASM, and Ara VAC IE Aggregator*

Table 7.1: Enlarged Combined Company Pro Forma Historical Balance Sheet as at 31 December 2025

	Enlarged Combined Company Pro Forma Historical as at 31 December 2025
	US\$000s
ASSETS	
Current assets	
Cash and cash equivalents	58,967
Restricted cash	3,466
Marketable securities	79,106
Trade and other receivables	56,444
Inventories	198,028
Deferred tax assets – current	102,201
Prepaid expenses and other current assets	7,005

Enlarged Combined Company Pro Forma Historical as at 31 December 2025	
US\$000s	
Total current assets	505,217
Mineral properties	345,110
Property, plant and equipment, net	772,602
Marketable securities	10,241
Intellectual property, net	339,281
Goodwill and intangible assets	1,465,376
Investments	27,525
Restricted cash	22,468
Deferred tax assets – non-current	18,891
Other assets	7,475
Total assets	3,514,186
LIABILITIES & EQUITY	
Current liabilities	
Accounts payable and accrued liabilities	80,701
Borrowings	43,082
Asset retirement obligation	788
Contingent consideration	1,723
Deferred revenue	28,446
Employee benefit obligations – current	17,050
Other current liabilities	14,023
Total current liabilities	185,813
Convertible senior notes, net	675,688
Borrowings	495,449
Deferred tax	148,753
Uncertain tax position	15,245
Asset retirement obligations	22,678
Employee benefit obligations – non-current	150,287
Other liabilities	5,446
Total liabilities	1,699,359
Equity	
Preferred shares	143,284
Share capital	2,265,342
Accumulated deficit	(591,071)
Accumulated other comprehensive loss	(2,896)
Total shareholders' equity	1,814,659
Non-controlling interests	168
Total equity	1,814,827
Total liabilities and equity	3,514,186

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Table 7.2: Reconciliation of the Enlarged Combined Company Pro Forma Historical Balance Sheet at 31 December 2025

	Energy Fuels & ASM Combined Pro Forma (Table 7.7.1 of the Scheme Booklet as Adjusted(i))	Ara VAC IE Aggregator Historical Reclassified (Note 2, Note 3)	Ara VAC IE Aggregator IFRS to U.S. GAAP Adjustments (Note 4)	Pro Forma Adjustments (Note 5, Note 6)	Footnote s	Enlarged Combined Company Pro Forma Historical
	US\$000s	US\$000s	US\$000s	US\$000s		US\$000s
ASSETS						
Current assets						
Cash and cash equivalents	63,851	18,308	-	(23,192)		58,967
Restricted cash	-	3,466	-	-		3,466
Marketable securities	797,106	-	-	(718,000)		79,106
Trade and other receivables	20,730	35,714	-	-		56,444
Inventories	79,097	113,396	-	5,535		198,028
Deferred tax assets – current	-	102,201	-	-		102,201
Prepaid expenses and other current assets	5,659	1,346	-	-		7,005
Total current assets	966,443	274,431	-	(735,657)		505,217
Mineral properties	345,110	-	-	-		345,110
Property, plant and equipment, net	120,087	567,923	(55,528)(ii)(iii)	140,120	6	772,602
Marketable securities	10,241	-	-	-		10,241
Intellectual property, net	4,389	332,012	(468)(i)	3,348		339,281
Goodwill and intangible assets	96,706	-	-	1,368,670		1,465,376
Investments	27,525	-	-	-		27,525
Restricted cash	22,468	-	-	-		22,468
Deferred tax assets – non-current	-	15,997	(i)(ii)(iii)(iv)(v)	(14,264)		18,891
Other assets	7,475	17,700	(17,700)(iv)(v)	-		7,475
Total assets	1,600,444	1,208,063	(56,538)	762,217		3,514,186
LIABILITIES & EQUITY						
Current liabilities						
Accounts payable and accrued liabilities	27,643	71,042	-	(17,984)		80,701
Borrowings	2,087	43,260	-	(2,265)		43,082
Asset retirement obligation	788	-	-	-		788
Contingent consideration	1,723	-	-	-		1,723
Deferred revenue	3,120	25,326	-	-		28,446
Employee benefit obligations – current	-	17,050	-	-		17,050
Other current liabilities	3,796	10,647	(420) (iii)	-		14,023

	Energy Fuels & ASM Combined Pro Forma (Table 7.7.1 of the Scheme Booklet as Adjusted(i))	Ara VAC IE Aggregator Historical Reclassified (Note 2, Note 3)	Ara VAC IE Aggregator IFRS to U.S. GAAP Adjustments (Note 4)	Pro Forma Adjustments (Note 5, Note 6)	Footnote s	Enlarged Combined Company Pro Forma Historical
	US\$000s	US\$000s	US\$000s	US\$000s		US\$000s
Total current liabilities	39,157	167,325	(420)	(20,249)		185,813
Convertible senior notes, net	675,688	-	-	-		675,688
Borrowings	-	484,662	(17,082)(iv)(v)	27,869		495,449
Deferred tax	-	105,009	-	43,744		148,753
Uncertain tax position	-	15,245	-	-		15,245
Asset retirement obligations	22,678	-	-	-		22,678
Employee benefit obligations – non-current	-	150,287	-	-		150,287
Other liabilities	1,642	3,385	419(iii)	-		5,446
Total liabilities	739,165	925,913	(17,083)	51,364		1,699,359
Equity						
Preferred shares	-	-	-	143,284		143,284
Share capital	1,374,927	508,449	-	381,966		2,265,342
			(i)(ii) (iii)(iv)(v)			
Accumulated deficit	(514,917)	(227,571)	(35,458)	186,875		(591,071)
Accumulated other comprehensive loss	(2,896)	(6,637)	-	6,637		(2,896)
Total shareholders' equity	857,114	274,241	(35,458)	718,762		1,814,659
			(i)(ii) (iii)(iv)(v)			
Non-controlling interests	4,165	7,909	(3,997)	(7,909)		168
Total equity	861,279	282,150	(39,455)	710,853		1,814,827
Total liabilities and equity	1,600,444	1,208,063	(56,538)	762,217		3,514,186

(i) Certain figures in the table above have been adjusted to Table 7.7.1 of the Scheme Booklet to reflect the change in share price and A\$ to US\$ exchange rate as at 7 May 2026 of US\$23.35 and 0.72, respectively, to 6 July 2026 of US\$13.77 and 0.70, respectively. Changes in the share price and A\$ to US\$ exchange resulted in the following changes:

	Energy Fuels & ASM Combined Pro Forma (Table 7.7.1 of the Scheme Booklet)	Adjustments	Energy Fuels & ASM Combined Pro Forma (Table 7.7.1 of the Scheme Booklet as Adjusted)
	US\$000s	US\$000s	US\$000s
ASSETS			
Current assets			
Cash and cash equivalents	62,594	1,257	63,851
Marketable securities	797,106	-	797,106
Trade and other receivables	20,730	-	20,730
Inventories	79,097	-	79,097
Prepaid expenses and other current assets	5,659	-	5,659
Total current assets	965,186	1,257	966,443
Mineral properties	345,110	-	345,110
Property, plant and equipment, net	120,087	-	120,087
Investments	27,525	-	27,525
Marketable securities	10,241	-	10,241
Intellectual property, net	4,389	-	4,389
Goodwill and intangible assets	239,660	(142,954)	96,706
Restricted cash	22,468	-	22,468
Other assets	7,475	-	7,475
Total assets	1,742,141	(141,697)	1,600,444
LIABILITIES & EQUITY			
Current liabilities			
Accounts payable and accrued liabilities	27,643	-	27,643
Borrowings	2,087	-	2,087
Asset retirement obligation	788	-	788
Contingent consideration	1,723	-	1,723
Deferred revenue	3,120	-	3,120
Other current liabilities	3,796	-	3,796
Total current liabilities	39,157	-	39,157
Convertible senior notes, net	675,688	-	675,688
Asset retirement obligations	22,678	-	22,678
Other liabilities	1,642	-	1,642
Total liabilities	739,165	-	739,165
Equity			
Share capital	1,516,831	(141,904)	1,374,927
Accumulated deficit	(515,124)	207	(514,917)
Accumulated other comprehensive loss	(2,896)	-	(2,896)
Total shareholders' equity	998,811	(141,697)	857,114
Non-controlling interests	4,165	-	4,165
Total equity	1,002,976	(141,697)	861,279
Total liabilities and equity	1,742,141	(141,697)	1,600,444

In the table above, the figures reported in the 'Energy Fuels & ASM Combined Pro Forma' column contain certain financial information line items which have been amended to align with the presentation Energy Fuels will adopt going forward. Ara VAC IE Aggregator figures reported in the "Ara VAC IE Aggregator Historical Reclassified US\$" are the figures obtained after any (i) presentation currency translation, as detailed in Note 2 (refer to Table 7.5), and (ii) reclassification adjustments, as detailed in Note 3 (refer to Table 7.7).

(d) **Enlarged Combined Company Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) of Energy Fuels, ASM, and Ara VAC IE Aggregator**

Table 7.3: Enlarged Combined Company Group Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) for the twelve months ended 31 December 2025

	Enlarged Combined Company Pro Forma Historical for 12 months ended 31 December 2025
	US\$000s
Total revenue	439,934
Operating costs and expenses	
Costs applicable to revenues	403,055
Exploration, development and processing	81,479
Standby	7,965
Accretion of asset retirement obligations	3,222
Selling, general and administration	131,026
Share-based compensation	13,177
Total Operating profit (loss)	(199,990)
Interest expense	64,439
Other income (loss)	
Gain on sale of asset	(2,970)
Loss in unconsolidated affiliates	(1,321)
Other income (loss)	13,253
Total other income (loss)	8,962
Income (loss) before income taxes	(255,467)
Income tax benefit	41,081
Net income (loss)	(214,386)
Non-controlling interest	(10,074)
Net income (loss) attributable to Energy Fuels Inc	(204,312)
Foreign currency translation adjustment	(9,115)
Remeasurements of net defined benefit plan	8,572
Net gain (loss) on cash flow hedges	(5,939)
Total other comprehensive income (loss)	(6,482)
Total comprehensive income (loss)	(220,868)
Comprehensive loss attributable to non-controlling interest	(9,443)
Comprehensive loss attributable to Energy Fuels Inc	(211,425)

Table 7.4: Reconciliation of the Enlarged Combined Company Pro Forma Historical of Operations and Comprehensive Income (Loss) at 31 December 2025

The following table reconciles Enlarged Combined Company Group Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) presented in Table 7.3 with Energy Fuels, ASM, and Ara VAC IE Aggregator historical consolidated statement of operations for the twelve months ended 31 December 2025.

	Energy Fuels & ASM Combined Pro Forma (Table 7.7.3 of the Scheme Booklet)	Ara VAC IE Aggregator Historical Reclassified (Note 2, Note 3)	Ara VAC IE Aggregator IFRS to U.S. GAAP Adjustments (Note 4)	Pro Forma Adjustments (Note 5, Note 6)	Enlarged Combined Company Pro Forma Historical
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
Total revenue	72,340	367,504	-	-	439,934
Operating costs and expenses					

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	Energy Fuels & ASM Combined Pro Forma (Table 7.7.3 of the Scheme Booklet)	Ara VAC IE Aggregator Historical Reclassified (Note 2, Note 3)	Ara VAC IE Aggregator IFRS to U.S. GAAP Adjustments (Note 4)	Pro Forma Adjustments (Note 5, Note 6)	Enlarged Combined Company Pro Forma Historical
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
Costs applicable to revenues	56,282	362,952	(37,150)(i)(v)	20,971	403,055
Exploration, development and processing	45,189	39,540	(3,250)(ii)	-	81,479
Standby	7,965	-	-	-	7,965
Accretion of asset retirement obligations	3,222	-	-	-	3,222
Selling, general and administration	62,341	44,382	24,303 (iii)(iv)	-	131,026
Share-based compensation	13,177	-	-	-	13,177
Total Operating profit (loss)	(115,746)	(79,370)	(16,097)	(20,971)	(199,990)
Interest Expense	-	66,191	(6,748)(iii)(iv)(v)	4,996	64,439
Other income (loss)					
Gain on sale of asset	5,300	(8,270)	-	-	(2,970)
Loss in unconsolidated affiliates	(1,321)	-	-	-	(1,321)
Other income (loss)	9,234	16,554	(12,535)(v)	-	13,253
Total other income (loss)	13,213	8,284	(12,535)	-	8,962
Income (loss) before income taxes	(102,533)	(137,277)	10,310	(25,967)	(255,467)
Income tax benefit	545	37,950	(3,571) (i) (ii) (iii)(iv)(v)	6,157	41,081
Net income (loss)	(101,988)	(99,327)	6,739	(19,810)	(214,386)
Non-controlling interest	(481)	(10,368)	775(i)(ii) (iii)	-	(10,074)
Net income (loss) attributable to Energy Fuels Inc	(101,507)	(88,959)	5,964	(19,810)	(204,312)
Foreign currency translation adjustment	2,218	(11,333)	-	-	(9,115)
Remeasurements of net defined benefit plan	(16)	8,588	-	-	8,572
Net gain (loss) on cash flow hedges	-	(5,939)	-	-	(5,939)
Total other comprehensive income (loss)	2,202	(8,684)	-	-	(6,482)
Total comprehensive income (loss)	(99,786)	(108,011)	6,739	(19,810)	(220,868)
Comprehensive loss attributable to non-controlling interest	(481)	(9,737)	775	-	(9,443)
Comprehensive loss attributable to Energy Fuels Inc	(99,305)	(98,274)	5,964	(19,810)	(211,425)

In the tables above, the figures reported in the 'Energy Fuels & ASM Combined Pro Forma' column contain certain financial information line items which have been amended to align with the presentation Energy

Fuels will adopt going forward. Ara VAC IE Aggregator figures reported in the "Ara VAC IE Aggregator Historical Reclassified US\$" are the figures obtained after any (i) presentation currency translation, as detailed in Note 2 (refer to Table 7.6), and (ii) reclassification adjustments, as detailed in Note 3 (refer to Table 7.8).

(e) **Notes to the Enlarged Combined Company Pro Forma Historical Financial Information**

(i) **Note 1 – Conforming accounting policies**

Energy Fuels management performed an initial review of the accounting policies of Ara VAC IE Aggregator to determine if differences in accounting policies require adjustments to the Enlarged Combined Company Pro Forma Historical Financial Information. As a result of that preliminary review, Energy Fuels management did not identify any material differences in accounting policy, other than IFRS to U.S. GAAP adjustments which have been considered in Note 2 below and Note 4 in section 7(c) (iv).

When Energy Fuels management completes a final review of Ara VAC IE Aggregator's accounting policies, additional differences may be identified that, when conformed, could have a material impact on the Enlarged Combined Company Pro Forma Historical Financial Information.

(ii) **Note 2 - Foreign currency translation**

Ara VAC IE Aggregator's historical financial information and any pro forma adjustments based on Ara VAC IE Aggregator historical financial information have been translated from its functional currency of EUR to be presented in Energy Fuels' reporting currency of US\$ using the following exchange rates:

		EUR:US\$
Balance Sheet	Spot rate at 31 December 2025	1.175
Statement of Operations	Average exchange rate for the twelve months ended 31 December 2025	1.131

Table 7.5: Reconciliation of Ara VAC IE Aggregator Historical Balance Sheet as at 31 December 2025

	Ara VAC IE Aggregator Historical	Ara VAC IE Aggregator Historical Translated
	EUR 000s	US\$ 000s
Assets		
Current assets		
Cash and cash equivalents	15,586	18,308
Restricted cash	2,951	3,466
Trade and other receivables	30,404	35,714
Inventories	96,535	113,396
Prepaid income tax	1,035	1,216
Transferrable tax credit	87,005	102,201
Other financial assets	111	130
	233,627	274,431
Property, plant, and equipment	430,965	506,238
Right-of-use assets	4,866	5,716
Intangible assets	330,292	387,981
Other financial assets	15,068	17,700
Deferred financing costs	1,008	1,184
Deferred tax asset	13,618	15,997
Total assets	1,029,444	1,209,247
Liabilities and Equity		
Current liabilities		
Interest bearing loans and borrowings	36,828	43,260
Trade and other payables	60,479	71,042
Short-term lease liabilities	2,205	2,590
Contract liabilities	21,560	25,326

	Ara VAC IE Aggregator Historical	Ara VAC IE Aggregator Historical Translated
	EUR 000s	US\$ 000s
Current income tax liabilities	594	698
Employee benefit obligations	14,515	17,050
Provisions	6,265	7,359
	142,446	167,325
Non-Current Liabilities		
Interest bearing loans and borrowings	413,605	485,846
Employee benefit obligations	127,941	150,287
Long-term lease liabilities	2,817	3,309
Provisions	65	76
Deferred tax liabilities	89,395	105,009
Uncertain tax position	12,978	15,245
	789,247	927,097
Equity		
Partners' capital	432,847	508,449
Accumulated losses	(193,733)	(227,571)
Other comprehensive losses / income	(5,650)	(6,637)
Equity attributable to equity holders of the parent	233,464	274,241
Non-controlling Interests	6,733	7,909
Total Equity	240,197	282,150
Total Liabilities and Equity	1,029,444	1,209,247

Table 7.6: Reconciliation of Ara VAC IE Aggregator Historical Statement of Operations for the twelve months ended 31 December 2025

The following table reflects the impact of the above adjustments on the Ara VAC IE Aggregator Historical Statements of Operations as presented in the Enlarged Combined Company Pro Forma Historical Statements of Operations for the period ended 31 December 2025:

	For the twelve months ended 31 December 2025	For the twelve months ended 31 December 2025
	Ara VAC IE Aggregator Historical EUR 000s	Ara VAC IE Aggregator Historical Translated US\$ 000s
Revenue	325,052	367,504
Cost of sales	(347,089)	(392,419)
Gross loss	(22,037)	(24,915)
Distribution expenses	(17,789)	(20,112)
Administrative expenses	(23,218)	(26,250)
Research and development expenses	(7,158)	(8,093)
Other income	11,633	13,152
Other expense	(7,315)	(8,270)
Operating loss	(65,884)	(74,488)
Finance income	3,009	3,402
Finance expenses	(58,545)	(66,191)
Loss before tax	(121,420)	(137,277)
Income taxes	33,566	37,950
Loss after tax	(87,854)	(99,327)
Attributable to:		
Loss attributable to non-controlling interest	(9,170)	(10,368)
Loss attributable to equity holders of the parent	(78,684)	(88,959)
	(87,854)	(99,327)

	For the twelve months ended 31 December 2025	For the twelve months ended 31 December 2025
	Ara VAC IE Aggregator Historical EUR 000s	Ara VAC IE Aggregator Historical Translated US\$ 000s
Exchange differences on translation of foreign operations	(10,024)	(11,333)
Net gain (loss) on cash flow hedges	(5,253)	(5,939)
Remeasurement gain (loss) on defined benefit plans	7,596	8,588
Other comprehensive loss, net of tax	(7,681)	(8,684)
Total comprehensive loss for the year, net of tax	(95,535)	(108,011)
Attributable to:		
Equity holders of the parent	(86,923)	(98,274)
Non-controlling interests	(8,612)	(9,737)
	(95,535)	(108,011)

(iii) **Note 3 – Historical financial information reclassification**

Certain reclassification adjustments have been made to conform Ara VAC IE Aggregator's historical financial information presentation to that of Energy fuels as indicated in the tables below.

Balance sheet reclassifications

Table 7.7: Reconciliation of Ara VAC IE Aggregator Historical Balance Sheet Reclassification for Reclassification Adjustments as at 31 December 2025

The reclassification adjustments to conform Ara VAC IE Aggregator's historical balance sheet presentation to that of Energy Fuels had no impact on net assets as at 31 December 2025 and are summarised in the table below.

Ara VAC IE Aggregator Financial Statement Line	Ara VAC IE Aggregator Historical Amount U.S. \$000s	Reclassification U.S. \$000s	Footnotes	Ara VAC IE Aggregator Historical Reclassified U.S. \$000s	Energy Fuels Financial Statement Line
Assets					Assets
Current assets					Current assets
Cash and cash equivalents	18,308	-		18,308	Cash and cash equivalents
Restricted cash	3,466	-		3,466	Restricted cash
Trade and other receivables	35,714	-		35,714	Trade and other receivables
Inventories	113,396	-		113,396	Inventories
Prepaid income tax	1,216	(1,216)	[1]	-	
					Deferred tax assets
Transferrable tax credit	102,201	-		102,201	- current
Other financial assets	130	(130)	[2]	-	
		1,346	[1], [2]	1,346	Prepaid expenses and other current assets
Total current assets	274,431	-		274,431	Total current assets
Property, plant, and equipment, net	506,238	61,685	[3], [4]	567,923	Property, plant, and equipment, net
Right-of-use assets	5,716	(5,716)	[3]	-	
Intangible assets	387,981	(387,981)	[4]	-	
		332,012	[4]	332,012	Intellectual property, net
Other financial assets	17,700	(17,700)	[5]	-	

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Ara VAC IE Aggregator Financial Statement Line	Ara VAC IE Aggregator Historical Amount	Reclassification	Footnotes	Ara VAC IE Aggregator Historical Reclassified	Energy Fuels Financial Statement Line
	U.S. \$000s	U.S. \$000s		U.S. \$000s	
		17,700	[5]	17,700	Other assets
Deferred Financing costs	1,184	(1,184)	[13]	-	Borrowings- non-current
Deferred tax asset	15,997	-		15,997	Deferred tax assets – non-current
Total assets	1,209,247	(1,184)		1,208,063	Total assets
Liabilities					Liabilities
Current liabilities					Current liabilities
Interest bearing loans and borrowings	43,260	(43,260)	[6]	-	
		43,260	[6]	43,260	Borrowings – current
Trade and other payables	71,042	-		71,042	Accounts payable and accrued liabilities
Short-term lease liabilities	2,590	(2,590)	[7]	-	
Contract liabilities	25,326	(25,326)	[8]	-	
Current income tax liabilities	698	(698)	[9]	-	
Employee benefit obligations	17,050	-		17,050	Employee benefit obligations – current
Provisions	7,359	(7,359)	[10]	-	
		25,326	[8]	25,326	Deferred revenue
		10,647	[7], [9], [10]	10,647	Other liabilities
Total current liabilities	167,325	-		167,325	Total current liabilities
Interest bearing loans and borrowings	485,846	(1,184)	[13]	484,662	Borrowings – non-current
Employee benefit obligations	150,287	-		150,287	Employee benefit obligations – non-current
Long-term lease liabilities	3,309	(3,309)	[12]	-	
Provisions	76	(76)	[11]	-	
Deferred tax liabilities	105,009	-		105,009	Deferred tax
Uncertain tax position	15,245	-		15,245	Uncertain tax position
		3,385	[11], [12]	3,385	Other liabilities
Total liabilities	927,097	(1,184)		925,913	Total liabilities
Equity					Equity
Partners' capital	508,449	-		508,449	Share capital
Accumulated losses	(227,571)	-		(227,571)	Accumulated deficit
Other comprehensive losses / income	(6,637)	-		(6,637)	Accumulated other comprehensive loss
Equity attributable to partners of the parent	274,241	-		274,241	Total shareholders' equity
Non-controlling interest	7,909	-		7,909	Non-controlling interest
Total equity	282,150	-		282,150	Total equity
Total equity and liabilities	1,209,247	(1,184)		1,208,063	Total equity and liabilities

[1]: Prepaid income tax was reclassified to Prepaid expenses and other current assets (US\$1.216M) to conform with Energy Fuels presentation.

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[2]: Other current financial assets, comprised of forwards, hedges, and swaps, were reclassified to Prepaid expenses and other current assets (US\$0.130M) to conform with Energy Fuels presentation.

[3]: Right-of-use assets were reclassified to Property, plant and equipment, net (US\$5.716M) to conform with Energy Fuels presentation.

[4]: The portion of Intangible assets related to development costs and research expenditures was reclassified to Property, plant and equipment, net (US\$55.969M) to conform with Energy Fuels presentation. The remaining balance of Intangible assets, related to patents, trademarks, and other rights, were reclassified to Intellectual property, net (US\$332.012M) to align with Energy Fuels presentation.

[5]: Other non-current financial assets, comprised of derivatives and interest rate swaps, were reclassified to Other assets (US\$17.700M) to conform with Energy Fuels presentation.

[6]: Interest bearing loans and borrowings have been reclassified to a new line item titled Borrowings (US\$43.260M) to conform with Energy Fuels presentation.

[7]: Short-term lease liabilities have been reclassified to Other liabilities (US\$2.590M) to conform with Energy Fuels presentation.

[8]: Contract liabilities have been reclassified to Deferred revenue (US\$25.326M) to conform with Energy Fuels presentation.

[9]: Current income tax liabilities have been reclassified to Other liabilities (US\$0.698M) to conform with Energy Fuels presentation.

[10]: Current provisions have been reclassified to Other current liabilities (US\$7.359M) to conform with Energy Fuels presentation.

[11]: Non-current provisions have been reclassified to Other current liabilities (US\$0.076M) to conform with Energy Fuels presentation.

[12]: Long-term lease liabilities have been reclassified to Other liabilities (US\$3.309M) to conform with Energy Fuels presentation.

[13]: Deferred Financing Costs have been reclassified to Borrowings – non-current to conform with Energy Fuels presentation.

Statement of Operations reclassifications

Table 7.8: Reconciliation of Ara VAC IE Aggregator Historical Operations for Reclassification Adjustments for the twelve months ended 31 December 2025

The reclassification adjustments to conform Ara VAC IE Aggregator's historical statement of operations presentation to that of Energy Fuels have no material impact on net loss for the twelve months ended 31 December 2025 and are summarised in the table below.

Ara VAC IE Aggregator Financial Statement Line	Historical Amount U.S. \$000s	Reclassification U.S. \$000s	Explanatory Notes	Historical Amounts Reclassified U.S. \$000s	Energy Fuels Financial Statement Line
Revenue	367,504	-		367,504	Revenues
Cost of sales	(392,419)	29,467	[1]	(362,952)	Costs applicable to revenues
Gross Profit	(24,915)	29,467		4,552	Gross Profit
Distribution expenses (additional adj. for above row)	(20,112)	477	[1]	-	
Administrative expenses (additional adj. for above row)	(26,250)	19,635	[5]	-	
		6,318	[1]	-	
		19,932	[5]	-	
Research and development expenses (additional adj. for above row)	(8,093)	3,278	[1]	-	
		4,815	[5]	-	
Other income	13,152	(13,152)	[2]	-	
Other expense	(8,270)	8,270	[2]	-	
		(39,540)	[1]	(39,540)	Exploration, development and processing
		(44,382)	[5]	(44,382)	Selling, general and administration
Operating loss	(74,488)	(4,882)		(79,370)	Operating loss
Finance income	3,402	(3,402)	[3]	-	
Finance expenses	(66,191)	66,191	[4]	-	
		(66,191)	[4]	(66,191)	Interest expense

Ara VAC IE Aggregator Financial Statement Line	Historical Amount	Reclassification	Explanatory Notes	Historical Amounts Reclassified	Energy Fuels Financial Statement Line
	U.S. \$000s	U.S. \$000s		U.S. \$000s	
		(8,270)	[2]	(8,270)	Gain on sale of asset
		13,152	[2]	16,554	Other income (loss) (included w/ row above)
		3,402	[3]		
Loss before tax	(137,277)	-		(137,277)	Loss before tax
Income taxes	37,950	-		37,950	
Loss after tax	(99,327)	-		(99,327)	Loss after tax
Attributable to:					
Loss attributable to non-controlling interest	(10,368)	-		(10,368)	Net loss attributable to non-controlling interest
Loss attributable to equity holders of the parent	(88,959)	-		(88,959)	Net income (loss) attributable to Energy Fuels Inc.
	(99,327)	-		(99,327)	
Exchange differences on translation of foreign operations	(11,333)	-		(11,333)	Foreign currency translation adjustment
Net loss on cash flow hedges	(5,939)	-		(5,939)	Net gain (loss) on cash flow hedges
Remeasurement gain on defined benefit plans	8,588	-		8,588	Remeasurements of net defined benefit plan
Other comprehensive loss, net of tax	(8,684)	-		(8,684)	Other comprehensive income (loss)
Total comprehensive loss, net of tax	(108,011)	-		(108,011)	Total comprehensive loss, net of tax
Attributable to:					
Equity holders of the parent	(98,274)	-		(98,274)	Comprehensive loss attributed to Energy Fuels Inc.
Non-controlling interests	(9,737)	-		(9,737)	Comprehensive loss attributed to non-controlling interests
	(108,011)	-		(108,011)	

[1] Amortization of intangible assets included within Cost of sales US\$29.467M, along with depreciation within Distribution Expenses US\$0.477M, Administrative Expenses US\$6.318M, and Research and development expenses US\$3.278M financial statement lines have been reclassified to the Exploration, development and processing expense financial statement line in order to conform with Energy Fuels' Statement of Operations and Comprehensive Income (Loss) presentation.

[2] Other Expense US\$8.270M has been reclassified to gain/loss in sale of assets, and Other Income (US\$13.152M) has been reclassified to Other Income (Loss), in order to conform with Energy Fuels' Statement of Operations and Comprehensive Income (Loss) presentation.

[3] Finance Income (US\$3.402M) has been reclassified to Other Income (Loss), in order to conform with Energy Fuels' Statement of Operations and Comprehensive Income (Loss) presentation.

[4] Finance Expense US\$66.191M has been reclassified to a new Interest Expense Line to conform with Energy Fuels' Statement of Operations and Comprehensive Income (Loss) presentation.

[5] Distribution Expenses US\$19.635M, Administrative Expenses US\$19.932M, and Research & Development Expenses US\$4.815M have been reclassified to Selling, General and Administration, in order to conform with Energy Fuels' Statement of Operations and Comprehensive Income (Loss) presentation.

(iv) **Note 4 - IFRS to U.S. GAAP Adjustments**

For the purposes of the Enlarged Combined Company Pro Forma Historical Financial Information, the historical financial information of Ara VAC IE Aggregator has been converted from IFRS to U.S. GAAP, applying Energy Fuels' accounting policies for material accounting policy differences. During the preparation of the Enlarged Combined Company Pro Forma Historical Financial Information, management performed a preliminary analysis of Ara VAC IE Aggregator's historical financial information to identify differences in accounting policies as compared to those of Energy Fuels and differences in financial statement presentation as compared to the presentation of Energy Fuels. Adjustments for the Enlarged Combined Company Group Pro Forma Historical Balance Sheet of Energy Fuels, ASM, and Ara VAC IE Aggregator are based on VAC's historical consolidated balance sheet as at 31 December 2025 and adjustments for the Enlarged Combined Company Pro Forma Historical Statements of Operations and Comprehensive Income (Loss) for Energy Fuels, ASM, and Ara VAC IE Aggregator are based on Ara VAC IE Aggregator's historical consolidated statements of operations for the 12 months ended 31 December 2025. With the information currently available, Energy Fuels has determined there are certain accounting policy differences which have been adjusted for, as summarised below.

(i) Ara VAC IE Aggregator reversed an impairment loss in FY24 related to a trademark and patents under the IFRS framework, following indicators of recovery where the recoverable amount significantly exceeded the carrying amount. Under U.S. GAAP, the reversal of previously recognised impairment losses for long-lived assets is prohibited. Therefore, the FY24 impairment reversal must be eliminated, and the related amortization expense that was derecognized upon reversal must be reinstated.

Balance Sheet Impact: Adjustments were made to reduce intellectual property by US\$0.468 million, with offsetting increases to the accumulated deficit of US\$0.290 million, increases to deferred tax assets of US\$0.144 million, and decreases to noncontrolling interests of US\$0.033 million.

Statement of Operations Impact: Adjustments of US\$0.075 million were made to decrease Cost of Sales, along with adjustments to increase Income Tax expense by US\$0.011 million. Of the total increase to net income of US\$0.064 million, US\$0.006 million was attributed to noncontrolling interests.

(ii) Ara VAC IE Aggregator capitalises development costs related to the application of research findings or other knowledge to a clearly defined plan or design for the production of new or substantially improved products, processes, technologies or systems prior to commercial production or use when certain criteria are met under the IFRS framework. Under U.S. GAAP, such expenditures generally do not meet the alternative future use criterion and should be expensed as incurred.

Balance Sheet Impact: Adjustments of US\$55.968 million recognised as a decrease to property, plant and equipment, with offsetting increases to the accumulated deficit of US\$34.780 million, increases to current deferred tax assets of US\$17.280 million, and decreases to noncontrolling interests of US\$3.908 million have been recorded related to amounts that were capitalised in the Ara VAC IE Aggregator Historical Balance Sheet in the period ended 31 December 2025. These adjustments relate to amounts capitalised in the current and prior periods.

Statement of Operations Impact: Development and processing expenses were reduced by US\$3.250 million, with a corresponding increase in income tax expense of US\$1.004 million, to recognize expense for assets capitalized in the current year and remove amortisation expense of amounts previously capitalised. Of the total increase to net income of US\$2.246 million, US\$0.227 million was attributed to noncontrolling interests.

(iii) Ara VAC IE Aggregator accounts for all leases as finance leases under IFRS. Under U.S. GAAP, leases are evaluated as finance or operating leases under ASC 842. Lease agreements were reclassified between finance and operating leases on a lease-by-lease basis, in order to conform to proper lease presentation under U.S. GAAP.

Balance Sheet Impact: Adjustments of US\$3.688 million to increase operating lease right of use assets and US\$3.248 million to decrease finance lease right of use assets have been recorded for the right of use asset reclassification. Adjustments of US\$2.170 million and US\$1.521 million were recorded to increase current operating lease liabilities and noncurrent operating lease liabilities, respectively, with adjustments of US\$2.590 million and US\$1.102 million to decrease the short-term finance lease liabilities and long-term finance lease liabilities, respectively. Additionally, as a result of the remeasurement and reclassifications, retained earnings and noncontrolling interest increased by US\$0.270 million and US\$0.035 million, respectively, with an accompanying decrease in current deferred tax assets of US\$0.132 million.

Statement of Operations Impact: Adjustments of US\$0.196 million and US\$0.237 million were recorded to decrease finance expenses and administrative expenses, respectively, for the reclassification of leases. An adjustment of US\$0.127 million to increase Income Tax expense was recorded to account for the tax impact of the decreased finance and administrative expenses. Of the total increase to net income of US\$0.306 million, US\$0.034 million was attributed to noncontrolling interests.

(iv) For debt issued by a European entity within VAC's group in 2023, an interest rate floor and optional prepayment feature were identified which under IFRS 9 required bifurcation as embedded derivatives and recording the features at fair value each reporting period, with the changes in fair value recorded through profit and loss. These features did not require bifurcation as embedded derivatives under ASC 815 for US GAAP.

Balance Sheet Impact: As the embedded features not requiring bifurcation under US GAAP were in an asset position, adjustments were made as at 31 December 2025 to reduce other assets (non-current) by US\$6.350 million, borrowings (non-current) by US\$5.043 million, and noncontrolling interests by US\$0.091 million, and increase the accumulated deficit and deferred tax assets (current) by US\$0.812 million and US\$0.404 million, respectively. Further, given that such reductions in the derivative asset moved the balance to a liability position, the remaining other asset (non-current) which was in a liability position after also considering the adjustment below for the VAC U.S. entity, was reclassified from other assets (non-current) to borrowings (non-current) in the amount of \$1.549 million.

Statement of Operations Impact: Due to removal of mark-to-mark adjustments on the embedded derivatives identified for IFRS purposes, interest expenses and income tax benefits for the year ended 31 December 2025 decreased by US\$7.272 million and US\$2.245 million, respectively. Of the net increase to income of US\$5.027 million, US\$0.508 million was attributed to noncontrolling interests.

(v) For debt issued by VAC's U.S. entity in 2024, features were identified which under IFRS 9 required bifurcation as embedded derivatives and recording the features at fair value each reporting period, with the changes in fair value recorded through profit and loss. Such features did not require bifurcation as embedded derivatives under ASC 815 for US GAAP. Additionally, under IFRS, the associated issuance costs for the debt were recorded as a deferred asset, with subsequent reductions of the asset and increases in debt as additional funds were drawn and for amortisation of such costs, rather than as a reduction of the carrying value of the related debt as under US GAAP.

Balance Sheet Impact: As the valuation of the embedded derivatives resulted in an asset position under IFRS, adjustments were made as at 31 December 2025 to reduce other financial assets by US\$12.899 million, deferred tax assets by US\$0.538 million, borrowings (non-current) by US\$13.588 million, and accumulated deficit by US\$0.152 million.

Statement of Operations Impact: Due to removal of mark-to-mark adjustments on the embedded derivatives identified for IFRS purposes, along with differences in amortisation expense of the deferred issuance costs, interest expenses and income tax expenses for the year ended 31 December 2025 decreased by US\$0.720 million and US\$0.184 million, respectively.

For IFRS purposes, Ara VAC IE Aggregator classifies certain indirect labour costs, utilities, and maintenance expenses for its U.S. entity within cost of sales. In order to align statement of operation activity for the U.S.

entity with U.S. GAAP presentation, such amounts were removed from cost of sales and reclassified into administrative expenses and other expenses.

Balance Sheet Impact: None.

Statement of Operations Impact: Cost of sales were reduced by US\$37.075 million with a corresponding increase in administrative expenses and other expenses of US\$24.540 million and US\$12.535 million, respectively.

Material adjustments have been made to reflect Ara VAC IE Aggregator's historical consolidated financial information on a U.S. GAAP basis for the purposes of the Enlarged Combined Company Pro Forma Historical Financial Information and to align Ara VAC IE Aggregator's significant accounting policies under IFRS to Energy Fuels' significant accounting policies under U.S. GAAP. As at the date of this Supplementary Scheme Booklet, Energy Fuels has not identified all adjustments necessary to convert Ara VAC IE Aggregator's historical consolidated financial information prepared in accordance with IFRS to U.S. GAAP and to conform Ara VAC IE Aggregator's accounting policies to Energy Fuels' accounting policies.

(v) **Note 5 – VAC Merger adjustments**

In connection with the pending VAC Merger, various financing related transactions have occurred (in whole or in part) or are planned to occur. A summary of such financing-related adjustments is shown below.

Expected transaction costs of approximately US\$32.0 million incurred by Energy Fuels in connection with the VAC Merger, primarily comprised of investment banking fees, legal fees, issuance costs, accounting fees, and other related advisory costs.

As a result of change in control provisions on debt held by European components of Ara VAC IE Aggregator, short term debt was reduced by US\$27.265 million, long term debt was reduced by US\$192.421 million and cash was reduced by US\$219.686 million. To fund the debt repayment, Energy Fuels drew on new debt, which after considering deferred issuance costs, which were offset by a decrease in cash of US\$7.500 million, resulted in increases in cash of US\$250.00 million, short term debt of US\$25.000 million, and long term debt of US\$200.000 million.

Energy Fuels sold marketable securities for cash, in order to fund the cash purchase price paid to the former owner of VAC in the amount of US\$718.000 million.

(vi) **Note 6 - Purchase consideration and preliminary allocation**

The VAC Merger is expected to be accounted for using the acquisition method of accounting as prescribed in Accounting Standards Codification 805, Business Combinations, (ASC 805), under U.S. GAAP, which requires an allocation of the purchase price to the assets acquired and liabilities assumed, based on their fair values as at the date of the VAC Merger. As at the date of this Supplementary Scheme Booklet, Energy Fuels has not completed the detailed valuation study necessary to arrive at the required final estimates of the fair value of VAC's assets to be acquired and liabilities to be assumed and the related allocations of purchase price.

A final determination of the fair value of VAC's assets and liabilities, including intellectual property and property, plant and equipment, will be based on the actual intellectual property and property, plant and equipment of VAC that exist as at the closing date of the VAC Merger and, therefore, cannot be made prior to the implementation of the Scheme. In addition, the value of the purchase consideration to be paid by Energy Fuels upon Closing of the VAC Merger will be determined based on the closing price of Energy Fuels' Shares on the Closing Date.

As a result of the foregoing, the pro forma adjustments are preliminary and are subject to change as additional information becomes available and as additional analysis is performed. The preliminary pro

forma adjustments have been made solely for the purpose of preparing the Enlarged Combined Company Group Pro Forma Historical Financial Information presented herein.

Until the VAC Merger is Closed, both VAC and Energy Fuels are limited in their ability to share certain information. Upon Closing of the VAC Merger, a final determination of the fair value of VAC's assets and liabilities will be performed. Any increases or decreases in the fair value of assets acquired and liabilities assumed upon completion of the final valuations will result in adjustments to the Enlarged Combined Company Pro Forma Historical Financial Information. The final purchase price allocation may be materially different than that reflected in the pro forma purchase price allocation presented herein.

On a preliminary basis, long-term deferred taxes of US\$14.264 million associated with differences in book and tax basis were not considered more likely than not to be realized and thus, were treated as a reduction in net assets acquired below.

Calculation of the purchase consideration

The following summarises the preliminary calculation of the purchase consideration transferred as if the Schemes had been completed on 6 July 2026, based upon the number of outstanding shares on 6 July 2026 and shares to be issued.

	Amount (US \$000s)
Share consideration	
Common shares of Energy Fuels to be issued (21.5M shares, subject to value protection at US\$20.93 per share)	296,058
Other common equity of Energy Fuels to be issued (44.353M shares, not subject to value protection)	610,741
Preferred shares of Energy Fuels to be issued (i)	135,000
Total value of shares issued	\$ 1,041,799
VAC debt and accrued interest repaid upon change in control	219,686
Cash paid to owner of VAC	718,000
Total cash consideration	\$ 937,686
Total preliminary purchase consideration	\$ 1,979,485

- i. As a result of the Company's share price of US\$13.77 as at 6 July 2026, such price would trigger the issuance of the maximum US\$135.000 million in preferred shares per the associated VAC Merger Agreement, based on the value of the common share consideration subject to value protection.

Preliminary aggregate transaction consideration allocation

The following table summarizes the preliminary aggregate transaction consideration allocation, as if the VAC Merger has been completed immediately prior to 1 January 2025:

Table 7.9: Preliminary aggregate transaction consideration allocation

	Fair value (US \$000s)
Preliminary purchase price allocation	
Cash and cash equivalents	18,308
Restricted cash	3,466
Trade and other receivables, net of allowance for credit losses	35,714
Inventories	118,931
Deferred tax assets – current	102,201
Prepaid expenses and other current assets	1,346
Property, plant and equipment, net	652,074
Intellectual property, net	391,329
Deferred tax assets – non-current	1,733
Other assets	17,700
Accounts payable and accrued liabilities	(53,058)
Borrowings – current	(15,995)
Deferred Revenue	(25,326)
Employee benefit obligations - current	(17,050)
Other current liabilities	(10,647)
Borrowings – non-current	(292,241)

7. PRO FORMA HISTORICAL FINANCIAL INFORMATION OF THE ENLARGED COMBINED COMPANY

	Fair value (US \$000s)
Preliminary purchase price allocation	
Deferred tax liabilities – non-current	(148,753)
Uncertain tax positions	(15,245)
Employee benefit obligations – non-current	(150,287)
Other non-current liabilities	(3,385)
Total preliminary fair value	610,815
Total preliminary purchase price consideration	1,979,485
Preliminary goodwill and intangible assets	1,368,670

I. Inventories

The net increase in Inventories of US \$5.535 million represents the change from Ara VAC IE Aggregator's historical book value to preliminary estimated fair value as follows:

	(US \$000s)
Fair value of inventories acquired	118,931
Less: Book value of VAC's historical inventories	(113,396)
Pro forma net adjustment to Inventories	5,535

II. Property, plant and equipment, net

The net increase in Property, plant and equipment of US \$140.120 million represents the change from Ara VAC IE Aggregator's historical net book value to preliminary estimated fair value as follows:

	(US \$000s)
Fair value of property, plant and equipment acquired	646,358
Less: Carrying value of Ara VAC IE Aggregator's historical property, plant and equipment	(506,238)
Pro forma net adjustment to property, plant and equipment	140,120

III. Intellectual Property, net

The net increase in Intellectual property, net of US \$3.348 million represents the change from Ara VAC IE Aggregator's historical net book value to preliminary estimated fair value as follows:

	(US \$000s)
Fair value of intellectual property acquired	391,329
Less: Carrying value of Ara VAC IE Aggregator's intellectual property	(387,981)
Pro forma net adjustment to intellectual property	3,348

IV. Goodwill and intangible assets

Represents an increase of US \$1,368.670 million which was calculated as the excess of the estimated preliminary purchase price consideration of US \$1,979.485 million over the US \$610.815 million of net assets acquired.

V. Deferred tax liability

The net increase in deferred tax liabilities (**DTL**) of US \$43.744 million reflects a step-up in book basis of inventories, property, plant and equipment, and intellectual properties in connection with the preliminary purchase price allocation. Such increase in DTL is offset by an increase in goodwill, as a result of the increase in liabilities assumed. Due to the increase in fair value of the property, plant and equipment, additional depreciation expense of US\$20.971 million was recognized, which resulted in additional tax benefits of US\$6.157 million.

Additionally, Deferred tax assets related to Net-Operating Losses of US \$14.264 million were written off in connection with the transaction, given that the German tax loss carry forwards are not expected to survive the transaction. Preliminary deferred taxes have been estimated based on the above assumptions. These assumptions could change depending on pre- and post-acquisition activities, geographical mix of income, changes in tax law, as well as the final determination of the fair value of the identifiable assets and liabilities and the associated impact of potential push-down accounting elections.



(f) **Pro forma Enlarged Combined Company basic and diluted earnings per share**

Pro forma Enlarged Combined Company group basic and diluted earnings per share are presented below. The pro forma basic and diluted weighted average shares outstanding are a combination of historic weighted average shares of Energy Fuels Shares and the incremental Energy Fuels Shares to be issued to VAC shareholders pursuant to the VAC Merger as well as to ASM Shareholders pursuant to the Share Scheme based on the Scheme Exchange Ratio. In connection with, but separate to, the Transaction, certain ASM option holders will receive a cash settlement for each option held. At this time, Energy Fuels' management has completed a preliminary analysis to determine that there will be no further dilutive impacts to the weighted average shares in issue arising from the Transaction and the VAC Merger.

The pro forma weighted average shares calculations have been performed for the year ended 31 December 2025 using the historical weighted average shares outstanding and the issuance of additional shares in connection with the VAC Merger and the Transaction, assuming they each occurred immediately prior to 1 January 2025. As the VAC Merger and the Transaction are reflected as if it had occurred at the beginning of the periods presented, the calculation of weighted average shares outstanding for both basic and diluted income per share assumes that the shares issuable relating to the VAC Merger and the Transaction have been outstanding for the entire periods presented.

The pro forma basic and diluted earnings per share and weighted average shares outstanding are as follows:

Pro forma net loss per share—basic and diluted
(in thousands except share and per share amounts)

	For the Year Ended 31 December 2025
Numerator	
Pro forma net loss attributed to Energy Fuels	(204,312)
Dividends on preferred shares(i)	(16,384)
Net earnings allocated to common stock	(220,696)
Denominator	
Energy Fuels historic weighted average shares of common stock outstanding, inclusive of shares to be issued for the Transaction - basic (ii)	239,536,535
Energy fuels shares to be issued to VAC stockholders for the VAC Merger (iii)	65,853,000
Pro forma weighted average shares of common stock outstanding - basic	305,389,535
Pro forma basic net loss per share (US\$)	(0.72)
Pro forma weighted average shares of common stock outstanding - diluted	305,389,535
Pro forma diluted net loss per share (US\$)	(0.72)

- i. As a result of preferred shares issued by Energy Fuels in conjunction with the transaction, which earn a cash dividend of 6% of the original issue price per year and earn a paid in kind dividend of 6%, compounded quarterly, net income attributable to common shareholders is adjusted by the sum of these preferred dividend amounts
- ii. Weighted average number of Energy Fuels shares issued and outstanding as at 31 December 2025, from Energy Fuels Form 10-K for year ended 31 December 2025 (224,724,000) plus shares to be issued for the Transaction (14,812,535).
- iii. Incremental shares issued to VAC stockholders.

8. ADDITIONAL INFORMATION

8. ADDITIONAL INFORMATION

8.1 ASM capital structure

As at Tuesday, 30 June 2026, the capital structure of ASM was:

Type of security	Number on issue
ASM Shares	271,730,693
ASM Options	14,339,698
ASM Performance Rights	7,751,116

8.2 Enlarged Combined Company capital structure

Set out below are tables that show pro forma capitalization tables for Energy Fuels assuming, in the first table, that the Transaction is implemented, but the VAC Merger is not, and in the second table, that both the Transaction and the VAC Merger are completed. The tables are based on the current number of outstanding Energy Fuels Shares of 249,961,163 and that no additional shares are issued prior to closing of the Transaction other than the shares issuable as consideration for the Transaction and the VAC Merger.

On the basis of VAC acquisition being implemented

Balance Sheet items as of 31-Mar-2026	\$ in millions
Energy Fuels Share Price (\$US / share)	\$ 12.98
Basic Shares Outstanding (mm)	330.6
(+) Dilutive Securities (mm)	3.5
Fully Diluted Shares Outstanding (mm)	334.1
Market Capitalization	\$ 4,336
(+) Convertible Senior Note ¹	677
(+) Non-controlling Interest	4
(-) Cash Equivalents	(911)
Financial Net Debt	\$(230)
Enterprise Value	\$ 4,106
Memo: OSC Conditional Commitment	725
Memo: Committed Term Loan A to finance VAC Acquisition	250
Memo: Maximum Potential Preferred Equity issued to VAC	135
Energy Fuels' Shares Issued to ASM (mm)	14.81
ASM Pro Forma Ownership	4.5 %

Source: Energy Fuels' Management, Public filings, Energy Fuels' share price of 07-Jul-2026

¹ Coupon of 0.75%, matures on 1-Nov-2031

8. ADDITIONAL INFORMATION

On the basis of VAC acquisition not being implemented

Balance Sheet items as of 31-Mar-2026	\$ in millions
Energy Fuels Share Price (\$US / share)	\$ 12.98
Basic Shares Outstanding (mm)	264.7
(+) Dilutive Securities (mm)	3.5
Fully Diluted Shares Outstanding (mm)	268.2
Market Capitalization	\$ 3,481
(+) Convertible Senior Note ¹	677
(+) Non-controlling Interest	4
(-) Cash Equivalents	(911)
Financial Net Debt	\$(230)
Enterprise Value	\$ 3,251
<i>Memo: OSC Conditional Commitment</i>	725
Energy Fuels' Shares Issued to ASM (mm)	14.81
ASM Pro Forma Ownership	5.6 %

Source: Energy Fuels' Management, Public filings, Energy Fuels' share price of 07-Jul-2026

¹ Coupon of 0.75%, matures on 1-Nov-2031

8.3 Treatment of ASM Performance Rights

Section 10.3 of the Scheme Booklet sets out information regarding the treatment of ASM Performance Rights in connection with the Schemes. Due to the revised timetable for the Schemes and the postponed Share Scheme Meeting, the number of ASM Performance Rights expected to vest and be exercised on approval of the Share Scheme at the Share Scheme Meeting, and the number of ASM Performance Rights expected to vest and be exercised conditional on the Share Scheme becoming Effective, will differ from the numbers disclosed in the Scheme Booklet.

As at the date of this Scheme Booklet, ASM had 7,751,116 ASM Performance Rights on issue, comprising 107,365 vested but unexercised ASM Performance Rights and 7,643,751 unvested ASM Performance Rights.

As a result, it is anticipated that 5,795,098 ASM Performance Rights will vest (if applicable) and be exercised on the date the Share Scheme is approved at the Share Scheme Meeting.

In respect of the remaining proportion of unvested ASM Performance Rights (being the proportion of unvested ASM Performance Rights in respect of which the performance period will not have elapsed on the date of the Share Scheme Meeting), in accordance with the discretion exercised by the ASM Board as disclosed in the Scheme Booklet, 100% of those ASM Performance Rights will vest and be deemed to have been exercised, conditional on the Share Scheme becoming Effective. It is anticipated that 1,956,018 ASM Performance Rights will vest and be exercised on this basis, and those ASM Performance Rights will therefore also be converted to ASM Shares prior to the Scheme Record Date.

8.4 ASM Performance Rights held by Rowena Smith

Section 10.3(c) of the Scheme Booklet sets out details of the ASM Performance Rights held by ASM Directors, including Rowena Smith, Managing Director and Chief Executive Officer of ASM. As at the date of this Scheme Booklet, Ms Smith held 27,357 vested but unexercised ASM Performance Rights and 2,768,367 unvested ASM Performance Rights, valued at approximately A\$3,396,805 based on the ASM Share price as at 30 June 2026. No other ASM Directors hold ASM Performance Rights.

Due to the revised timetable for the Schemes and the postponed Share Scheme Meeting, the number of ASM Performance Rights held by Ms Smith that are expected to vest and be exercised on approval of the Share Scheme at the Share Scheme Meeting, and the number of ASM Performance Rights that are expected to vest and be exercised conditional on the Share Scheme becoming Effective, will differ from the numbers disclosed in the Scheme Booklet.

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If the Share Scheme is approved by the ASM Shareholders at the Share Scheme Meeting, Ms Smith will be entitled to receive up to 2,128,129 ASM Shares in relation to:

- the vested and unexercised ASM Performance Rights held by Ms Smith; and
- that proportion (expressed as a percentage) of unvested ASM Performance Rights held by Ms Smith in respect of which the performance period of those ASM Performance Rights will have elapsed as at the date of the Share Scheme Meeting.

In addition, in respect of the remaining proportion of unvested ASM Performance Rights held by Ms Smith, if the Share Scheme becomes Effective, Ms Smith will be entitled to receive 667,595 ASM Shares in connection with the accelerated vesting of that remaining proportion of ASM Performance Rights, in accordance with the exercise of the ASM Board's discretion described in section 8.3 above.

8.5 Consents to be named and related disclosures

(a) **Consents**

This Supplementary Scheme Booklet contains statements made by, or statements said to be based on statements made by:

- Energy Fuels in respect of the Supplementary Energy Fuels Information only;
- BDO Corporate Finance as the Independent Expert; and
- SRK Consulting (Australasia) Pty Ltd as the Independent Technical Specialist.

Each of Energy Fuels, BDO Corporate Finance, SRK Consulting (Australasia) Pty Ltd has consented to the inclusion of each statement it has made in the form and context in which the statements appear and has not withdrawn that consent at the date of this Supplementary Scheme Booklet.

The following parties have given and have not, before the date of this Supplementary Scheme Booklet, withdrawn their consent to be named in this Supplementary Scheme Booklet in the form and context in which they are named:

- MA Moelis Australia and Moelis & Company LLC, as financial adviser to ASM;
- Allen Overy Shearman Sterling, as legal adviser to ASM;
- Automic, as the ASM Registry;
- KPMG LLP, as the Independent Registered Public Accounting Firm for Energy Fuels;
- Vacuumschmelze GmbH & Co. KG as member of the Enlarged Combined Company; and
- PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, as Independent Registered Public Accounting Firm for Ara VAC IE Aggregator.

(b) **Disclosures and responsibility**

Each person named in section 8.5(a):

- has not authorised or caused the issue of this Supplementary Scheme Booklet;
- does not make, or purport to make, any statement in this Supplementary Scheme Booklet or any statement on which a statement in this Supplementary Scheme Booklet is based, other than:

8. ADDITIONAL INFORMATION

- (i) Energy Fuels in respect of the Supplementary Energy Fuels Information only;
- (ii) BDO Corporate Finance in relation to its Summary Letter and Replacement Independent Expert's Report; and
- (iii) SRK Consulting (Australasia) Pty Ltd as the Independent Technical Specialist,

to the maximum extent permitted by law, expressly disclaims all liability in respect of, makes no representation regarding, and takes no responsibility for, any part of the Supplementary Scheme Booklet other than a reference to its name and the statement (if any) included in this Supplementary Scheme Booklet with the consent of that party as specified in this section 8.5.

(c) **Fees**

The total expected transaction costs to be incurred by ASM if the Schemes are implemented is unchanged from the figure set out in section 10.8(c) of the Scheme Booklet.

However, as at the date of this Supplementary Scheme Booklet, if the Share Scheme is not implemented on the basis ASM Shareholders do not approve the Share Scheme at the Share Scheme Meeting, ASM now expects to pay approximately \$5.1 million, in aggregate (including GST, which is assumed to not be deductible), in transaction costs.

8.6 **No other material information**

Except as disclosed elsewhere in the Scheme Booklet or this Supplementary Scheme Booklet, so far as the ASM Directors are aware, there is no other information that is:

- material to the making of a decision by an ASM Securityholder whether to vote in favour of the Schemes; and
- known to any ASM Director at the date of this Supplementary Scheme Booklet ,

which has not been previously disclosed to ASM Securityholders.

8.7 **Supplementary disclosure**

ASM will issue a further supplementary document if it becomes aware of any of the following between the date of this Supplementary Scheme Booklet and the Second Court Date:

- a material statement in this Supplementary Scheme Booklet or the Scheme Booklet is false or misleading in a material respect;
- a material omission from this Supplementary Scheme Booklet or the Scheme Booklet;
- a significant change affecting a matter included in this Supplementary Scheme Booklet or the Scheme Booklet; or
- a significant new matter has arisen and it would have been required to be included in this Supplementary Scheme Booklet or the Scheme Booklet if it had arisen before the date of this Supplementary Scheme Booklet or the date of the Scheme Booklet, as applicable.

Depending on the nature and timing of the changed circumstances, and subject to obtaining any relevant approvals, ASM may circulate and publish any further supplementary document by:

- making an announcement to the ASX;



- placing an advertisement in a prominently published newspaper which is circulated generally throughout Australia;
- posting the supplementary document to ASM Securityholders at their address shown on the ASM Share Register or ASM Options Register; and/or
- posting a statement on ASM's website at <https://asm-au.com/>,

as ASM, in its absolute discretion, considers appropriate.

9. GLOSSARY

9.1 Definitions

The following defined terms used throughout this Supplementary Scheme Booklet have the meaning set out below unless the context otherwise requires. Capitalised terms not defined in this Supplementary Scheme Booklet have the meaning given to them in the Scheme Booklet.

Acquired Companies	The Acquired TopCos and their respective direct and indirect subsidiaries.
Acquired TopCos	Ara VAC US TopCo and Ara VAC Dutch TopCo.
Acquired TopCo Equityholders	Ara VAC IE Aggregator, Blocker, and Ara HoldCo.
Annex	An annex to this Supplementary Scheme Booklet.
Ara EF Share Recipients	Has the meaning given in section 4.2(f).
Ara HoldCo	Ara VAC Holdings, Ltd., a limited company organized under the laws of Ireland.
Ara Lead EF Share Recipient	Ara VAC IE Aggregator.
Ara Parties	Ara HoldCo, Blocker, Ara Lead EF Share Recipient and (before the Closing) the Acquired TopCos.
Ara VAC Dutch TopCo	VAC Group B.V., a private limited company organized under the laws of the Netherlands, having its official seat in Amsterdam, the Netherlands and registered with the Dutch trade register under number 42036655.
Ara VAC IE Aggregator	Ara VAC IE Aggregator, LP, a limited partnership organized under the laws of Ireland.
Ara VAC US TopCo	Ara VAC TOPCO US LLC, a limited liability company organized under the laws of Delaware.
Blocker	Ara VAC Blocker, SLP, a separate limited partnership organized under the laws of Jersey.
Board Nomination Right	Has the meaning given in section 4.2(g).
Closing	Has the meaning given in section 4.2.
Closing Date	The date on which Closing occurs.
Commitment Letter	The commitment letter between Energy Fuels and Goldman Sachs Bank USA in connection to the Senior Secured Term Loan facility.
Conditional OSC Financing	Energy Fuels' conditional US\$725 million, 20-year loan commitment from the OSC to finance the planned expansion of the White Mesa Mill and development of a planned rare earth metals and alloys facility in the United States, as announced in the Energy Fuels Financing Announcement.

DTL	Deferred tax liabilities.
Dutch Merger Sub	A private limited company to be organized under the laws of the Netherlands, to have its official seat in Amsterdam, the Netherlands and to be registered with the Dutch trade register.
Election Date	The latest time and date by which the ASM Registry must receive a validly completed Election Form from Eligible Scheme Shareholders who wish to elect to receive New Energy Fuels Shares (rather than receive New Energy Fuels CDIs by default) or to withdraw a previous Election made, being 5.00pm (AWST) on Wednesday, 19 August 2026, or such other time as Energy Fuels and ASM agree in writing.
Energy Fuels Financing Announcement	The press release published by Energy Fuels on 18 June 2026 (Eastern Time) in relation to the Conditional OSC Financing.
Energy Fuels Transaction Announcement	The press release published by Energy Fuels on 23 June 2026 (Eastern time) announcing that Energy Fuels had entered into a definitive agreement to acquire 100% of VAC.
Energy Fuels Updates	The Conditional OSC Financing, VAC Merger and Senior Secured Term Loan Facility.
Enlarged Combined Company	The combination of the Energy Fuels Group, the ASM Group and VAC following the implementation of the Schemes and the VAC Merger.
Enlarged Combined Company Pro Forma Historical Balance Sheet of Energy Fuels, ASM, and Ara VAC IE Aggregator	The Enlarged Combined Company pro forma historical balance sheet as at 31 December 2025.
Enlarged Combined Company Pro Forma Historical Financial Information of Energy Fuels, ASM, and VAC	The Enlarged Combined Company pro forma historical financial information, which consists of the Enlarged Combined Company Pro Forma Historical Balance Sheet of Energy Fuels, ASM, and Ara VAC IE Aggregator and the Enlarged Combined Company Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) of Energy Fuels, ASM, and Ara VAC IE Aggregator
Enlarged Combined Company Pro Forma Historical Statement of Operations and Comprehensive Income (Loss) of Energy Fuels, ASM, and Ara VAC IE Aggregator	The Enlarged Combined Company pro forma historical statement of operations for the year ended 31 December 2025.
Escrow Agreement	Has the meaning given in section 4.2.
HSR Act	The Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended.
Independent Director Veto Right	Has the meaning given in section 4.2(g).

Investors' Rights Agreement	Has the meaning given in section 4.2(g).
Lock-Up Shares	Has the meaning given in section 4.2(f).
Merger Agreement	Has the meaning given in section 4.2.
Merger Sub HoldCo	A Canadian unlimited liability corporation to be formed prior to Closing under the laws of a province of Canada determined by Parent, acting reasonably.
Merger Subs	US Merger Sub I together with US Merger Sub II and Dutch Merger Sub.
OSC	The U.S. Office of Strategic Capital.
Parent Parties	The Merger Subs, collectively with Energy Fuels, Merger Sub HoldCo and US Merger Sub HoldCo.
Replacement Independent Expert's Report	The replacement report of the Independent Expert in relation to the Schemes as set out in Annex 1 of this Supplementary Scheme Booklet.
Replacement Independent Specialist Report	The replacement report in Appendix 5 of the Replacement Independent Expert's Report.
Scheme Booklet	The document dated 18 May 2026 being the explanatory statement in respect of the Schemes, which has been prepared in accordance with section 412 of the Corporations Act.
Senior Secured Term Loan Facility	Energy Fuels' conditional commitment for a US\$ 250 million senior secured term loan facility received from Goldman Sachs Bank USA.
Summary Letter	The summary letter issued by the Independent Expert in relation to the Replacement Independent Expert's Report as set out in Annex 1 of this Supplementary Scheme Booklet.
Supplementary ASM Information	The information in this Supplementary Scheme Booklet, including any information which amends, replaces or supplements any ASM Information in the Scheme Booklet, other than the Supplementary Energy Fuels Information, the Summary Letter, the Replacement Independent Expert's Report and the Replacement Independent Specialist Report.
Supplementary Energy Fuels Information	Information regarding the Energy Fuels Group, the Enlarged Combined Company, the business of the Energy Fuels Group and Enlarged Combined Company expressly provided by or on behalf of Energy Fuels to ASM in writing for inclusion in this Supplementary Scheme Booklet, being the following sections or parts thereof: (a) the answers to the following questions in section 2: (i) What is the Conditional OSC Financing?; (ii) What is the VAC Merger?; and (iii) What is the Senior Secured Term Loan Facility?;

	(b) section 4; (c) section 5; (d) section 6; (e) section 7; and (f) section 8.2. For the avoidance of doubt, the Supplementary Energy Fuels Information excludes the Supplementary ASM Information, the Summary Letter, the Replacement Independent Expert's Report and the Replacement Independent Specialist Report.
Supplementary Scheme Booklet	This document, including its Annexes.
Transaction	The acquisition of the Scheme Shares by Energy Fuels through implementation of the Scheme in accordance with the terms of the Scheme Implementation Deed.
US Merger Sub HoldCo	Energy Fuels Holdings Corp., a Delaware corporation.
US Merger Sub I	A Delaware corporation to be formed.
US Merger Sub II	A Delaware limited liability company to be formed.
VAC	Ara VAC Dutch TopCo, Ara VAC US TopCo and their respective consolidated subsidiaries.
VAC Merger	Energy Fuels' proposed acquisition of 100% of VAC from Ara Partners for total cash-and-stock consideration of approximately US\$1.9 billion, as announced in the Energy Fuels Transaction Announcement.
VAC Merger Cash Consideration	Has the meaning given in section 4.2.
VAC Merger Consideration	Has the meaning given in section 4.2.
VAC Merger Preferred Share Consideration	Has the meaning given in section 4.2.
VAC Merger Share Consideration	Has the meaning given in section 4.2.

9.2 Interpretation

In this Supplementary Scheme Booklet, unless expressly stated or the context otherwise appears:

- (a) words and phrases have the same meaning (if any) given to them in the Corporations Act;
- (b) words importing a gender include any gender;
- (c) words importing the singular include the plural and vice versa;
- (d) an expression importing a natural person includes any company, partnership, joint venture, association, corporation or other body corporate and vice versa;
- (e) a reference to a section or annex is a reference to a section of and an annex to this Supplementary Scheme Booklet as relevant;
- (f) a reference to any statute, regulation, proclamation, ordinance or by law includes all statutes, regulations, proclamations, ordinances, or by laws amending, varying, consolidating or replacing it and a reference to a statute includes all regulations, proclamations, ordinances and by laws issued under that statute;
- (g) headings are for convenience only and do not affect the interpretation of this Supplementary Scheme Booklet;
- (h) a reference to time is a reference to time in Perth, Western Australia;
- (i) a reference to **\$**, **A\$** and **AUD** is a reference to the lawful currency of Australia; and
- (j) a reference to **US\$**, **USD** and **U.S. cents** is a reference to the lawful currency of the U.S.



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27 July 2026

The Directors
Australian Strategic Materials Limited
Level 4, 66 Kings Park Road
West Perth WA 6005

Dear Directors,

1. Introduction

We refer to our Independent Expert's Report dated 12 May 2026 ('**Original Report**'), in which we concluded that the scheme of arrangement and creditors' scheme of arrangement (collectively, '**the Schemes**') between Australian Strategic Materials Limited ('**ASM**' or '**the Company**') and Energy Fuels Inc. ('**Energy Fuels**') in the absence of a superior offer, are fair and reasonable and therefore in the best interests of ASM shareholders ('**ASM Shareholders**') and ASM optionholders ('**ASM Optionholders**') respectively. Unless otherwise stated, terms defined in our Original Report have the same meaning in this letter.

Subsequent to the release of our Original Report:

- Energy Fuels announced that it had received a conditional US\$725 million financing commitment from the United States Office of Strategic Capital ('**OSC Financing Commitment**');
- Energy Fuels announced that it had entered into a definitive agreement to acquire Vacuumschmelze GmbH & Co. KG ('**VAC**') ('**VAC Merger**'); and
- Volatility in the share price of Energy Fuels has resulted in our assessed value of an Energy Fuels share changing from US\$20.00 to US\$24.00 in our Original Report to US\$15.00 to US\$20.00 in a supplementary letter to the Directors of ASM dated 15 June 2026, to US\$11.00 to US\$17.00 in our supplementary report that is to be read as a replacement to our Original Report ('**Supplementary Report**').

As a result, ASM announced that supplementary disclosure would be provided to ASM Shareholders and Optionholders and postponed the Scheme Meetings.

In light of these developments, together with the postponement of the Scheme Meetings and the period that has elapsed since the date of our analysis and the analysis of the independent technical specialist in our Original Report, we considered it appropriate to reassess whether the Schemes continue to be fair and reasonable and in the best interests of ASM Shareholders and ASM Optionholders. Therefore, we have issued a Supplementary Report in accordance with ASIC Regulatory Guide 111 'Content of expert reports' ('**RG 111**').

Given the extent of the amendments made since the Original Report, we consider it more appropriate and beneficial for shareholders to be provided with a revised report that replaces the Original Report in its entirety. This approach enables shareholders to consider a single, consolidated report, rather than requiring the Supplementary Report to be read in conjunction with the Original Report in order to fully understand our updated opinion and analysis.

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The purpose of this letter is to summarise the changes reflected in our Supplementary Report relative to the Original Report.

2. Key updates reflected in the Supplementary Report

The main updates incorporated into the Supplementary Report are set in the table below:

Section reference	Summary of change
1 & 4	Updated background information relating to the Schemes, including developments announced subsequent to the release of our Original Report.
2.4 & 14	Updated fairness assessments for both the Share Scheme and the Option Scheme.
4 & 15.6	Updated analysis of the capital structure of the Combined Company, including the impact of the proposed VAC Merger on existing Energy Fuels shareholders and ASM Shareholders.
6	Updated profile of Energy Fuels reflecting recent announcements and developments, including the OSC Financing Commitment and the VAC Merger.
7	Refreshed economic analysis for Australia and the US.
8 & 9	Updated industry analysis for the rare earths and uranium sectors.
11.1.2	Revised DCF valuation of the KMP, including the adoption of a valuation date of 1 June 2026, a five-month delay to the forecast production ramp-up, updated capital expenditure estimates for 2026 and 2027, and revisions to valuation assumptions, sensitivity analysis and margin analysis.
11.1.5	Updated assessment of ASM's other assets and liabilities to reflect changes since 31 December 2025, based on ASM's management accounts as at 31 May 2026.
11.1.6	Updated corporate cost analysis, including a reassessment of corporate costs incurred by ASM's peer group and the present value of ASM's forecast corporate costs, reflecting the revised valuation date adopted in the DCF valuation of the KMP.
12	Updated assessment of the value of the Share Scheme Consideration, based on our assessment of the QMP of Energy Fuels shares.
13.2	Updated valuation of ASM Options, including a revised underlying ASM share value derived from our updated Sum-of-Parts valuation in Section 11.1 and updates to the other option valuation inputs.
15.1 & 15.2	Additional reasonableness considerations relating to the OSC Financing Commitment and the proposed VAC Merger.
15.6	Consideration of Energy Fuels' proposed acquisition of VAC and its implications for ASM Securityholders.
Appendix 3	Updated control premium analysis using comparable transaction data available as at June 2026, noting that these updates did not result in a change to our concluded range.
Appendix 4	Updated discount rate inputs using market data available as at June 2026, noting that these updates did not result in a change to our concluded discount rates.

3. Conclusion

Based on our review of the matters outlined above, including the OSC Financing Commitment, the proposed acquisition of VAC by Energy Fuels, updated market information and revisions to the underlying valuation analysis, we have prepared the Supplementary Report to update our analysis, valuation conclusions and opinion in relation to the Schemes.



As discussed above, given the nature and extent of the updates incorporated since the release of the Original Report, we have prepared the Supplementary Report to supersede and replace the Original Report in its entirety. The Supplementary Report provides ASM Securityholders with a single, consolidated report reflecting our updated analysis and conclusions, rather than requiring the Original Report and a supplementary report to be read together.

Having undertaken the additional work described in the Supplementary Report, our opinion remains unchanged. We continue to conclude that the Share Scheme is fair and reasonable and therefore in the best interests of ASM Shareholders and that the Option Scheme is fair and reasonable and therefore in the best interests of ASM Optionholders, in the absence of superior proposals.

ASM Securityholders should read the Supplementary Report in its entirety before making a decision in relation to the Schemes.

Yours faithfully

BDO CORPORATE FINANCE AUSTRALIA PTY LTD

A handwritten signature in black ink, appearing to read 'Ashton Lombardo', written in a cursive style.

Ashton Lombardo
Director

A handwritten signature in black ink, appearing to read 'Adam Myers', written in a cursive style.

Adam Myers
Director

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**Australian Strategic
Materials Limited**

Independent Expert's Report

27 July 2026

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FINANCIAL SERVICES GUIDE

Dated: 27 July 2026

This Financial Services Guide (FSG) helps you decide whether to use any of the financial services offered by BDO Corporate Finance Australia Pty Ltd (BDO Corporate Finance, we, us, our).

The FSG includes information about:

- Who we are and how we can be contacted
- The services we are authorised to provide under our Australian Financial Services Licence, Licence No: 247420
- Remuneration that we and/or our staff and any associates receive in connection with the financial services
- Any relevant associations or relationships we have
- Our complaints handling procedures and how you may access them.

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Australian Financial Complaints Authority
GPO Box 3, Melbourne VIC 3001
Email: info@afca.org.au
Phone: 1800 931 678
Fax: (03) 9613 6399
Interpreter service: 131 450
Website: <http://www.afca.org.au>

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CONTACT DETAILS

You may provide us with instructions using the details set out at the top of this FSG or by emailing - cf.ecp@bdo.com.au



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27 July 2026

The Directors
Australian Strategic Materials Limited
Level 4, 66 Kings Park Road
West Perth WA 6005

Dear Directors

INDEPENDENT EXPERT'S REPORT

1. Introduction

On 21 January 2026, Australian Strategic Materials Limited ('ASM' or 'the Company') announced that it had entered into a Scheme Implementation Deed ('SID') with Energy Fuels Inc. ('Energy Fuels'), pursuant to which Energy Fuels (or a wholly owned subsidiary of Energy Fuels) has agreed to acquire 100% of the issued ordinary shares of ASM by way of a court-approved scheme of arrangement under the *Corporations Act 2001* (Cth) ('Corporations Act') ('Share Scheme').

On 13 March 2026, ASM and Energy Fuels entered into a deed of amendment and restatement pursuant to which the consideration structure under the SID was amended. For the purposes of this report, the 'SID' refers to the SID as amended and restated on 13 March 2026.

Under the terms of the SID, each eligible ASM shareholder ('ASM Shareholder') will be entitled to receive 0.053 Energy Fuels CHESS Depositary Interests ('New Energy Fuels CDIs'), or Energy Fuels shares ('New Energy Fuels Shares'), if validly elected, for each ASM share held as at the record date for the Share Scheme ('Scrip Consideration'). ASM Shareholders will also be entitled to cash consideration of \$0.13 per ASM share ('Cash Consideration'). The Scrip Consideration and the Cash Consideration are collectively referred to as the 'Share Scheme Consideration'.

Energy Fuels has agreed to establish a Foreign Exempt listing on the Australian Securities Exchange ('ASX') to facilitate trading of New Energy Fuels CDIs on the ASX. Eligible ASM Shareholders will receive the Scrip Consideration in the form of New Energy Fuels CDIs proposed to be quoted on the ASX unless they make a valid election to receive the Scrip Consideration in the form of Energy Fuels common shares listed on the NYSE American and Toronto Stock Exchange ('TSX'), instead.

Under the SID, ASM and Energy Fuels have also agreed the terms of a separate but concurrent creditors' scheme of arrangement pursuant to which all quoted ASM options (trading under the ticker ASX:ASMO) ('ASM Options' or 'Scheme Options') held by ASM optionholders ('ASM Optionholders' or 'Creditors') will be transferred to Energy Fuels in exchange for cash consideration of \$0.50 per ASM Option ('Option Scheme Consideration') ('Option Scheme'). The ASM Options are each exercisable at \$1.74 and expire on 31 October 2027.

The directors of ASM have requested that BDO Corporate Finance Australia Pty Ltd ('BDO') prepare an independent expert's report ('our Report' or 'this Report') to express an opinion as to whether the Share Scheme and the Option Scheme (collectively referred to as 'the Schemes') are fair and reasonable and in

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the best interests of ASM Shareholders and ASM Optionholders, respectively. This Report is prepared as a supplementary report to our report dated 12 May 2026 and should be read as a replacement to that report.

For the purposes of this Report, the '**Share Scheme Meeting**' refers to the meeting of ASM Shareholders ordered by the Court to be convened under section 411(1) of the Corporations Act to consider and vote on the Share Scheme, including any meeting held following an adjournment or postponement of that meeting. The '**Option Scheme Meeting**' refers to the meeting of ASM Optionholders ordered by the Court to be convened under section 411(1) of the Corporations Act to consider and vote on the Option Scheme, and likewise includes any meeting convened following an adjournment or postponement. Collectively, the Share Scheme Meeting and the Option Scheme Meeting are referred to as the '**Scheme Meetings**'.

BDO previously prepared an Independent Expert's Report dated 12 May 2026 ('**Original Report**'), in which we concluded that the Schemes were fair and reasonable and in the best interests of ASM Shareholders and ASM Optionholders.

Following movements in Energy Fuels' share price, in accordance with ASIC Regulatory Guide 111 'Content of expert reports' ('**RG 111**') we considered whether those movements affected the information contained within our report dated 12 May 2026. On 15 June 2026, BDO provided ASM with a supplementary letter setting out our updated values of the Share Scheme Consideration and confirming that, in the absence of a superior proposal, the Schemes remained fair and reasonable and in the best interests of ASM Shareholders and ASM Optionholders.

On 19 June 2026, ASM advised that additional disclosure would be required for ASM Shareholders and ASM Optionholders following an announcement by Energy Fuels in relation to a conditional US\$725 million financing commitment received by Energy Fuels from United States' ('**US**') Office of Strategic Capital ('**OSC**') (as detailed in Section 4 of this Report) ('**OSC Financing Commitment**'). As a result, the Scheme Meetings were postponed. Subsequently, on 23 June 2026, Energy Fuels announced it had entered into a definitive agreement to acquire 100% of Ara VAC Topco GmbH, Ara VAC TopCo US LLC, and their respective consolidated subsidiaries, including Vacuumschmelze GmbH & Co. KG (collectively '**VAC**') ('**VAC Merger**'). Following the announcement of the VAC Merger, ASM confirmed that supplementary disclosure would also be provided to ASM Securityholders regarding the VAC Merger and its implications for the Schemes.

Given the postponement of the Scheme Meetings and the period that has elapsed since the date of our Original Report (dated 12 May 2026), we consider it appropriate to reassess whether the Schemes continue to be fair and reasonable and in the best interests of ASM Shareholders and ASM Optionholders. Therefore, we have issued this Report in accordance with the guidance in RG 111.

Given the extent of the amendments made since the Original Report, we consider it more appropriate and beneficial for shareholders to be provided with a revised report that replaces the Original Report in its entirety. This approach enables shareholders to consider a single, consolidated report, rather than requiring this Report to be read in conjunction with the Original Report in order to fully understand our updated opinion and analysis. Please refer to our Letter to Directors attached to the Supplementary Scheme Booklet for a summary of the changes reflected in this Report.

The Share Scheme is subject to the following conditions precedent:

- approval of the Share Scheme by the requisite majorities of ASM Shareholders (being at least 75% of votes cast and 50% by number of ASM Shareholders present and voting at the Share Scheme Meeting)
- approval by the Federal Court of Australia

- the independent expert concluding (and continuing to conclude) that the Share Scheme is in the best interests of ASM Shareholders
- receipt of key regulatory approvals, including approval from the Australian Foreign Investment Review Board ('FIRB')
- approval for listing of the New Energy Fuels Shares on the NYSE American and TSX, and quotation of New Energy Fuels CDIs on the ASX
- no material adverse change, prescribed occurrence or regulated event occurring in respect of ASM, and no material adverse change or prescribed occurrence occurring in respect of Energy Fuels
- satisfaction or waiver of other customary conditions precedent.

The Share Scheme is not conditional upon the Option Scheme proceeding. However, the Option Scheme is conditional upon the Share Scheme becoming effective.

Upon implementation of the Share Scheme, ASM will become a wholly owned subsidiary of Energy Fuels and will form part of the combined company operating under Energy Fuels ('**Combined Company**'). ASM Shareholders will hold a 5.6% interest in the Combined Company on an undiluted basis prior to the proposed VAC Merger. For the purpose of this Report, the Combined Company together with VAC will be referred to as the '**Enlarged Combined Company**', assuming the VAC Merger proceeds. If the VAC Merger proceeds, ASM Shareholders' interest in Energy Fuels is expected to reduce to approximately 4.5%.

Following implementation, ASM will be removed from the official list of the ASX. Energy Fuels will remain listed on the NYSE American and TSX and the New Energy Fuels CDIs will be quoted and trade on the ASX.

Unless otherwise stated, currencies in this Report are quoted in Australian dollars ('\$'). Our valuation and opinion in our Report is valid as at the date of our Report.

2. Summary and opinion

2.1 Requirement for the report

Our Report is prepared pursuant to section 411 of the Corporations Act and is to be included in the supplementary scheme booklet for ASM to assist ASM Shareholders and ASM Optionholders in their decision whether to approve the Schemes ('**Supplementary Scheme Booklet**').

2.2 Approach

Our Report has been prepared having regard to Australian Securities and Investments Commission ('ASIC') Regulatory Guide 60 'Schemes of arrangements' ('**RG 60**'), RG 111, Regulatory Guide 112 'Independence of experts' ('**RG 112**'), and Regulatory Guide 170 'Prospective financial information' ('**RG 170**').

In arriving at our opinion, we have assessed the terms of the Schemes as outlined in the body of this Report. We have considered the following:

- How the value of an ASM share prior to the Share Scheme on a controlling interest basis compares to the combined value of the Scrip Consideration on a minority interest basis and the Cash Consideration.
- How the value of a Scheme Option prior to the Option Scheme on a controlling interest basis compares to the value of the Option Scheme Consideration.
- The likelihood of a superior offer being made to ASM.

- Other factors which we consider to be relevant to the ASM Shareholders and ASM Optionholders in their assessment of the Schemes.
- The position of ASM Shareholders and ASM Optionholders should one or both Schemes not proceed.

2.3 Opinion

Share Scheme

We have considered the terms of the Share Scheme as outlined in the body of this Report and have concluded that, in the absence of a superior offer, the Share Scheme is fair and reasonable and in the best interests of ASM Shareholders.

Option Scheme

We have considered the terms of the Option Scheme as outlined in the body of this Report and have concluded that, in the absence of a superior offer, the Option Scheme is fair and reasonable and in the best interests of ASM Optionholders.

2.4 Fairness

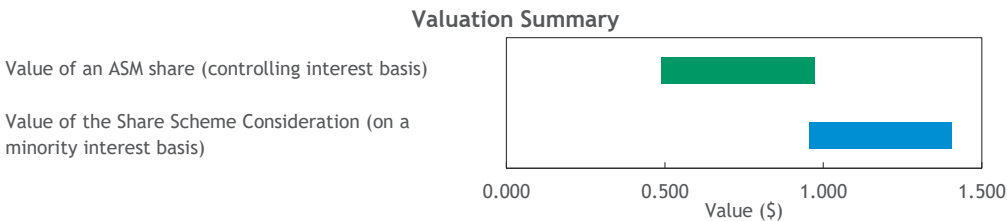
Share Scheme

The value of an ASM share prior to the implementation of the Share Scheme, on a controlling interest basis, and the value of the Share Scheme Consideration, comprising 0.053 New Energy Fuels CDIs (or New Energy Fuels Shares, if validly elected), on a minority interest basis, and the Cash Consideration, is compared below:

	Ref	Low \$	High \$
Value of an ASM share (controlling interest basis)	11.3	0.490	0.973
Value of the Share Scheme Consideration	12.2	0.956	1.406

Source: BDO analysis

The above valuation ranges are graphically presented below:



Source: BDO analysis

The above pricing indicates that the Share Scheme Consideration (on a minority interest basis) exceeds our assessed valuation range of an ASM share (on a controlling interest basis). Therefore, in the absence of a superior proposal, we consider that the Share Scheme is fair for ASM Shareholders.

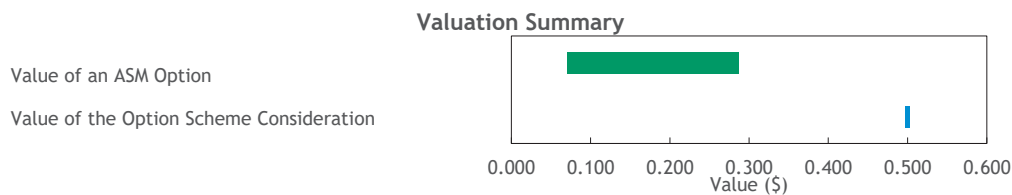
Option Scheme

The value of a Scheme Option prior to the implementation of the Option Scheme, on a controlling interest basis, and the Option Scheme Consideration, being \$0.50 per option, is compared below:

	Ref	Low \$	High \$
Value of an ASM Option	13.3	0.071	0.287
Value of the Option Scheme Consideration		0.500	0.500

Source: BDO analysis

The above valuation ranges are graphically presented below:



Source: BDO analysis

The above pricing indicates that the Option Scheme Consideration is above our assessed valuation range of an ASM Option (on a controlling interest basis). Therefore, in the absence of a superior proposal, we consider that the Option Scheme is fair for ASM Optionholders.

2.5 Reasonableness

We have considered the analysis in Section 15 of this Report, in terms of the following:

- Advantages and disadvantages of the Schemes.
- Other considerations, including the position of ASM Shareholders and ASM Optionholders if the Schemes do not proceed and the consequences of not approving the Scheme.

In our opinion, the position of ASM Shareholders and Optionholders if the Schemes are approved is more advantageous than the position if the Schemes are not approved. Accordingly, in the absence of any other relevant information and/or an alternate proposal we consider that the Schemes are reasonable for ASM Shareholders and ASM Optionholders.

The respective advantages and disadvantages considered are summarised below:

ADVANTAGES AND DISADVANTAGES OF THE SHARE SCHEME			
Section	Advantages	Section	Disadvantages
15.1	The Share Scheme is fair for ASM Shareholders	15.2	Reduced ownership and influence
15.1	ASM Shareholders retain exposure to the future potential upside of the Dubbo Project and the KMP	15.2	The value of the Scrip Consideration is uncertain as it is subject to Energy Fuels' share price and foreign exchange rates at completion
15.1	ASM Shareholders will gain exposure to an integrated rare earths supply chain	15.2	Reduced strategic significance of the Dubbo Project and KMP within the Combined Company

ADVANTAGES AND DISADVANTAGES OF THE SHARE SCHEME			
Section	Advantages	Section	Disadvantages
15.1	Energy Fuels' balance sheet provides greater capacity to fund the Dubbo Project and future KMP production expansions	15.2	Potential future dilution from funding requirements of the Combined Company
15.1	Greater experience and expertise in US regulatory, commercial and financial markets and potential access to US government support programs	15.2	ASM Shareholders will hold equity in a foreign-listed entity, which may change shareholder protection
15.1	Greater corporate portfolio diversification (commodities, geographies and asset life-cycle stages)	15.2	Change in risk profile
15.1	Shares in Energy Fuels are likely to have a greater level of liquidity and institutional coverage than shares in ASM		
15.1	The Cash Consideration provides immediate liquidity and near-term certainty		
15.1	Ability to participate in premium for control if Energy Fuels is subsequently acquired		

ADVANTAGES AND DISADVANTAGES OF THE OPTION SCHEME			
Section	Advantages	Section	Disadvantages
15.3	The Option Scheme is fair for ASM Optionholders	15.4	ASM Optionholders will no longer have exposure to the potential upside from their derivative instrument
15.3	The Option Scheme Consideration provides certainty of value for ASM Optionholders	15.4	ASM Optionholders will forego the opportunity to hold ASM shares

Other key matters we have considered include:

Section	Description
15.5	Alternative proposal
15.6	Other considerations including legal and governance implications, break fees and taxation implications
15.7	Consequences of not approving the Schemes including potential impact on ASM's share price, transaction costs and the position of ASM Shareholders and Optionholders if the Schemes are not approved

3. Scope of the Report

3.1 Purpose of the Report

The Schemes are to be implemented pursuant to section 411 of the Corporations Act. Part 3 of Schedule 8 to the *Corporations Regulations 2001* (Cth) ('**Regulations**') prescribes the information to be sent to shareholders and creditors in relation to schemes of arrangement pursuant to section 411 of the Corporations Act ('**Section 411**').

An independent expert's report must be obtained by a scheme company if:

- There is one or more common directors; or
- The other party to the scheme holds 30% or more of the voting shares in the scheme company.

The expert must be independent and must state whether or not, in his or her opinion, the proposed scheme is in the best interests of the members or creditors of the company, as applicable, the subject of the scheme and set out the reasons for that opinion.

There are no common directors of ASM and Energy Fuels, nor is there any party to the Schemes which holds 30% or more of the scheme company, being ASM. Accordingly, there is no requirement for this Report pursuant to Section 411.

Notwithstanding the fact that there is no legal requirement to engage an independent expert to report on the Schemes, pursuant to the SID, the Share Scheme is subject to an independent expert concluding (and continuing to conclude) that the Share Scheme is in the best interests of ASM Shareholders.

Accordingly, the directors of ASM have requested that BDO prepare this independent expert's report and provide an opinion as to whether the Share Scheme is in the best interests of ASM Shareholders. In addition, the directors of ASM have also requested that BDO provide an opinion as to whether the Option Scheme is in the best interests of ASM Optionholders.

3.2 Regulatory guidance

Neither the Corporations Act nor the Regulations defines the term 'in the best interests of'. In determining whether the Schemes are in the best interests of ASM Shareholders, we have had regard to the views expressed by ASIC in RG 111. This regulatory guide provides guidance as to what matters an independent expert should consider to assist security holders to make informed decisions about transactions.

A key matter under RG 111 that an expert needs to consider when determining the appropriate form of analysis is whether or not the effect of the transaction is comparable to a takeover bid and is therefore representative of a change of 'control' transaction.

In the circumstance of a scheme that achieves the same outcome as a takeover bid, RG 111 suggests that the form of the analysis undertaken by the independent expert should be substantially the same as for a takeover. Independent expert reports required under the Corporations Act in the circumstance of a takeover are required to provide an opinion as to whether or not the takeover bid is 'fair and reasonable'. While there is no definition of 'fair and reasonable', RG 111 provides some guidance as to how the terms should be interpreted in a range of circumstances.

RG 111 suggests that an opinion as to whether transactions are fair and reasonable should focus on the purpose and outcome of the transaction, that is, the substance of the transaction rather than the legal mechanism to effect the transaction.

Schemes of arrangement pursuant to Section 411 can encompass a wide range of transactions. Accordingly, 'in the best interests' must be capable of a broad interpretation to meet the particular circumstances of each transaction. This involves a judgment on the part of the expert as to the overall commercial effect of the transaction, the circumstances that have led to the transaction and the alternatives available. The expert must weigh up the advantages and disadvantages of the proposed transaction and form an overall view as to whether shareholders are likely to be better off if the proposed transaction is implemented than if it is not. This assessment is the same as that required for a 'fair and reasonable' assessment in the case of a takeover. If the expert concludes that a proposal would be 'fair and reasonable' if it was in the form of a takeover bid, the expert will also be able to conclude that the scheme is in the best interests of shareholders. An opinion of 'in the best interests' does not necessarily imply the best possible outcome for shareholders.

3.3 Adopted basis of evaluation

RG 111 states that a transaction is fair if the value of the offer price or consideration is equal to or greater than the value of the securities subject of the offer. This comparison should be made assuming a knowledgeable and willing, but not anxious, buyer and a knowledgeable and willing, but not anxious, seller acting at arm's length. Further to this, RG 111 states that a transaction is reasonable if it is fair. It might also be reasonable if despite being 'not fair' the expert believes that there are sufficient reasons for security holders to accept the offer in the absence of any higher bid.

Having regard to the above, BDO has completed this comparison in four parts:

- A comparison between the value of an ASM share (on a controlling interest basis) and the combined value of the Scrip Consideration (on a minority interest basis) and the Cash Consideration (fairness - see Section 14.1 'Is the Share Scheme Fair?').
- A comparison between the value of an ASM Option (on a controlling interest basis) and the value of the Option Scheme Consideration (fairness - see Section 14.2 'Is the Option Scheme Fair?').
- An investigation into other significant factors to which ASM Shareholders and ASM Optionholders might give consideration, prior to approving the Schemes, after reference to the value derived above (reasonableness - see Section 15 'Are the Schemes Reasonable?').
- A consideration of whether the Schemes are in the best interests of ASM Shareholders and ASM Optionholders.

RG 111 states that if a transaction is fair and reasonable then the expert can conclude that the transaction is in the best interests of shareholders. If a transaction is not fair but reasonable an expert can still conclude that the transaction is in the best interests of shareholders. If a transaction is neither fair nor reasonable then the expert would conclude that the transaction is not in the best interests of shareholders.

This assignment is a Valuation Engagement as defined by Accounting Professional & Ethical Standards Board professional standard APES 225 'Valuation Services' ('APES 225').

A Valuation Engagement is defined by APES 225 as follows:

'an Engagement or Assignment to perform a Valuation and provide a Valuation Report where the Member is free to employ the Valuation Approaches, Valuation Methods, and Valuation Procedures that a reasonable and informed third party would perform taking into consideration all the specific facts and circumstances of the Engagement or Assignment available to the Member at that time.'

This Valuation Engagement has been undertaken in accordance with the requirements set out in APES 225.

4. Outline of the Schemes

On 21 January 2026, ASM announced that it had entered into the SID with Energy Fuels (which was subsequently amended on 13 March 2026), pursuant to which Energy Fuels has agreed to acquire 100% of the issued ordinary shares of ASM by way of a court-approved scheme of arrangement under the Corporations Act.

BDO previously prepared an Independent Expert's Report dated 12 May 2026, in which we concluded that the Schemes were fair and reasonable and in the best interests of ASM Shareholders and ASM Optionholders.

On 15 June 2026, BDO advised ASM that, following movements in Energy Fuels' share price, RG 111 required us to consider whether those movements affected our opinion. BDO provided ASM with a supplementary letter confirming that, in the absence of a superior proposal, the Schemes remained fair and reasonable and in the best interests of ASM Shareholders and ASM Optionholders.

On 18 June 2026, Energy Fuels announced that it had received a US\$725 million conditional financing commitment from the OSC. Subject to further due diligence, finalisation of documentation, customary conditions and approvals, the OSC is expected to provide Energy Fuels with a 20-year loan facility to support the expansion of its critical minerals processing capabilities at the White Mesa Mill in Utah, as well as the development of a rare earth metals and alloy facility in the US. Further information on the OSC Financing Commitment is detailed in Section 5 of the Supplementary Scheme Booklet.

On 23 June 2026, Energy Fuels entered into a definitive agreement to acquire 100% of VAC from Ara Partners. The consideration includes approximately US\$718 million in cash and 65.9 million shares, and Energy Fuels will assume VAC's net debt of approximately US\$140 million. Following completion, Ara Partners is expected to hold approximately 19.9% of Energy Fuels. Further information on the VAC Merger is detailed in Section 6 of our Report and Section 4 of the Supplementary Scheme Booklet.

ASM and Energy Fuels formed the view that supplementary disclosure is required for ASM Shareholders and ASM Optionholders regarding the financing commitment, the VAC Merger and the potential implications. Accordingly, ASM and Energy Fuels are preparing a Supplementary Scheme Booklet which, subject to ASIC review and Court approval, will be dispatched to ASM Shareholders and ASM Optionholders.

The Supplementary Scheme Booklet includes details of the OSC Financing Commitment, the VAC Merger, updated information in relation to Energy Fuels and the Enlarged Combined Company, and any other relevant supplementary disclosures. In connection with the preparation and dispatch of the Supplementary Scheme Booklet, the Scheme Meetings have been postponed from the initial timetable.

Share Scheme

Under the terms of the SID, each ASM Shareholder will be entitled to receive 0.053 New Energy Fuels CDIs, or New Energy Fuels Shares, if validly elected, for each ASM share held as at the record date for the Share Scheme. ASM Shareholders will also be entitled to Cash Consideration of \$0.13 per ASM share.

Energy Fuels agreed to establish a Foreign Exempt listing on the ASX to facilitate trading of New Energy Fuels CDIs on the ASX. Eligible ASM Shareholders will receive the Scrip Consideration in the form of New Energy Fuels CDIs proposed to be quoted on the ASX unless they make a valid election to receive the Scrip Consideration in the form of Energy Fuels common shares listed on the NYSE American and TSX, instead.

Upon implementation of the Share Scheme, ASM will become a wholly owned subsidiary of Energy Fuels and will form part of the Combined Company. Following implementation, ASM will be removed from the official list of the ASX. Energy Fuels will remain listed on the NYSE American and the TSX and the New Energy Fuels CDIs will be quoted and trade on the ASX.

Upon the implementation of the Share Scheme, ASM Shareholders collectively will hold a 5.6% interest in the Combined Company on an undiluted basis.

Option Scheme

Under the SID, ASM and Energy Fuels have also agreed the terms of a separate but concurrent creditors' scheme of arrangement pursuant to which all ASM Options held by ASM Optionholders will be transferred to Energy Fuels in exchange for cash consideration of \$0.50 per option. As at the date of our Report, the Company had 14,339,698 ASM Options on issue, each exercisable at \$1.74 and expiring on 31 October 2027.

Conditions precedent

The Share Scheme is subject to the following conditions precedent:

- approval of the Share Scheme by the requisite majorities of ASM Shareholders (being at least 75% of votes cast and 50% by number of ASM Shareholders present and voting at the Share Scheme Meeting)
- approval by the Federal Court of Australia
- the independent expert concluding (and continuing to conclude) that the Share Scheme is in the best interests of ASM Shareholders
- receipt of key regulatory approvals, including approval from the Australian FIRB
- approval for listing of the New Energy Fuels Shares on the NYSE American and TSX, and quotation of New Energy Fuels CDIs on the ASX
- no material adverse change, prescribed occurrence or regulated event occurring in respect of ASM, and no material adverse change or prescribed occurrence occurring in respect of Energy Fuels
- satisfaction or waiver of other customary conditions precedent.

The Share Scheme is not conditional upon the Option Scheme proceeding. However, the Option Scheme is conditional upon the Share Scheme becoming effective. In addition, the Option Scheme is also conditional upon other conditions precedent, further details of which are contained in the Supplementary Scheme Booklet and include regulatory approvals and approval of the Option Scheme by ASM Optionholders at the Option Scheme Meeting.

ASM Performance Rights

As at the date of this Report, the Company has 7,751,116 performance rights on issue ('ASM Performance Rights'), of which 107,365 are vested and 7,643,751 are unvested. Under the SID, ASM is required to ensure that all equity incentives (including unlisted options, performance rights, and other equity awards) either vest and are exercised and converted into ASM shares, or lapse, prior to the record date for the Share Scheme, in accordance with the agreed incentive treatment arrangements.

Capital structure of the Combined Company following the Schemes

The capital structure of the Combined Company following the Schemes is set out in the table below:

ASM shares on issue prior to the Scheme Meetings	271,730,693
ASM Performance Rights to convert into ASM shares	7,751,116
ASM shares available to receive Scrip Consideration	279,481,809
<i>New Energy Fuels Shares per ASM share held</i>	<i>0.053</i>
New Energy Fuels Shares to be issued to ASM Shareholders as Scrip Consideration	14,812,535
Energy Fuels shares currently on issue	249,961,163
Combined Company shares on issue following the Schemes	264,773,698
<i>% of the Combined Company held by ASM Shareholders</i>	<i>5.6%</i>
<i>% of the Combined Company held by Energy Fuels shareholders</i>	<i>94.4%</i>

Source: SID and BDO analysis

The capital structure of the Enlarged Combined Company following the implementation of the VAC Merger is as follows:

	Shares held following the Schemes	Shares held following the VAC Merger
ASM Shareholders	14,812,535	14,812,535
Existing Energy Fuels shareholders	249,961,163	249,961,163
Ara Partners	-	65,853,000
Total Energy Fuels shares	264,773,698	330,626,698
<i>% of the Enlarged Combined Company held by ASM Shareholders</i>	<i>5.6%</i>	<i>4.5%</i>
<i>% of the Enlarged Combined Company held by Energy Fuels shareholders</i>	<i>94.4%</i>	<i>75.6%</i>
<i>% of the Enlarged Combined Company held by Ara Partners</i>	<i>-</i>	<i>19.9%</i>

Source: Supplementary Scheme Booklet and BDO analysis

Break fees

Pursuant to the SID, ASM must pay a reimbursement fee of \$4.47 million (excluding GST) to Energy Fuels in certain circumstances. A reverse reimbursement fee in the same amount is payable by Energy Fuels to ASM in certain circumstances. The full conditions giving rise to payment of the break fees are described in the Supplementary Scheme Booklet.

Further information on the Schemes is contained in the Supplementary Scheme Booklet.

5. Profile of ASM

5.1 Company overview

ASM is an Australian critical minerals company listed on the ASX pursuing a “mine-to-metals” business strategy. A mine-to-metal business is a vertically integrated model from mining ore through to refined metals and alloys delivered to customers. The ‘mine-to-metals’ business model aims to capture higher margins, improve pricing power, and provide end-users with secure, traceable supply of finished metals.

ASM’s cornerstone mine asset is a long-life rare earths and critical minerals project (‘**Dubbo Project**’) in Toongi, near Dubbo in New South Wales, Australia. The Dubbo Project is currently going through development and financing phases. Please refer to Section 5.3 below for additional details.

ASM also operates a metals plant in South Korea (‘**KMP**’). The KMP converts rare earth oxides into high-purity metals and alloys. The KMP represents a critical component of ASM’s integrated value chain strategy and provides early-stage commercial revenues. Please refer to Section 5.4 below for additional details.

ASM is headquartered in Perth, Western Australia.

The current directors of ASM are:

- Ian Jeffrey Gandel (Non-Executive Chair)
- Rowena Smith (Managing Director and Chief Executive Officer)
- Kerry Gleeson (Non-Executive Director)
- Dominic Heaton (Non-Executive Director)
- Gavin Smith (Non-Executive Director)

Please refer to Section 5.2 below for an overview of ASM’s corporate history.

5.2 Corporate history

An overview of key events and milestones of ASM’s corporate history is presented in the table below. Specific corporate events which relate to the Dubbo Project and/or to the KMP are discussed in Section 5.3 and 5.4 below.

Year	Description of key corporate events
2020	▶ In July 2020, the shareholders of Alkane Resources Ltd (‘Alkane’) approved the demerger of ASM with ASM set to list on the ASX. Alkane then completed the in-specie distribution and transfer of ASM shares to eligible Alkane shareholders. ▶ ASM listed on the ASX on 30 July 2020.
2021	▶ On 26 March 2021, ASM announced that the Company had received firm commitments from institutional investors for the placement of 13.5 million new fully paid ordinary shares at \$4.80 per share, raising approximately \$65 million in gross proceeds. ASM also undertook a 1 for 14 pro rata non-underwritten, non-renounceable entitlement offer to eligible shareholders to raise a further \$41 million before transaction costs. ▶ On 21 April 2021, ASM announced the completion of the entitlement offer and issued a short-fall notice. Together with the placement to institutional and sophisticated investors, the gross proceeds under the capital raising were \$91.9 million.
2022	▶ On 18 June 2022, ASM announced that its Managing Director and Chief Executive Officer, David Woodall, would step down from both roles and be replaced by ASM’s then Chief Operating Officer, Rowena Smith. Rowena Smith was appointed as Managing Director in March 2023. ▶ On 2 November 2022, ASM announced the Company has received firm commitments for an institutional placement to raise approximately \$30 million. In addition to the placement, eligible

Year	Description of key corporate events
	shareholders had the opportunity to participate in a non-underwritten share purchase plan to target a further \$10 million. The share purchase plan closed on 30 November 2022 with ASM receiving and accepting applications totalling \$11.1 million.
2024	- On 17 April 2024, ASM announced that it received firm commitments for an institutional placement to raise \$15 million. Eligible shareholders had the opportunity to participate in a non-renounceable entitlement offer to target up to a further \$5.2 million at the same offer price as the placement. Investors received one ASM option with a strike price of \$1.74 for each share purchase. - On 3 June 2024, following the completion of the \$15 million placement, ASM announced it had received \$1.6 million under the entitlement offer. This resulted in the issuance of 14,339,698 ASM Options.
2025	- On 16 June 2025, ASM announced an underwritten share purchase plan ('SPP') to raise approximately \$3.0 million before costs. On 21 July 2025, ASM announced that the share purchase plan was oversubscribed, raising total proceeds of \$11.8 million before costs. Following the completion of the SPP, ASM announced that it planned to undertake a top-up placement at the same issue price as the SPP. - On 28 July 2025, ASM announced that the Company completed the top-up placement which raised \$13 million before costs. - On 20 October 2025, ASM announced that the Company completed an institutional placement where it raised \$55.2 million before costs at a price of \$1.20 per share. The placement included the issue of 42.3 million new shares, raising approximately \$50.8 million (before costs), with the balance to be subscribed for by ASM's Chair Mr Ian Gandel, Non-Executive Director Mr Dominic Heaton, and existing substantial shareholder Chapelgreen Pty Ltd, subject to ASM shareholder approval. The purpose of the placement was to fund completion of the Phase 2 ramp up at the KMP to increase alloy nameplate capacity to 3,600 tonnes per annum ('tpa').
2026	- On 21 January 2026, ASM announced that it had entered into the SID (which was subsequently amended on 13 March 2026) with Energy Fuels under which it is proposed that Energy Fuels will acquire 100% of the issued share capital of ASM by way of a court-approved Scheme of Arrangement. - On 23 February 2026, ASM announced the results of its Extraordinary General Meeting, where Shareholders approved issuing the remaining 3.7 million shares under the October 2025 placement to Mr Ian Gandel, Mr Dominic Heaton, and Chapelgreen Pty Ltd, raising \$4.4 million before costs.

Source: ASM ASX Announcements and other ASX filings

5.3 The Dubbo Project

Project overview and history

The Dubbo Project is in Toongi, near Dubbo, New South Wales, Australia and is ASM's cornerstone rare earths and critical minerals project.

In July 2021, ASM entered into a conditional exclusive framework agreement with a South Korean consortium ('**Korean Consortium**') of investors to subscribe for a 20% equity interest in Australian Strategic Materials (Holdings) Ltd, the ASM subsidiary which held the Dubbo Project, for a subscription price of US\$250 million (approximately \$340 million at the time). At the time, the agreement included provision for a 10-year offtake agreement for up to 2,800 tonnes per annum of neodymium-iron-boron ('**NdFeB**') alloy from ASM's KMP, which was under construction. The proposed investment from the Korean Consortium was subject to several conditions in addition to the customary regulatory approvals, including completing of technical, legal, financial and tax due diligence, finalising a proposed offtake agreement, and securing financing in respect of the Dubbo Project.

In December 2021, ASM released the outcome of the Optimisation Study and Enhanced Project Addendum for the Dubbo Project ('**Optimisation Study**'). The Optimisation Study was based on an optimisation study released by Alkane in 2018. The 2021 version of the Optimisation study included revised project financials

based on initial total ore reserves of 18.9 Mt, a 20-year life of mine base case with total capital expenditure estimated at \$1.678 billion. At the time, the Dubbo Project was expected to produce rare earth oxides, praseodymium, zirconium, hafnium, dysprosium ('Dy'), terbium ('Tb') and niobium oxides that can all be refined into high purity alloys, metals and powders at ASM's metal plants.

In June 2021, Export Finance Australia ('EFA') issued a non-binding letter of support for ASM's Dubbo Project, including a debt funding facility of up to \$200 million, subject to a successful outcome from EFA's assessment and due diligence process, which was contingent on several conditions.

In February 2022, ASM signed a heads of agreement with Hyundai Engineering in relation to the development of the Dubbo Project. The agreement was to exclusively negotiate the Front-End Engineering and Design ('FEED') and the Engineering Procurement and Construction ('EPC') for the Dubbo Project with Hyundai Engineering having been identified as the preferred candidate. ASM awarded the contract to Hyundai Engineering on 9 June 2022 at a contract price of \$46.7 million with work anticipated to take approximately 14 months.

In May 2022, ASM announced that KCF Energy Co. Ltd, a company owned by the Korean Consortium, had agreed to invest US\$15 million of equity funding in ASM. The investment was effected through the subscription for ordinary shares in ASM at an issue price of \$8.90 per share. ASM and the Korean Consortium also agreed to revise the conditional framework agreement entered into in July 2021. The revised framework agreement provided for negotiations on a non-exclusive basis in relation to potential further investments, including the facilitation of a strategic investor, additional equity investment, and an investment in the subsidiary that owns the KMP in the form of convertible bonds. However, these subsequent investments were not made.

In January 2023, ASM announced that the Company and Hyundai Engineering negotiated a variation to the EPC definition contract to allow Hyundai Engineering to commence the EPC definition work in stages. The overall contract price remained unchanged, but the variation divided the work into three stages.

In May 2023, ASM announced that the Dubbo Project was awarded grant funding of \$6.5 million under Tranche 2 of the Australian Government's Critical Minerals Development Program ('CMDP').

In August 2023, ASM announced the award of a consultancy services agreement to Bechtel Australia Pty Ltd for the provision of engineering services for non-process infrastructure study work to support advancing the Dubbo Project. The work was to contribute to developing capital and operating costs estimates key to ASM making its final investment decision ('FID') on the Dubbo Project. The contract was estimated at \$6.5 million.

In March 2024, ASM announced that the Company has received a non-binding and conditional letter of interest from the Export-Import Bank of the United States ('US EXIM') to provide a debt funding package of up to US\$600 million (approximately \$923 million at the time) for the construction and execution phase of the Dubbo Project. US EXIM also provided a non-binding and conditional letter of interest for up to US\$31.855m of funding under its Engineering Multiplier Program, which supports US-linked pre-construction expenditure.

In March 2024, ASM engaged Bechtel for FEED services in relation to the Dubbo Project. The contract would see Bechtel progress design of both the process plant and non-process infrastructure facilities at the Dubbo Project. Services under the contract were estimated at approximately \$55 million and the estimated schedule for the FEED services was 18 months.

In April 2024, ASM announced that it had received a non-binding and conditional letter of interest received from Canada's official export credit agency, Export Development Canada ('EDC') indicating support for

EDC to provide a direct lending debt funding package of up to \$400 million for the construction and execution of the Dubbo Project.

In October 2024, ASM announced the award of \$5 million under the Australian Government's International Partnerships in Critical Minerals ('IPCM') Program. The grant funding was to be matched by ASM and used to support a rare earth options assessment ('REOA') pilot program. The REOA identified several technically viable options that required metallurgical test-work to progress further.

In June 2025, ASM reported on the results from heap leach metallurgical testing undertaken as part of the REOA. The results included a simplified flowsheet focused on a heap leaching method, using diluted hydrochloric acid, to recover rare earths from the Dubbo Project's ore body. The benefit of the heap leaching method is that it could provide an accelerated pathway at reduced capital and operating costs. ASM also announced that it was conducting a scoping study ('Scoping Study') to assess the high-level economic evaluation of this heap leach method ('Heap Leach Option').

In July 2025, ASM released the results of the Scoping Study, including an initial economic evaluation of the Heap Leach Option as a potential first-phase development pathway. Unlike the Optimisation Feasibility Study, the Heap Leach Option's first phase of processing would focus production on neodymium praseodymium ('NdPr') oxide, Dy oxide and Tb oxide.

Other highlights of the Scoping Study include, but are not limited to:

- A life of mine of 42 years;
- Average throughput of 1.0 million tpa;
- Estimated capital cost of \$740 million (including an 18% contingency);
- Estimated operating expenses of \$93 million per annum; and
- Targeted average annual production over the life of mine of 1,037 tpa of NdPr oxide, 11 tpa of Tb oxide and 49 tpa of Dy oxide.

Based on the Scoping Study's results, ASM announced that the Company would progress the Heap Leach Option to a Pre-Feasibility Study. If deemed viable, this development pathway would transition to FEED, followed by an FID and an estimated 30 months construction phase.

5.4 The KMP

Project overview

ASM's KMP, located in Ochang, South Korea is the Company's downstream hub originally for manufacturing NdPr metal and NdFeB alloy but since with capability extended to Tb metal and Dy metal, anchoring ASM's mine-to-metals strategy.

The KMP opened on 12 May 2022, progressed to first commercial Nd and Pr metal sales contracts in September of 2022 then to first commercial NdFeB alloy sales contracts in May 2023. By July 2025, the KMP reported its first heavy rare earth metal sales of Tb and Dy. Following a \$55 million placement in October 2025, ASM aims to fund a phase 2 ramp-up intended to increase NdFeB alloy nameplate capacity to ~3,600tpa ('Phase 2'). ASM is also contemplating a potential phase 3 ramp-up which would further increase nameplate capacity to ~5,600tpa ('Phase 3').

Project development history

In 2019, Alkane announced that, through its wholly owned subsidiary, ASM, executed a binding agreement with Zirconium Technology Corporation ('Ziron Tech') to fund the final stage research in relation to a clean metal process to convert metal oxide to metals of higher marketable purity. Pursuant to the

agreement, ASM would invest US\$1.2 million towards a pilot plant facility to complete late-stage piloting and a feasibility study for larger scale development and commercialisation of the process.

In 2020, ASM announced the commissioning of a commercial pilot plant and that Ziron Tech had completed the first production run of titanium metal alloy. The production of neodymium metal was also achieved.

On 3 September 2020, ASM announced that it had entered into a binding heads of agreement to acquire 95% of Ziron Tech and the pilot plant constructed in 2020. As consideration for the transaction, ASM issued 1,306,417 shares at an issue price of \$2.068 per share and granted Ziron Tech shareholders a net smelter return ('NSR') of 5% from any global commercial metallisation facility established using the titanium alloy technology subject to certain conditions. The acquisition was completed in November 2020.

In March 2021, ASM completed an internal scoping study for an initial 5,200 tpa metals plant in Korea and signed a memorandum of understanding ('MoU') with various levels of government in Korea to locate ASM's first metals plant.

In November 2021, ASM's KMP commenced hot commissioning and on 12 May 2022, ASM announced the official opening of the Company's first high purity critical metals plant in South Korea.

In September 2022, ASM announced the Company's first sale of NdPr metal produced at its KMP. The sales agreement covered the sale and delivery of up to 10 tonnes of NdPr metal ingot from September 2022 to December 2022.

In April 2023, ASM announced a binding agreement with Vietnam Rare Earth Company ('VTRE') for the purchase of rare earth oxides from Vietnam to be used as feedstock at ASM's KMP. Under the terms of the agreement, VTRE would deliver 100 tonnes of product in 2023 in exchange for a price in United States dollar ('USD' or 'US\$') determined using a formula-based mechanism based on published market prices for neodymium-praseodymium oxide.

In May 2023, ASM announced the commencement of a strategic partnership with US-based rare earth magnet manufacturer Noveon Magnetics Inc. ('Noveon') with the signing of an agreement for the sale of NdFeB alloy from the KMP. The agreement was for the sale of 100 tonnes of NdFeB alloy based on a fixed price per tonne determined by reference to the high-quality specification of the alloy.

In August 2023, ASM announced that its wholly owned subsidiary, ASM Korea Co., Ltd had signed a five-year binding sales and tolling framework agreement with USA Rare Earth, LLC for the supply of NdFeB alloy.

In the June 2025 quarter, ASM signed binding purchase orders totalling 22.2 tonnes of NdFeB alloy for delivery in the second half of 2025. The binding purchase orders were placed by Noveon, which agreed to purchase 15 tonnes under its existing 100-tonne supply agreement, and Vacuumschmelze GmbH & Co. KG, which agreed to purchase 7.2 tonnes following product validation.

In July 2025, ASM announced it had completed its first sale of heavy rare earth metals, comprising of 2 kilograms of Tb and 2 kilograms of Dy to Magnequench, a subsidiary of Neo Performance Materials ('Neo'). In addition, ASM also completed the sale of 10 tonnes of NdPr metal to Neo for use in their permanent magnet manufacturing facilities. These sales were completed at prevailing market prices.

At the same time, ASM signed a non-binding MoU with Neo to formalise a broader strategic partnership. The MoU establishes a framework for cooperation across the supply of rare earth materials, metallisation and tolling services, and related technological and commercial activities relevant to both companies. The MoU was effective from 15 July 2025 for a period of 12 months.

In October 2025, ASM announced that the Company received firm commitments for an institutional placement to raise \$55 million to increase NdFeB alloy nameplate capacity to approximately 3,600 tpa and support further downstream expansion initiatives in Korea and potentially the US.

In December 2025, ASM announced a follow-on sale of 60 tonnes of NdFeB alloy to Noveon under the existing 100-tonne supply contract.

5.5 Property and water rights portfolio

Overview of the holding

ASM, through its wholly-owned subsidiary Toongi Pastoral Company Pty Ltd ('TPC') owns freehold land surrounding the Dubbo Project. The land area covers approximately 3,616 hectares and is located in the Central West region of New South Wales, approximately 23 kilometres south of Dubbo and 100 kilometres north-west of Orange.

There is access to the property from a bitumen sealed road, Toongi Road, and there is internal access within the property from gravelled roadways and farm tracks. The parcel of land comprises 2,487 hectares of arable land, 489 hectares of grazing land, with the remaining area predominately heavily timbered grazing land. The parcel of land is fenced to all boundaries and is divided into 143 grazing, cropping and holding paddocks.

The property interest includes the following 11 dwellings:

- Two storey dwelling with an area of approximately 214 square metres
- One storey dwelling with an area of approximately 274 square metres
- One storey studio with an area of approximately 150 square metres
- One storey dwelling with an area of approximately 127 square metres
- One storey dwelling with an area of approximately 92 square metres
- One storey dwelling with an area of approximately 114 square metres
- One storey dwelling with an area of approximately 237 square metres
- One storey dwelling with an area of approximately 194 square metres
- One storey dwelling with an area of approximately 204 square metres
- One storey cottage dwelling with an area of approximately 100 square metres
- One storey cottage dwelling with an area of approximately 104 square metres.

Based on a property valuation report, commissioned by the Company, which is dated June 2025, the above dwellings are in either sound or fair condition.

The property interests also include the following structures:

- Demountable Donga/amenities block
- Demountable office/transportable donga with an area of approximately 55 square metres
- Workshop with an area of approximately 260 square metres
- 16 sheds of varying size that can be used for a variety of purposes including machinery storage, shearing and hay storage
- Four cattle yards
- A number of grain silos of various capacities.

Based on a property valuation report, commissioned by the Company, which is dated June 2025, the above structures are in either sound or fair condition, with one of the storage sheds and one of the shearing

sheds deemed to be in fair to poor condition. There are a number of other structures included on the property but due to their condition being classified as “poor”, the valuer considers them to be of “no added value/utility”.

Water rights

The land area also includes approximately 856 megalitres of High Security Macquarie and Cudgegong River water entitlements, 750 megalitres of General Security Macquarie and Cudgegong River water entitlements and 1,402 megalitres of Upper Macquarie Alluvial Groundwater water entitlements.

5.6 Historical Consolidated Statements of Financial Position

Consolidated Statement of Financial Position	Reviewed as at 31-Dec-25 \$'000	Audited as at 30-Jun-25 \$'000	Audited as at 30-Jun-24 \$'000	Audited as at 30-Jun-23 \$'000
CURRENT ASSETS				
Cash and cash equivalents	69,671	19,013	47,602	56,655
Trade and other receivables	4,046	1,115	1,298	4,251
Inventories	8,362	9,553	17,750	25,447
Biological assets	507	383	379	962
TOTAL CURRENT ASSETS	82,586	30,064	67,029	87,315
NON-CURRENT ASSETS				
Property, plant and equipment	68,031	72,570	68,171	66,700
Intangible assets	33	394	1,454	2,538
Exploration and evaluation assets	126,989	122,952	121,214	109,340
Biological assets	1,260	1,015	925	1,089
Other assets	167	178	172	238
TOTAL NON-CURRENT ASSETS	196,480	197,109	191,936	179,905
TOTAL ASSETS	279,066	227,173	258,965	267,220
CURRENT LIABILITIES				
Trade and other payables	3,151	3,302	4,803	3,394
Interest-bearing liabilities	3,201	13,666	16,531	17,295
Provisions	815	831	592	464
Unearned revenue	9,097	2,479	11,221	2,525
TOTAL CURRENT LIABILITIES	16,264	20,278	33,147	23,678
NON-CURRENT LIABILITIES				
Interest bearing liabilities	397	387	324	410
Deferred tax	18,815	17,405	18,075	18,096
Provisions	2,526	2,898	2,825	2,842
Unearned revenue	-	4,735	-	6,232
TOTAL NON-CURRENT LIABILITIES	21,738	25,425	21,224	27,580
TOTAL LIABILITIES	38,002	45,703	54,371	51,258
NET ASSETS	241,064	181,470	204,594	215,962
EQUITY				
Issued capital	353,364	281,350	281,462	268,316
Other equity	1,922	1,922	1,922	-

Consolidated Statement of Financial Position	Reviewed as at 31-Dec-25 \$'000	Audited as at 30-Jun-25 \$'000	Audited as at 30-Jun-24 \$'000	Audited as at 30-Jun-23 \$'000
Reserves	13,828	15,295	13,752	15,013
Accumulated losses	(128,088)	(117,129)	(92,560)	(67,413)
Equity attributable to the owners of ASM	241,026	181,438	204,576	215,916
Non-controlling interest	38	32	18	46
TOTAL EQUITY	241,064	181,470	204,594	215,962

Source: ASM's audited financial statements for the years ended 30 June 2023, 30 June 2024 and 30 June 2025, and reviewed financial statements for the half-year ended 31 December 2025

We note that for the financial years ended 30 June 2025 ('FY25'), 30 June 2024 ('FY24') and 30 June 2023 ('FY23'), the Company's auditor highlighted a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Subsequently the material uncertainty was removed in the reviewed financial statements for the half-year ended 31 December 2025 ('HY26') due to ASM's improved cash position.

As at 30 June 2025, the ASM 2025 annual report included disclosures in relation to ASM's ability to continue as a going concern. Specifically, the Directors of ASM noted the ability of ASM to meet its debts and commitments as they fall due are dependent on ASM:

- Continuing to source new customers for the sale of products produced from the KMP and offtake agreements for the Dubbo Project.
- Refinancing the borrowing facility totalling \$13.6 million from two Korean banks, which ASM has since repaid one loan facility totalling \$9.2 million.
- Raising additional equity capital. The Directors are of the view that ASM will be able to raise further equity capital as ASM was successful in raising \$24.9 million in July 2025, \$16.6 million in June 2024 and \$41.1 million in November 2022 (before costs).
- Obtaining project funding for the Dubbo Project. ASM continues to engage with global banks, export credit agencies and government agencies to progress funding options for the project and listed several financing arrangements already in place with various export credit agencies and government agencies specifically.

The Directors believed that ASM will be successful in the above matters and it is appropriate to adopt the going concern basis in the preparation of the FY25 financial statements.

Commentary on Historical Consolidated Statements of Financial Position

- Movements in cash and cash equivalents are addressed in the historical statements of cash flows and the accompanying commentary in Section 5.7 of our Report.
- Inventories as at 31 December 2025 primarily comprised Korean materials (\$8.0 million) with the remaining balance relating to TPC supplies (\$0.3 million). Of the Korean materials, \$5.4 million is recorded at net realisable value. ASM's assessment of net realisable value and classification of its Korean inventory holdings requires estimation of the cost to complete, which resulted in write-downs of \$7.5 million in FY23, \$5.8 million in FY24, \$5.9 million in FY25 and \$0.7 million for HY26.
- The property, plant and equipment balance primarily comprises land and buildings, work-in-progress and plant and equipment related to the Dubbo Project, the KMP and the property and water rights held by TPC. We note that the property and water rights are recorded at cost. In December 2024, ASM established a plan to sell non-essential Korean titanium equipment during

2025. At 31 December 2024, the equipment was classified as held for sale and measured at the lower of its carrying and fair value less cost to sell. At 30 June 2025, the asset remained as available for sale, however there was no evidence to support the carrying value of the equipment, which resulted in a complete write-down of \$2.4 million.

For HY26, ASM assessed whether there were any indicators of impairment of the Company's property, plant and equipment. Although ASM's market capitalisation as at 31 December 2025 remained below its net assets, management did not consider this, in isolation, to be an indicator of impairment. In forming this view, management noted that sales at the KMP had continued to increase, technical and feasibility work at the Dubbo Project had progressed, and ASM's market capitalisation had risen since 30 June 2025 and continued to increase post 31 December 2025. Further, the value of ASM implied by the Energy Fuels proposed acquisition significantly exceeded the net carrying value of ASM's assets, which was considered to be an appropriate proxy for the value of ASM. Accordingly, no impairment expense was recognised in respect of property, plant and equipment as at 31 December 2025.

- Exploration and evaluation assets include the acquisition of rights to explore, and expenditure incurred in relation to areas of interest for which ASM holds rights of tenure. In FY25, ASM capitalised \$9.8 million of expenditures (FY24: \$14.1 million and FY23: \$7.4 million). In FY25, ASM also fully satisfied a grant contributory criterion and reclassified \$6.4 million (FY24: \$0.5 million) from unearned revenue to offset against exploration and evaluation assets where the initial costs were incurred.
- Current interest bearing liabilities of \$3.2 million primarily relate to a loan facility with the Hana Bank in South Korea, denominated in Korean Won ('KRW'). The Hana Bank facility comprises a fully drawn unsecured loan of KRW3 billion (equivalent to \$3.2 million), due for full repayment in May 2026. During HY26, ASM fully repaid its KRW9 billion (equivalent to \$9.2 million) loan facility with the Korean Development Bank. The remaining current interest-bearing liabilities, and all non-current liabilities, relate to lease liabilities. ASM holds various leased assets with terms ranging from one to eight years. ASM had no other debt facilities at 31 December 2025.
- Current provisions at 31 December 2025 comprise annual leave (\$0.7 million) and long-service provisions (\$0.2 million). Non-current provisions at 31 December 2025 primarily relates to a provision for decommissioning of \$1.9 million, with the remainder attributable to long service leave and Korean pension benefits.
- Unearned revenue relates to government grants which are recognised when there is reasonable assurance that the grant will be received, with it being recorded as a liability until such time as the expenditure is made in accordance with the terms of the grant.
- On 24 April 2024, ASM issued 12.9 million shares to institutional investors followed by the issue of 1.4 million shares under an entitlement offer, with free attached options. A total of \$14.8 million was raised from the institutional placement and the entitlement offer with \$1.6 million in transaction costs incurred. The institutional placement for shares also included one free attached option for every share subscribed for under the placement. In total, 12.9 million placement options were issued representing \$1.7 million reported as 'other equity'.
- The increase in ASM's issued capital from \$281.4 million as at 30 June 2025 to \$353.4 million as at 31 December 2025 is the result of the SPP, and two institutional placements completed by ASM in HY26, as outlined in Section 5.2 of our Report.

5.7 Historical Consolidated Statements of Profit or Loss and Other Comprehensive Income

Statement of Profit or Loss and Other Comprehensive Income	Reviewed for the half-year ended 31-Dec-25 \$'000	Audited for the year ended 30-Jun-25 \$'000	Audited for the year ended 30-Jun-24 \$'000	Audited for the year ended 30-Jun-23 \$'000
Revenue	5,965	3,168	3,106	4,441
Cost of sales	(5,245)	(1,679)	(2,497)	(4,268)
Gross profit	720	1,489	609	173
Other income	1,242	1,921	2,556	1,754
Expenses				
Operating expenses	(1,738)	(9,847)	(7,223)	(8,936)
Professional fees and consulting services	(676)	(1,412)	(1,704)	(1,798)
Employee remuneration	(3,723)	(8,130)	(8,837)	(8,166)
Share-based payments	(799)	(963)	(488)	(1,529)
Directors' fees and salaries	(677)	(1,559)	(1,260)	(1,234)
General and administration expenses	(1,658)	(3,197)	(4,317)	(4,633)
Pastoral company expenses	(284)	(691)	(953)	(1,209)
Depreciation and amortisation expense	(703)	(1,786)	(1,756)	(1,799)
Fair value movement in biological assets	460	67	(899)	(1,007)
Finance costs	(413)	(1,014)	(879)	(884)
Net foreign exchange (loss)/gain	(694)	-	4	567
Loss before income tax	(8,943)	(25,122)	(25,147)	(28,701)
Income tax expense	(2,010)	567	(28)	2,398
Loss for the year	(10,953)	(24,555)	(25,175)	(26,303)
Other comprehensive (loss)/gain				
Gain/(loss) on translation of foreign operations	(2,303)	710	(1,592)	1,113
Remeasurement of net defined benefit plan	37	(130)	(157)	35
Other comprehensive income net of tax	(2,266)	580	(1,749)	1,148
Total comprehensive loss for the year	(13,219)	(23,975)	(26,924)	(25,155)
Gain/(loss) attributable to:				
Non-controlling interest	6	14	(28)	(31)
Owners of ASM	(13,225)	(23,989)	(26,896)	(25,124)
Loss attributable to owners of the Company	(13,219)	(23,975)	(26,924)	(25,155)

Source: ASM's audited financial statements FY23, FY24 and FY25, and reviewed financial statements for HY26

Commentary on Consolidated Historical Statements of Profit or Loss and Other Comprehensive Income

- ASM generated revenue from the sale of metal and alloy products of \$3.0 million in FY23, \$1.5 million in FY24, \$1.9 million in FY25 and \$5.9 million in HY26. The sale of metal products is governed by contracts with customers and revenue is generally recognised at the point in time when the metals products are loaded onto a vehicle or vessel for shipment. ASM has entered into sales contracts with various customers at both fixed and market based prices.
- ASM generated revenue from the sale of biological assets of \$1.4 million in FY23, \$1.5 million in FY24, \$1.2 million in FY25, and \$0.1 million in HY26. We understand that this revenue stream is

generated from livestock on land owned by ASM and does not relate to ASM's core rare earth element ('REE') business.

- Operating expenses primarily relate to inventory write-offs of \$7.5 million in FY23, \$5.8 million in FY24, \$5.9 million in FY25 and \$0.7 million in HY26. In FY25, operating expenses also included a \$2.4 million write-down relating to non-essential titanium equipment in Korea. In HY26, ASM recorded other operating expenses of \$1.1 million, which included administration and general expenditure not capitalised in relation to the operation of the KMP.
- Share-based payment expenses relate to options and performance rights expensed over the vesting period.
- Finance costs primarily comprise interest expenses as well as the unwinding of discount on provisions and finance charges associated with lease liabilities.

5.8 Historical Consolidated Statements of Cash Flows

Consolidated Statement of Cash Flows	Reviewed for the half-year ended 31-Dec-25 \$'000	Audited for the year ended 30-Jun-25 \$'000	Audited for the year ended 30-Jun-24 \$'000	Audited for the year ended 30-Jun-23 \$'000
Cash flows from operating activities				
Receipts from customers	4,464	3,073	4,001	4,218
Payments to suppliers and employees	(14,874)	(23,698)	(24,822)	(40,036)
	(10,410)	(20,625)	(20,821)	(35,818)
Interest received	597	1,519	2,027	1,161
Other income	1,604	2,978	3,188	378
Finance costs paid	(12)	(31)	(16)	(26)
Net cash outflow from operating activities	(8,221)	(16,159)	(15,622)	(34,305)
Cash flows from investing activities				
Payments for property, plant and equipment	(584)	(1,591)	(2,103)	(3,220)
Payments for exploration and evaluation	(4,098)	(10,644)	(12,953)	(7,517)
Payments for the purchase of biological assets	-	(47)	(230)	(1,532)
Proceeds from sale of property, plant and equipment	-	3	-	-
Payments for patents	(20)	-	(108)	-
Proceeds from government grants received	2,590	4,277	7,702	4,292
Net cash outflow from investing activities	(2,112)	(8,002)	(7,692)	(7,977)
Cash flows from financing activities				
Proceeds from issue of shares and other equity securities	75,615	-	16,647	41,085
Repayment of borrowings	(9,238)	(3,382)	-	-
Payments of interest	(411)	(1,012)	(726)	(715)
Share issue transaction costs	(3,999)	(136)	(1,576)	(1,309)
Net cash (outflow)/inflow from financing activities	61,967	(4,530)	14,345	39,061
Net increase/(decrease) in cash and cash equivalents	51,634	(28,691)	(8,969)	(3,221)
Cash and cash equivalents at the beginning of the period	19,013	47,602	56,655	60,220
Effects of exchange rate changes on cash and cash equivalents	(976)	102	(84)	(344)
Cash and cash equivalents at the end of the period	69,671	19,013	47,602	56,655

Source: ASM's audited financial statements FY23, FY24 and FY25, and reviewed financial statements for HY26

Commentary on Historical Consolidated Statements of Cash Flow

- Over the historical period presented above, the Company is mainly in a net operating cash flow deficit, largely driven by payments to suppliers and employees. These cash outflows primarily relate to operating costs at the KMP as well as other corporate and study related costs incurred. These cash outflows are partly offset by receipts from customers which is the operating revenue from the KMP as well as non-core revenue from the sale of livestock that are kept on ASM's farm land.
- The net cash outflows from investing activities of ASM reflect the continuous investments made in exploration and evaluation activities and property, plant and equipment, partially offset by government grants received.
- The cash flows from financing activities between 30 June 2023 and 31 December 2025 primarily reflect various capital raising events required to continue to progress the development of the Dubbo Project and investments at the KMP. Specifically, proceeds from issues of shares and other equity securities totalled \$75.6 million (before costs) in HY26 and relate to the issue of shares outlined in Section 5.2 of our Report:
 - On 24 July 2025, ASM completed an underwritten SPP, issuing 21,005,421 new shares at an offer price of \$0.5647 to raise approximately \$11.9 million (before costs).
 - On 28 July 2025, the Company completed an institutional placement, issuing 23,021,074 new shares to raise \$13.0 million (before costs).
 - On 20 October 2025, the Company completed a further institutional placement, issuing 42,292,501 new shares at \$1.20 per share, raising \$50.8 million (before costs). Following 31 December 2025, ASM received a further \$4.4 million (before costs) after shareholders approved the issue of 3.7 million shares to Mr Ian Gandel, Mr Dominic Heaton, and Chapelgreen Pty Ltd at the Extraordinary General Meeting held in February 2026.

5.9 Capital structure

The share structure of ASM as at the date of our Report is outlined below:

	Number
Total ordinary shares on issue	271,730,693

Source: ASM's share registry data

The ordinary shares held by the most significant shareholders of ASM as at the date of our Report are detailed below:

Name	No. of Ordinary Shares	Percentage of Issued Shares (%)
Mr Ian Gandel	37,400,969	13.76%
Chapelgreen Pty Ltd	16,950,000	6.24%
JP Morgan Chase	16,780,492	6.18%
Morgan Stanley	16,673,524	6.14%
Mitsubishi UFJ Financial Group, Inc	16,673,524	6.14%
UBS Group AG	16,377,900	6.03%
Goldman Sachs Group, Inc	14,222,403	5.23%
Subtotal	135,078,812	49.71%
Others	136,651,881	50.29%
Total ordinary shares on Issue	271,730,693	100.00%

Source: ASM's share registry data, substantial shareholding notices announced on the ASX

Kryger Capital Limited also provided ASM with a notice pursuant to the Australian Takeovers Panel Guidance Note 20 - *Equity Derivatives* dated 9 February 2026, which disclosed Kryger Capital Limited as the taker of a "contracts for difference" derivative position in relation to 16,114,576 ASM Shares held on swap as at 4 February 2026.

We note that the Company has 14,339,698 listed options on issue as at the date of our Report with an exercise price of \$1.74 per option, expiring on 31 October 2027. The Company also has 7,751,116 performance rights on issue which will vest on achievement of various performance and tenure criteria set by ASM's Board of Directors. We note that, upon a change of control, a proportion of the performance rights equal to the proportion of the applicable performance period that has elapsed will automatically vest and be exercised. In respect of the remaining unvested performance rights, the ASM Board has determined that they will vest and be exercised upon the Share Scheme becoming effective. Accordingly, we have assumed that 100% of these performance rights will vest and be exercised upon implementation of the Share Scheme.

As at the date of our Report, ASM had 107,365 vested performance rights and 7,643,751 unvested performance rights on issue.

6. Profile of Energy Fuels

6.1 Company overview

Energy Fuels is a critical materials company based in the US focused on uranium, REE oxides, heavy mineral sands ('HMS') and vanadium.

Energy Fuels mines uranium and produces natural uranium concentrates that are sold to major nuclear utilities for the production of carbon-free nuclear energy. In 2021, Energy Fuels commenced production of mixed rare earth carbonate at the White Mesa Mill ('White Mesa Mill'), and in 2024, produced commercial quantities of separated NdPr. Energy Fuels also produces vanadium from certain projects, depending on market conditions, and is evaluating the recovery of radionuclides needed for emerging cancer treatments.

Energy Fuels holds two key uranium production centres in the US: the White Mesa Mill in Utah and the Nichols Ranch *in-situ* recovery ('ISR') Project in Wyoming ('Nichols Ranch Project'). In 2023, the Company acquired the Bahia Project in Brazil, which is an HMS project. In 2024, the Company entered into a Joint Venture Agreement ('JVA') with ASX-listed Astron Limited ('Astron') for the development of its HMS project, the Donald Project, in Victoria, Australia, and acquired 100% of Base Resources, an Australian company which owned the Vara Mada Project in Madagascar.

Energy Fuels' principal conventional uranium properties include the following:

- The White Mesa Mill
- The Pinyon Plain Project ('Pinyon Plain Project')
- The Roca Honda Project ('Roca Honda Project')
- The Sheep Mountain Project ('Sheep Mountain Project')
- The Bullfrog Project ('Bullfrog Project')
- The La Sal Project ('La Sal Project').

Energy Fuels also owns the Nichols Ranch Project, which is an *in-situ* recovery ('ISR') project.

Since 2024, Energy Fuels has diversified its asset base into HMS. Typical HMS operations produce titanium minerals (e.g. ilmenite, leucoxene and rutile) zirconium minerals (zircon) and monazite. Energy Fuels aims to secure long-term company-controlled monazite that is a by-product of HMS mining. It is expected that the monazite produced from these projects will be sent to the White Mesa Mill for processing into separated REE oxides NdPr, Tb and Dy and potentially other REE oxides.

Energy Fuels' principal HMS projects include the following:

- The Vara Mada Project ('Vara Mada Project' and formerly the 'Toliara Project')
- The Donald Project ('Donald Project'), through a joint venture with Astron which allows Energy Fuels to earn up to 49%.
- The Bahia Project ('Bahia Project').

The Vara Mada Project and the Bahia Project are 100% beneficially owned by Energy Fuels. Energy Fuels has a minority interest in Donald Project Pty Ltd and a right to earn up to a 49% interest pursuant to a JVA with a subsidiary of Astron.

Energy Fuels' corporate portfolio also includes other mineral properties.

Energy Fuels is listed on the NYSE American (NYSE-A: UUUU) and the TSX (TSX: EFR) and the company is headquartered in Colorado, US.

The current directors of Energy Fuels are:

- Bruce D. Hansen (Chairman of the Board)
- Ross Bhappu (Chief Executive Officer and Director)
- Benjamin Eshleman III (Non-Executive Director)
- Barbara Filas (Non-Executive Director)
- Jaqueline Herrera (Non-Executive Director)
- Dennis Higgs (Non-Executive Director)
- Michael Stirzaker (Non-Executive Director)

Please refer to Section 6.2 below for an overview of Energy Fuels' corporate history and Section 6.3 onwards for a summary of Energy Fuels' key projects.

6.2 Corporate history

A summary of Energy Fuels' corporate history, including selected corporate milestones and events, is presented in the table below.

Year	Description of key corporate events
2009	▶ In July 2009, Energy Fuels completed an all-share merger with Magnum Uranium Corp. The merger provided Energy Fuels with additional resources to develop as mill feed for use at Energy Fuels' Piñon Ridge mill, cash and an ISR project in Wyoming, US.
2012	▶ In February 2012, Energy Fuels completed the all-share acquisition of Titan Uranium Inc ('Titan Uranium'). Titan Uranium's major asset was a 100% interest in the Sheep Mountain uranium mine in Wyoming, US. ▶ In June 2012, Energy Fuels completed the acquisition of the subsidiaries holding Denison Mines Corp.'s US mining assets and operations (together 'Denison Mines' US Mining Assets') in exchange for a combination of cash and scrip. Denison Mines' US Mining Assets included the White Mesa Mill, the Daneros mine, the Henry Mountains Complex (renamed the Bullfrog Project), the Colorado Plateau mines, the Arizona Strip properties, among other properties and assets.
2013	▶ In September 2013, Energy Fuels completed the all-scrip acquisition of Strathmore Minerals Corp. ('Strathmore'). Strathmore's major asset was a 60% interest in the Roca Honda Project in New Mexico, US. ▶ In December 2013, Energy Fuels listed on the NYSE American (NYSE-A: UUUU).
2014	▶ In July 2014, Energy Fuels completed the sale of the Piñon Ridge radioactive materials license and related assets (together 'Piñon Ridge Project') to a private investor group.
2015	▶ In June 2015, Energy Fuels completed the all-scrip acquisition of Uranerz Energy Corporation ('Uranerz Energy'). Uranerz Energy's major asset is the Nichols Ranch ISR mine and plant in Wyoming, US. ▶ In July 2015, Energy Fuels announced that the Sheep Mountain Project was granted approval for a major revision to its existing mining permit, including expansion of surface and underground mining operations.
2016	▶ In May 2016, Energy Fuels completed the acquisition of the residual 40% interest in the Roca Honda Project in exchange for a combination of cash and scrip. ▶ In June 2016, Energy Fuels completed the all-scrip acquisition of Mesteña Uranium LLC ('Mesteña Uranium'). Mesteña Uranium's major asset was the fully permitted and constructed Alta Mesa ISR operation and processing facility in Texas, US.

Year	Description of key corporate events
2020	▶ In April 2020, Energy Fuels engaged the Australian Nuclear Science and Technology Organisation to assist with the testing, flowsheet development and pilot plant engineering at the White Mesa Mill to progress Energy Fuels' entry in the REE sector. ▶ In November 2020, Energy Fuels announced the pilot scale production of REE carbonate concentrate at the White Mesa Mill.
2021	▶ In July 2021, Energy Fuels announced that the production of the first of fifteen containers of mixed REE carbonate at White Mesa Mill which marked the start of commercial-scale production.
2023	▶ In February 2023, Energy Fuels completed the acquisition of the Bahia Project in exchange for total consideration of US\$27.5 million. ▶ Also in February 2023, Energy Fuels completed the divestment of three wholly owned subsidiaries that together held Energy Fuels' Alta Mesa ISR operation and processing facility for a total consideration of US\$120 million payable in cash and secured convertible notes. Energy Fuels subsequently sold the convertible notes for cash in November 2023.
2024	▶ In June 2024, Energy Fuels and Astron executed definitive agreements to jointly develop the Donald Project. ▶ In October 2024, Energy Fuels completed the all-share acquisition of Base Resources Limited ('Base Resources'). Base Resources' major asset was a 100% interest in the Toliara Project, an HMS project located in Madagascar.
2025	▶ In October 2025, Energy Fuels completed the placement of US\$700 million in the form of convertible senior notes maturing in November 2031. Energy Fuels entered into capped call transactions in connection with the issue of its convertible senior notes. The capped calls were designed to reduce potential dilution to existing shareholders upon conversion of the notes and to offset potential cash payments above the principal amount.
2026	▶ In January 2026, Energy Fuels entered into the SID (which was subsequently amended on 13 March 2026) to acquire 100% of the issued share capital of ASM. ▶ In June 2026, Energy Fuels secured a conditional US\$725 million 20-year loan facility from the OSC to support the expansion of its White Mesa Mill and the development of a rare earth metals and alloy facility in the US. ▶ Also in June 2026, Energy Fuels entered into a definitive agreement to acquire 100% of VAC from Ara Partners. The consideration includes approximately US\$718 million in cash and 65.9 million shares, and Energy Fuels will assume VAC's net debt of approximately US\$140 million. Following completion, Ara Partners is expected to hold approximately 19.9% of Energy Fuels and will have the right to nominate one director to Energy Fuels' Board of Directors, as well as a one-time veto on an independent nominee to the Board. Energy Fuels has obtained a US\$250 million term loan financing commitment from Goldman Sachs to refinance certain existing debt facilities of VAC's, subject to customary conditions, including execution of definitive documents and satisfaction of closing conditions. The transaction is expected to close in early 2027, subject to regulatory approvals and other customary conditions. For further information on the VAC Merger, please refer to Section 4 of the Supplementary Scheme Booklet.

Source: Energy Fuels' company announcements and other company filings

6.3 White Mesa Mill

Energy Fuels conducts conventional uranium extraction and recovery activities through its 100% owned White Mesa Mill located in Utah, US. In June 2024, Energy Fuels began commercial production of NdPr oxides after completing three years of pilot work and commissioning its rare earth separation circuit at White Mesa. By late 2025, POSCO Holdings, a South Korean steel manufacturer, produced fully qualified commercial-grade permanent magnets using White Mesa's oxides.

A conventional uranium mill is a centrally permitted industrial plant that physically and chemically processes hard rock ores. Energy Fuels acquired the White Mesa Mill as part of its acquisition of Denison Mine's US Mining Assets in 2012.

The White Mesa Mill is licensed to process up to 2,000 tons of mineralised material, per day, sourced from other Energy Fuels US uranium projects or third parties. The White Mesa Mill can also recycle uranium bearing materials not derived from natural or native ore, known as 'alternate feed materials', for the recovery of uranium. In 2025, Energy Fuels produced 1.01 million pounds of U_3O_8 , a uranium compound, from both mineralised and alternate feed materials.

In 2021, Energy Fuels began commercial production of mixed REE concentrates, primarily as carbonates, by processing natural monazite sands. In 2024, Energy Fuels produced approximately 40 tonnes of separated NdPr oxide. In 2025, Energy Fuels announced the pilot scale production of high purity Dy. Energy Fuels also announced its intention to construct and commission commercial scale Dy, Tb and potentially samarium separation capacity at the White Mesa Mill.

In 2026, Energy Fuels released the results of a bankable feasibility study ('BFS') for a planned Phase 2 circuit expansion ('Phase 2 Circuit') of REE processing and production capability. Highlights of the Phase 2 Circuit's BFS include, but are not limited to:

- A 40-year modelled life of the project
- An installed production capability of over 6,000 tpa of Nd and Pr and approximately 48 tpa of Tb and 165 tpa of Dy
- Estimated capital costs of US\$410 million (including a 10% contingency).

6.4 The Nichols Ranch Project

The Nichols Ranch Project describes Energy Fuels' ISR mine and associated ISR properties located in Wyoming, US. Energy Fuels acquired the Nichols Ranch Project as part of the acquisition of Uranerz Energy in 2015. The Nichols Ranch Project comprises:

- The Nichols Ranch Plant (100% ownership)
- The Nichols Ranch Wellfields (100% ownership)
- The Jane Dough Property (mixed - certain areas 100% held and others held via the Arkose Mining Venture in which Energy Fuels holds an 81% interest)
- The Hank Project (100% ownership)
- North Rolling Pin (100% ownership)
- West North Butte (100% ownership).

The Nichols Ranch Project has been in care and maintenance since 2020. Through 2024 and 2025, Energy Fuels conducted drilling activities and prepared the Nichols Ranch Project for future mining production, subject to improving uranium market conditions.

6.5 The Pinyon Plain Project

The Pinyon Plain Project describes Energy Fuels' 100% interest in a fully permitted uranium mining operation located in Arizona, US. Energy Fuels acquired the Pinyon Plain Project as part of its acquisition of Denison Mines' US Mining Assets in 2012.

In February 2026, Energy Fuels announced that the Pinyon Plain Project, the La Sal and Beaver mines of the La Sal Project, and the Pandora mine, combined, mined ore containing over 1.7 million pounds of uranium for the year (2025). Guidance for 2026 is 2.0 to 2.5 million pounds.

Energy Fuels updated a pre-feasibility study in early 2026 for the Pinyon Plain Project, which included an update to the Main Zone Mineral Reserves and an initial disclosure of Mineral Reserves in the Juniper Zone. During 2026, Energy Fuels plans to continue drilling activities to further define the mineralisation in the Juniper Zone and assess the potential to expand mineable resources.

6.6 The Roca Honda Project

The Roca Honda Project is a pre-development uranium project in New Mexico, US, with studies indicating it could become an underground uranium mine. Energy Fuels owns a 100% interest in the Roca Honda Project.

The Roca Honda Project is located in an established uranium district with access to power, water, paved roads, regional highways and other State and local infrastructure.

In December 2025 Energy Fuels reported advancing permitting and other pre-development activities at the Roca Honda Project. The Roca Honda Project has a Measured, Indicated and Inferred mineral resource but does not have a declared mineral reserve.

6.7 The Sheep Mountain Project

The Sheep Mountain Project is a conventional uranium project in Wyoming, US. Energy Fuels acquired a 100% interest in the Sheep Mountain Project as part of the Titan Uranium acquisition in 2012. The Project is currently permitted for mining, however Energy Fuels continues to assess processing options for the project. Development work is required before mining can re-commence on the property.

6.8 The Bullfrog Project

The Bullfrog Project is a 100% owned conventional uranium project located in Utah, US acquired by Energy Fuels as part of its acquisition of Denison Mines' US Mining Assets in 2012. The project comprises the Copper Bench and Indian Bench deposits situated on unpatented mining claims managed by the US Bureau of Land Management.

In December 2025 Energy Fuels reported advancing permitting and other pre-development activities at the Bullfrog Project, noting that the project has a declared Indicated and Inferred mineral resource, but does not have a mineral reserve.

6.9 The La Sal Project

The La Sal Project is a 100% owned conventional uranium and vanadium mining project in Utah, US acquired by Energy Fuels as part of its acquisition of Denison Mines' US Mining Assets in 2012. The La Sal Project encompasses multiple individual mines namely: La Sal, Beaver, Pandora mine, Snowball, Energy Queen, and Redd Block IV.

In December 2025, Energy Fuels announced that the Pinyon Plain Project, the La Sal Project and the Pandora mine, combined, mined over 1.6 million pounds of uranium for the year (2025).

6.10 The Vara Mada Project

The Vara Mada Project (formerly the Toliara Project) is a 100% owned pre-development-stage HMS project located in Madagascar underpinned by the Ranobe deposit. Energy Fuels acquired the Vara Mada Project as part of the 2024 acquisition of Base Resources.

Since acquiring the Vara Mada Project, Energy Fuels has been in discussions with the Government of Madagascar to establish a bankable legal regime to support a FID and development of the project. These

discussions include, but are not limited to, mechanisms to achieve legal and fiscal stability, tax and customs benefits, protections from expropriation and access to international arbitration for dispute resolution. Energy Fuels has also been in discussions in relation to the process for adding monazite to the Vara Mada Project's exploitation permit, which currently permits the exploitation of (among other things) ilmenite, rutile and zircon.

In December 2024, a MoU was executed between Energy Fuels' wholly owned subsidiary, Vara Mada SARL, and the Government of Madagascar outlining certain key fiscal terms applicable to the project, subject to entering into a binding investment agreement or other acceptable stability mechanism. The fiscal terms outlined in the MoU included a 5% royalty on revenues and US\$80 million in development, community and social funding, subject to certain conditions. In return, the Government of Madagascar agreed, among other things, to support the development of the project, undertake legislative steps to implement a bankable legal regime and assist Energy Fuels with obtaining the necessary authorisations to add monazite to the project's exploitation permit.

In January 2026, Energy Fuels released an updated feasibility study for the Vara Mada Project. Highlights of the updated feasibility study include but are not limited to:

- An initial modelled 38 year mine life
- 904 million tonnes of proven and probable mineral reserves
- *In-situ* resources (exclusive of reserves) of 485 million tonnes of measured and indicated mineral resources and 1.2 billion tonnes of inferred mineral resources
- Monazite from the Vara Mada Project to be exported and processed at the White Mesa Mill into separate REE oxides, subject to the inclusion of monazite in the project's mining permit
- Pre-FID CAPEX investment to total US\$121 million
- Post-FID stage 1 CAPEX investments of US\$769 million and stage 2 CAPEX investments of US\$142 million.

Project development at Vara Mada remains subject to a FID, the receipt of regulatory approvals, completing updated permitting, and finalising a fiscal agreement with the Government of Madagascar. Energy Fuels continues to engage with the Government to establish the required legal and fiscal framework, including long-term stability measures and the inclusion of monazite in the exploitation permit. The parties expect to formalise these matters through an investment agreement requiring parliamentary approval and/or legislative amendments.

6.11 The Donald Project

The Donald Project is a rare earth and HMS project in Victoria, Australia, which is being developed under a JVA between subsidiaries of Astron and Energy Fuels. As at 31 March 2026, Energy Fuels held a 10.5% interest and retains the option to increase its interest up to 49% through additional investments upon the achievement of designated milestones, including a potential future FID.

Under the terms of the JVA, Astron contributed tenements MIN5532 and RL2002 to the joint venture and Energy Fuels has the right to invest up to \$183 million and issue US\$17.5 million of Energy Fuels shares to earn up to a 49% interest in the joint venture. Energy Fuels has the right to offtake all monazite and xenotime from the Donald Project.

In June 2025, the Government of Victoria approved the work plan for construction and operation of the Donald Project which Energy Fuels has identified as the final major regulatory approval required before an FID can be made.

Energy Fuels and Astron are continuing to advance the Donald Project and expect that an FID could be made as early as Q3 2026.

6.12 The Bahia Project

The Bahia Project is an exploration-stage HMS property comprising nineteen Agência Nacional de Mineração ('ANM') process areas in Bahia, Brazil. All ANM process areas in the Bahia Project are 100% controlled by Energy Fuels. Sixteen ANM process areas were acquired in 2023, and additional ANM process areas were subsequently acquired to consolidate mineral tenure in the project. In November 2025, Energy Fuels announced it obtained an exploration permit and commenced a drilling program in December 2025.

The Bahia Project is also considered prospective for REE-bearing monazite. Energy Fuels has advised that two drill rigs are currently operating at the project to support the preparation of technical reports compliant with Subpart 1300 of Regulation S-K (S-K 1300) and National Instrument 43-101: Standards of Disclosure for Mineral Projects (NI 43-101). These reports are targeted for completion in late 2026.

6.13 Other mineral properties

In addition to the key projects discussed in the previous sections, Energy Fuels' portfolio also includes:

- **Powder River Basin properties:** Energy Fuels solely owns approximately 4,359 acres of uranium-focused properties in the Powder River Basin in Wyoming, US, acquired as part of the 2015 Uranerz Energy acquisition.
- **Arkose Mining Venture:** Energy Fuels holds an 81% interest (with United Nuclear LLC holding the residual 19% interest), covering approximately 40,502 acres of ISR-prospective sandstone uranium near the Nichols Ranch Project
- **Arizona Strip Projects:** Energy Fuels solely owns the Arizona Strip Projects comprised of the uranium-focused Arizona 1 Project, the Wate and EZ Projects.
- **Colorado Plateau (Whirlwind Project):** Energy Fuels solely owns the uranium and vanadium Whirlwind Project which straddles the Utah/Colorado state line in the US and which is comprised of 126 unpatented claims, three mineral leases and a 320-acre Utah State lease, totalling approximately 2,800 acres.
- **Kwale Project:** Energy Fuels owns the Kwale Project which was formerly an HMS mining operation located in Kwale County, Kenya. Mining at the Kwale Project concluded in December 2024 and the project has transitioned to a closure phase. Energy Fuels has indicated that reclamation work in relation to areas mined or otherwise disturbed is now substantially complete, save for the processing facilities site, with monitoring to continue until the areas are signed-off by the environmental regulator as reclaimed.

6.14 Historical Consolidated Balance Sheets

Consolidated Balance Sheets	Audited as at 31-Dec-25 US\$'000	Audited as at 31-Dec-24 US\$'000	Audited as at 31-Dec-23 US\$'000
CURRENT ASSETS			
Cash and cash equivalents	64,736	38,603	57,445
Marketable securities	797,106	80,854	133,044
Trade and other receivables	18,018	37,763	816
Inventories	73,492	66,504	38,868
Prepaid expenses and other current assets	5,319	6,463	2,522
TOTAL CURRENT ASSETS	958,671	230,187	232,695
NON-CURRENT ASSETS			
Mineral properties	312,266	278,330	119,581
Property, plant and equipment	69,795	55,187	26,123
Inventories	-	-	1,852
Investments	27,525	15,890	1,356
Marketable securities	10,241	-	-
Intellectual property	4,367	4,767	-
Restricted cash	22,468	20,002	17,579
Other assets	6,519	7,606	2,753
TOTAL NON-CURRENT ASSETS	453,181	381,782	169,244
TOTAL ASSETS	1,411,852	611,969	401,939
CURRENT LIABILITIES			
Accounts payable and accrued liabilities	24,985	32,228	10,161
Asset retirement obligations	788	24,604	-
Contingent consideration	1,723	1,764	-
Other current liabilities	3,737	693	199
TOTAL CURRENT LIABILITIES	31,233	59,289	10,360
NON-CURRENT LIABILITIES			
Convertible senior notes	675,688	-	-
Long-term assets retirement obligations	21,407	19,513	10,922
Deferred revenue	-	-	332
Other non-current liabilities	954	1,490	1,120
TOTAL NON-CURRENT LIABILITIES	698,049	21,003	12,374
TOTAL LIABILITIES	729,282	80,292	22,734
NET ASSETS	682,570	531,677	379,205
EQUITY			
Share capital	1,170,958	937,889	733,450
Accumulated deficit	(489,657)	(404,023)	(356,258)
Accumulated other comprehensive loss	(2,896)	(6,072)	(1,946)
Total shareholder's equity	678,405	527,794	375,246
Non-controlling interest	4,165	3,883	3,959
TOTAL EQUITY	682,570	531,677	379,205

Source: Energy Fuels' Annual Report for the year ended 31 December 2025, 31 December 2024 and 31 December 2023 (Form 10-K)

Commentary on Historical Balance Sheets

- Movements in cash and cash equivalents are addressed in the historical statements of cash flows and the accompanying commentary in Section 6.15 of our Report.
- Current marketable securities of US\$797.1 million as at 31 December 2025 consist of debt securities (US\$776.3 million), being US Treasury bills and government agency bonds, and equity securities (US\$20.8 million), being shares in publicly traded companies. These debt and equity securities are measured at fair value.
- Inventories of US\$73.5 million as at 31 December 2025 largely relate to concentrates and work-in-progress of US\$44.2 million and ore stockpiles of US\$26.2 million.
- Mineral properties of US\$312.3 million as at 31 December 2025 primarily relates to the Vara Mada Project, which has a carrying value of US\$191.5 million and was acquired as part of the acquisition of Base Resources in October 2024. The remaining balance as at 31 December 2025 relates to the Sheep Mountain Project (US\$34.2 million), Bahia Project (US\$32.6 million), Nichols Ranch Project (US\$26.0 million), Roca Honda Project (US\$22.1 million) and the Pinyon Plain Project (US\$9.3 million).
- Investments of US\$27.5 million as at 31 December 2025 relate to Energy Fuels' interests in the Donald Project joint venture, Tate Transition Metals Limited, and Westland Mineral Sands Co Limited. Investments increased from US\$15.9 million as at 31 December 2024 to US\$27.5 million as at 31 December 2025. The increase primarily reflects a further US\$13.8 million invested in the Donald Project joint venture, which increased Energy Fuels' interest from 4.49% to 9.48%, and an additional US\$1.1 million invested in Tate Transition Metals Limited, which increased ownership from 19.9% to 27.7%. During the year ended 31 December 2025, Energy Fuels' management determined that it would not continue to pursue its investment in Westland Mineral Sands Co Limited and impaired this investment.
- Intellectual property of US\$4.4 million as at 31 December 2025 relates to the acquisition of RadTran LLC, a private company that specialises in the separation of critical radioisotopes to support Energy Fuels' plans for the development and production of medical isotopes used in cancer treatment.
- Restricted cash of US\$22.5 million as at 31 December 2025 relates to collateral posted for various bonds in favour of the applicable state regulatory agencies in Arizona, Colorado, New Mexico, Utah, Wyoming, as well as the US Bureau of Land Management and US Forest Service and the applicable national regulatory agency in Kenya, for estimated reclamation costs associated with the White Mesa Mill, the Nichols Ranch Project and other mining properties.
- Current and non-current asset retirement obligations totalled US\$22.2 million as at 31 December 2025, a US\$21.9 million decrease from US\$44.1 million as at 31 December 2024, primarily driven by the cash payments made to settle the asset retirement obligations for reclamation activities completed at the Kwale Project.
- Convertible notes of US\$675.7 million as at 31 December 2025 relates to the net carrying value of the convertible senior notes issued in October 2025. Net proceeds from the convertible note raising was US\$674.7 million after deducting purchasers' discounts, commissions and estimated offer costs. The convertible notes are unsecured and have an interest rate of 0.75% per annum, payable semi-annually and mature on 1 November 2031, unless converted, redeemed or repurchased earlier.

- Energy Fuels' share capital increased from US\$937.9 million as at 31 December 2024 to US\$1.2 billion as at 31 December 2025. The increase primarily relates to the issue of 40.63 million common shares under its at-the-market ('ATM') program, which generated net proceeds of US\$272.2 million. The Company had historically issued 2.6 million shares in 2024 and 4.0 million in 2023 under its ATM program, generating net proceeds of US\$16.6 million and US\$31.8 million, respectively.

6.15 Consolidated Statements of Operations and Comprehensive Income/(Loss)

Consolidated Statements of Operations and Comprehensive Income/(Loss)	Audited for the year ended 31-Dec-25 US\$'000	Audited for the year ended 31-Dec-24 US\$'000	Audited for the year ended 31-Dec-23 US\$'000
Revenues	65,922	78,114	37,928
Operating costs and expenses:			
Costs applicable to revenues	(52,169)	(55,918)	(18,181)
Exploration, development and processing	(38,941)	(14,179)	(15,531)
Standby	(7,965)	(6,520)	(7,476)
Accretion of asset retirement obligations	(3,222)	(2,068)	(1,192)
Selling, general and administration	(64,780)	(36,601)	(27,915)
Transactions and integration related costs	-	(10,343)	-
Total operating costs and expenses	(167,077)	(125,629)	(70,295)
Operating loss	(101,155)	(47,515)	(32,367)
Other income (expense):			
Gain on sale of assets	5,300	74	119,257
Loss in unconsolidated affiliates	(1,321)	(175)	-
Other income (loss)	10,086	(597)	13,142
Total other income (loss)	14,065	(698)	132,399
Income (loss) before income taxes	(87,090)	(48,213)	100,032
Income tax benefit (expense)	979	372	(276)
Net income (loss)	(86,111)	(47,841)	99,756
Total other comprehensive income (loss)			
Foreign currency translation adjustment	3,176	(4,126)	-
Total other comprehensive income (loss)	3,176	(4,126)	-
Total comprehensive income (loss)	(82,935)	(51,967)	99,756
Total comprehensive loss attributable to non-controlling interest	(477)	(76)	(106)
Total comprehensive income (loss) attributable to Energy Fuels	(82,458)	(51,891)	99,862

Source: Energy Fuels' Annual Report for the year ended 31 December 2025, 31 December 2024 and 31 December 2023 (Form 10-K)

Commentary on Historical Statements of Operations and Comprehensive Income/(Loss)

- Total revenue decreased from US\$78.1 million during the year ended 31 December 2024 to US\$65.9 million during the year ended 31 December 2025, which was primarily driven by reduced HMS sales in 2025 following the completion of mining activities at the Kwale Project. This was partially offset by higher uranium sales due to increased volumes arising from contract delivery timing and Energy Fuels' decision to sell uranium held in inventory at spot price levels.

- Energy Fuels expenses exploration, development and processing costs where it has not yet established proven or probable mineral reserves in relation to its portfolio of mining assets, meaning that most of its exploration expenditure is expensed with the exception of the Sheep Mountain Project and the Pinyon Plain Project, which are in development and production respectively.
- Exploration, development and processing costs increased from US\$14.2 million for the year ended 31 December 2024 to US\$38.9 million for the year ended 31 December 2025. This increase reflects additional expenditure incurred to progress the Company's projects, including further exploration and development work at the Pinyon Plain Project's Juniper zone, development activities at the La Sal Project, exploration at the Bahia Project and delineation drilling. Energy Fuels also recorded several non-recurring charges, including a write-off of US\$3.4 million of value-added tax receivables, the abandonment of its investment in Westland Mineral Sands Co Limited of US\$1.5 million, a write-off of US\$1.3 million for consumables no longer expected to be used in reclamation activities and US\$0.7 million for receivables Energy Fuels no longer expects to collect.
- Standby costs relate to the care and maintenance of the standby mines and are expensed as incurred. Standby costs increased from US\$6.5 million during the year ended 31 December 2024 to US\$8.0 million during the year ended 31 December 2025, which resulted from the advancement of permitting and development at the Roca Honda Project and higher general maintenance costs.
- Selling, general and administrative ('SG&A') expenses increased from US\$36.6 million during the year ended 31 December 2024 to US\$64.8 million during the year ended 31 December 2025, primarily due to higher salaries and benefits associated with increased headcount across the legacy Energy Fuels operations combined with the additional costs resulting from the acquisition of Base Resources in October 2024.
- Transactions and integration-related costs were US\$10.3 million during the year ended 31 December 2024, reflecting legal, advisory and accounting fees associated with the acquisition of Base Resources and the formation of the Donald Project joint venture.
- During the year ended 31 December 2025, Energy Fuels recognised a gain of US\$5.3 million on the sale of mining equipment that was no longer needed for reclamation activities at the Kwale Project, which reached the end of its mine life in late 2024.
- Energy Fuels recognised a US\$116.5 million gain on the sale of the Alta Mesa ISR Project during the year ended 31 December 2023.
- Other income of US\$10.1 million for the year ended 31 December 2025 primarily relates to mark-to-market gains on marketable securities during the year, partially offset by foreign currency losses.

6.16 Consolidated Statements of Cash Flows

Consolidated Statement of Cash Flows	Audited for the year ended 31-Dec-25 US\$'000	Audited for the year ended 31-Dec-24 US\$'000	Audited for the year ended 31-Dec-23 US\$'000
OPERATING ACTIVITIES			
Net income (loss)	(86,111)	(47,841)	99,756
Adjustments to reconcile net income (loss) to net cash used in operating activities:			
Depletion, depreciation and amortisation	5,431	3,127	2,751
Share-based compensation	12,594	5,414	4,625
Accretion of asset retirement obligations	3,222	2,068	1,192
Settlement of asset retirement obligations	(25,144)	(3,206)	-
Unrealised foreign exchange (gain) loss	1,739	(223)	(431)
Unrealised gain on investments	-	-	(15,472)
Realised loss on investments	-	-	10,491
Realised gain on marketable securities	(1,663)	(2,310)	(1,141)
Gain on sale of assets	(5,300)	(74)	(119,257)
Realised gain on convertible note redemptions and sale	-	-	(1,430)
Loss in unconsolidated affiliates	1,321	175	-
Exploration project abandonment charge	1,500	-	-
Amortisation of debt issuance costs and other, net	923	71	84
Changes in current assets and liabilities:			
Marketable securities	(8,155)	8,989	530
Trade and other receivables	20,491	(16,814)	(237)
Inventories	(771)	13,038	(100)
Prepaid expenses and other current assets	(1,079)	(3,130)	423
Accounts payable, accrued liabilities and other current liabilities	(8,478)	(3,257)	2,807
Net cash used in operating activities	(89,480)	(43,973)	(15,409)
INVESTING ACTIVITIES			
Additions to property, plant and equipment	(19,261)	(22,174)	(15,437)
Additions to mineral properties	(32,532)	(7,209)	(29,273)
Acquisition of intangible assets	-	(1,639)	-
Purchases of marketable securities	(960,168)	(237,450)	(174,622)
Proceeds from marketable securities	243,495	282,960	79,041
Contributions to investments	(14,889)	(11,029)	(1,324)
Proceeds from sale of assets	5,300	74	56,875
Payment for contingent consideration acquired	-	(16,830)	-
Proceeds from convertible note redemptions and sale, net	-	-	60,887
Net cash used in investing activities	(778,055)	(13,297)	(23,853)
FINANCING ACTIVITIES			
Issuance of convertible senior notes	700,000	-	-
Payment for debt issuance costs	(25,327)	-	-

Consolidated Statement of Cash Flows	Audited for the year ended 31-Dec-25 US\$'000	Audited for the year ended 31-Dec-24 US\$'000	Audited for the year ended 31-Dec-23 US\$'000
Issuance of common shares for cash, net of issuance costs	272,192	16,619	31,813
Cash paid to fund employee income tax withholding due upon vesting of restricted stock units	(1,037)	(837)	(918)
Cash received from exercise of stock options	1,973	357	970
Cash paid to settle and fund employee income tax withholding due upon exercise of stock appreciation rights	(50)	(552)	(1,533)
Purchase of capped calls	(53,550)	-	-
Cash received from non-controlling interest	759	-	83
Net cash provided by financing activities	894,960	15,587	30,415
Effect of exchange rate fluctuations on cash held in foreign currencies	1,174	(1,742)	12
Plus: net cash and restricted cash acquired from business combination	-	27,006	-
Plus: release of restricted cash related to sale of assets	-	-	3,590
Net change in cash, cash equivalents and restricted cash	28,599	(16,419)	(5,245)
Cash, cash equivalents and restricted cash, beginning of period	58,605	75,024	80,269
Cash, cash equivalents and restricted cash, end of period	87,204	58,605	75,024

Source: Energy Fuels' Annual Report for the year ended 31 December 2025, 31 December 2024 and 31 December 2023 (Form 10-K)

Commentary on Consolidated Statements of Cash Flows

- Cash flows from operating activities are presented using the indirect method, therefore refer to the Consolidated Statements of Operations and Comprehensive Income/Loss and the associated commentary in section 6.14 for an analysis of the net loss incurred over the historical periods. In addition to that commentary, we note that the cash inflows from operating activities during the years ended 31 December 2025 and 2024 largely relate to receipts from sale of HMS and uranium concentrate, whereas in 2023 the primary source of revenue was the sale of uranium concentrates.
- The increase in net cash used from operating activities for 2025 (compared to 2024) was largely driven by the US\$25.14 million paid to settle asset retirement obligations for reclamation activities completed at the Kwale Project during the year ended 31 December 2025, combined with lower gross profits on uranium concentrates sales and higher operating costs following the acquisition of Base Resources in October 2024.
- Net cash used in investing activities for the year ended 31 December 2025 was US\$778.0 million, with the most significant outflow relating to purchases of marketable debt securities (US Treasury Bills and government agency bonds). This was partially offset by the maturing of other marketable debt securities.
- Net cash received from financing activities for the year ended 31 December 2025 totalled US\$895.0 million. The inflow primarily reflects the gross proceeds received from the issue of convertible senior notes of US\$700.0 million and common shares issued under the ATM program of US\$272.2 million. These proceeds were partially offset by the purchase of the capped calls that were entered into in connection with the convertible senior notes and the related costs associated with the issue of convertible senior notes.

- Energy Fuels' financing cash flows over the historical period presented are largely driven by its issue of convertible notes in 2025 and its ATM program which allows the company to gradually raise equity funds through the issue of shares over time rather than through larger one-off capital raisings.
- The cash and restricted cash acquired in a business combination of US\$27.0 million in 2024 relates to the Base Resources acquisition, which we consider to be non-recurring cash inflow.

6.17 Capital structure

The ordinary shares held by the most significant shareholders as at the date of our Report are detailed below:

Name	No. of Ordinary Shares	Percentage of Issued Shares (%)
Van Eck Associates Corporation	15,582,553	6.23%
Vanguard Capital Management, LLC	14,468,942	5.79%
BlackRock, Inc.	14,397,960	5.76%
Mirae Asset Global Investments Co., Ltd.	13,635,299	5.45%
Subtotal	58,084,754	23.24%
Others	191,876,409	76.76%
Total ordinary shares on issue	249,961,163	100.00%

Source: Supplementary Scheme Booklet

7. Economic analysis

7.1 Australia

At its June 2026 Monetary Policy Decision meeting, the Reserve Bank of Australia ('RBA') left the cash rate unchanged at 4.35%, following three increases in the cash rate of a cumulative 75 basis points earlier in 2026. The RBA noted that while inflation had declined from its peak in 2022, inflationary pressures increased during the second half of 2025, and inflation is currently too high. According to the RBA, this reflects greater capacity constraints within the economy, and higher fuel prices arising from the conflict in the Middle East. There are also signs that the higher fuel prices are being passed through to the prices of other goods and services. The RBA also observed that short-term inflation expectations have eased, but remain elevated, and concluded that inflation was likely to remain high for some time.

According to Anders Magnusson (Chief Economist at BDO Australia), disruptions to trade flows through the Strait of Hormuz, a critical global energy corridor, have constrained the flow of oil, liquefied natural gas ('LNG') and fertiliser, contributing to higher global energy and input costs. These effects have transmitted through to the Australian economy via increased fuel, transport and agricultural input costs, placing upward pressure on inflation. While elevated LNG prices may provide some offset through higher export revenues, the net impact is likely uneven across the economy, with cost pressures broadly borne by households and non-energy sectors.

Inflation data indicated that headline Consumer Price Index inflation eased to 4.0% in the twelve months to May 2026, from 4.2% in the twelve months to April 2026. The Australian Bureau of Statistics ('ABS') largely attributed to a 11.9% decline in automotive fuel prices in May, although energy and related commodity prices remain above pre-conflict levels, contributing to ongoing inflationary pressures. Trimmed mean inflation was 3.6% over the year to May 2026, up from 3.4% over the year to April 2026. Over the 12 months to May 2026, the consumer price index increased by 4.0%, compared with 4.2% over the 12 months to April 2026, remaining above the RBA's target range of 2% to 3%.

The seasonally adjusted unemployment rate fell from 4.5% in April 2026 to 4.4% in May 2026, indicating that labour market conditions continued to be consistent with a high level of capacity utilisation. While wage growth had moderated from recent peaks, it remained elevated, and growth in unit labour costs remained relatively stable.

The RBA also observed that financial conditions have tightened following recent increases in the cash rate, and there are signs that growth in consumer spending is slowing as expected. At the same time, growth in business investment remains strong and credit is readily available to both households and businesses.

The RBA reported that the Australian dollar appreciated on both a trade-weighted basis and against the USD following the February 2026 Statement on Monetary Policy. The appreciation was primarily attributed to a widening interest rate differential between Australia and other advanced economies. While most of the appreciation occurred prior to the conflict in the Middle East, the Australian dollar subsequently experienced increased volatility, reflecting developments in the conflict, evolving monetary policy expectations and changes in global risk sentiment.

In the 2026-27 Commonwealth Budget, the federal government proposed replacing the existing 50% capital gains tax discount with inflation-adjusted indexation and introducing a minimum 30% tax rate on real capital gains from 1 July 2027. On 4 June 2026, the proposed changes were passed by the House of Representatives and are pending approval from the Senate. Industry bodies, including the Association of Mining and Exploration Companies and the Minerals Council of Australia, have raised concerns that the proposed changes would adversely impact the investment attractiveness of the mineral exploration sector.

Both organisations are actively lobbying the government for an exemption for mineral exploration investors, warning that reduced investor appetite could result in less capital and fewer drilling programs.

Outlook

The RBA has noted that there continues to be heightened uncertainty surrounding the outlook for domestic economic activity and inflation. While the resolution of the Middle East conflict appears to be emerging, it is at an early stage, and there are plausible scenarios in which inflation is higher and economic activity is weaker than projected in the May baseline forecasts. Ongoing disruptions to global oil supply are expected to persist, sustaining upward pressure on energy prices and therefore inflation globally. With higher fuel prices and indications this is passing through to the prices of goods and services, inflation is expected to remain high for some time. Concurrently, an extended period of uncertainty may dampen growth in both Australia's key trading partners and the domestic economy.

The RBA has reaffirmed its commitment to achieving price stability and maintaining full employment and remains focused on ensuring that inflation does not become embedded once the higher oil prices have passed through. The RBA has indicated that it remains prepared to adjust monetary policy, as necessary, in response to developments that materially affect the outlook for inflation, economic activity and the labour market.

Source: www.rba.gov.au Statement by the Monetary Policy Board: Monetary Policy Decision dated 16 June 2026 and prior periods, the Australian Bureau of Statistics, Australian Financial Review, Expert insight: The energy crisis - what it means for our clients and what comes next by BDO Australia Chief Economist Anders Magnusson, S&P Capital IQ, Consensus Economics Survey dated 11 May 2026, and BDO analysis.

7.2 United States

Overview

At its June 2026 meeting, the Federal Open Market Committee ('FOMC') maintained the federal funds rate at 3.50% to 3.75% for a fourth consecutive meeting. The decision follows 75 basis points of cumulative rate cuts in late 2025, which lowered the policy rate to its current range. The FOMC also reaffirmed its commitment to deliver on price stability and maximum employment.

The FOMC noted that economic activity continues to expand at a solid pace despite elevated uncertainty associated, partly reflecting the ongoing conflict in the Middle East, while productivity growth and capital investment remain strong. Real GDP increased at an annualised rate of 2.1% in the first quarter of 2026, compared with 0.5% growth in the preceding quarter. In its June 2026 Summary of Economic Projections, the median FOMC projection anticipates real GDP growth of 2.2% in 2026 and 2.3% in 2027, indicating that the US economy is expected to continue expanding at a similar pace.

Labour market conditions have remained relatively stable. Total non-farm payroll employment increased by 172,000 in May 2026 and the unemployment rate remained steady at 4.3% in May 2026, within the narrow range of 4.3% to 4.5% observed since July 2025, indicating a more balanced labour market. The FOMC noted in its June 2026 statement that job gains have kept pace with the labour force growth and that the unemployment rate has shown little change in recent months. Consistent with these observations, the median projection in the FOMC's June 2026 Summary of Economic Projections anticipates the unemployment rate will remain at 4.3% in both 2026 and 2027.

Inflation has remained above the FOMC's 2% target in recent months, in part, reflecting higher global energy prices associated with the conflict in the Middle East. The Consumer Price Index increased by 4.2% over the twelve months to May 2026, compared to 3.8% over the twelve months to April 2026. The Federal Reserve's preferred measure of inflation is the Personal Consumption Expenditures ('PCE') price index,

and particularly the core PCE index, which excludes food and energy and is closely monitored in the conduct of monetary policy. Over the twelve months to May 2026, the PCE price index increased by 4.1%, while the core PCE index increased by 3.4%. Both measures represented the highest annual rates recorded since 2023 and remain well above the FOMC's long-run inflation target of 2%. In its June 2026 Summary of Economic Projections, the Federal Reserve forecast core Personal Consumption Expenditures ('PCE') inflation of approximately 3.3% in 2026, declining to 2.5% in 2027 and 2.1% in 2028.

Outlook

The outlook for the US economy remains subject to considerable uncertainty. At its June 2026 meeting, the FOMC has reiterated its commitment to achieving price stability and has indicated future policy decisions will continue to depend on incoming economic data, particularly developments in inflation and labour market conditions.

Developments in the Middle East remain a key source of uncertainty for the global and US economic outlook. Although diplomatic efforts have reduced the risk of a broader regional conflict, ongoing tensions to continue to create uncertainty regarding global energy markets and supply chains. Disruptions to global energy supply chains associated with the conflict in the Middle East have contributed to higher oil and fuel prices during 2026. The Federal Reserve has acknowledged that supply shocks, particularly in energy markets, have contributed to elevated inflationary pressures. Sustained increases in energy prices may place further upward pressure on consumer prices while also weighing on household spending and business confidence.

The Trump Administration's trade policies continue to contribute to uncertainty surrounding the economic outlook. Reciprocal tariffs imposed on imports from Canada, Mexico and China in 2025 initially increased to as high as 25%. Although some tariffs have since been reduced or modified, trade barriers remain elevated compared with historical levels. The International Monetary Fund ('IMF') has noted that higher trade barriers, elevated policy uncertainty and increasing geopolitical fragmentation may weigh on global and US economic growth. The IMF has also cautioned that these developments may contribute to inflationary pressures and increase risks to the economic outlook.

Source: US Federal Reserve website, Bureau of Economic Analysis, US Bureau of Labor Statistics, FOMC Meeting Statements 17 June 2026, and previous meetings, Transcript of Chair Warsh's Press Conference 17 June 2026, IMF World Economic Outlook Update April 2026, Reuters, CNBC, BDO analysis.

8. Industry analysis - ASM

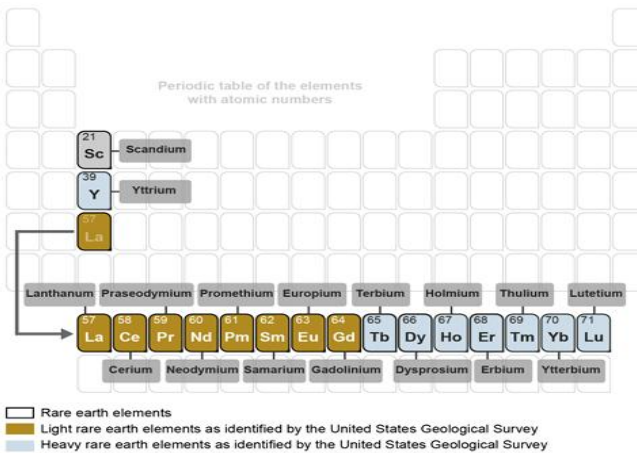
ASM is an ASX-listed company with an REE mining project currently in development, the Dubbo Project, and a metallisation and alloying operation, the KMP.

8.1 Rare earth elements

8.1.1. Overview

REE are a set of elements that, despite being relatively abundant, are rarely found in sufficient concentrations to qualify as economically viable to mine. This is because they are difficult and expensive to mine and process. REE define a set of 17 metallic elements, comprised of 15 lanthanides in addition to scandium and yttrium. These elements are valuable due to their chemical properties such as unique magnetic capabilities and heat-resistance. They are separated into heavy and light rare earths. 'Light' elements are typically cheaper and more commonly used and produced. 'Heavy' elements are less common and more difficult to mine but are critical to advanced technologies development due to their performance at high temperatures. Figure 8.1 below illustrates REE on the periodic table of elements.

Figure 8.1: Rare earth elements in the periodic table of elements



Source: US Government Accountability Office 2024

REE are found in mined ore, often as a byproduct of mining other elements such as iron. Processing involves separating the REE from mined ore and chemically treating them to produce high purity oxides, salts, and powders. These oxides are referred to as rare earth oxides ('REO'). These oxides, salts, and powders are then refined into metals, which can be combined with other materials to form metal alloys. These alloys are what is incorporated into products to enhance their capabilities.

REE serve an essential purpose in advanced technologies such as magnets, batteries, phosphors and catalysts. Of these uses, the largest and most important is permanent magnets, accounting for 45.2% of global demand for REE in 2023. These magnets have applications in products such as cell phones, televisions, computers, and automobiles, alongside energy products including wind turbines, fuel cells, rechargeable batteries and electric vehicles ('EVs'). These applications are becoming increasingly important with global shifts to less carbon-intensive economies requiring greater clean energy. They are

also crucial in defence given their resistance to harsh conditions that makes them useful in weapons systems.

REE are often classified as magnet and non-magnet. Magnet REE include praseodymium, neodymium, Tb and Dy, which are in higher demand and are commonly regarded as critical due to their use in permanent magnets.

Secondary REE describe both the recycling of pre-consumer scrap from magnet design and manufacturing, and post-consumer scrap from products reaching end of life. While pre-consumer scrap is concentrated in manufacturing countries, post-consumer scrap is geographically diverse. However, secondary REE are and will likely remain limited due to recovery challenges.

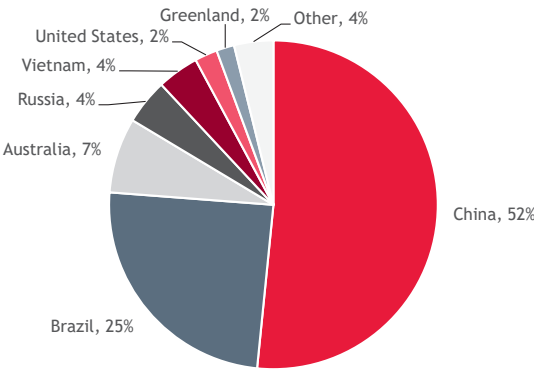
8.1.2. Supply

Supply in the REE industry is highly concentrated, with China dominating supply across the entire production process, from mining to refinement and magnet production. Myanmar acts as China's largest external source of REE, primarily adding to their heavy rare earth supply through Dy and Tb.

Results from the 2026 US Geological Survey estimate known REO reserves to sit at just over 85 million tonnes globally. In comparison, global reserves for other critical minerals include 11 million tonnes for cobalt, 30 million tonnes for lithium, and 290 million tonnes for graphite. This highlights a wide range in reserve quantities across critical minerals, with REO reserves exceeding cobalt and lithium reserves.

Despite this fact, REE are classified as rare due to the limited abundance of mineable quantities. Figure 8.2 below illustrates that China controls approximately 52% of total global REE reserves, whilst Australia and the US hold approximately 7% (6.3 million tonnes) and 2% (1.9 million tonnes) respectively.

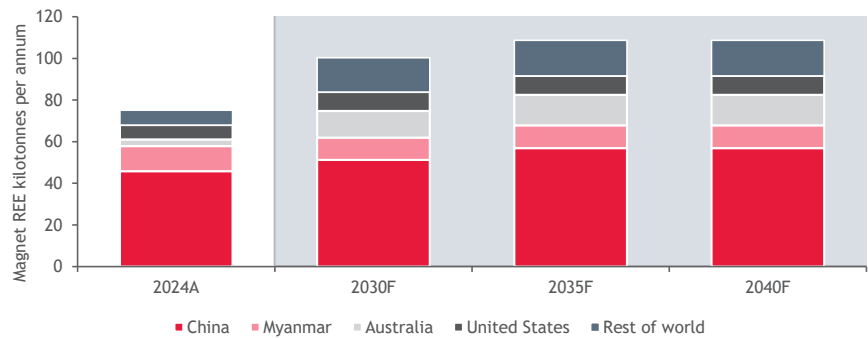
Figure 8.2: Worldwide reserves of REO by country



Source: US Geological Survey, Mineral Commodity Summaries 2026

Figure 8.3 displays data from the International Energy Agency ('IEA'). The graph highlights the concentrated supply of mined magnet REE, which are found in ores. These magnet REE are an important input into the KMP. As shown in the below graph, China was responsible for mining 60% of global magnet REE in 2024. As the second largest miner of REE, Myanmar is China's dominant foreign supplier, exporting over US\$4 billion in REE to China from 2017-2024. While the US is currently the next largest mining producer after China and Myanmar, Australia is projected to surpass the US by producing nearly 13 kilo tonnes ('kt') in 2030, four times larger than current quantities.

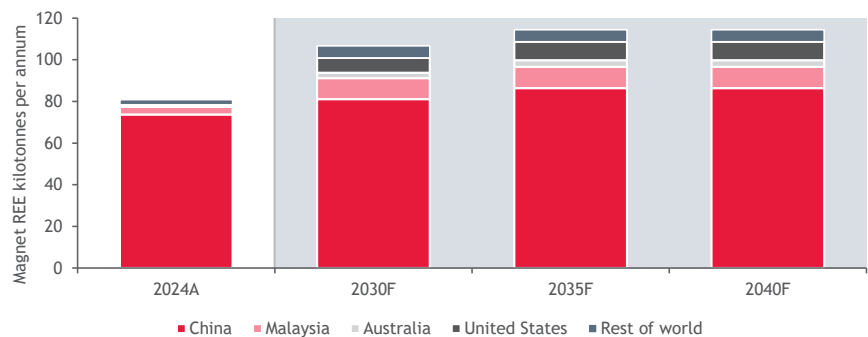
Figure 8.3: Geographical concentration of magnet REE mining



Source: IEA, Critical Minerals Data Explorer 2024

The refinement of REE is also heavily concentrated, as shown in Figure 8.4 below. We note that 90% of refining occurred in China in 2024, with expectations that this percentage will drop to approximately 75% by 2030. As Chinese refining is expected to increase slightly through to 2040, this lower share of global refining is due to increases in production in other countries. This reflects western efforts to localise supply chains that could be attributed to geopolitical tensions outlined in section 8.1.4 below. This is evident in Figure 8.4, where increases in refinement production are greater in all other countries combined than they are in China, particularly in the jump from 2024 to 2030.

Figure 8.4: Geographical concentration of magnet REE refining



Source: IEA, Critical Minerals Data Explorer 2024

Separately, China is also responsible for 94% of sintered magnet production (used in EVs and wind turbines) and 80% of bonded magnets (for appliances and electronics). This shows the dominance of China across all stages of the supply chain, with the next greatest producer of sintered magnets being Japan at 5%¹.

¹ IEA (pages 172-173): <https://iea.blob.core.windows.net/assets/ef5e9b70-3374-4caa-ba9d-19c72253bfc4/GlobalCriticalMineralsOutlook2025.pdf>

8.1.3. Demand

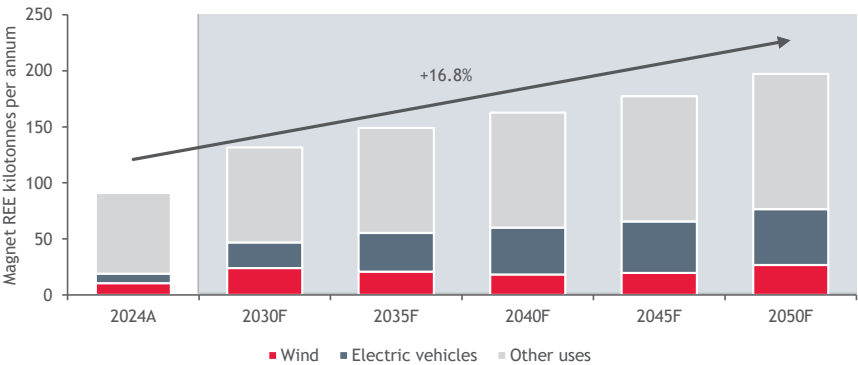
Permanent magnets account for nearly half of global REE demand, with key drivers of demand arising from their applications in clean energy, electronics, and defence as discussed in section 8.1.1 above. Data from the IEA in Figure 8.5 illustrates forecast demand for magnet REE beyond 2024.

The IEA models expected demand for magnet REE across different scenarios. The scenario in Figure 8.5 is the *Announced Pledges Scenario*, which assumes governments meet their national energy and climate targets. Assuming these targets are met, clean energy technologies (wind and EVs) are expected to be responsible for approximately 36% of magnet REE demand in 2030 and 39% in 2050, driven up from 21% in 2024. This indicates an increasing demand for REE in the clean energy sector.

EVs are expected to drive this demand, with the share of new cars sold that are electric increasing to 22% in 2024. The IEA also models other uses, which includes industrial equipment, glass, ceramics, microchips, catalysts and robotics.

Global per annum demand for magnet REE has nearly doubled from 2015 to 2024, exceeding 90kt. This is expected to more than double again by 2050, reaching nearly 200kt and signalling the continued importance of REE.

Figure 8.5: Breakdown of magnet REE demand by sector



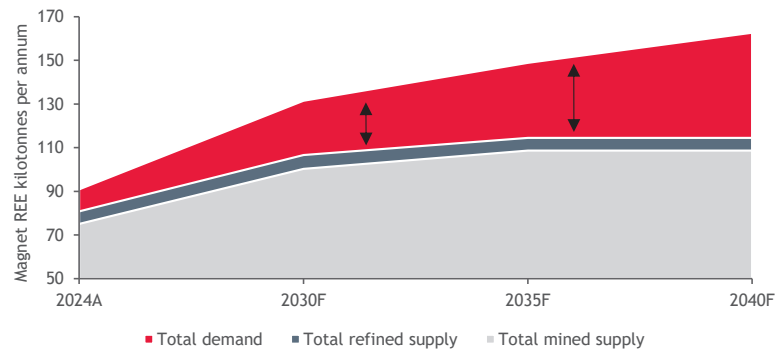
Source: IEA, Critical Minerals Data Explorer 2024

The country with the largest demand for magnet REE is China due to its strong position in magnet manufacturing. China's high degree of vertical integration also reduces the country's dependence on imports.

The US, Japan and Korea have the next highest demand, with this trend expected to continue out to 2050. Japan's magnet manufacturing capabilities but lack of mining and refinement production mean they are the most reliant upon REE imports, with an import value of US\$246 million in 2024.

Per annum supply and demand data from the IEA reveals demand for magnet REE was 10kt greater than supply of refined REE in 2024. This margin is expected to grow to 48kt by 2040 when demand is modelled according to the *Announced Pledges Scenario*, implying a continuous supply shortage. Figure 8.6 below illustrates the forecasted excess demand beyond 2024.

Figure 8.6: Magnet REE excess demand over supply



Source: IEA, Critical Minerals Data Explorer 2024

Secondary REE could provide an avenue to meet increasing demand, especially given supply concentration risks. Postconsumer scrap can unlock additional supply, but this supply is limited by recovery challenges as mentioned in section 8.1.1.

8.1.4. Geopolitical tensions

The REE industry is exposed to supply concentration risk. China's control over 90% of refining facilities and 94% of sintered magnet manufacturing means the rest of the world is heavily reliant upon them to source permanent magnets.

On 4 April 2025, the Chinese government announced export controls, requiring licences to be obtained to export select minerals. This involved halting shipments of minerals including Dy and Tb, which are needed in permanent magnets. Further export controls were announced on 9 October 2025, requiring foreign companies to obtain a license to export products containing Chinese-sourced rare earth materials or produced with Chinese rare earth technologies.

Following these Chinese export restrictions in April, the US announced tariffs of 145% on Chinese goods, specifically on final REE products such as permanent magnets. China's retaliatory tariffs on 12 April 2025 consisted of a 125% tariff on all imports from the US, prompting a pause in US company MP Materials' exports of rare earth concentrate to Chinese refiners. MP Materials owns the only operational rare earth mine in the US and is the leading US rare earths producer.

On 12 May 2025, a 90-day tariff truce between the US and China began. A meeting between Donald Trump and China's Xi Jinping in October 2025 brought a continued tactical truce, including easing of tariffs and relaxed controls on Chinese exports until November 2026. While the current truce allows the rest of the world to access China's supply of REE, there remains uncertainty around future policies that could be disruptive.

In July 2025, the US Department of Defense (now the Department of War) announced a strategic public-private partnership with MP Materials aimed at accelerating the development of a domestic rare earth supply chain. The package includes a US\$400 million equity investment, a US\$150 million loan to expand heavy rare earths separation capabilities, a 10-year price floor of US\$110 per kilogram for NdPr products, and long-term offtake commitments to support the construction of additional US magnet manufacturing

capacity. The initiative reflects increasing efforts by Western governments to diversify rare earth supply chains and reduce reliance on Chinese refining and magnet production.

8.1.5. Prices

Market overview

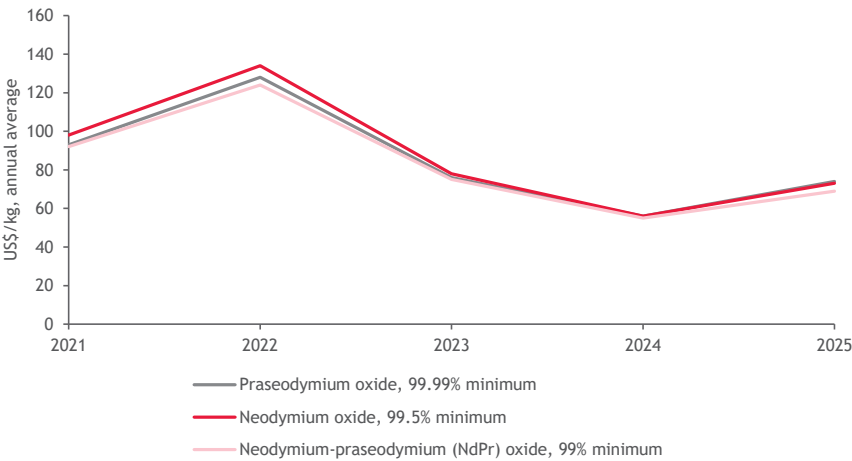
The market for REE has a low transparency of pricing schemes and a high price volatility compared to other minerals or metals such as aluminium and copper which are traded on markets such as the London Metal Exchange. Unlike these exchange-traded metals, REE prices largely come from private agencies resulting in a generally more opaque market than other metals.

Historical price movements

Historical prices for praseodymium oxide, neodymium oxide, and neodymium-praseodymium oxide are displayed in Figure 8.7 below. These REOs are some of ASM's most important REE outputs due to their use in magnets.

Prices for REOs peaked in 2021-2022. This followed a military coup in Myanmar in early 2021, which raised uncertainty around REE supplies due to Myanmar's exports to China. This uncertainty grew when COVID-19 caused a 6-month border closure between Myanmar and China mid-2021 that stopped heavy REE shipments. These were likely contributors to supply tightening and prices rising in 2021-2022. The fall in prices post-2022 were most likely caused by excess supply and economic downturn, alongside an EV demand pause.

Figure 8.7: Historical prices for praseodymium oxide, neodymium oxide, and neodymium-praseodymium oxide



Source: US Geological Survey, Mineral Commodity Summaries 2026

Recent events

Current geopolitical tensions create uncertainty around the supply of REE. The Chinese export restrictions implemented in April 2025 reduced supply for users of permanent magnets internationally. This drove up rare earth prices for importing countries, and European prices rose to nearly six times the prices in China.

While these export restrictions have since been relaxed, uncertainty around continued supply will likely maintain elevated prices, alongside the IEA's expectations that demand will exceed supply as covered in section 8.1.3.

Since early 2026, China has imposed additional export restrictions on certain dual-use goods destined for Japan, including selected REE and permanent magnets with potential military applications. These measures highlight Japan's continued reliance on Chinese supply chains for HREE, including Dy and Tb.

The ongoing civil war in Myanmar has limited the supply of mined REE from Myanmar to China. Continued conflict could also increase prices, with Myanmar responsible for a large portion of China's imports of heavy REE. Myanmar remains China's primary external source of HREE feedstock and is an important source of Dy and Tb.

The US Department of Defense (now Department of War) has implemented a 10-year price floor of US\$110 per kilogram for certain NdPr products produced by leading rare earths producer MP Materials as part of a broader strategic partnership designed to expand domestic rare earth processing and magnet manufacturing capacity. In the context of policy discussions around Australia's rare earths industry and the possible establishment of a strategic critical minerals reserve, the Albanese government has been reported to be negotiating with local miners regarding the potential implementation of price floors.

In June 2026, China added MP Materials and USA Rare Earths, as well as eight other US entities said to be linked to the US military, to its export control list, prohibiting Chinese-origin dual-use items from being supplied to those companies. Both companies are central to US efforts to establish domestic rare earth and magnet manufacturing capacity.

Governments have also announced initiatives aimed at supporting domestic critical minerals industries and diversifying supply chains. In Europe, the European Commission has announced plans to mobilise up to €3 billion to support strategic critical minerals projects and reduce reliance on imported supply chains.

8.1.6. Australia and US supply chain strategies

Australia and the US have both engaged in strategies to localise supply chains for REE. On 20 October 2025, Australia and the US signed the *United States-Australia Framework for Securing of Supply in the Mining and Processing of Critical Minerals and Rare Earths*. This will secure a US-Australia supply chain for critical minerals and rare earths to provide essential materials for defence and other technologies. The framework involves contributing US\$1 billion each in investments towards an US\$8.5 billion pipeline of critical minerals projects.

Australia has made additional financial commitments through their \$15 billion National Reconstruction Fund in 2023, of which \$1 billion was committed to resource value addition. There was also the Critical Minerals Facility which funded a \$1.7 billion investment in Iluka in December 2024, supporting the development of a fully integrated rare earths refinery.

Australia's first rare earths processing facility was opened in 2024 by Lynas Rare Earths, producing up to 68kt per year. In May 2026, Arafura Rare Earths Limited ('Arafura') announced that its Board made a FID in respect of the Nolans Project in the Northern Territory, with construction expected to commence in September 2026.

In an initiative to prevent supply chain disruptions, US President Donald Trump announced on 2 February 2026, a US\$12 billion strategic mineral reserve labelled Project Vault. This reserve will be created with the intention of combating China's dominance over critical mineral supply chains.

9. Industry analysis - Energy Fuels

9.1 Uranium

Uranium is an abundant, naturally occurring element found in the Earth's crust with an average concentration of 2.8 parts per million across various geological locations. Uranium is a heavy metal which has served as a concentrated energy source for over 60 years. There are about 440 nuclear reactors across the globe which generate approximately 10% of global electricity. The state of the world's uranium market heavily relies on the fortunes of the nuclear power generation industry. Additionally, uranium has other practical applications such as producing medical isotopes, and in marine propulsion, particularly in naval operations. The Fukushima nuclear disaster in March 2011 damaged the industry's outlook, leading to diverging opinions regarding the use and safety of uranium as an energy source. However, as the world moves toward carbon neutrality, uranium has been identified as a clean energy source, thereby widely improving sentiment around the commodity which has translated into increased demand. This has been reflective of recent increases in the uranium spot price, which is discussed further below.

Key external drivers

The inelastic nature of short-term demand for uranium means an increase in price flows almost entirely to industry revenue. The price of uranium is denominated in USD, and therefore, the exchange rate directly impacts the returns received by operators in countries outside of the US.

The industry's performance has been influenced by public concerns and opinions surrounding the environmental impact of uranium. Historically, environmental activists have opposed nuclear energy, primarily due to issues related to nuclear waste. However, more recently, many countries have adopted nuclear power to reduce their overall environmental footprint, as electricity generation through uranium does not directly emit carbon dioxide. Recognising that nuclear energy may contribute to the global renewable energy transition, the demand for uranium is expected to increase accordingly.

The global price of alternative sources of electricity, such as steaming coal and natural gases, also influences the demand for uranium. When prices for steaming coal and natural gas rise, nuclear power becomes comparatively cheaper, leading to an increase in demand for uranium. In contrast, a fall in steaming coal and natural gas prices could lead to a greater uptake of those commodities as a fuel source.

In the past several years, policy shifts in major uranium-producing and consuming countries, such as the US and Canada, have had a significant influence on the global uranium market. The US and Canadian governments classified uranium as a critical mineral in November 2025 and December 2022, respectively, recognising its strategic importance for national energy security and the fossil-fuel energy transition. This designation has spurred renewed investment in domestic uranium mining and enrichment capabilities, aimed at reducing reliance on imports and establishing a resilient nuclear fuel supply chain. Canada, the world's second-largest uranium producer, has also strengthened its regulatory and investment frameworks with initiatives such as a new C\$2 billion Sovereign Investment Fund for critical minerals and extension of the 30% Critical Mineral Exploration Tax Credit to March 2027, to support development and to position the country as a secure supplier to Western markets.

At the same time, a new source of structural demand is emerging from the rapid growth of artificial intelligence and data processing industries. From 2024-2030, global data centre electricity consumption is forecast to grow by approximately 15% annually as estimated by the International Energy Agency, driven by the exponential increase in computing power and data storage needs, accelerating demand for stable, carbon-free electricity sources. Nuclear energy, powered by uranium, has become increasingly attractive to governments and technology companies seeking to meet these rising energy needs while adhering to

decarbonisation goals. As a result, uranium's role in supporting both energy security and the clean digital economy is becoming more prominent, reinforcing the positive long-term outlook for the commodity.

Uranium trends

According to the Department of Industry, Science and Resources, global uranium production is predicted to increase from 75.3 kt in 2025 to 83.1 kt in 2027, while consumption of uranium is projected to grow from 91.5 kt in 2025 to 99.5 kt by 2027.

An overview of the outlook and current global uranium production and demand is presented in the table below.

Uranium Production and Demand Statistics	2024 (kt)	2025 (kt)	2026 (kt)	2027 (kt)
Global Production	69.3	75.3	78.7	83.1
Kazakhstan	26.4	29.6	31.6	33.8
Canada	16.8	16.7	16.6	16.6
Namibia	8.2	9.3	8.8	9.3
Uzbekistan	4.7	5.4	5.4	5.4
Russia	3.1	3.1	3.2	3.5
Niger	0.6	0	0.1	0.5
Other	9.5	11.2	13	14.5
Global Demand	87.8	91.5	96.1	99.5
China	12	15.2	17.2	22.4
EU 28	20.8	20.8	21.3	20.6
Japan	2.7	2.7	2.7	2.7
Russia	5.8	7.1	6.1	7.3
United States	20.8	20.8	20.8	20.8
Other	25.7	24.9	28	25.7

Source: Department of Industry, Science and Resources: Resources and Energy Quarterly, December 2025 Edition and BDO analysis

The growing demand for low-carbon energy continues to drive the construction of new nuclear reactors worldwide.

According to the World Nuclear Association, Canada not only ranks among the top producers but also hosts over 40 companies engaged in active uranium exploration. While exploration has historically focused on northern Saskatchewan, new prospects are now extending across multiple provinces. On the production side, Canada currently operates two of the largest-producing uranium mines, being the McArthur River/Key Lake mine and the Cigar Lake mine.

In the US, uranium production is undertaken on a relatively small scale by few companies. On the contrary, uranium exploration in the US is undertaken by many companies across several areas. According to the US Energy Information Administration, uranium exploration drilling in the US increased from a total 877 holes in 2023 to 1,324 holes in 2024. Exploration and development drilling in 2023 were at the highest levels since 2013.

In May 2025, a US Presidential Executive Order called for 10 new large reactors to be under construction by 2030. Given the country's limited uranium production, this initiative is likely to have significant implications for uranium exports. The US currently has the largest operating nuclear power capacity, which is expected to be utilised amidst recent expansion plans. Additionally, the US has outlined plans to

deploy small and micro modular reactors to power data centres. If these projects proceed, global uranium demand will increase substantially.

In August 2025, the world's largest uranium producer, Kazatomprom, revised its 2026 production guidance downward from 33 kt to 30 kt, citing a market-centric approach aimed at aligning supply with demand growth as the reason. Kazakhstan remains the dominant global supplier, accounting for nearly half of global uranium output, followed by Canada, Namibia, Australia and Uzbekistan.

In October 2025, the US Government unveiled an US\$80 billion plan to build nuclear reactors to meet the heightened electricity demand of data centres powering artificial intelligence.

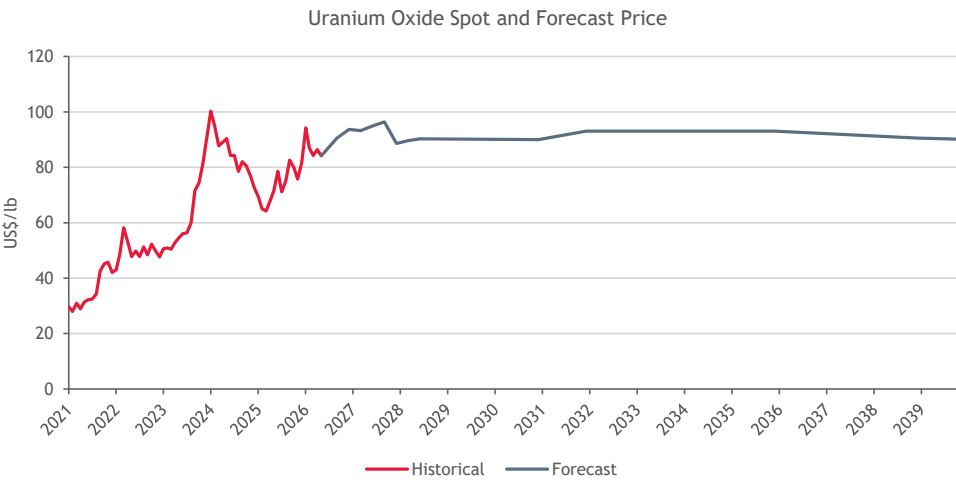
In January 2026, the US Department of Energy announced approximately US\$2.7 billion of funding to strengthen domestic uranium enrichment services over the following decade. The funding was awarded to support the expansion of US low-enriched uranium ('LEU') and high-assay low-enriched uranium ('HALEU') enrichment capacity and reduce reliance on foreign fuel supply.

In February 2026, the US Government announced "Project Vault", a strategic public-private partnership intended to establish a strategic reserve of critical minerals. The initiative, supported by approximately US\$12 billion of public and private funding, includes the potential purchase and storage of uranium alongside other designated critical materials. As a result, the program may contribute to strategic inventory accumulation within the nuclear fuel supply chain.

At the Nuclear Energy Summit held in Paris in March 2026, Belgium, Brazil, China and Italy endorsed the Declaration to Triple Nuclear Energy by 2050, increasing the number of participating countries to 38. The growing number of signatories reflects continued government support for the expansion of nuclear generation capacity, which may support long-term uranium demand.

Uranium prices

Unlike other commodities, uranium does not trade on an open market. Rather, buyers and sellers privately negotiate contracts which are subsequently aggregated and published by independent market consultants as price indices. The monthly U_3O_8 spot prices from 2021, together with forecast prices through to 2035, are illustrated in the graph below. The historical prices quoted below are calculated by Cameco based on month-end prices published by the industry-recognised price reporting agencies, UxC and TradeTech.



Source: Cameco and Consensus Economics Survey dated 19 June 2026

In 2021, the global uranium price rose approximately 45% to a nine-year high of US\$45.80/lb in November 2021, driven by stronger demand for nuclear energy and impacts of constrained supply chains. In September 2021, the Sprott Physical Uranium Trust ('SPUT') increased its stockpiles by 45% after purchasing 8.1 million pounds of U₃O₈, contributing as one of the main drivers of the uranium spot price peak. Since its inception in July 2021, SPUT has improved the uranium industry's liquidity and spot price discovery. Following a period of depressed prices, the uranium price increased to US\$58.20/lb in March 2022 following Russia's invasion of Ukraine.

After the military coup in Niger in July 2023, the price of uranium increased to around US\$72/lb by August 2023. At the time, Niger was one of the largest global uranium producers, and in 2022, the country was the second-largest supplier of natural uranium to the European Union.

Uranium prices experienced heightened volatility since late 2023, reflecting a structural shift in global supply and demand dynamics and renewed policy support for nuclear energy. Prices rose sharply through late 2023 and early 2024, reaching levels above US\$100/lb, driven by persistent supply constraints and growing recognition of nuclear power as a critical component of the global energy transition. Uranium prices subsequently decreased through the second half of 2024 as the market stabilised.

During the first half of 2025, uranium prices continued to exhibit moderate volatility, reflecting ongoing adjustments in global supply and demand. Following a sharp correction at the end of 2024, prices stabilised in March 2025 and subsequently rebounded, reaching a year-to-date high of US\$82.63/lb in September 2025. This recovery was underpinned by sustained global interest in nuclear energy as a reliable, low-emissions power source, increased investment in small modular reactors, and the reactivation of existing nuclear facilities across several jurisdictions. Mine restarts and development activity, including the Honeymoon project in Australia and the Langer Heinrich mine in Namibia, occurred on the back of sustained price increases.

Momentum in the uranium market continued to trade around the US\$80/lb levels towards the end of 2025 and into 2026, supported by a notable shift in US energy policy and accelerating electricity demand from data-intensive industries. In particular, recent US federal initiatives aimed at streamlining nuclear regulatory approvals and expediting reactor licensing have materially improved the investment outlook for nuclear generation. Policy announcements calling for a significant expansion in US reactor construction capacity by the end of 2030 have reinforced expectations of sustained long-term uranium demand. This outlook was further amplified by the US government's announcement of substantial planned investment in new nuclear reactors to support rapidly growing electricity demand, including demand associated with data centres and artificial intelligence infrastructure.

According to Consensus Economics, the nominal uranium price is expected to trade slightly above current levels in the near term, before rising to approximately US\$94/lb in late 2026. Over the period from 2027 to 2030, the nominal uranium price is expected range between around US\$89/lb and US\$96/lb. From 2031 onwards, the long-term nominal forecast returns to approximately US\$93/lb.

Source: Consensus Economics, International Energy Agency, IBISWorld, World Nuclear Association, Nasdaq, Cameco, Department of Industry, Science and Resources: Resources and Energy Quarterly, Reuters and US Department of Energy

10. Valuation approach adopted

There are a number of methodologies which can be used to value a business or the shares in a company. The principal methodologies which can be used are as follows:

- Capitalisation of future maintainable earnings ('FME')
- Discounted cash flow ('DCF')
- Quoted market price basis ('QMP')
- Net asset value ('NAV')
- Market based assessment (such as a Resource Multiple).

A summary of each of these methodologies is outlined in Appendix 2 of our Report.

Different methodologies are appropriate in valuing particular companies, based on the individual circumstances of that company and available information.

It is possible for a combination of different methodologies to be used together to determine an overall value, where separate assets and liabilities are valued using different methodologies. When such a combination of methodologies is used, it is referred to as a 'sum-of-parts' valuation ('Sum-of-Parts').

The approach using Sum-of-Parts involves separately valuing each asset and liability of the company. The value of each asset may be determined using different methodologies as described above. The component parts are then valued using the NAV methodology, which involves aggregating the estimated fair market value of each component part.

10.1 Valuation of an ASM share prior to the Share Scheme

In our assessment of the value of an ASM share prior to the Share Scheme, we have chosen to employ the following methodologies:

- The Sum-of-Parts as our primary methodology, which estimates the fair market value of a company by assessing the realisable value of each of its component parts. The value of each component part may be determined using different methodologies and the component parts are then aggregated using the NAV methodology. The value derived from this methodology reflects a control value.
- The QMP methodology as our secondary methodology, which represents the value that a ASM Shareholder may receive for an ASM share if it were sold on market prior to the announcement of the Share Scheme. The value derived from this methodology reflects a minority interest value. Given our valuation assessment of ASM prior to the Share Scheme is on a controlling interest basis, we have applied a premium for control to our QMP value.

We have employed the Sum-of-Parts methodology in estimating the fair market value of an ASM share prior to the Share Scheme, by aggregating the fair market values of its underlying assets and liabilities. We have considered the following component parts in our valuation of ASM prior to the Share Scheme:

- Value of the Dubbo Project, having reliance on the valuation performed by SRK Consulting Australasia (Pty) Ltd ('SRK'), an independent technical specialist applying a market-based assessment
- Value of the KMP, applying the DCF methodology
- Value of ASM's other assets and liabilities, adjusting to fair market value under the NAV methodology

- Present value of ASM's expected corporate overhead costs which is based on historical corporate costs incurred by ASM and an analysis of the corporate costs incurred by comparable ASX-listed companies
- Transaction costs incurred as part of the scheme process borne by ASM if the Share Scheme is not successfully implemented.

We have chosen these methodologies for the following reasons:

- The core value of ASM lies in the future cash flows to be generated from the KMP and the Dubbo Project (notwithstanding there is insufficient reasonable grounds to value the Dubbo Project using a DCF approach). We consider the cash flows from the KMP to be most appropriately valued using a DCF approach. However, there are some assets and liabilities of ASM that are not suited to a DCF valuation approach. Where different approaches are used to value different assets or components of a business, a Sum-of-Parts approach is the most appropriate valuation methodology to employ.
- ASM owns agricultural property and water rights, which have been recently valued by specialists in their respective fields. We have reviewed these valuations and adjusted them where appropriate in order to determine the market value of these assets immediately prior to the implementation of the Schemes. We note that the value of these assets are not material to the overall value of the Company and therefore we have not commissioned separate independent valuations of these assets.
- Based on discussions with SRK, and in accordance with ASIC's RG 170 and Information Sheet 214 Mining and resources: Forward-looking statements ('IS 214'), we do not consider there to be sufficient reasonable grounds to estimate the future cash flows to be generated from the Dubbo Project. The reasons for SRK's advice to not use an income-based valuation approach is detailed in its Independent Specialist Report. Therefore, we do not consider the application of a DCF approach to be appropriate for the purposes of our valuation of the Dubbo Project. We have instead relied on SRK's valuation of the Dubbo Project where they used the comparable market transactions approach as their primary approach.
- The FME methodology is most commonly applicable to profitable businesses with steady growth histories and forecasts. The cash flows from the KMP have a finite life and may vary substantially from year to year. The FME methodology is also not considered appropriate for valuing finite life assets, such as processing facilities, rendering the KMP not suitable for an FME valuation.
- We have adopted QMP as our secondary approach. The QMP basis is a relevant methodology to consider because the shares of ASM are listed on the ASX, therefore reflecting the value that an ASM Shareholder will receive for a share sold on the market. This means there is a regulated and observable market where the shares of ASM can be traded. However, for the QMP methodology to be considered appropriate, the listed shares should be liquid, and the market should be fully informed of the Company's activities.

Independent Technical Expert

In performing our valuation of an ASM share prior to the Share Scheme, we have relied on the Independent Specialist Report prepared by SRK, including SRK's review of the underlying technical project assumptions contained in the forecast cash flow model for the KMP.

We have also instructed SRK to value the mineral assets held by ASM that are not suitably valued using a DCF approach.

SRK's Independent Specialist Report has been prepared in accordance with the Australasian Code for Public Reporting of Technical Assessments and Valuation of Mineral Assets (2015 Edition) ('VALMIN Code') and the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 Edition) ('JORC Code (2012)'). We are satisfied with the valuation methodologies adopted by SRK, which we believe are in accordance with industry practices and are compliant with the requirements of the VALMIN Code.

The specific valuation methodologies used by SRK and the reasons for adopting those methodologies, are detailed in the Independent Specialist Report contained in Appendix 5.

10.2 Valuation of the Share Scheme Consideration

As detailed in Section 4 of our Report, the Share Scheme Consideration comprises the Scrip Consideration of 0.053 New Energy Fuels CDIs (or New Energy Fuels Shares, if validly elected) for each ASM share held, and the Cash Consideration of \$0.13 per ASM share.

In valuing the Scrip Consideration, we have considered the QMP, utilising post-announcement pricing of Energy Fuels. The value derived from this methodology reflects a minority interest value. The Scrip Consideration is then aggregated with the value of the Cash Consideration to determine the total value of the Share Scheme Consideration.

Under RG 111.34, it is noted that if, in a scrip bid, the target is likely to become a controlled entity of the bidder, the bidder's securities can also be valued using a notionally combined entity. However, it should still be noted that the accepting holders are likely to hold minority interests in that combined entity. Therefore, on the basis that ASM Shareholders will become minority interest holders in the Combined Company, our valuation of a share in the Combined Company is on a minority interest basis.

We have chosen the QMP methodology for the following reasons:

- Given that we are valuing the Scheme Shares, being shares in Energy Fuels, we have considered the QMP of Energy Fuels' shares following the announcement of the Share Scheme. The QMP of Energy Fuels' shares in the period following the announcement of the Share Scheme is considered an indicator of value of the Combined Company because market participants are fully informed of the terms of the Share Scheme and therefore reflects the market's view of the value of the Combined Company following the implementation of the Share Scheme. We note that market pricing following the announcement of a transaction can be volatile, and as such, we have assessed the QMP of Energy Fuels' shares on a volume weighted average price ('VWAP') basis over various time periods following the announcement of the Share Scheme to smooth the daily price fluctuations.
- Based on the market capitalisations of ASM and Energy Fuels immediately prior to the announcement of the Share Scheme of \$194.34 million and US\$5.58 billion (using Energy Fuels' NYSE American listing) (translated to \$8.26 billion), respectively, the market value of the equity of ASM equates to approximately 2.4% of Energy Fuels' market capitalisation. In addition, on the date the Share Scheme was announced, the share price of Energy Fuels closed at US\$22.52, down approximately 4.25% from a closing price of US\$23.52 on the previous day. As such, in the event that the Share Scheme is implemented, we do not consider the incremental change in the value of Energy Fuels to be significant. Therefore, based on the relative market values of ASM and Energy Fuels prior to the announcement of the Share Scheme, and the high level of liquidity of Energy Fuels' shares, we consider the QMP methodology utilising the QMP of Energy Fuels' shares following the announcement of the Share Scheme, to be an appropriate approach for the purposes of valuing the Combined Company and in turn, the Scrip Consideration.

10.3 Valuation of the ASM Options

As detailed in Section 4 of our Report, ASM and Energy Fuels have also agreed the terms of a separate but concurrent creditors' scheme of arrangement pursuant to which all ASM Options held by ASM Optionholders will be transferred to Energy Fuels in exchange for cash consideration of \$0.50 per option. The ASM Options are each exercisable at \$1.74 and expire on 31 October 2027. Accordingly, we have also valued the ASM Options prior to the Option Scheme.

The ASM Options are quoted on the ASX and therefore there is a regulated and observable market where the ASM Options can be traded. In order for the QMP approach to be appropriate, there must be sufficient liquidity in the ASM Options. Our analysis of the liquidity of the ASM Options is set out in Section 13.1 of our Report.

The ASM Options do not have any vesting conditions attached. Options without vesting conditions can be exercised at any time up to the expiry date, and as such are more suitably valued using the Black-Scholes option pricing model.

Therefore, we have also used the Black-Scholes option pricing model to value the ASM Options, with the underlying share price input derived from our valuation of ASM prior to the implementation of the Option Scheme. We note that our assessment of the value of the ASM Options reflects a controlling interest value. The key inputs used for this valuation are set out in Section 13.2 of our Report.

We have chosen this methodology for the following reasons:

- FME and DCF valuation approaches are appropriate for valuing shares in income generating companies, as detailed in Section 10.1 above. In the case of the Option Scheme, we are valuing the ASM Options, which are not shares. To value the ASM Options, we must use an appropriate option pricing model rather than those approaches used to value shares in a company. Therefore, we do not consider the DCF, FME or NAV methodologies to be appropriate to adopt for the valuation of the ASM Options.
- The inputs required to value the ASM Options using the Black Scholes model are readily available and the Black Scholes model is widely used to value call options such as the ASM Options. Therefore, we consider the Black Scholes model is an appropriate option pricing model to value the ASM Options as our primary methodology.
- We considered the QMP basis as another relevant methodology to consider because the Scheme Options are quoted on the ASX, therefore reflecting the value that an option holder may receive for an option sold on the market. In order to rely on the QMP approach to value the ASM Options, there would need to be a deep market for those options. Therefore, we also considered the historical liquidity of the ASM Options in determining whether we can rely on the QMP approach in forming our assessed valuation range.

11. Valuation of an ASM share prior to the Share Scheme

11.1 Sum-of-Parts valuation

We have employed the Sum-of-Parts methodology in estimating the fair market value of an ASM share prior to the Share Scheme (on a controlling interest basis), by aggregating the estimated fair market values of its underlying assets and liabilities, having consideration to the following:

- The value of the Dubbo Project
- The value of the KMP
- The value of ASM's other assets and liabilities not included in other components of the Sum-of-Parts valuation
- Transaction costs incurred as part of the Share Scheme borne by ASM regardless of whether the transaction completes
- The number of shares on issue in ASM prior to the Share Scheme.

The value of other assets and liabilities not included in the other components of the Sum-of-Parts valuation.

Our Sum-of-Parts valuation of an ASM share prior to the Share Scheme is set out in the table below:

Valuation of an ASM share prior to the Schemes	Ref.	Low \$'000	Preferred \$'000	High \$'000
Valuation of the Dubbo Project	11.1.1	27,900	49,000	70,100
DCF valuation of the KMP	11.1.2	11,300	107,600	206,800
Valuation of ASM's property	11.1.3	20,147	22,385	24,624
Valuation of ASM's water rights	11.1.4	14,000	15,000	16,000
Valuation of ASM's other assets and liabilities	11.1.5	39,575	39,575	39,575
Present value of ASM's corporate costs	11.1.6	(106,000)	(98,400)	(90,800)
Transaction costs	11.1.7	(2,000)	(2,000)	(2,000)
Total value of ASM prior to the Scheme (control)		4,922	133,160	264,299
Number of ASM shares on issue	11.1.8	271,730,693	271,730,693	271,730,693
Value per share prior to the Scheme (control) (\$)		0.018	0.490	0.973

Source: BDO analysis

Based on the Sum-of-Parts above, we have assessed the value of an ASM share prior to the Share Scheme (on a controlling interest basis) to be in the range of \$0.018 and \$0.973, with a preferred value of \$0.490.

11.1.1. Valuation of the Dubbo Project

In assessing the value the Dubbo Project, we have relied on the Independent Specialist Report prepared by SRK, which incorporates SRK's assessment of the project's market value.

We instructed SRK to provide an independent market valuation of the Dubbo Project. In forming its view, SRK considered the values implied by comparable transactions, and used peer analysis and the yardstick approach as secondary cross-checks. SRK's assessed valuation range for the Dubbo Project is summarised below:

Valuation of the Dubbo Project	Low \$'000	Preferred \$'000	High \$'000
Total value of the Dubbo Project	27,900	49,000	70,100

Source: SRK's Independent Specialist Report and BDO analysis

Based on SRK's assessment, the value of the Dubbo Project ranges between \$27.9 million and \$70.1 million, with a preferred value of \$49.0 million.

11.1.2. DCF valuation of the KMP

We have elected to use the DCF approach in valuing the KMP. The DCF approach estimates the fair market value of the asset by discounting the future cash flows arising from it to their net present value.

Performing a DCF requires the determination of:

- The future cash flows that the KMP is expected to generate
- An appropriate discount to apply to the cash flows from the KMP to convert them into their present value equivalent.

The value that we have ascribed to the KMP is based on technical factors as advised by SRK, and our view of future economic assumptions, all of which are derived from information available at the time of SRK's report, and our Report, respectively. The technical and economic factors may change in the future, which may change the value of the KMP.

The management of ASM have prepared a detailed forecast cash flow model of the KMP and the Dubbo Project ('the Model'). However, as outlined in Section 10.1 of our Report, based on discussions with SRK and our professional judgement, we consider that there are insufficient reasonable grounds to apply a DCF methodology to value the Dubbo Project. This reflects the length of time that has elapsed since the Optimisation Study and the absence of a completed pre-feasibility study for the Heap Leach Option. Accordingly, we have limited our analysis to the portion of the Model relating to the KMP and have valued the KMP on a standalone basis. Any subsequent reference to the Model in this Report therefore pertains solely to the KMP DCF valuation.

The Model estimates the future cash flows expected from alloy production over a 15-year forecast period (from 2026 to 2040 inclusive) and incorporates a terminal value at the end of the forecast. The Model reflects forecasts of after-tax, yearly cash flows in real USD terms.

Due to the passage of time since our previous Report, ASM provided an updated model with a starting date of 1 June 2026. These updates include an adopted opening balance sheet position as at 1 June 2026, a five-month delay in the ramp of up production and revised capital expenditure estimates for 2026 and 2027.

We have assessed the reasonableness of the Model and the material assumptions underpinning it. We have made certain adjustments to the Model where it was considered appropriate, to arrive at an adjusted model ('Adjusted Model'). In particular, we adjusted the Model to:

- extend the forecast period to 31 December 2052 and remove the terminal value to reflect the remaining estimated useful life of the KMP of 27 years, based on discussions with SRK
- reflect any changes to the technical assumptions resulting from SRK's review
- reflect any changes to the economic and other input assumptions that we consider appropriate as a result of our research

From its review of the technical assumptions, SRK recommended certain adjustments to the Model. Further details of SRK's proposed adjustments are set out in SRK's Independent Specialist Report, included in Appendix 5. We have adopted SRK's recommendations in forming our DCF valuation range of the KMP.

The Model was prepared based on estimates of the alloy production profile of the KMP, operating costs and capital expenditure. The main assumptions underpinning the Adjusted Model include:

- oxide, metal and alloy costs
- the alloy pricing margin
- processing volumes
- operating costs
- working capital movements
- expansion and sustaining capital expenditure
- corporate and withholding tax
- discount rate.

We undertook the following analysis on the Model:

- analysed the Model to confirm its integrity and mathematical accuracy
- appointed SRK as technical expert to review, and where required, provide changes to the technical assumptions underpinning the Model
- conducted independent research on certain economic and other inputs such as the USD:KRW foreign exchange rate, and the discount rate applicable to the future cash flows of the KMP
- held discussions with the management of ASM regarding the preparation of the forecasts in the Model and its views
- performed sensitivity analysis on the value of the KMP by flexing key assumptions and inputs.

The Adjusted Model, which forms the basis of our DCF valuation, has been adjusted based on the above procedures.

We have not undertaken a review of the cash flow forecast in accordance with the Australian Standard on Assurance Engagements ASAE 3450 Assurance Engagements involving Corporate Fundraising and/or Prospective Financial Information and do not express an opinion on the achievability of the forecast. However, nothing has come to our attention as a result of our procedures to suggest that the assumptions on which the Adjusted Model has been based have not been prepared on a reasonable basis.

Appointment of a technical expert

SRK was engaged to prepare a report providing a technical assessment of the assumptions underpinning the Model. SRK's assessment involved the review and provision of opinion on the reasonableness of the assumptions adopted in the Model, including but not limited to:

- production assumptions (including production capacity)
- operating costs (comprising raw materials and consumables, labour, electricity and administrative costs)
- capital expenditure (expansion and sustaining capital required)
- other relevant assumptions.

SRK's Independent Specialist Report is included in Appendix 5.

Limitations

Since forecasts relate to the future, they may be affected by unforeseen events and they depend, in part, on the effectiveness of management's actions in implementing the plans on which the forecasts are based. Accordingly, actual results may vary materially from the forecasts included in the Adjusted Model, as it is often the case that some events and circumstances frequently do not occur as expected, or are not anticipated, and those differences may be material.

Economic assumptions

USD:KRW foreign exchange rate

While revenues and most of the costs in the Model are forecast in USD terms, there are some costs which are forecast in KRW terms and subsequently converted into USD terms for valuation purposes. Accordingly, we have reviewed the USD:KRW foreign exchange rates incorporated in the Model and updated the forecast rates using data sourced from Consensus Economics as at the survey date of 8 June 2026.

All cash flows in the Model are presented on a real basis. As Consensus Economics does not provide real USD:KRW exchange rate forecasts, we converted the nominal forecast rates to real terms by adjusting for the forecast inflation in both jurisdictions. This adjustment applied the forecast short-term South Korean and US inflation rates, sourced from S&P Capital IQ, together with the long-term inflation targets of 2.0% per annum for each jurisdiction.

Following these adjustments, the real USD:KRW foreign exchange rate assumptions adopted in the Adjusted Model are summarised below:

	2026	2027	2028	2029	2030	2031	2032+
USD:KRW (real)	1,481	1,440	1,414	1,404	1,391	1,374	1,350

Source: Consensus Economics, S&P Capital IQ and BDO analysis

Life of the KMP

The Model assumed that the KMP would operate into perpetuity and incorporated a terminal value after a 15-year forecast period. However, based on discussions with SRK, rather than adopt a terminal value assumption, we consider it appropriate to extend the forecast period to reflect a total estimated useful life of 30 years for the KMP. This estimated useful life reflects the risks of technological obsolescence over time. The KMP has been operating since 2022, therefore, we have extended the forecast period through to 2052, reflecting the estimated remaining useful life of 27 years as measured from the adopted valuation date.

Processing profile

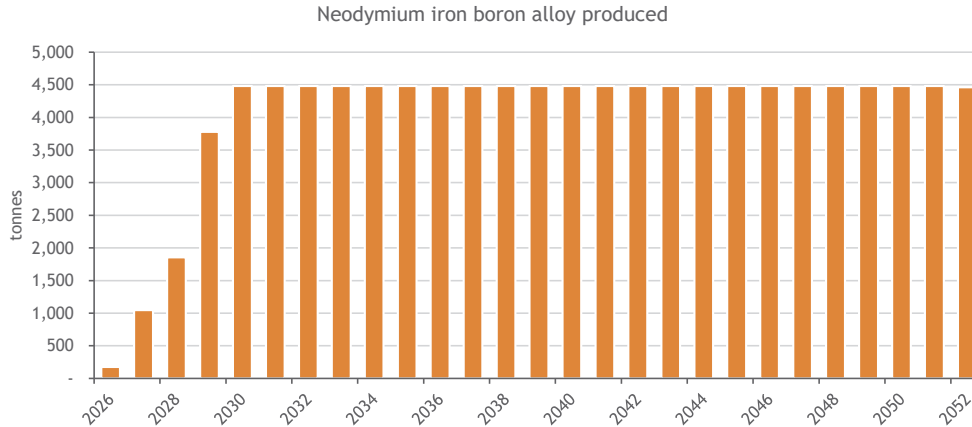
As outlined in Section 5 of our Report, the KMP converts NdPr oxides into Nd and Pr metal via ASM's metallisation process, before alloying this metal with iron and boron to produce NdFeB alloy for magnet manufacture.

As discussed above, the estimated remaining life of the KMP is approximately 27 years. Alloy production is forecast to gradually ramp up following the completion of the Phase 2 and Phase 3 ramp-up in 2028 and 2029, respectively.

SRK also advised that a reduced plant utilisation factor of 80% is appropriate for estimating production output under the base case scenario, with a further reduced assumption of 70% applied under a stress case

scenario. As detailed in the Independent Specialist Report in Appendix 5, SRK consider these adjustments necessary to reflect downtime, holidays and other operational delays.

The chart below illustrates the adjusted NdFeB alloy output over the estimated remaining life of the KMP, incorporating SRK's base case recommendation of a plant utilisation factor of 80%.



Source: The Adjusted Model and BDO analysis

Alloy price margin

Alloy prices are a key assumption in the Model. There is no current ex-China publicly traded market for rare earth alloys or magnets, and independent rare earth research providers do not publish alloy price forecasts, instead supplying only Free on Board ('FOB') Chinese oxide prices.

In the absence of publicly available alloy pricing data, ASM applied the following methodology as a proxy to derive forecast alloy prices. First, an average customer magnet grade of 40SH is assumed and the corresponding alloy composition is determined based on actual customer specifications. The REE content to target 40SH magnets is assumed to be 29.9% NdPr, 1.4% Dy or 1.75% ferrodysprosium, and 0.18% Tb.

Based on historical data provided by ASM, we analysed the relationship between Chinese rare earth input costs and published Chinese 40SH alloy prices to understand how alloy prices respond to movements in NdPr, Dy and Tb prices.

This analysis showed that the Chinese alloy prices historically incorporate a margin above the rare earth input costs to cover remaining non-rare earth production costs and producer profit. The observed mean and median margins over the two, three and four-year periods to May 2026 are set out below:

	2-year		3-year		4-year	
	Mean	Median	Mean	Median	Mean	Median
Historical alloy price margin	19.9%	20.9%	24.4%	25.2%	22.2%	23.7%

Source: Third-party market research firm

This observed relationship is then applied to forecast FOB China oxide prices sourced from reputable, independent industry market research firms (which is unable to be published), which are converted into equivalent metal prices. The metal prices are multiplied by the assumed 40SH alloy composition to calculate the forecast rare earth input cost per kilogram of alloy. The observed margin in Chinese alloy

pricing is then used to generate a forward alloy price that reflects both forecast movements in rare earth oxide prices and the established cost structure of Chinese 40SH alloy production.

Having consideration for the above and based on advice from SRK, we have adopted an alloy price margin of 22.5% under our preferred case scenario. The forecast NdPr oxide, Dy oxide and Tb oxide pricing from the third-party market research firm and resulting alloy price forecast based on this margin are shown in the table below, with all prices stated in real USD terms. We note that an NdPr oxide cost of US\$110/kg (in real terms) is assumed from 2026 to 2030, based on the US Government's commitment to adopt a 10-year price floor of US\$110/kg for NdPr produced by MP Materials Corp, a large US rare earth company as announced in July 2025 (also previously discussed in Section 8.1.5).

US\$/kg, real	2026	2027	2028	2029	2030	2031	2032
NdPr oxide	110	110	110	110	110	125	140
Dy oxide	300	336	390	450	480	525	600
Tb oxide	1,320	1,440	1,560	1,680	1,920	2,100	2,400
Alloy price	60	61	63	65	66	74	84

US\$/kg, real	2033	2034	2035	2036	2037	2038	2039+
NdPr oxide	160	175	160	150	150	150	150
Dy oxide	660	660	660	660	660	660	660
Tb oxide	2,400	2,400	2,400	2,400	2,400	2,400	2,400
Alloy price	94	101	94	89	89	89	89

Source: Third-party market research firm and the Adjusted Model

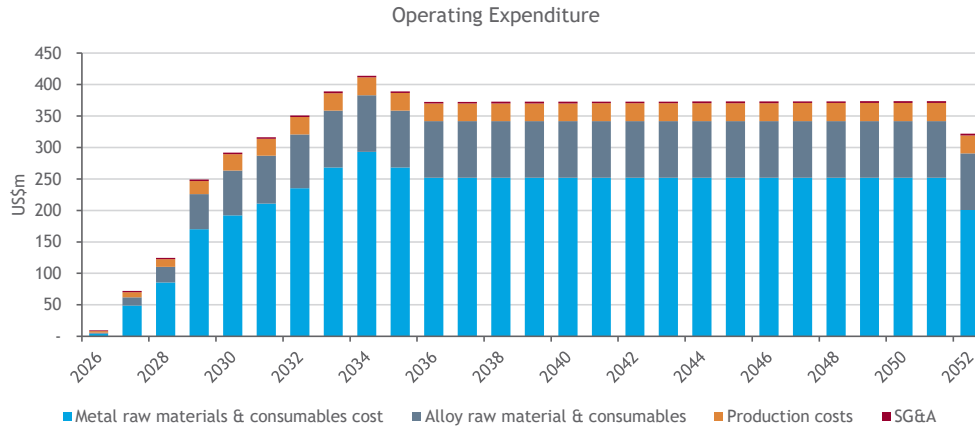
Based on discussions with SRK, we consider this methodology to be appropriate for determining the alloy price forecasts in the absence of publicly available data. However, we also note that given the historical volatility in the alloy price margin, combined with the inherent uncertainty in forecasting long-term rare earth and alloy pricing, we have considered a range around the alloy price margin in our sensitivity analysis section discussed below.

Operating expenditure

The operating expenditure in the Adjusted Model comprises metal and alloy raw materials and consumables, production costs (consisting of labour, electricity and other production overheads), and SG&A costs. SRK reviewed the reasonableness of ASM's operating expenditure assumptions for the KMP and recommended the following adjustments to the Model:

- an additional five operators for each new strip caster commissioned in Phase 2 and Phase 3, and
- a 2% per annum escalation to electricity costs (in real terms) associated with production.

SRK's justification for these adjustments is set out in the Independent Specialist Report in Appendix 5. The graph below outlines the forecast operating expenditure over the remaining estimated operating life of the KMP. We note that the reduced operating expenditure in the final forecast year of the Adjusted Model reflects the run-down of existing inventory.



Source: The Adjusted Model and BDO analysis

Working capital assumptions

Working capital comprises debtors, creditors and inventory. We have reviewed ASM’s working capital assumptions and consider 30 days to be a reasonable estimate for both debtor days and creditor days over the life of the KMP, and have adopted that as inputs in the Adjusted Model.

Inventory consists of oxides, metals, alloys and other materials. Inventory movements have been forecast based on maintaining minimum inventory levels for oxides, metals and alloys, consistent with ASM’s processing requirements.

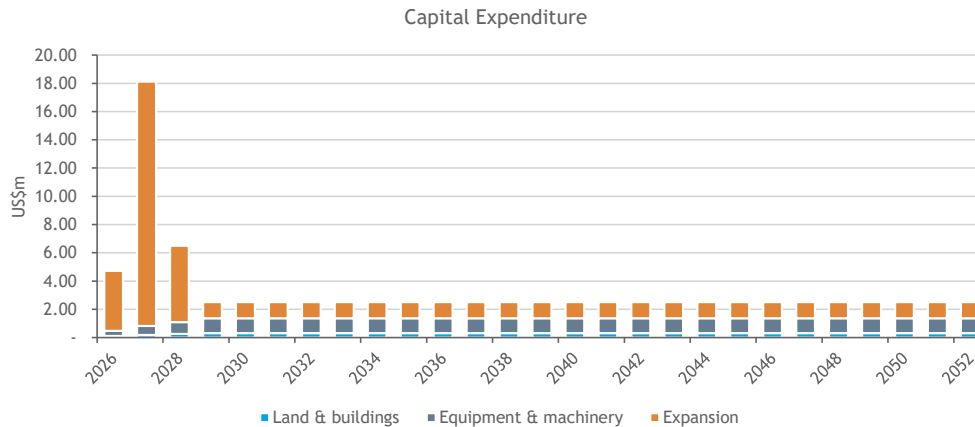
Capital Expenditure

The capital expenditure requirements for the KMP comprise land and buildings, equipment and machinery, and expansion. These primarily relate to the planned expansion of production capacity as contemplated under Phase 2 and Phase 3, as well as ongoing sustaining capital requirements. SRK has provided updated capital expenditure estimates, which have been incorporated into the Adjusted Model and included:

- an additional US\$4.5 million for expansion to increase processing capacity for Phase 2 and similarly an additional US\$4.5 million for Phase 3
- increased sustaining capital expenditure of US\$1.5 million for KMP’s current processing capacity, rising to US\$2.0 million for Phase 2, and US\$2.5 million for Phase 3.

SRK’s justification for the updated capital expenditure estimates is set out in the Independent Specialist Report in Appendix 5.

The forecast capital expenditure for the KMP included in the Adjusted Model is presented in the chart below.



Source: The Adjusted Model and BDO analysis

Site restoration costs

As discussed in the Independent Specialist Report, any salvage value of the KMP would largely offset any associated site restoration costs at the end of its operating life. Accordingly, no terminal value and no site restoration costs have been assumed in the Adjusted Model.

Taxation

We have applied the Korean progressive corporate tax rates to the forecast taxable income of the KMP over its modelled operating life, as summarised in the table below. In addition to the corporate income tax, the KMP is also subject to the local income tax, also shown in the table below.

Tax base (KRW million)		Corporate tax rate	Local income tax
Greater than	Less than		
0	200	10.0%	1.0%
200	20,000	20.0%	2.0%
20,000	300,000	22.0%	2.2%
300,000		25.0%	2.5%

Source: BDO Analysis

Minor tax losses are forecast to be generated in 2026 and these have been utilised against future taxable income.

As the forecast cash flows are assumed to be repatriated to ASM in Australia, we have also applied a 15% withholding tax to reflect the Korean withholding tax on dividends paid to Australian entities.

Discount rate

We consider the cost of equity to be the most appropriate discount rate to apply to the cash flows of the KMP. The KMP is already in production and, based on current projections, ASM is expected to have sufficient cash to fund the projected ramp up of production. Accordingly, no debt financing is required over the life of the Adjusted Model. In addition, because the Adjusted Model reflects cash flows on a real USD basis, we have adopted a real USD discount rate to be consistent with the basis of the projected cash flows. For these reasons, a real cost of equity has been applied as the discount rate for the KMP.

In assessing the cost of equity, we have considered:

- the rates of return for comparable listed entities that operating within the rare earths and critical minerals industry, with projects comparable to the KMP in terms of commodity type and industry exposure
- the relative risk profile of the KMP compared to the comparable companies.

Based on this analysis, we assessed the nominal cost of equity to be in the range of 10.60% to 12.30%. As the cash flows in the Adjusted Model are depicted on a real basis, we have adjusted the nominal cost of equity to a real cost of equity, using a long-term inflation adjustment in the range of 2.0% to 3.0%, based on US inflation forecasts from S&P Capital IQ and the US Federal Reserve's long-term inflation target of 2%. This results in a real cost of equity in the range of 7.38% to 10.10%. Based on the rounded midpoint of this range, we consider a real cost of equity of 9.0%, to be appropriate for the purpose of our valuation of the KMP.

A detailed consideration of how we arrived at our adopted discount rate is shown in Appendix 4. We note that in our derivation of the real discount rate, we have applied a USD inflation adjustment and adopted a USD risk free rate. As the cashflows are modelled in real USD terms, and noting that the underlying revenues and costs are largely USD-denominated, this approach ensures consistency between the currency of the cashflows and currency of the discount rate.

Sensitivity analysis

Our valuation of the KMP is sensitive to changes in the alloy price margin, operating expenditure, capital expenditure, the discount rate, and the plant utilisation factor. We have therefore included a sensitivity analysis to consider the value of the KMP in applying:

- An absolute change of +/- 2.5% to the alloy price margin
- A relative change of +/- 10% to capital expenditure
- A relative change of +/- 10% to operating expenditure
- A relative change of +/- 10% to the USD:KRW foreign exchange rate
- A discount rate in the range of 8.0% to 10.0%
- A plant utilisation factor in the range of 60% to 100%.

The following sensitivities have been prepared to assist ASM Shareholders in considering the potential effects to the value of the KMP if our base case assumptions change:

Sensitivity analysis of the DCF valuation to the margin											
Absolute change to alloy margin %	-2.5%	-2.0%	-1.5%	-1.0%	-0.5%	-	+0.5%	+1.0%	+1.5%	+2.0%	+2.5%
Value (US\$m)	8	22	35	49	62	76	90	104	118	132	146

Source: Adjusted Model and BDO Analysis

US\$m		Sensitivity analysis of the DCF valuation of KMP			
% Relative flex		Capital Expenditure	Operating Expenditure	USD:KRW	
+10%		72	(162)	92	
+8%		73	(104)	89	
+6%		74	(51)	86	
+4%		75	(7)	83	
+2%		75	35	80	
-		76	76	76	

US\$m	Sensitivity analysis of the DCF valuation of KMP		
% Relative flex	Capital Expenditure	Operating Expenditure	USD:KRW
-2%	77	116	73
-4%	78	155	69
-6%	78	195	65
-8%	79	234	61
-10%	80	273	57

Source: Adjusted Model and BDO Analysis

In respect of the relative flex to operating expenditure, we have also presented sensitivities on a +/- 5% basis in the table below (in +/-1% increments) following SRK's recommendations to consider a stress case with a 5% increase to operating expenditure.

Sensitivity analysis of the DCF valuation to the operating expenditure											
Relative % change	-5.0%	-4.0%	-3.0%	-2.0%	-1.0%	-	+1.0%	+2.0%	+3.0%	+4.0%	+5.0%
Value (US\$m)	175	155	136	116	96	76	56	35	14	(7)	(29)

Source: Adjusted Model and BDO Analysis

Sensitivity analysis of the DCF valuation to the discount rate					
Discount rate	8.0%	8.5%	9.0%	9.5%	10.0%
Value (US\$m)	90	83	76	70	64

Source: Adjusted Model and BDO Analysis

Sensitivity analysis of the DCF valuation to the plant utilisation factor					
Plant utilisation factor	60%	70%	80%	90%	100%
Value (US\$m)	17	47	76	105	133

Source: Adjusted Model and BDO Analysis

In considering the above sensitivities, ASM Shareholders should note the following:

- the variables described above may have compounding or offsetting effects and are unlikely to move in isolation
- the variables for which we have performed sensitivities are not the only variables which are subject to deviation from the forecast assumptions
- the sensitivities performed do not cover the full range of possible variances from the base case assumptions used (i.e., variances could be greater than the percentage increases or decreases set out in this analysis).

We also note that we have presented the above sensitivities to highlight the sensitivity of the value of the KMP to changes in pricing and other assumptions.

Based on the above analysis we consider the value of the KMP to be in the range of US\$8.0 million to US\$146.0 million, with a preferred value of US\$76.0 million. Our assessed low and high values are based on +/-2.5% movements in the alloy price margin, given the sensitivity of the DCF valuation to this assumption. We consider it appropriate to adopt a relatively wide range for this input given the historical volatility in the alloy price margin, combined with the inherent uncertainty in forecasting long-term rare earth and alloy pricing (noting the opaque nature of pricing as discussed in Section 8.1.5). Further, we note that our adopted valuation range also incorporates SRK's stress case scenario which assumes a plant utilisation factor of 70%. In order to arrive at a narrow enough and meaningful range of values, we have used our professional judgement in applying only some of SRK's stress case recommendations.

The selected valuation range is converted into Australian Dollar terms in the table below.

Valuation of the KMP		Low	Preferred	High
DCF valuation of the KMP	US\$'000	8,000	76,000	146,000
Average AUD:USD exchange rate*		0.706	0.706	0.706
Value of the KMP (rounded)	\$'000	11,300	107,600	206,800

Source: The Adjusted Model and BDO analysis

* Converted using the 30-day average historical AUD:USD foreign exchange rates as at 30 June 2026 sourced from S&P Capital IQ

11.1.3. Valuation of ASM's property

As set out in section 5.5, ASM holds a parcel of land that covers 3,616 hectares in the Central West region of New South Wales. The Company commissioned a valuation report prepared by a registered property valuer, with a valuation date of 4 June 2025.

We have instructed BDO's project and infrastructure team to perform a review of the previously commissioned property valuation report. The review procedures included reviewing the valuation instructions, assumptions and scope, and considering whether the valuation was prepared in accordance with applicable professional standards. As part of the review, our property valuer evaluated the appropriateness of the valuation methodology adopted, undertook reasonableness checks of key inputs and market evidence, and assessed the internal consistency and clarity of the valuation report. We did not re-perform the valuation or independently verify all underlying data. Based on these procedures, nothing has come to our attention that causes us to believe the valuation is not suitable for reliance for the purposes of our Report. The procedures of our project and infrastructure team did not constitute a valuation or audit.

We have relied on the above review procedures and have not separately commissioned an independent valuation of ASM's property given the value of these assets relative to the total value of ASM. We note that, even if alternative assumptions within a reasonable range were adopted, any change in value would not be material to our valuation conclusions or our opinion in relation to the Schemes.

Based on the above, ASM's portfolio of property has been valued at \$22.39 million. We have formed a range of +/- 10% around this preferred valuation, resulting in a low valuation of \$20.15 million and a high valuation of \$24.62 million.

11.1.4. Valuation of ASM's water rights

As set out in Section 5.5, the Company holds a portfolio of water rights. The Company commissioned a valuation of the water rights portfolio at 20 June 2024. The valuation was performed by a valuer with the necessary qualifications and experience to value those assets. The valuer assigned a valuation of \$14.57 million for the water rights portfolio at 20 June 2024.

We reviewed the approach taken to value the water rights and concluded the valuation methodology was appropriate. Accordingly, we applied a consistent approach in determining whether there was any material changes to the value of the water rights between the valuation date of 20 June 2024 and our valuation date for the purposes of reporting on the Schemes.

We independently sourced data, being the New South Wales Government's Water Trade Dashboard, published by the NSW Department of Climate Change, Energy, the Environment and Water. Based on our analysis of comparable water rights transactions in the Macquarie and Cudgegong regions over the period from 2023 to 2026, we have determined that the value of the water rights has not moved materially since the last valuation date. We have independently considered the aforementioned data source and consider it appropriate to determine a range of values for the water rights, rather than a specific valuation figure.

We consider that providing a single valuation point for the water rights would imply a degree of accuracy that is not appropriate for this type of valuation. In determining our range, we have considered the sensitivity of the valuation to changes in assumptions.

Based on the above analysis, we consider a valuation range of \$14 million to \$16 million to be appropriate for the water rights. We have adopted a preferred value of \$15 million based on the midpoint of this range because we have no reason to prefer either end of this range.

Further, SRK have confirmed that the value of the water rights would be separate to their valuation of the Dubbo Project as the comparable transactions identified are for projects in different regions with varying access to water and given the nature of the comparable projects, it is unlikely that the amount paid by the acquirers in those transactions would have been materially impacted by the existence of water rights.

We note that we have not separately commissioned an independent valuation of ASM's water rights given the value of these assets relative to the total value of ASM. Further, given the publicly available dataset of directly comparable water rights transactions, we consider our approach to be appropriate and in accordance with RG 111 and RG 112. We note that, even if alternative assumptions within a reasonable range were adopted, any change in value would not be material to our valuation conclusions or our opinion in relation to the Schemes.

11.1.5. Valuation of ASM's other assets and liabilities

The other assets and liabilities of ASM represent the assets and liabilities that have not been specifically addressed elsewhere in our Sum-of-Parts valuation. From our discussions with ASM, and analysis of the other assets and liabilities, we do not consider there to be a material difference between book value and fair value, unless an adjustment has been noted below.

A summary of the other assets and liabilities identified is shown below:

ASM's other assets and liabilities	Note	Reviewed as at 31-Dec-25 \$'000	Adjusted value \$'000
CURRENT ASSETS			
Cash and cash equivalents	i	69,671	60,650
Trade and other receivables		4,046	4,046
Inventories	ii	8,362	117
Biological assets		507	507
TOTAL CURRENT ASSETS		82,586	65,320
NON-CURRENT ASSETS			
Property, plant and equipment	iii	68,031	-
Intangible assets		33	33
Exploration and evaluation assets	iv	126,989	-
Biological assets		1,260	1,260
Other assets		167	167
TOTAL NON-CURRENT ASSETS		196,480	1,460
TOTAL ASSETS		279,066	66,780
CURRENT LIABILITIES/			
Trade and other payables		3,151	3,151
Interest bearing liabilities		3,201	3,201
Provisions		815	815

ASM's other assets and liabilities	Note	Reviewed as at 31-Dec-25 \$'000	Adjusted value \$'000
Unearned revenue	v	9,097	-
TOTAL CURRENT LIABILITIES		16,264	7,167
NON-CURRENT LIABILITIES			
Interest bearing liabilities		397	397
Deferred tax		18,815	18,815
Provisions	vi	2,526	826
TOTAL NON-CURRENT LIABILITIES		21,738	20,038
TOTAL LIABILITIES		38,002	27,205
NET ASSETS (\$'000)		241,064	39,575

Source: ASM's reviewed financial statements for HY26 and BDO analysis

We have been advised that there have not been any significant changes to the net assets of ASM since 31 December 2025, and that the above assets and liabilities represent their fair market values apart from the adjustments detailed below. Where the above balances differ materially from the reviewed position at 31 December 2025, we have obtained supporting documentation to validate the adjusted values used.

We note the following in relation to the above valuation of ASM's other assets and liabilities:

Note i) Cash and cash equivalents

We have adjusted the reviewed cash and cash equivalents balance as at 31 December 2025 to reflect ASM's cash and cash equivalents balance per management accounts as at 31 May 2026, being \$60.7 million. We have obtained and reviewed ASM's bank statements to support this balance.

Note ii) Inventories

We have adjusted inventories to reflect ASM's balance per management accounts as at 31 May 2026, being \$9.0 million, less the amount attributable to the KMP of \$8.9 million, as this value is incorporated within the DCF valuation of the KMP in Section 11.1.2 of our Report.

Note iii) Property, plant and equipment

The total book value of property, plant and equipment of \$68.0 million as at 31 December 2025 relates to the Dubbo Project, KMP, and the property and water rights held by TPC. As these assets are valued separately, we have adjusted the book value of property, plant and equipment to nil. Their value is reflected within the separate valuations of the Dubbo Project (see Section 11.1.1), the KMP (see Section 11.1.2), and the property and water rights (see Sections 11.1.3 and 11.1.4).

Note iv) Exploration and evaluation assets

We have adjusted the book value of exploration and evaluation expenditure of \$127.0 million as at 31 December 2025 to nil, as this value is incorporated within our separate valuations of the Dubbo Project and the KMP, as outlined in Sections 11.1.1 and 11.1.2 of our Report.

Note v) Unearned revenue

The unearned revenue balance relates to grants received in relation to the Dubbo Project and the KMP. We have adjusted the book value of the liability to nil as ASM has provided sufficient support to suggest that they will satisfy the conditions associated with these grants. Accordingly, ASM would not be required to repay the grant amounts. For the Dubbo Project, these conditions include completion of the engineering, metallurgical testwork, pilot plant activities and associated technical studies. For the KMP,

these conditions include headcount requirements, capital expenditure and production volumes, which are reflected in the Adjusted Model.

Note vi) Non-current provisions

We have adjusted the book value of non-current provisions from \$2.53 million as at 31 December 2025 to \$0.83 million. This adjustment reflects the removal of the KMP site restoration provision of \$1.70 million, as SRK considers that the salvage value of the KMP would largely offset any associated site restoration costs at the end of its operating life, as outlined in Section 11.1.2 of our Report.

11.1.6. Present value of ASM's Corporate Costs

We have separately assessed ASM's corporate costs in our Sum-of-Parts valuation. We consider corporate costs to comprise all corporate administrative costs that cannot be directly attributed to ASM's operating assets. We have assessed corporate costs over the life of the KMP, which is up until the year ended 2052.

In determining an appropriate level of corporate costs, we have considered the corporate costs incurred by ASM for the years ended 30 June 2023, 30 June 2024 and 30 June 2025, in addition to management's estimate for the years ended 30 June 2026 and 30 June 2027. Our DCF valuation of the KMP assumes that ASM will ramp up production at the KMP in the near future. Therefore, we would expect corporate costs to be marginally higher than those incurred historically.

	Management's estimate for the year ending 30-Jun-27 \$'000	Management's estimate for the year ended 30-Jun-26 \$'000	Audited for the year ended 30-Jun-25 \$'000	Audited for the year ended 30-Jun-24 \$'000	Audited for the year ended 30-Jun-23 \$'000
Corporate costs of ASM	(13,700)	(11,978)	(12,517)	(13,705)	(14,383)

Source: BDO analysis

We note that we have adjusted the historical corporate costs in the table above to exclude any employee remuneration costs associated with the KMP and ASM's South Korean operations. Furthermore, we note that the management estimate for FY26 does not include share-based payments, which over the three year historical period has averaged approximately \$1 million per annum.

We have also considered the corporate costs incurred by broadly comparable ASX-listed companies with similar operations to ASM. We have analysed ASX-listed producers with local and overseas operations, whilst considering other company characteristics, such as revenue and market capitalisation as proxies for the size and scale of operations.

Our analysis of the corporate costs incurred by broadly comparable ASX-listed companies is set out below.

Company Name	Total revenue LTM \$m	Market capitalisation 30-Jun-26 \$m	Corporate costs FY25 \$m	Corporate costs FY24 \$m	Corporate costs FY23 \$m
Australian Strategic Materials Ltd ¹	3.2	194.34	(12.5)	(13.7)	(14.4)
Lynas Rare Earths Limited	556.5	18,177.4	(17.5)	(17.1)	(13.5)
Sandfire Resources Limited	1,793.8	9,049.9	(21.1)	(16.0)	(15.1)
Emerald Resources NL	437.8	3,627.7	(13.7)	(10.3)	(11.3)
Elevra Lithium Limited	223.4	1,850.3	(4.8)	(6.8)	(8.0)
Mean (excluding ASM)	752.9	8,176.3	(14.3)	(12.6)	(12.0)
Median (excluding ASM)	497.2	6,338.8	(15.6)	(13.2)	(12.4)

Source: Respective companies' half year and annual reports, S&P Capital IQ and BDO analysis.

¹ We have assessed ASM's market capitalisation as at 20 January 2026, being the last day prior to the announcement of the Schemes.

Based on the above analysis of corporate costs incurred by comparable ASX-listed companies and having consideration for the corporate costs incurred by ASM historically, we consider an appropriate level of corporate costs to be used in the Adjusted Model, to be in the range of \$12.0 million and \$14.0 million per annum, in real terms.

In determining the present value of these corporate costs over the life of the Adjusted Model, we have incorporated a tax shield impact from these expenses (calculated at the statutory Australian corporate taxation rate of 30%) and discounted these costs (in real terms) at our assessed real discount rate of 9.0%, as detailed in Appendix 4 of our Report.

Based on the above, we have assessed the NPV of ASM's corporate costs to be within the range of \$87.5 million and \$102.0 million, with a preferred value of \$94.8 million, being the rounded midpoint of this range.

11.1.7. Transaction costs

In performing our valuation of an ASM share prior to the Share Scheme, we have reflected the transaction costs that are expected to be incurred by ASM, regardless of whether the Schemes proceed. These costs have been estimated by ASM to be \$5.1 million. Up to 31 May 2026, the Company has paid \$3.1 million of the estimated transaction costs. We have not included the transaction costs that have been incurred by ASM prior to 31 May 2026, as these costs are reflected in the valuation of ASM's other assets and liabilities. Therefore, for the purposes of our valuation, we have assumed transaction costs of \$2 million remain to be paid.

11.1.8. Number of shares outstanding

As detailed in Section 4 of our Report, the current number of ASM shares on issue as at the date of our Report is 271,730,693.

As at the date of our Report, the Company had 14,339,698 ASM Options on issue, each exercisable at \$1.74 and expiring on 31 October 2027. We have considered whether the ASM Options are in-the-money based on our assessed Sum-of-Parts valuation, on an undiluted, controlling interest basis. Under each of the Sum-of-Parts valuation scenarios, the ASM Options are out-of-the-money. Further, based on the QMP valuation outlined in Section 11.2 below, the ASM Options are also out-of-the-money under the low and high valuations. Accordingly, we have not assumed the notional exercise of any of the ASM Options in our Sum-of-Parts valuation.

The Company also has 7,751,116 performance rights on issue which will vest on achievement of various performance and tenure criteria set by ASM's Board of Directors. We note that, upon a change of control, a proportion of the performance rights equal to the proportion of the applicable performance period that has elapsed will automatically vest and be exercised. In addition, the ASM Board has determined that the remaining performance rights will vest and be exercised upon the Share Scheme becoming effective. Accordingly, we have assumed that 100% of these performance rights will vest and be exercised upon implementation of the Share Scheme.

However, as we are assessing the value of an ASM share prior to the Share Scheme, we consider the performance rights to remain outstanding and have therefore not included the performance rights in the number of shares outstanding prior to the Share Scheme.

11.2 QMP valuation of ASM

To provide a comparison to the valuation of ASM, we have also assessed the QMP of a share in ASM.

The quoted market value of a company's shares is reflective of a minority interest. A minority interest is an interest in a company that is not significant enough for the holder to have an individual influence in the operations and value of that company.

RG 111.43 suggests that when considering the value of a company's shares for the purposes of a control transaction the expert should consider a premium for control. An acquirer could be expected to pay a premium for control due to the advantages they will receive should they obtain 100% control of another company. These advantages include the following:

- Control over decision making and strategic direction.
- Access to underlying cash flows.
- Control over dividend policies.
- Access to potential tax losses.

Under the Scheme, Energy Fuels seeks to obtain 100% of the shares in ASM and therefore should pay a premium for control.

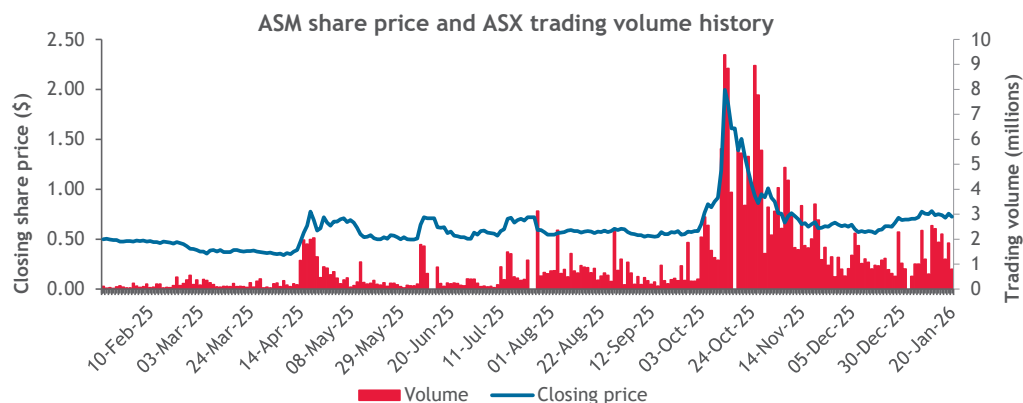
Therefore, our calculation of the QMP of an ASM share including a premium for control has been prepared in two parts. The first part is to determine the QMP of an ASM share on a minority interest basis. The second part is to add a premium for control to the minority interest value to arrive at a QMP value that includes a premium for control.

Minority interest value

Our analysis of the QMP of an ASM share is based on the pricing prior to the announcement of the Share Scheme. This is because the value of an ASM share after the announcement of the Share Scheme may include the effects of any change in value because of the Share Scheme. However, we have considered the value of a ASM share following the announcement of the Share Scheme when we have considered reasonableness in Section 14 below.

Information on the Share Scheme was announced to the market on 21 January 2026. Therefore, we have assessed the QMP of an ASM share over the period from 20 January 2025 to 20 January 2026, inclusively. The following chart provides a summary of the closing share price movements and trading volume over the twelve-month period to 20 January 2026.

We consider the twelve-month period lead up to the Share Scheme announcement to provide sufficient trading history as this period includes multiple corporate events (e.g. multiple capital raises), business activity events (e.g. updates in relation to the Dubbo Project's development), financial updates (e.g. quarterly activities report) as well as covers geopolitical events affecting both ASM and the broader REE industry.



Source: S&P Capital IQ and BDO analysis

The daily price of an ASM share over the period from 20 January 2025 to 20 January 2026 ranged from a low of \$0.340 on 7 April 2025 to a high of \$1.995 on 14 October 2025. The largest day of single trading over the assessed period was 14 October 2025, when 9,378,720 shares were traded.

During this period several announcements were made to the market. ASM's announcements on the ASX which were identified as price sensitive are set out below:

Date	Announcement	Closing Share Price Following Announcement			Closing Share Price Three Days After Announcement		
		\$ (movement)			\$ (movement)		
30-Jan-25	Quarterly Activities/Appendix 5B Cash Flow Report	0.480	▲	1.1%	0.485	▲	1.0%
07-Mar-25	S&P DJI Announces March 2025 Quarterly Rebalance	0.390	▲	1.3%	0.370	▼	5.1%
14-Apr-25	Response to ASX Query Letter	0.475	▲	21.8%	0.775	▲	63.2%
30-Apr-25	Quarterly Activities/Appendix 5B Cash Flow Report	0.635	▼	4.5%	0.700	▲	10.2%
01-May-25	Investor Presentation & Webcast Details	0.675	▲	6.3%	0.710	▲	5.2%
29-May-25	ASM refinances Hana Bank corporate debt facility	0.500	▼	3.8%	0.495	▼	1.0%
05-Jun-25	Refinance of Korean Development Bank corporate debt facility	0.508	▲	2.5%	0.710	▲	39.9%
12-Jun-25	Trading Halt	0.710	►	0.0%	0.615	▼	13.4%
16-Jun-25	ASM launches underwritten Share Purchase Plan	0.620	▼	12.7%	0.560	▼	9.7%
16-Jun-25	Investor Presentation	0.620	▼	12.7%	0.560	▼	9.7%
17-Jun-25	Heap Leach test work delivers encouraging REE recoveries	0.615	▼	0.8%	0.575	▼	6.5%
19-Jun-25	Share Purchase Plan Letter & Booklet	0.560	▼	9.7%	0.530	▼	5.4%
11-Jul-25	Heap Leach Option delivers major cost reductions for Dubbo	0.580	▲	8.4%	0.715	▲	23.3%
21-Jul-25	Share Purchase Plan closes substantially oversubscribed	0.705	▲	2.2%	0.720	▲	2.1%
23-Jul-25	Quarterly Activities/Appendix 5B Cash Flow Report	0.720	▲	5.1%	0.590	▼	18.1%

Date	Announcement	Closing Share Price Following Announcement			Closing Share Price Three Days After Announcement		
		\$ (movement)			\$ (movement)		
24-Jul-25	Security Purchase Plan - Issue Price & Allocation	0.720	►	0.0%	0.590	▼	18.1%
24-Jul-25	Trading Halt	0.720	►	0.0%	0.590	▼	18.1%
28-Jul-25	Successful completion of Placement to raise \$13M	0.590	▼	18.1%	0.545	▼	7.6%
18-Aug-25	Vesting of Performance Rights	0.580	▲	0.9%	0.575	▼	0.9%
17-Oct-25	Trading Halt	1.610	►	0.0%	1.330	▼	17.4%
20-Oct-25	ASM successfully raises \$55M to ramp-up alloy output	1.390	▼	13.7%	1.185	▼	14.7%
20-Oct-25	Investor Presentation	1.390	▼	13.7%	1.185	▼	14.7%
27-Oct-25	Quarterly Activities/Appendix 5B Cash Flow Report	0.935	▼	11.0%	0.920	▼	1.6%

Source: S&P Capital IQ and BDO analysis

On 14 April 2025, ASM released the Company's response to an inquiry letter from the ASX requesting further information on the change in price and increase in volume of trading of ASM's securities. In its response:

- ASM disclosed that the Company is not aware of any reason for the recent trading in its securities.
- ASM acknowledged the market volatility and speculation following the announcement of US international trade tariffs and the response by China to impose increased export restrictions on a range of medium and heavy REE.
- ASM believed that the Company's announcements, in conjunction with continually developing responses from the US and China to tariffs and the current geopolitical climate, increased demand for ASM shares.

On 1 May 2025, ASM released an investor presentation which included (among other things) information in relation to a Phase 2 ramp-up of production at the KMP, information in relation to a US strategic expansion which would include an American Metals Plant ('AMP') project and an update in relation to the on-going assessment of four rare earth options underway as part of the Dubbo Project's REOA process.

On 5 June 2025, ASM advised that the Company had refinanced its loan facility with the Korean Development Bank which comprised of a secured loan facility of approximately \$10.2 million with a repayment date of 10 June 2026.

On 16 June 2025, ASM announced an underwritten SPP to offer shares in ASM to raise approximately \$3.0m before transaction costs. Funds to be raised under the SPP were proposed to be used primarily toward supporting key strategic activities including the US metallisation expansion plans, the ramp-up of additional capacity at the KMP and the Dubbo Project's REOA process.

On 17 June 2025, ASM reported on the results from heap leach metallurgical testing undertaken as part of the Dubbo Project's REOA process. The announcement also noted a potential pathway to a simplified flowsheet based around a low-cost leaching method to achieve recoveries of rare earths from the Dubbo Project's ore body.

On 11 July 2025, ASM presented the results of a scoping study evaluating a potential first-phase development of the Dubbo Project, focused on REOA production using a heap leach purification,

separation and refining flowsheet. The announcement included key results including a reduction in forecast capital costs from \$1.7 billion to \$740 million.

On 21 July 2025, ASM advised that the SPP offer closed on 17 July 2025, raising total proceeds of \$11.9 million, before transaction costs, exceeding the Company's \$3 million target amount. ASM's Directors have elected to accept the oversubscription amount.

On 28 July 2025, ASM announced that the Company had received binding commitments for a placement to sophisticated and professional investors, comprising 23,021,074 new fully paid ordinary shares at an issue price of \$0.5657 per new share, being the same price under ASM's recently completed SPP.

On 20 October 2025, ASM announced that the Company received binding commitments for a placement to sophisticated and professional investors, comprising 45,967,502 new fully paid ordinary shares at an issue price of \$1.20 per new share, raising \$55.2 million.

To provide further analysis of the QMP of an ASM share, we have also considered the VWAP for 10-, 30-, 60- and 90-day periods to 20 January 2026.

Share price per unit	20-Jan-26	10 days	30 days	60 days	90 days
Closing price	\$0.725				
VWAP		\$0.760	\$0.687	\$0.761	\$0.939

Source: S&P Capital IQ and BDO analysis

The above VWAPs are prior to the date of the announcement of the Schemes, to avoid the influence of any movements in the price of ASM shares that have occurred since the Schemes were announced.

An analysis of the volume of trading in ASM shares for the twelve-month period to 20 January 2026 is set out below:

Trading days	Closing share price low	Closing share price high	Cumulative volume traded	As a % of issued capital
1 day	\$0.725	\$0.725	790,410	0.29%
10 days	\$0.715	\$0.780	16,981,540	6.34%
30 days	\$0.560	\$0.780	37,839,680	14.12%
60 days	\$0.560	\$1.010	117,239,280	43.74%
90 days	\$0.525	\$1.995	187,442,160	73.85%
180 days	\$0.495	\$1.995	235,539,030	104.76%
1 year	\$0.340	\$1.995	260,327,820	122.77%

Source: S&P Capital IQ and BDO analysis

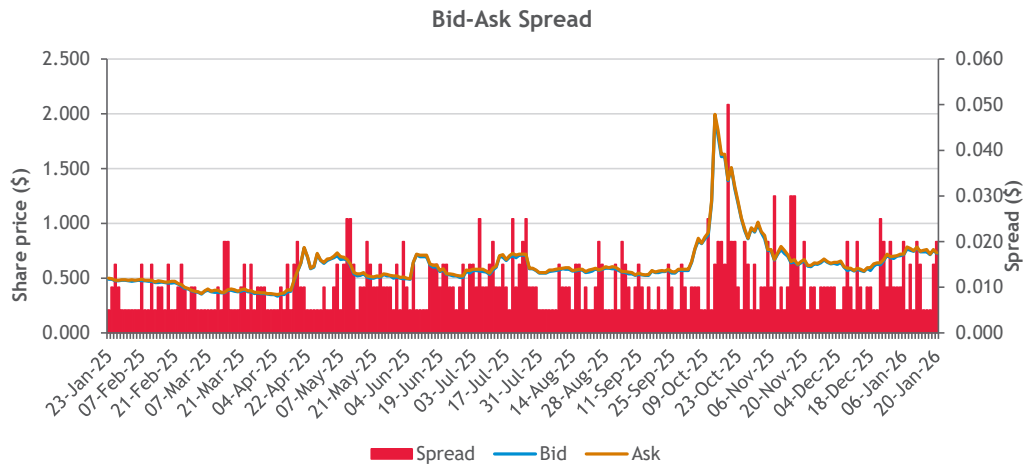
This table indicates that ASM's shares display a moderate to high level of liquidity, with approximately 122.8% of the Company's issued capital being traded in the last twelve-month period. RG 111.86 states that for the QMP methodology to be an appropriate methodology there needs to be a 'liquid and active' market in the shares and allowing for the fact that the quoted price may not reflect their value should 100% of the securities not be available for sale.

Additionally, we have considered the bid-ask spread of ASM shares for the twelve-month period prior to the announcement of the Share Scheme, which is outlined in the graph below. For completeness, we note the following:

- Trading in the securities of ASM was halted on 12 June 2025 at the request of ASM. Securities resumed trading on 16 June 2025. On 12 June 2025 and 13 June 2025, the bid price for ASM securities was \$0.70 but the ask price was nil resulting in a negative bid-ask spread of \$0.70 on both days.

- Similarly, on 17 October 2025, trading in the securities of ASM was also halted with commencement of normal trading on 21 October 2025. On 17 October 2025, the ask price for ASM securities was \$1.80 and the bid price \$1.5650 resulting in a negative bid-ask spread of \$0.235.

We consider the above negative bid ask spreads to be anomalies and have adjusted our bid-ask spread analysis to remove the effect of the trading halts.



Source: S&P Capital IQ and BDO analysis

We calculated the average spread over the period from 20 January 2025 to 20 January 2026 to be \$0.0039, which equates to approximately 0.64% of the average close price over the same period.

We consider the following characteristics to be representative of a liquid and active market:

- Regular trading in a company's securities.
- Approximately 1% of a company's securities are traded on a weekly basis.
- The spread of a company's shares must not be so great that a single minority trade can significantly affect the market capitalisation of a company.
- There are no significant but unexplained movements in share price.

A company's shares should meet all the above criteria to be considered 'liquid and active', however, failure of a company's securities to exhibit all of the above characteristics does not necessarily mean that the value of its shares cannot be considered relevant.

In the case of ASM, we consider the shares to display a moderate to high level of liquidity, on the following basis:

- More than 1% of ASM shares have been traded weekly for 31 of the 53 weeks between 20 January 2025 and 20 January 2026.
- The average bid-ask spread over the observed period was, on average, less than 1% (0.64%) of the closing share price over the observed period.
- We have identified two outlier data point in our analysis, as detailed above, which both correlate with ASM's request to the ASX to halt trading of securities pending corporate announcements related to capital raises.

Our assessment is that a range of values for a ASM share based on market pricing, after disregarding post-announcement pricing, is between \$0.68 and \$0.80.

In addition to the trading evidence set out above, our valuation range also takes into consideration the following:

- We considered the placement in October 2025, where the Company issued 45,967,502 shares at an issue price of \$1.20 per new share to sophisticated and professional investors. At the time, the Company disclosed that the placement represented a 25.5% discount to the last closing price prior to the trading halt and a 22.6% discount to the 5-day VWAP. Given the fact that placements are typically conducted at discounts to the market price to incentivise participation and the time that has elapsed since the last placement, we have not included the placement price in our assessed range under the QMP approach.
- The increased liquidity in ASM shares in the period between October 2025 and the day before the announcement of the Share Scheme. Over this period, approximately 72.3% of the shares in ASM were traded compared to approximately 40.7% over the preceding nine months. We consider share pricing observed before this announcement to be less relevant and note that higher trading volumes generally provide more reliable pricing signals. This also provides support for not including the placement price within our assessed QMP range.
- The lower end of our range (\$0.68) generally reflects the lower end of sustained trading prices and monthly VWAPs observed after the 20 October 2025 share placement which were \$0.72 in November 2025, \$0.62 in December 2025 and \$0.75 in January 2026 (prior to the announcement of the Schemes). The low end of our assessed range is also supported by the 30-trading day period prior to the announcement of the Schemes of \$0.687. Although we note that these prices represent a material discount to the 20 October 2025 share placement, we also note that REE companies comparable to ASM have generally experienced similar price volatility and trading patterns between October 2025 and January 2026 suggesting that some of the change in price may be the result of factors unrelated to the fundamental performance of ASM.

On balance, we consider the adopted valuation range of \$0.68 and \$0.80 per share to reasonably reflect recent market evidence and the depth of trading activity in the period following ASM's placement of shares to sophisticated institutional investors on 20 October 2025.

QMP including control premium

Applying a control premium to ASM's quoted market share price results in the following QMP value including a premium for control:

QMP valuation of a ASM share	Low \$	High \$
QMP of an ASM share	0.680	0.800
Control premium (Appendix 3)	25%	35%
QMP valuation including a premium for control	0.850	1.080

Source: BDO analysis

Therefore, our valuation of an ASM share based on the QMP methodology and including a premium for control is between \$0.850 and \$1.080. With no preference for either end of the range, our preferred QMP valuation is \$0.965 which reflects the midpoint of the low and high valuation points.

11.3 Assessment of the value of an ASM share

The results of the valuations performed are summarised in the table below:

Valuation of an ASM share prior to the Scheme	Ref.	Low \$	Preferred \$	High \$
Sum-of-Parts (controlling interest basis)	11.1	0.018	0.490	0.973
QMP (controlling interest basis)	11.2	0.850	0.965	1.080
Concluded valuation range		\$0.490 to \$0.973		

Source: BDO analysis

We consider the Sum-of-Parts approach to be the most suitable methodology to value a share in ASM prior to the Share Scheme as the core value lies in its interests in the KMP, which has been valued using the DCF methodology, and the Dubbo Project, which SRK valued independently in accordance with the VALMIN Code.

The QMP approach is only appropriate where there is a liquid and active market for the company's shares. We note that based on our liquidity analysis in Section 11.2, ASM's shares display a moderate to high level of liquidity.

We note the following:

- The value range under the Sum-of-Parts approach is wider than the range under the QMP approach. The Sum-of-Parts valuation range is primarily driven by the DCF value of the KMP and SRK's valuation of the Dubbo Project. Our DCF valuation range of the KMP is based on sensitivities to the alloy price margin which we consider to be appropriate given the sensitivity of the NPV to this assumption. SRK formed its valuation range for the Dubbo Project having consideration to the VALMIN Code, JORC Code (2012) and relevant ASIC Regulatory Guides.
- The low, preferred and high values under the QMP approach exceed the corresponding values under the Sum-of-Parts approach. This may reflect assumptions adopted by BDO and SRK in the DCF valuation of the KMP and in SRK's valuation of the Dubbo Project, which may be more conservative than those adopted by market participants. Further, the value of ASM's property and water rights may not be fully incorporated in the QMP given that there is limited public disclosure in relation to the value of these assets.

Based on the results above, we consider the value of an ASM share to range between \$0.490 and \$0.973. This valuation range is informed by the preferred and high ends of our Sum-of-Parts valuation and encompasses part of the QMP valuation range. We have not included the low end of our Sum-of-Parts valuation in this range as it is not supported by the QMP range and would result in a valuation range that is so wide that it is not meaningful for ASM Shareholders in their decision on whether to approve the Share Scheme.

12. Valuation of the Share Scheme Consideration

Under the terms of the SID (subsequently amended on 13 March 2026), each eligible ASM Shareholder will be entitled to receive the Scrip Consideration, being 0.053 New Energy Fuels CDIs (or New Energy Fuels Shares, if validly elected) for each ASM share held. ASM Shareholders will also receive the Cash Consideration of \$0.13 per ASM share.

We have considered each of the valuation methodologies outlined in Section 10 above and determined the most appropriate methodologies to determine the value of the Scrip Consideration. In our view, it is appropriate to adopt the QMP approach to value the Scrip Consideration. This is then aggregated with the Cash Consideration of \$0.13 per ASM share to assess the total value that an ASM Shareholder would receive under the Share Scheme.

In our view, a QMP approach is relevant to value an Energy Fuels share given that Energy Fuels is a publicly traded entity on both the TSX (TSX: EFR) and the NYSE American (NYSE-A: UUUU) with observable share price information to indicate market value and with sufficient trading volume and a consistent trading history.

12.1 QMP valuation of an Energy Fuels share

When assessing non-cash consideration in control transactions, RG 111.31 suggests that a comparison should be made between the value of the securities being offered (allowing for a minority discount) and the value of the target entity's securities, assuming 100% of the securities are available for sale. This comparison reflects the fact that:

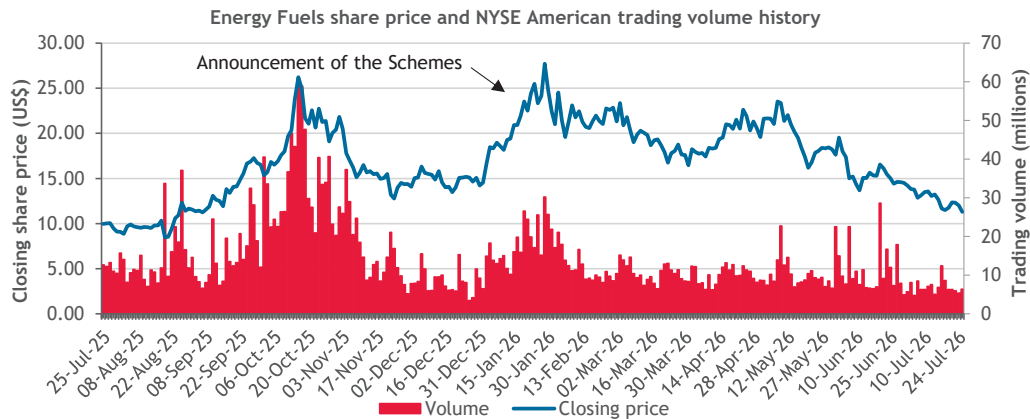
- The acquirer is obtaining or increasing control of the target; and
- The security holders in the target will be receiving scrip constituting minority interests in the combined entity.

Under RG 111.34 it is noted that if, in a scrip bid, the target is likely to become a controlled entity of the bidder, the bidder's securities can also be valued using a notionally combined entity. However, it should still be noted that the accepting holders are likely to hold minority interests in that combined entity. Therefore, we have assessed the QMP for an Energy Fuels share on a minority interest basis.

Minority interest value

Our analysis of the quoted market price of an Energy Fuels share is based on the pricing following the announcement of the Schemes, but we have also considered the pre-announcement volumes and pricing to assess the level of reliance that we can place on the QMP methodology. We note that Energy Fuels is listed on the TSX and the NYSE American. It also maintains listings on the London Stock Exchange and other exchanges, however, the majority of trades (by volume) are conducted on the NYSE American. Therefore, our analysis below relates to Energy Fuels' NYSE American listing.

A graph of Energy Fuels' share price and trading volume leading up to and following the announcement of the Schemes is set out below.



Source: S&P Capital IQ and BDO analysis

The Schemes were announced on 21 January 2026. On the date of the announcement, the share price of Energy Fuels closed at US\$22.52, down approximately 4.25% from a closing price of US\$23.52 on the previous day. On that day, 24,459,125 shares were traded, representing approximately 10.3% of Energy Fuels' issued capital at the time.

Following the announcement of the Schemes, the closing share price of Energy Fuels has fluctuated between a low of US\$11.30 on 24 July 2026 to a high of US\$27.72 on 28 January 2026.

To provide further analysis of the market prices for an Energy Fuels share following the announcement of the Schemes, we have also considered the weighted average market price for the below periods ended 24 July 2026:

Share price per unit	24-Jul-26	10-day	20-day	30-day	40-day	50-day	60-day	90-day	128 days from announcement to 24-Jul-26
Closing price (US\$)	\$11.30								
VWAP (US\$)	\$11.44	\$12.15	\$13.08	\$14.22	\$15.04	\$15.61	\$16.92	\$17.71	\$23.59

Source: S&P Capital IQ and BDO analysis

Given the volatility of the Energy Fuels share price over the post-announcement period, we have also presented the announcements of Energy Fuels for calendar year 2026 and the impact these announcements had on the share price as set out in the table below.

Date	Announcement	Closing Share Price Following Announcement US\$ (movement)		Closing Share Price Three Days After Announcement US\$ (movement)	
8-Jan-26	Energy Fuels Announces Updated Feasibility Study for Toliara Rare Earth and HMS Project in Madagascar Confirming World-Class Scale and Economics, including \$1.8 Billion NPV and Ramping Up to Over \$500 Million of Expected Annual EBITDA	18.59	▼ 1.9%	19.42	▲ 4.5%
15-Jan-26	Energy Fuels' US Rare Earth Processing Expansion Boasts Lower-Than-Expected CAPEX, Significant Annual EBITDA, and Among the Lowest Cost NdPr Production in the World	20.92	▲ 0.0%	22.52	▲ 7.6%

Date	Announcement	Closing Share Price Following Announcement US\$ (movement)			Closing Share Price Three Days After Announcement US\$ (movement)		
20-Jan-26	Energy Fuels to acquire Australian Strategic Materials to create new "mine-to-metal & alloy" rare-earth champion	23.52	▲	7.2%	25.50	▲	8.4%
26-Feb-26	Energy Fuels Announces 2025 Results and 2026 Guidance	22.84	▲	1.1%	20.89	▼	8.5%
25-Mar-26	Energy Fuels Announces First US Primary Production of Critical "Heavy" Rare Earth Material in Decades	18.75	▲	3.8%	16.46	▼	12.2%
6-May-26	Energy Fuels Announces Q1-2026 Results	23.52	▲	11.8%	22.04	▼	6.3%
11-Jun-26	Energy Fuels Expects to Achieve Full-Year Uranium Production Guidance by Mid-Year	15.08	▲	10.2%	15.34	▲	1.7%
18-Jun-26	Energy Fuels Receives Conditional US Government Support to Accelerate Growth in Rare Earths and Critical Materials	16.56	▲	8.2%	15.03	▼	9.2%
23-Jun-26	Energy Fuels Announces Definitive Agreement to Acquire VAC for \$1.9 Billion Equity Value	15.47	▼	4.0%	14.62	▼	5.5%
25-Jun-26	Energy Fuels Announces Election of Directors	14.42	▼	4.1%	14.50	▲	0.6%

Source: S&P Capital IQ and BDO analysis

On 8 January 2026, Energy Fuels released the results of its updated feasibility study for the Toliara (Vara Mada) Project. On the day of the announcement, Energy Fuels' share price decreased 1.9% to close at US\$18.59, before rising 4.5% over the following three trading days to close at US\$19.42.

On 15 January 2026, Energy Fuels announced the results of a bankable feasibility study for its Phase 2 rare earth processing expansion at the White Mesa Mill. On the date of the announcement, Energy Fuels' share price closed at US\$20.92, from US\$20.91 the day prior. In the following three days after the announcement the closing share price increased by 7.6% to close at US\$22.52.

On 20 January 2026, Energy Fuels announced that it had entered into the SID (which was subsequently amended on 13 March 2026) to acquire 100% of ASM. On the date of the announcement, the share price increased 7.2% to close at US\$23.52. Over the subsequent three trading days, the share price increased a further 8.4% to close at US\$25.50.

On 26 February 2026, Energy Fuels reported its financial and operational results for the year ended 31 December 2025. On the date of the announcement, the Energy Fuels share price increased 1.1% to close at US\$22.84, before decreasing by 8.5% over the following three trading days to close at US\$20.89.

On 25 March 2026, Energy Fuels announced it had successfully produced its first kilogram of terbium oxide at its White Mesa Mill in Utah from monazite ore sourced from the United States. On the date of the announcement, Energy Fuels' share price closed at US\$18.75, approximately 3.8% higher than the previous close. Over the subsequent three trading days, the share price decreased 12.2% to close at US\$16.46.

On 6 May 2026, Energy Fuels announced its financial and operational results for the quarter ended 31 March 2026. On the date of the announcement, Energy Fuels' share price increased by 11.8% to close at US\$23.52, before decreasing by 6.3% over the subsequent three trading days to close at US\$22.04.

On 11 June 2026, Energy Fuels announced that it expects finished uranium production at the White Mesa Mill to reach approximately 1.6 million pounds by 30 June 2026. On the date of the announcement, Energy Fuels' share price closed at US\$15.08, approximately 10.2% higher than the previous closing price. Over the following three trading days, the share price increased by a further 1.7% to close at US\$15.34.

On 18 June 2026, Energy Fuels announced it had received the OSC Financing Commitment, as outlined in Sections 4 and 6 of our Report. On the date of the announcement, Energy Fuels' share price increased by 8.2% to close at US\$16.56. Over the subsequent three trading days, the share price decreased by 9.2% to close at US\$15.03.

On 23 June 2026, Energy Fuels announced the VAC Merger, as detailed in Sections 4 and 6 of our Report. On the date of the announcement, Energy Fuels' share price decreased by 4.0% to close at US\$15.47, before decreasing a further 5.5% over the following three trading days to close at US\$14.62.

On 25 June 2026, Energy Fuels announced the results of the election of directors at its annual meeting of shareholders held on 24 June 2026. On the date of the announcement, Energy Fuels' share price closed at US\$14.42, down 4.1% from the previous close. Over the subsequent three trading days, the share price increased 0.6% to close at US\$14.50.

Pre-announcement liquidity analysis

In accordance with the guidance in RG 111, we also consider it appropriate to assess the liquidity of Energy Fuels shares before the announcement of the Schemes utilising the QMP approach. Given the size of ASM and its relative contribution of value to the Combined Company (if the Share Scheme is implemented), the pre-announcement period is a relevant period to consider when assessing liquidity and determining whether the QMP approach can be relied upon.

The table below sets out the liquidity of Energy Fuels shares as proxied by the volume traded as a percentage of the number of shares on issue over the pre-announcement period. We have analysed this over the period from 20 January 2025 to 20 January 2026, to determine whether there is sufficient trading in Energy Fuels shares historically to rely on the QMP approach.

Trading days	Closing share price low (US\$)	Closing share price high (US\$)	Cumulative volume traded	As a % of issued capital
1 day	\$23.520	\$23.520	26,551,017	11.19%
10 days	\$18.160	\$23.520	156,242,482	65.85%
30 days	\$13.470	\$23.520	334,270,513	140.87%
60 days	\$12.780	\$23.520	874,104,070	369.58%
90 days	\$11.930	\$26.230	1,701,283,537	725.28%
180 days	\$4.350	\$26.230	2,848,017,604	1,241.66%
1 year	\$3.440	\$26.230	3,451,304,961	1,549.53%

Source: S&P Capital IQ and BDO analysis

The table above indicates that Energy Fuels' shares displayed a high level of liquidity over the pre-announcement period assessed, on the basis that approximately 1,550% of Energy Fuels' average issued capital was traded over the one-year period. In addition, of the 53 weeks in which our analysis is based on, more than 1% of the Company's securities had been traded in each of those weeks. Furthermore, the average bid-ask spread over the pre-announcement period was small at approximately 0.10% of the average closing share price over that period.

Post-announcement liquidity analysis

We have also analysed the liquidity of Energy Fuels shares, as proxied by the volume traded as a percentage of the number of shares on issue, over the post announcement period up to 24 July 2026. We conduct this analysis to determine whether we consider Energy Fuels shares to be liquid and active in the following periods ended 24 July 2026.

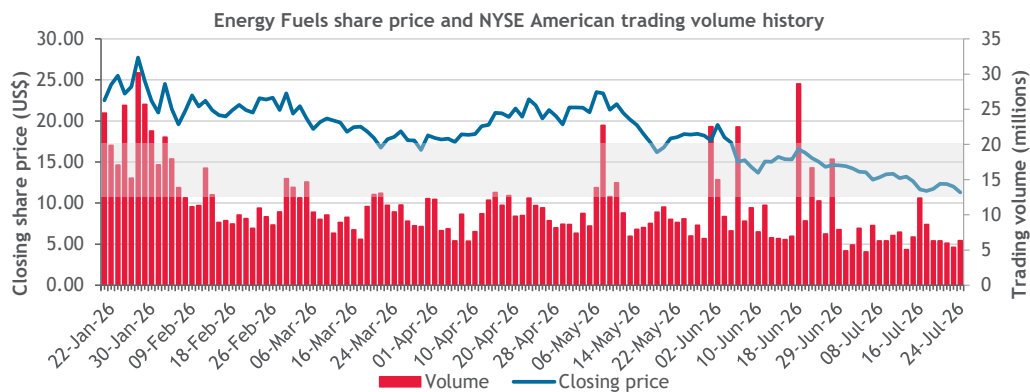
Trading days	Closing share price low (US\$)	Closing share price high (US\$)	Cumulative volume traded	As a % of issued capital
1 day	\$11.30	\$11.30	6,339,417	2.54%
10 days	\$11.30	\$13.23	70,728,066	28.30%
20 days	\$11.30	\$14.62	148,113,172	59.27%
30 days	\$11.30	\$16.56	259,960,488	104.03%
40 days	\$11.30	\$19.54	380,207,243	152.15%
50 days	\$11.30	\$20.18	468,188,395	187.36%
60 days	\$11.30	\$23.52	585,414,493	234.40%
90 days	\$11.30	\$23.52	883,363,052	356.78%
From announcement to 24-Jul-26 (128 days)	\$11.30	\$27.72	1,417,529,288	578.60%

Source: S&P Capital IQ and BDO analysis

We consider the trading following the announcement of the Schemes to continue to show high levels of liquidity with 578.60% of Energy Fuels' shares being traded in the period (128 trading days to 24 July 2026 inclusive). Furthermore, the average bid-ask spread over the post-announcement period was small at approximately 0.07% of the average closing share price over that period.

Based on the above analysis, we consider there to be sufficient liquidity in Energy Fuels' shares to utilise the post-announcement pricing as our approach to valuing the Scrip Consideration. However, we consider the share price over the period following the announcement of the Schemes to display moderate to high levels of volatility, with the closing share price ranging from US\$11.30 to US\$27.72 in the post-announcement period up to 24 July 2026.

Considering the above, our QMP valuation of Energy Fuels' shares based on post-announcement market pricing is between US\$11.00 and US\$17.00. Given the share price volatility, we have considered the VWAPs over the post-announcement period in determining our value range, with more weight placed on the recent trading period. We have also considered the volatility of the share price over the post-announcement period and the uncertainty surrounding the proposed VAC Merger in adopting a wide range. Set out below is the share price chart of Energy Fuels following the announcement of the Schemes, with our assessed value range shaded.



Source: S&P Capital IQ and BDO analysis

Based on the above analysis, the value of the Scrip Consideration using the QMP valuation is set out in the table below.

QMP value of the Scrip Consideration	Low	High
QMP valuation of an Energy Fuels share (US\$/share)	11.00	17.00
<i>Multiplied by: exchange ratio for the Scrip Consideration</i>	<i>0.053</i>	<i>0.053</i>
Scrip Consideration (US\$)	0.583	0.901
<i>Divided by: Average AUD:USD exchange rate*</i>	<i>0.706</i>	<i>0.706</i>
Scrip Consideration (\$)	0.826	1.276

Source: S&P Capital IQ and BDO analysis

* Converted using the 30-day average historical AUD:USD foreign exchange rates as at 30 June 2026 sourced from S&P Capital IQ

12.2 Aggregated value of the Scrip Consideration and the Cash Consideration

Under the SID (subsequently amended on 13 March 2026), ASM shareholders are entitled to receive Cash Consideration of \$0.13 per ASM share. We have therefore combined our assessment of the value of the Scrip Consideration, which is equivalent to 0.053 Energy Fuels shares for each ASM share (on a minority interest basis), with the Cash Consideration to present the total value ASM Shareholders will receive for each ASM share. The results are summarised in the table below:

Value of the Share Scheme Consideration	Ref.	Low \$	High \$
Value of the Scrip Consideration (minority interest)	12.1	0.826	1.276
Value of the Cash Consideration (\$/share)		0.130	0.130
Total		0.956	1.406

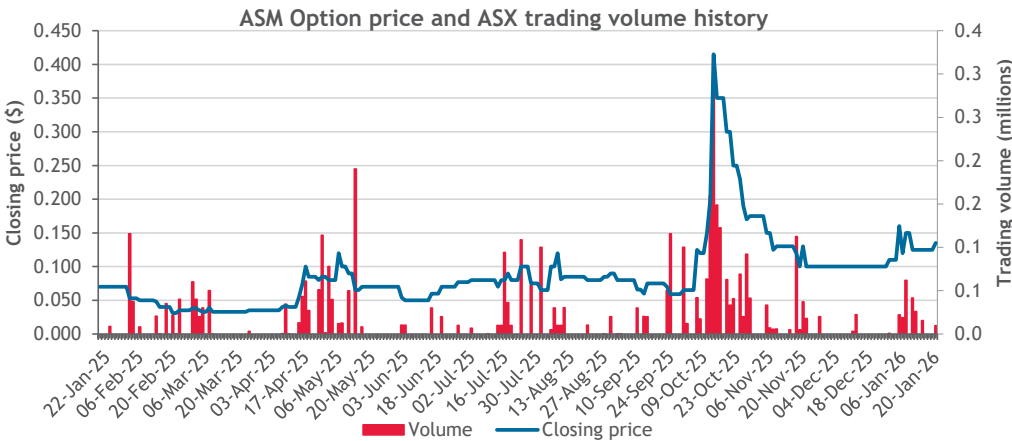
13. Valuation of the ASM Options

As detailed in Section 4, ASM and Energy Fuels have also agreed the terms of a separate but concurrent scheme of arrangement pursuant to which all ASM Options held by ASM Optionholders will be transferred to Energy Fuels in exchange for cash consideration of \$0.50 per option. As at the date of our Report, the Company had 14,339,698 ASM Options on issue, each exercisable at \$1.74 and expiring on 31 October 2027.

13.1 QMP valuation

Given that the Listed Options are quoted on the ASX, there is a regulated and observable market on which the Listed Options are traded. Therefore, we have considered a QMP approach to determine the value of the ASM Options.

Our analysis of the QMP of the ASM Options is based on the pricing prior to the announcement of the Option Scheme, to avoid including the effects of any change in value because of the Option Scheme. The Option Scheme was announced to the market on 21 January 2026. Therefore, we have assessed the QMP of an ASM Option over the period from 20 January 2025 to 20 January 2026, inclusive. The following chart provides a summary of the closing option price movements and trading volume over the 12-month period to 20 January 2026.



Source: S&P Capital IQ and BDO analysis

In determining the value of the ASM Options, we have considered the VWAP prices for 10, 30, 60, and 90-day periods to 20 January 2026.

Option Price per unit	20-Jan-26	10 Days	30 Days	60 Days	90 Days
Closing price	\$0.135				
VWAP		\$0.137	\$0.240	\$0.176	\$0.148

Source: S&P Capital IQ and BDO analysis

The above VWAPs are prior to the date of the announcement of the Option Scheme, to avoid the influence of any increase in price of the ASM Options that has occurred since the Option Scheme was announced.

An analysis of the volume of trading in the ASM Options for the twelve months to 20 January 2026 is set out below:

Trading days	Closing option price		Cumulative volume traded	As a % of number of options
	low	high		
1 day	\$0.135	\$0.135	9,617	0.07%
10 days	\$0.125	\$0.150	154,303	1.08%
30 days	\$0.100	\$0.160	221,322	1.54%
60 days	\$0.100	\$0.230	692,564	4.83%
90 days	\$0.059	\$0.415	2,020,300	14.09%
180 days	\$0.050	\$0.415	2,938,740	20.49%
1 year	\$0.031	\$0.415	3,903,890	27.22%

Source: S&P Capital IQ and BDO analysis

This table indicates that the ASM Options display a low level of liquidity, with 27.22% of the ASM Options traded in a twelve-month period. RG 111.86 states that for the quoted market price methodology to be an appropriate methodology there needs to be a 'liquid and active' market in the securities and allowing for the fact that the quoted price may not reflect their value should 100% of the securities not be available for sale.

We consider the following characteristics to be representative of a liquid and active market for listed options:

- Regular trading in a company's securities;
- Approximately 1% of a company's securities are traded on a weekly basis;
- The spread of a company's options must not be so great that a single minority trade can significantly affect the value of the listed options; and
- There are no significant but unexplained movements in the price of the options.

A company's securities should meet all of the above criteria to be considered 'liquid and active', however, failure of a company's securities to exhibit all of the above characteristics does not necessarily mean that the value of its securities cannot be considered relevant.

In the case of ASM, we consider the ASM Options to display a low level of liquidity, on the basis that less than 1% of the securities have been traded weekly on average, with approximately 20.49% traded over a six month period, and approximately 14.09% of the Company's ASM Options on issue being traded in the 90 trading days prior to the announcement of the Option Scheme.

Accordingly, rather than relying solely on the QMP of the ASM Options, we have assessed the value of the ASM Options using the Black Scholes Option Pricing Model, as set out in Section 13.2 of our Report.

Based on market pricing prior to the announcement of the Option Scheme, our assessed range of values for a Scheme Option is between \$0.135 and \$0.175.

13.2 Black Scholes valuation of the ASM Options

The terms of the ASM Options are as follows:

Description	No. of ASM Options	Exercise price (\$)	Expiry date
ASM Options	14,339,698	\$1.74	31-Oct-27

Source: ASM's Notice of Extraordinary Meeting dated 16 May 2024 and BDO analysis

We have valued the ASM Options as follows:

Valuation methodology

The ASM Options do not have any vesting conditions. Options without vesting conditions can be exercised at any time up to the expiry date. Therefore, we have used the Black Scholes option pricing model to calculate the value of the ASM Options.

In valuing the ASM Options, we made the following assumptions regarding the inputs required for our option pricing model:

Valuation Date

We have valued the Scheme Options as at 30 June 2026, being a recent date around the date of our Report.

Value of the underlying shares

We have used the range of underlying share prices from our valuation of an ASM share prior to the Share Scheme on a controlling interest basis as inputs in our option pricing model. Our assessment of the value of an ASM share (see Section 11.3) is outlined below.

	Ref.	Low \$	High \$
Assessed value of an ASM share prior to the Schemes	11.3	\$0.490	\$0.973

Source: BDO analysis

Exercise Price of the ASM Options

The exercise price is the price at which the underlying ordinary shares will be issued. According to the terms of the ASM Options, each option is exercisable at \$1.74, which we have used as an input in our option pricing model.

Life of the ASM Options

We have estimated the life of the ASM Options for the purpose of our valuation. The minimum life of an option is the length of any vesting period, and the maximum life is based on the expiry date. We have assessed the life of the ASM Options from 30 June 2026 (the valuation date) to the expiry date of 31 October 2027. For the purpose of valuing the ASM Options, we have estimated an exercise date as the expiry date giving an effective life for the ASM Options of 1.34 years, which we have input into the Black Scholes option pricing model.

Expected Volatility of the Share Price

Expected volatility is a measure of the amount by which a price is expected to fluctuate during a period. The measure of volatility used in option pricing models is the annualised standard deviation of the continuously compounded rates of return on the share over a period of time.

Many techniques can be applied in determining volatility, with a summary of the methods we use below:

- The square root of the mean of the squared deviations of closing prices from a sample. This can be calculated using a combination of the opening, high, low, and closing share prices each day the underlying security trades for all days in the sample time period chosen
- The exponential weighted moving average model adopts the closing share price of the Company in a given time period. The model estimates a smoothing constant using the maximum likelihood method, which estimates volatility assuming that volatility is not a constant measure and is predicted to change in the future
- The generalised autoregressive conditional heteroscedasticity model. This model takes into account periods of time where volatility may be higher than normal and/or lower than normal, as well as the tendency for the volatility to run at its long run average level after such periods of abnormality. The model will calculate the rate at which this is likely to occur from the sample of prices thereby enabling estimates of future volatility by time to be made.

The recent volatility of the share price of ASM was calculated over one and two year periods, using data extracted from S&P Capital IQ. On this basis, we used a future estimated volatility level of 100% for ASM in our option pricing model.

Risk-free Rate of Interest

We have used the most recently available Australian Government bond rate as at 30 June 2026, as a proxy for the risk-free rate over the effective life of the ASM Options. The latest available 2-year Australian Government bond rate was 4.445% as at 24 June 2026, which we have used as an input into our option pricing model.

Dividends Expected on the ASM Options

ASM is currently unlikely to pay a dividend during the life of the ASM Options. Therefore, we have assumed a dividend yield of nil.

Conclusion on the value using the Black Scholes option pricing model

We have set out below our conclusions as to the value of the ASM Options:

Description	Low	High
Underlying security spot price	\$0.490	\$0.973
Exercise price	\$1.74	\$1.74
Valuation date	30-Jun-26	30-Jun-26
Expiry date	31-Oct-27	31-Oct-27
Remaining life of the Options (years)	1.34	1.34
Volatility	100%	100%
Risk-free rate	4.445%	4.445%
Dividend yield	Nil	Nil
Valuation per ASM Options	\$0.071	\$0.287

Source: BDO Analysis

The value of a Scheme Option is in the range of \$0.071 to \$0.287.

13.3 Conclusion of the value of the ASM Options

The results of the valuations performed are summarised in the table below:

Item	Ref	Low \$	High \$
Value of a Scheme Option using the quoted market pricing approach	13.1	0.135	0.175
Value of a Scheme Option using the Black Scholes option pricing model	13.2	0.071	0.287

We note that the values derived under the QMP approach are within the range of values derived using the Black Scholes option pricing model. However, due to the low level of liquidity observed in trading of the ASM Options, we have not considered this approach in our adoption of our assessed value range.

Accordingly, we have applied our professional judgement and the guidance in RG 111 regarding quoted market price approaches and have therefore adopted the Black Scholes option pricing model as the basis for valuing the ASM Options. On this basis, we consider the value of the ASM Options to be in the range of \$0.071 to \$0.287.

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14. Are the Schemes fair?

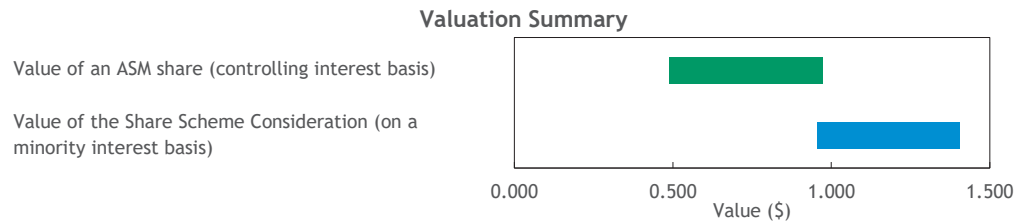
14.1 Is the Share Scheme Fair?

The value of an ASM share prior to the implementation of the Share Scheme, on a controlling interest basis, and the value of the Share Scheme Consideration, comprising 0.053 New Energy Fuels CDIs (or New Energy Fuels Shares, if validly elected), on a minority interest basis, and the Cash Consideration, is compared below:

	Ref	Low \$	High \$
Value of an ASM share (controlling interest basis)	11.3	0.490	0.973
Value of the Share Scheme Consideration	12.2	0.956	1.406

Source: BDO analysis

The above valuation ranges are graphically presented below:



Source: BDO analysis

The above pricing indicates that the Share Scheme Consideration (on a minority interest basis) exceeds our assessed valuation range of an ASM share (on a controlling interest basis). Therefore, in the absence of a superior proposal, we consider that the Share Scheme is fair for ASM Shareholders.

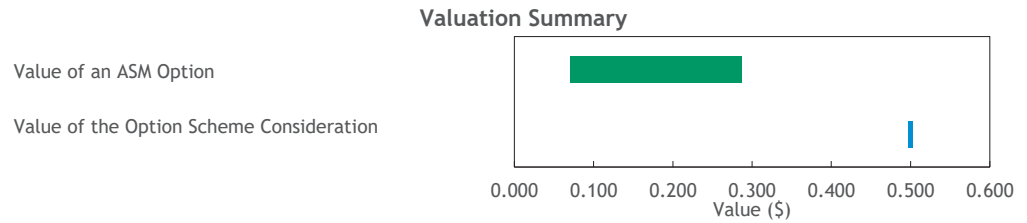
14.2 Is the Option Scheme Fair?

The value of a Scheme Option prior to the implementation of the Option Scheme, on a controlling interest basis, and the Option Scheme Consideration, being \$0.50 per option, is compared below:

	Ref	Low \$	High \$
Value of an ASM Option	13.3	0.071	0.287
Value of the Option Scheme Consideration		0.500	0.500

Source: BDO analysis

The above valuation ranges are graphically presented below:



Source: BDO analysis

The above pricing indicates that the Option Scheme Consideration is above our assessed valuation range of an ASM Option (on a controlling interest basis). Therefore, in the absence of a superior proposal, we consider that the Option Scheme is fair for ASM Optionholders.

15. Are the Schemes reasonable?

We have considered the analysis below, in terms of the following:

- Advantages and disadvantages of each of the Share Scheme and Option Scheme.
- Other considerations, including the position of ASM Shareholders and ASM Optionholders if the Share Scheme and Option Scheme, respectively, do not proceed and the consequences of not approving the Share Scheme and Option Scheme.

In our opinion, the position of ASM Shareholders and ASM Optionholders if the Share Scheme and Option Scheme are approved is more advantageous than the position if the Share Scheme and Option Scheme are not approved. Accordingly, in the absence of a superior proposal, we consider that the Share Scheme is reasonable for ASM Shareholders and the Option Scheme is reasonable for ASM Optionholders.

15.1 Advantages of approving the Share Scheme

We have considered the following advantages in our assessment of whether the Share Scheme is reasonable.

Advantages	Description
The Share Scheme is fair for ASM Shareholders	As set out in Section 14.1, the Share Scheme is fair to the ASM Shareholders. RG 111 states that an offer is reasonable if it is fair.
ASM Shareholders retain exposure to the future potential upside of the Dubbo Project and the KMP	As the Scrip Consideration is in the form of New Energy Fuels CDIs (or New Energy Fuels shares, if validly elected), ASM Shareholders retain indirect exposure to the Dubbo Project and the KMP through their interest in the Combined Company, albeit diluted to an aggregate ownership of approximately 5.6%. If the Dubbo Project advances to production and/or KMP expansion plans are delivered, ASM Shareholders would retain exposure to any resultant value creation, if it materialised.

Advantages	Description
ASM Shareholders will gain exposure to an integrated rare earths supply chain	By approving the Share Scheme, ASM Shareholders will gain exposure to an integrated supply chain that spans resource extraction, separation, metallisation and alloy production. This model reduces supply chain risk, provides traceability from mine to alloy, and reduces reliance on external processors. For ASM Shareholders, the Share Scheme will move ASM from operating as a single-asset developer and plant operator to participating in a production framework with a broader operational base. This provides access to more secure feedstock supply, established processing capability and greater operating scale. Further, there is the potential to achieve operational synergies following the implementation of the Schemes. For example, Energy Fuels have identified the potential to reduce the capital expenditure requirement for the Dubbo Project, noting that estimates of synergies are high-level and preliminary in nature at this stage, and are subject to change as the Combined Company progresses its evaluation work (should the Schemes proceed). The proposed VAC Merger, which Energy Fuels expects to complete in 2027, would extend this exposure into downstream magnet manufacturing. If completed, the acquisition would add magnet production capabilities to Energy Fuels' and ASM's existing operations. This integrated platform would include feedstock from projects such as the Donald Project, processing and separation at the White Mesa Mill, metals and alloy production at ASM's KMP, and subject to completion, magnet manufacturing through VAC's operations. As a result, the Enlarged Combined Company would have exposure to multiple stages of the rare earth supply chain.

Advantages	Description
Energy Fuels' balance sheet provides greater capacity to fund the Dubbo Project and future KMP production expansions	The Combined Company is expected to have enhanced capacity to fund the Dubbo Project and future KMP expansions due to its balance sheet, increased market capitalisation and its track record of capital raises, through both debt and equity. In addition, Energy Fuels has announced a conditional financing commitment of US\$725 million from the OSC to support processing and downstream expansion initiatives. If OSC Financing Commitment progresses to a completed financing arrangement, it would further increase available funding capacity at the Combined Company level. As context, Energy Fuels held approximately US\$64.7 million in cash and cash equivalents and US\$797.1 million of marketable securities at 31 December 2025 and completed a US\$700 million convertible notes offering in late 2025 which, together, indicate an increased ability to access capital than ASM on a standalone basis. However, we note that the VAC Merger includes consideration of approximately US\$718 million in cash and the assumption of approximately US\$140 million of VAC's net debt. Accordingly, if the acquisition proceeds, Energy Fuels' cash position and financial profile will reflect the funding of the Enlarged Combined Company. Notwithstanding this, the Enlarged Combined Company is expected to have greater access to funding than ASM on a standalone basis. The extent to which the VAC Merger affects the Enlarged Combined Company's capacity to fund the Dubbo Project, future KMP expansions and other growth initiatives will depend on a range of factors, including the Enlarged Combined Company's future capital requirements, operating performance and access to external sources of funding.
Greater experience and expertise in US regulatory, commercial and financial markets and potential access to US government support programs	Energy Fuels brings established operating experience in the US, including the processing of uranium and rare earth carbonate products and the development and operation of other US based assets. With the Combined Company to continue to be headquartered in the US and led by Energy Fuels' US-based management team, ASM Shareholders gain exposure to a business with deeper capability in the US regulatory and commercial environment. As a US-based entity, the Combined Company may also be able to access relevant US government programs and funding initiatives than ASM could on a standalone basis, such as the OSC Financing Commitment. However, this commitment remains subject to a number of conditions.

Advantages	Description
Greater corporate portfolio diversification (commodities, geographies and asset life-cycle stages)	The Combined Company is expected to have a more diversified portfolio across commodities (uranium, HMS and REE), geographies (the US, Madagascar, Brazil, Australia and Korea) and asset-life stages (operating, development and exploration). In contrast, ASM's current portfolio is concentrated in one development-stage project (the Dubbo Project) and one operating asset (the KMP), meaning the Combined Company's broader asset base is expected to reduce ASM Shareholders' exposure to the performance of any single asset or commodity. In addition, if Energy Fuels completes the VAC Merger, which is currently expected in early 2027 and remains subject to regulatory approvals and other customary conditions, the Enlarged Combined Company would gain exposure to downstream magnet manufacturing operations and an expanded geographic footprint in North America, Europe and Asia.
Shares in Energy Fuels are likely to have a greater level of liquidity and institutional coverage than shares in ASM	As discussed in Section 13.2, Energy Fuels' securities generally trade with higher liquidity and broader institutional participation than ASM, reflecting its dual listings on the NYSE American and TSX and its larger market capitalisation. The increased scale of the Combined Company may further support trading liquidity and institutional coverage relative to ASM on a standalone basis and, ultimately, improve ASM Shareholders' ability to realise the value of their ownership in the Combined Company.
The Cash Consideration provides immediate liquidity and near-term certainty	Under the Share Scheme, ASM Shareholders will receive the Cash Consideration of \$0.13 per share, payable only if the Share Scheme becomes effective. By approving the Share Scheme, ASM Shareholders can expect near-term cash certainty, alongside potential upside from exposure to shares in Energy Fuels.
Ability to participate in premium for control if Energy Fuels is subsequently acquired	By receiving scrip in Energy Fuels under the Share Scheme, ASM Shareholders retain the potential, though not the certainty, of participating in any control premium that may be offered in a future acquisition of Energy Fuels.

15.2 Disadvantages of approving the Share Scheme

We have considered the following disadvantages in our assessment of whether the Share Scheme is reasonable.

Disadvantage	Description
Reduced ownership and influence	If the Share Scheme is approved, ASM Shareholders' aggregate interest in the Combined Company will decrease from 100% to approximately 5.6%. As a result, ASM Shareholders will hold a comparatively smaller interest in a significantly larger entity, which will reduce their collective influence over governance, strategy and capital allocation decisions. We note that if Energy Fuels completes the VAC Merger, ASM Shareholders' aggregate interest in the Enlarged Combined Company will be further diluted to 4.5%, as detailed in Section 15.6. The Share Scheme will also reduce ASM Shareholders' effective ownership in ASM's key assets, the Dubbo Project and the KMP. Accordingly, ASM Shareholders' exposure to the potential future benefits (and risks) associated with ongoing development, commissioning and potential expansions of these assets will be reduced. If the Dubbo Project achieves successful development outcomes, or if REE commodity prices appreciate materially, the potential economic upside to ASM Shareholders will be lower than if they had retained their full ownership interest in ASM. Likewise, if planned expansions at the KMP are delivered successfully, the associated benefits will be shared across the broader shareholder base of the Combined Company rather than accruing solely to existing ASM Shareholders. In both cases, ASM Shareholders will ultimately receive a smaller proportion of any long-term gains generated from the Dubbo Project or the KMP.
The value of the Scrip Consideration is uncertain as it is subject to Energy Fuels' share price and foreign exchange rates at completion	The Scrip Consideration comprises 0.053 shares in New Energy Fuels CDIs (or New Energy Fuels Shares, if validly elected), which holds more uncertainty than cash consideration. The final monetary value ultimately received by ASM Shareholders is not certain and will vary with movements in Energy Fuels' share price on the TSX, the NYSE American, or New Energy Fuels CDIs traded on the ASX. The Australian dollar value of the Scrip Consideration will also fluctuate with movements in the Canadian dollar or United States dollar exchange rates relative to the Australian dollar. Accordingly, the Share Scheme exposes ASM Shareholders to market volatility and foreign exchange risks prior to completion. These factors may result in the implied value of the Share Scheme Consideration being higher or lower than implied at the time of announcement or at the date of our Report. Following completion, ASM Shareholders will continue to be exposed to these risks through their holding in Energy Fuels, whereas currently, they are not exposed to Energy Fuels' share price performance or to foreign exchange movements affecting an offshore-listed security.

Disadvantage	Description
	We note that ASM Shareholders will be able to sell their New Energy Fuels CDIs or shares to realise cash, should they wish to realise their investment.
Reduced strategic significance of the Dubbo Project and KMP within the Combined Company	If the Share Scheme is approved, the Dubbo Project and the KMP will represent a smaller component of a larger and more diversified asset portfolio. As a result, their relative strategic importance within the Combined Company will be lower than under ASM's current standalone structure. The Combined Company will have multiple development and expansion priorities, and capital allocation decisions will be made at a broader portfolio level. In this context, funding or development of the Dubbo Project or future expansion phases at the KMP may be deferred, staged, or reprioritised in favour of other initiatives within the Combined Company's portfolio. Competing projects could include, for example, the Phase 2 Circuit at the White Mesa Mill, the Vara Mada Project, or the Donald Project. Other corporate opportunities, such as mergers, acquisitions or joint ventures, may also compete for capital. These portfolio-level decisions may materially influence the development schedule, risk profile and long-term cash flow contribution of the Dubbo Project and the KMP. In turn, the performance of ASM Shareholders' investment in the Combined Company may be driven more by the performance of Energy Fuels' broader asset base than by the Dubbo Project or KMP specifically. However, we note that capital allocation decisions are expected to be made in the best interests of the Combined Company. Accordingly, any changes to future capital allocation and strategic direction would be intended to enhance long-term value for shareholders, although the ultimate impact of such changes cannot be determined with certainty.
Potential future dilution from funding requirements of the Combined Company	The Combined Company will have a broader suite of development projects than ASM on a standalone basis, several of which require substantial capital expenditure to progress. These include the Phase 2 Circuit at the White Mesa Mill, the development of the Vara Mada Project, and the earn-in commitments associated with the Donald Project, in addition to the funding required for the development of the Dubbo Project and any future expansions of the KMP not presently contemplated. Energy Fuels has publicly disclosed capital requirements for these projects, including: • US\$410 million initial capital for the Phase 2 Circuit at the White Mesa Mill • US\$121 million in pre-FID capital for the Vara Mada Project, plus US\$769 million post-FID stage 1 capital and US\$142 million for stage 2 • Up to US\$183 million in total funding to earn up to a 49% interest in the Donald Project, partly through the issuance of up to \$17.5 million in Energy Fuels shares. These capital requirements are incremental to the funding needed for the Dubbo Project and KMP expansion plans.

Disadvantage	Description
	Although Energy Fuels completed a placement of US\$700 million in October 2025, it remains possible that further equity raisings may be required. Any such issuance would dilute Energy Fuels' shareholders, including former ASM Shareholders, to the extent that they do not participate in such raisings.
ASM Shareholders will hold equity in a foreign-listed entity, which may change shareholder protection	If the Share Scheme is approved, ASM Shareholders will receive New Energy Fuels CDIs traded on the ASX, a Canadian-incorporated company listed on the TSX and the NYSE American, or alternatively, shares in Energy Fuels (if validly elected). Energy Fuels has agreed to establish an ASX Foreign Exempt listing to facilitate local trading, but the primary regulatory and corporate framework governing the Combined Company will remain Canadian and US-based. As a result, ASM Shareholders will become investors in a foreign-listed entity subject to Canadian and US securities laws, rules and disclosure requirements. These regimes differ from the Australian regulatory framework and may be less familiar to some ASM Shareholders. In addition, takeover protections available to minority shareholders under the Australian Corporations Act such as restrictions on acquisitions above 20% and limits on defensive actions by a target board, will no longer apply. The corresponding protections under Canadian and United States law differ in structure and substance and, in some respects, may provide reduced safeguards compared to the Australian regime. ASM Shareholders should refer to Annex 9 of the Supplementary Scheme Booklet for a detailed comparison of the relevant jurisdictional differences, including takeover regulation, shareholder rights and corporate governance requirements.
Change in risk profile	Upon implementation of the Share Scheme, ASM Shareholders would hold an interest in the Combined Company, which would have a risk profile that differs from ASM on a standalone basis. ASM Shareholders would obtain exposure to Energy Fuels' mineral assets and the associated operational, jurisdictional and market risks, resulting in a broader and more diversified risk profile relative to ASM on a standalone basis. Whilst this diversification may be advantageous for some ASM Shareholders, the change in risk profile may not align with the investment objectives or risk preferences of all ASM Shareholders.

15.3 Advantages of approving the Option Scheme

We have considered the following advantages in our assessment of whether the Option Scheme is reasonable.

Advantages	Description
The Option Scheme is fair for ASM Optionholders	As set out in Section 14.2, the Option Scheme is fair for ASM Optionholders. RG 111 states that an offer is reasonable if it is fair.
The Option Scheme Consideration provides certainty of value for ASM Optionholders	As detailed in Section 4, ASM Optionholders will receive cash consideration of \$0.50 per option held. As such, the Option Scheme Consideration provides Optionholders with certainty in terms of the value that they are receiving as consideration for their ASM Options.

15.4 Disadvantages of approving the Option Scheme

We have considered the following disadvantages in our assessment of whether the Option Scheme is reasonable.

Disadvantage	Description
ASM Optionholders will no longer have exposure to the potential upside from their derivative instrument	If the Option Scheme is approved, ASM Optionholders will no longer hold their ASM Options and therefore will not be able to participate in any potential upside in the value of the ASM Options.
ASM Optionholders will forego the opportunity to hold ASM shares	ASM Optionholders may consider the longer-term proportionate value of the Dubbo Project, the KMP or other development initiatives implied by their holding in ASM Options, may exceed the cash consideration. If the Option Scheme is approved, ASM Optionholders will forego the opportunity to convert their ASM Options to ASM shares and any future upside associated with the Dubbo Project and the KMP.

15.5 Alternative proposal

Prior to entering into the Schemes with Energy Fuels, the Directors of ASM undertook a process to engage with a range of parties across ASM's value chain to assess potential alternative corporate transactions. Discussions considered transactions such as mergers, acquisitions, joint venture and other commercial arrangements.

At the date of this Report, the Directors have informed us that they are not aware of any alternative proposal that would deliver superior value to ASM Shareholders relative to the proposed Schemes.

15.6 Other considerations

Legal and governance implications

Upon implementation of the Share Scheme, ASM will become a wholly-owned subsidiary of Energy Fuels, and the Combined Company will remain listed on the TSX and the NYSE American, with ASX-traded New Energy Fuels CDIs available through Energy Fuels' proposed ASX Foreign Exempt Listing. Whilst this structure facilitates trading in Australia, the Combined Company will be governed primarily by Canadian and US corporate and securities law.

Entities listed on the TSX and NYSE American operate under regulatory frameworks that differ from those applying to ASX-listed companies domiciled in Australia. These frameworks have different disclosure, reporting and governance requirements, and, in some areas, impose lower levels of periodic and continuous disclosure than the ASX Listing Rules. As a result, if the Scheme is implemented, ASM Shareholders may receive less frequent or less detailed public reporting from the Combined Company compared to the level of disclosure currently required of ASM as an ASX-listed entity.

The Supplementary Scheme Booklet outlines the key differences between the applicable corporate laws, listing rules and other regulatory requirements. These differences may offer advantages or disadvantages to ASM Shareholders depending on their individual preferences and circumstances.

Break fees

Pursuant to the SID, ASM must pay a reimbursement fee of \$4.47 million to Energy Fuels in certain circumstances. A reverse reimbursement fee in the same amount is payable by Energy Fuels to ASM in certain circumstances. The full conditions giving rise to payment of the break fees are described in the Supplementary Scheme Booklet.

Taxation implication

ASM Shareholders are directed to Section 9 of the Supplementary Scheme Booklet for a more detailed explanation of the tax implications of the Share Scheme for ASM Shareholders. We emphasise that the tax circumstances of each shareholder can differ significantly, and individual shareholders are advised to obtain their own specific advice.

VAC Merger

As outlined in Sections 4 and 6 of our Report, Energy Fuels entered into a definitive agreement to acquire 100% of VAC from Ara Partners. The consideration comprises approximately US\$718 million in cash and the issuance of approximately 65.9 million Energy Fuels shares. In addition, Energy Fuels will assume VAC's net debt of approximately US\$140 million. The transaction is expected to complete in early 2027, subject to regulatory approvals and other customary closing conditions.

Assuming completion of both the Schemes and the VAC Merger, Ara Partners is expected to hold approximately 19.9% of the issued capital of Energy Fuels. As a result, the ownership interests of existing Energy Fuels shareholders, as well as ASM Shareholders receiving New Energy Fuels shares as Scrip Consideration under the Share Scheme, will be further diluted, as outlined in the table below.

	No. of shares held following the Schemes	No. of shares held following the VAC Merger
ASM Shareholders ¹	14,812,535	14,812,535
Existing Energy Fuels shareholders ²	249,961,163	249,961,163
Ara Partners	-	65,853,000
Total Energy Fuels shares	264,773,698	330,626,698
<i>% of the Enlarged Combined Company held by ASM Shareholders</i>	<i>5.6%</i>	<i>4.5%</i>
<i>% of the Enlarged Combined Company held by Energy Fuels shareholders</i>	<i>94.4%</i>	<i>75.6%</i>
<i>% of the Enlarged Combined Company held by Ara Partners</i>	<i>-</i>	<i>19.9%</i>

Source: Supplementary Scheme Booklet and BDO analysis

¹ As outlined in Section 4 of our Report

² As outlined in Sections 4 and 6 of our Report

Ara Partners will also have the right to nominate one director to Energy Fuels' Board of Directors and a one-time veto right in relation to the appointment of an independent director. Accordingly, Ara Partners will have greater ability to influence the governance and strategic direction of the Enlarged Combined Company. As a result, the relative influence of other Energy Fuels shareholders, including former ASM Shareholders, will be reduced.

The VAC Merger introduces an additional level of uncertainty for ASM Shareholders. VAC is a privately held company and, as such, there is limited publicly available information regarding its financial performance, operations and prospects. Consequently, ASM Shareholders have limited ability to independently assess the value of VAC and the consideration being paid by Energy Fuels. Energy Fuels has disclosed that VAC generated adjusted EBITDA of approximately US\$29 million in 2025 and has highlighted anticipated growth in VAC's earnings, planned increases in manufacturing capacity and the strategic benefits expected to arise from the combination of Energy Fuels, ASM and VAC. As a result, the value ultimately realised from the acquisition will be influenced, in part, by the successful implementation of the expansion plans and the extent to which the anticipated benefits of combining Energy Fuels, ASM and VAC are achieved.

In addition, the acquisition will not be completed prior to the Scheme Meetings, with completion remaining subject to regulatory approvals, financing arrangements and other customary closing conditions. Accordingly, ASM Shareholders will be required to assess the merits of the Schemes without certainty that the VAC Merger will complete on its currently announced terms, or at all.

If completed, the VAC Merger would increase the scale of the Enlarged Combined Company and broaden its operations beyond those currently undertaken by Energy Fuels and ASM. In particular, the Enlarged Combined Company would gain exposure to VAC's magnetics manufacturing business, including its operations in North America and Europe, intellectual property, and customer base across a range of industries. This would expand the Enlarged Combined Company's geographic footprint and increase its exposure to downstream rare earth and magnetic materials activities.

The VAC Merger will increase the level of vertical integration within the Enlarged Combined Company. Assuming the implementation of the Schemes, the VAC Merger would provide the Enlarged Combined Company exposure across multiple stages of the rare earths value chain, including mining, processing and separation, metals and alloy production, and permanent magnet manufacturing.

However, the VAC Merger would also increase the scale and complexity of the Enlarged Combined Company's operations and creates additional integration, execution and capital allocation considerations. The management of Energy Fuels would be required to balance funding and development priorities across a larger portfolio of operating and development assets. As a result, capital may be allocated to support

the growth and expansion of VAC's manufacturing operations or other Energy Fuels initiatives, rather than the Dubbo Project or future expansions of the KMP. The extent to which future capital allocation decisions may affect the timing, scope or development of ASM-related assets cannot presently be determined.

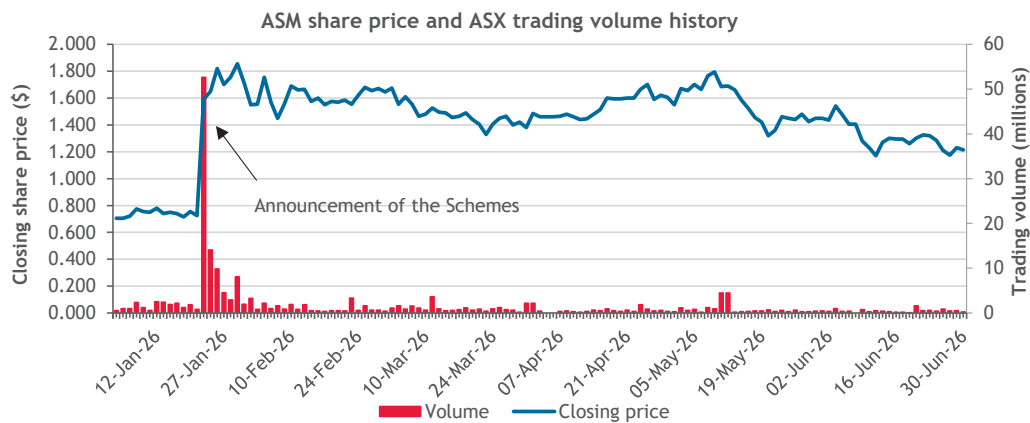
Accordingly, while the VAC Merger has the potential to broaden the Enlarged Combined Company's operational footprint and participation across the rare earth supply chain, it also creates further dilution for ASM Shareholders, and uncertainty regarding the extent to which the anticipated benefits will ultimately be realised.

For further information on the VAC Merger, please refer to Sections 4 and 6 of the Supplementary Scheme Booklet.

15.7 Consequences of not approving the Schemes

Potential impact on ASM's share price

We have analysed the movements in ASM's share price since the Schemes were announced. A graph of ASM's share price and trading volume leading up to, and following the announcement, of the Schemes is set out below.



Source: S&P Capital IQ and BDO analysis

The closing price of an ASM share from 1 January 2026 to 30 June 2026 ranged from a low of \$0.705 on 2 January and 5 January 2026 to a high of \$1.855 on 29 January 2026.

The Schemes were announced on 21 January 2026. On the date that the Schemes were announced, the share price of ASM closed at \$1.590, up from a closing price of \$0.725 on the previous trading day. On that day, 52,636,850 shares were traded, representing approximately 19.6% of ASM's current issued capital. Following the announcement of the Schemes, the closing share price of ASM has fluctuated from a low of \$1.170 on 11 June 2026 to a high of \$1.855 on 29 January 2026.

Given the 119.3% increase in ASM's share price on the day of the announcement of the Schemes, if the Share Scheme does not proceed, it is likely that ASM's share price will decline and may revert toward pre-announcement levels.

Transaction costs

ASM has incurred, and will continue to incur, transaction costs associated with the Share Scheme irrespective of whether it proceeds. These costs will not be recoverable if the Share Scheme is not approved. ASM estimates that transaction costs of \$5.1 million will be incurred irrespective of whether the Schemes proceed, \$3.1 million of which has already been paid as of end June 2026.

If the Share Scheme is not approved

As outlined in Section 4, the Option Scheme is conditional on the Share Scheme becoming effective. The Share Scheme itself is subject to a number of conditions precedent, which are detailed in Section 4 of our Report, all of which must be satisfied or waived for it to proceed. If the Share Scheme is not approved by the requisite majorities, the Option Scheme will not proceed and ASM will continue as a standalone entity listed on ASX.

We have considered the position of ASM Shareholders if the Share Scheme is not approved, including potential consequences to ASM Shareholders, where applicable, as set out below.

Position of ASM Shareholders	Explanation
Continued shareholding in ASM	If the Share Scheme is not implemented, ASM Shareholders will continue to hold their existing shares in ASM and will remain exposed to the risks and opportunities associated with ASM’s current operations. These include the ongoing exposure to the development pathway of the Dubbo Project and further expansions to the KMP, both of which involve substantial financial commitments. ASM Shareholders will also remain exposed to volatility arising from geopolitical tensions between the United States and China and from the relatively opaque rare earths commodity market.
Significant capital will be required to develop the Dubbo Project and KMP expansions	If the Share Scheme is not implemented, ASM will remain solely responsible for securing the funding required to progress the Dubbo Project and the planned expansions of the KMP. As at 31 December 2025, ASM held cash and cash equivalents of \$69.7 million, including proceeds from a \$55 million placement announced in October 2025. ASM has indicated funds from the placement were intended primarily to complete the Phase 2 expansion of the KMP and progress further initiatives, such as a potential Phase 3 expansion or contributions toward establishing an AMP. In July 2025, ASM estimated the Dubbo Project’s capital requirements at approximately \$740 million. Although ASM has received non-binding letters of interest from government agencies, formal funding arrangements have not been secured at the date of this Report. ASM is therefore likely to require additional external financing, potentially through debt and/or equity issuances.
Risk of shareholder dilution from the Dubbo Project’s funding requirements	Given the scale of the Dubbo Project’s estimated capital expenditure and ASM’s available cash reserves, it is likely that further equity financing would be required if debt or government funding cannot be secured on acceptable terms. Any such equity raising would dilute existing ASM Shareholders (to the extent that they do not

Position of ASM Shareholders	Explanation
	participate in such raisings) and may need to be priced at a discount to pre-announcement trading levels to attract sufficient investor demand.
Higher exposure to development and execution risks	Without the Share Scheme, ASM Shareholders will remain exposed to the development and execution risks associated with the Dubbo Project and the planned expansions of the KMP. These risks include but are not limited to the potential for cost overruns, construction delays, challenges in securing sufficient customers or offtake agreements to support revenue generation, and fluctuations in commodity prices.
Prospect of a superior proposal or alternative transaction	If the Share Scheme is not implemented, it remains possible that ASM could receive an alternative proposal in the future. However, there is no certainty that any such proposal would arise or that it would be superior to the Share Scheme. At the date of this Report, the Directors of ASM have not received any alternative proposal that is superior to the Schemes (refer to Section 15.5).

Source: BDO analysis

If the Option Scheme is not approved

If the Share Scheme is approved but the Option Scheme is not, ASM will be delisted from the ASX and ASM Optionholders will hold options in an unlisted company. Those options will have reduced liquidity and the value of these options in an unlisted company would be uncertain. There is a possibility that a separate negotiation of terms could take place after the Share Scheme is implemented, however there is no guarantee that this would happen, nor that the outcome of the negotiations would be more favourable to ASM Optionholders than the terms of the Option Scheme. By voting in favour of the Option Scheme, ASM Optionholders can avoid the risk of holding options in an unlisted entity and the uncertainty of how the ASM Options will be treated in the future.

16. Conclusion

Share Scheme

We have considered the terms of the Share Scheme as outlined in the body of this Report and have concluded that, in the absence of a superior offer, the Share Scheme is fair and reasonable and in the best interests of ASM Shareholders.

Option Scheme

We have considered the terms of the Option Scheme as outlined in the body of this Report and have concluded that, in the absence of a superior offer, the Option Scheme is fair and reasonable and in the best interests of ASM Optionholders.

17. Sources of information

This Report has been based on the following information:

- Draft Supplementary Scheme Booklet on or about the date of this Report
- Audited financial statements of ASM for the years ended 30 June 2025, 30 June 2024 and 30 June 2023
- Reviewed financial statements of ASM for the half-year ended 31 December 2025
- Management accounts of ASM for the period ended 31 May 2026
- Energy Fuels' 10-K forms for the years ended 31 December 2025, 31 December 2024 and 31 December 2023
- Independent Specialist Report of ASM's mineral assets performed by SRK
- Valuation reports on the value of ASM's water rights and agricultural land
- Scheme Implementation Deed between ASM and Energy Fuels
- Amended Scheme Implementation Deed between ASM and Energy Fuels
- The Model incorporating the forecast cash flows of the KMP and the Dubbo Project
- Reserve Bank of Australia
- Australian Financial Review
- Australian Bureau of Statistics
- Expert insight: The energy crisis - what it means for our clients and what comes next by BDO Australia Chief Economist Anders Mangusson
- US Federal Reserve
- International Monetary Fund
- IBISWorld
- US Geological Survey
- International Energy Agency
- US Government Accountability Office
- Reuters
- CNBC
- US Department of Energy
- S&P Capital IQ
- Consensus Economics
- Share registry information
- Announcements made by ASM available through the ASX
- Announcements made by Energy Fuels available through the TSX
- Discussions with Directors and Management of ASM.

18. Independence

BDO Corporate Finance Australia Pty Ltd is entitled to receive a fee of approximately \$285,000 (excluding GST and reimbursement of out of pocket expenses). The fee is not contingent on the conclusion, content or future use of this Report. Except for this fee, BDO Corporate Finance Australia Pty Ltd has not received and will not receive any pecuniary or other benefit whether direct or indirect in connection with the preparation of this Report.

BDO Corporate Finance Australia Pty Ltd has been indemnified by ASM in respect of any claim arising from BDO Corporate Finance Australia Pty Ltd's reliance on information provided by ASM, including the non-provision of material information, in relation to the preparation of this Report.

Prior to accepting this engagement BDO Corporate Finance Australia Pty Ltd has considered its independence with respect to ASM, Energy Fuels and any of their respective associates with reference to RG 112. In BDO Corporate Finance Australia Pty Ltd's opinion it is independent of ASM, Energy Fuels, and their respective associates.

Neither the two signatories to this Report nor BDO Corporate Finance Australia Pty Ltd, have had within the past two years any professional relationship with ASM, or their associates, other than in connection with the preparation of this Report.

A draft of this Report was provided to ASM and its advisors for confirmation of the factual accuracy of its contents. No significant changes were made to this Report as a result of this review.

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BDO Corporate Finance Australia Pty Ltd is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of Independent Member Firms.

19. Qualifications

BDO Corporate Finance Australia Pty Ltd has extensive experience in the provision of corporate finance advice, particularly in respect of takeovers, mergers and acquisitions.

BDO Corporate Finance Australia Pty Ltd holds an Australian Financial Services Licence issued by the Australian Securities and Investments Commission for giving expert reports pursuant to the ASX Listing Rules and the Corporations Act.

The persons specifically involved in preparing and reviewing this Report were Ashton Lombardo and Adam Myers of BDO Corporate Finance Australia Pty Ltd. They have significant experience in the preparation of independent expert reports, valuations and mergers and acquisitions advice across a wide range of industries in Australia and were supported by other BDO staff.

Ashton Lombardo is a member of the Australian Institute of Chartered Accountants, is a CA BV Specialist and is member of the committee established to develop and maintain the VALMIN Code. Ashton has over fifteen years of experience in Corporate Finance and has facilitated the preparation of numerous independent expert's reports and valuations. Ashton has a Bachelor of Economics and a Bachelor of Commerce from the University of Western Australia and has completed a Graduate Diploma of Applied Corporate Governance with the Governance Institute of Australia.

Adam Myers is a Fellow of Chartered Accountants Australia & New Zealand and a member of the Joint Ore Reserves Committee. Adam's career spans over 25 years in the audit and corporate finance areas. Adam is a CA BV Specialist and has considerable experience in the preparation of independent expert reports and valuations in general for companies in a wide number of industry sectors.

John Burger is a Certified Practising Valuer (CPV) accredited by the Australian Property Institute (API) and a member of the Royal Institute of Chartered Surveyors (MRICS) with Registered Valuer status. He has experience in the valuation and review of property assets, including agricultural, rural and residential property, and in assessing Market Value valuations prepared in accordance with International Valuation Standards, API professional standards and the RICS Valuation - Global Standards (Red Book). His professional experience includes valuation and valuation review work undertaken for advisory and corporate purposes, including valuations relied upon in Independent Expert Reports. John is independent

of the transaction and has the appropriate qualifications and experience to assess the reasonableness and suitability of property valuations for IER reliance purposes.

20. Disclaimers and consents

This Report has been prepared at the request of ASM for inclusion in the Supplementary Scheme Booklet which will be sent to all ASM Shareholders and ASM Optionholders. ASM engaged BDO Corporate Finance Australia Pty Ltd to prepare an independent expert's report to consider whether the Share Scheme is in the best interests of ASM Shareholders, and whether the Option Scheme is in the best interests of ASM Optionholders. Our valuation and opinion in our Report is valid as at the date of our Report and subject to any changes as required by RG111.

BDO Corporate Finance Australia Pty Ltd hereby consents to this Report accompanying the above Supplementary Scheme Booklet. Apart from such use, neither the whole nor any part of this Report, nor any reference thereto may be included in or with, or attached to any document, circular resolution, statement, or letter without the prior written consent of BDO Corporate Finance Australia Pty Ltd.

BDO Corporate Finance Australia Pty Ltd takes no responsibility for the contents of the Supplementary Scheme Booklet other than this Report.

We have no reason to believe that any of the information or explanations supplied to us are false or that material information has been withheld. It is not the role of BDO Corporate Finance Australia Pty Ltd acting as an independent expert to perform any due diligence procedures on behalf of the Company. The Directors of the Company are responsible for conducting appropriate due diligence in relation to Energy Fuels. BDO Corporate Finance Australia Pty Ltd provides no warranty as to the adequacy, effectiveness, or completeness of the due diligence process.

The opinion of BDO Corporate Finance Australia Pty Ltd is based on the market, economic and other conditions prevailing at the date of this Report. Such conditions can change significantly over short periods of time.

The forecasts provided to BDO Corporate Finance Australia Pty Ltd by ASM and its advisers are based upon assumptions about events and circumstances that have not yet occurred. Accordingly, BDO Corporate Finance Australia Pty Ltd cannot provide any assurance that the forecasts will be representative of results that will actually be achieved.

With respect to taxation implications, it is recommended that individual ASM Shareholders and ASM Optionholders obtain their own taxation advice, in respect of the Schemes, tailored to their own particular circumstances. Furthermore, the advice provided in this Report does not constitute legal or taxation advice to the shareholders of ASM, or any other party.

BDO Corporate Finance Australia Pty Ltd has also considered and relied upon independent valuations for mineral assets held by ASM. The valuer engaged for the mineral asset valuation and technical assessment, SRK Consulting Australasia (Pty) Ltd, possess the appropriate qualifications and experience in the industry to make such assessments. The approaches adopted and assumptions made in arriving at their valuation are appropriate for this Report. We have received consent from the valuer for the use of their valuation report in the preparation of this Report and to append a copy of their report to this Report.

The statements and opinions included in this Report are given in good faith and in the belief that they are not false, misleading or incomplete.

The terms of this engagement are such that BDO Corporate Finance Australia Pty Ltd is required to provide a supplementary report if we become aware of a significant change affecting the information in this Report arising between the date of this Report and the date of the Scheme Meetings.

Yours faithfully

BDO CORPORATE FINANCE AUSTRALIA PTY LTD



Ashton Lombardo
Director



Adam Myers
Director

Appendix 1 - Glossary of Terms

Reference	Definition
ABS	Australian Bureau of Statistics
Adjusted Model	BDO's model to reflect our adjustments to the Model, provided by ASM. The Adjusted Model excludes the cash flows from the Dubbo Project
AFCA	Australian Financial Complaints Authority
Alkane	Alkane Resources Limited
AMP	American Metals Plant
ANM	Agência Nacional de Mineração
APES 225	Accounting Professional & Ethical Standards Board professional standard APES 225 'Valuation Services'
Arafura	Arafura Rare Earths Limited
ASIC	Australian Securities and Investments Commission
ASM	Australian Strategic Materials Limited
ASM Optionholders or Creditors	Holders of ASM Options
ASM Options or Scheme Options	All quoted options issued by ASM that are on issue as at the Share Record Date
ASM Performance Rights	7,751,116 ASM performance rights currently on issue as at the date of this Report
ASM Shareholder	Shareholders of ASM
Astron	Astron Limited
ASX	Australian Securities Exchange
ATM	Energy Fuels' at-the-market program
AUD or \$	Australian dollars
Bahia Project	Energy Fuels' Bahia HMS Project
Base Resources	Base Resources Limited
BDO, we, us, our	BDO Corporate Finance Australia Pty Ltd
BFS	Bankable feasibility study
Bullfrog Project	Energy Fuels' Bullfrog Uranium Project
CAPM	Capital asset pricing model
Cash Consideration	ASM Shareholders will be entitled to cash consideration of \$0.13 per ASM share
CMDP	Australian Government's Critical Minerals Development Program
Combined Company	The entity formed when ASM becomes a wholly owned subsidiary of Energy Fuels, forming part of the combined company operating under Energy Fuels following implementation of the Share Scheme
Corporations Act	The Corporations Act 2001 Cth
CPI	Consumer Price Index
Creditors	Holders of ASM Options, parties to the creditors' option scheme of arrangement
DCCEEW	NSW Department of Climate Change, Energy, the Environment and Water
DCF	Discounted Future Cash Flows
Denison Mines' US Mining Assets	Denison Mines Corp.'s US mining assets and operations
Donald Project	Energy Fuels' Donald HMS Project
Dubbo Project	ASM's Dubbo Project
Dy	Dysprosium

Reference	Definition
EDC	Export Development Canada
EFA	Export Finance Australia
Energy Fuels	Energy Fuels Inc.
Enlarged Combined Company	The entity formed following the VAC Merger, comprising Energy Fuels, ASM and VAC
EPC	Engineering Procurement and Construction
EVs	Electric vehicles
FEED	Front-End Engineering and Design
FID	Final investment decision
FIRB	Australian Foreign Investment Review Board
FME	Future Maintainable Earnings
FOB	Free on Board
FOMC	Federal Open Market Committee
FSG	Financial Services Guide
FY23	Financial year ended 30 June 2023
FY24	Financial year ended 30 June 2024
FY25	Financial year ended 30 June 2025
GDP	Gross Domestic Product
Heap Leach Option	Alternate method of metallurgical testing that was undertaken as part of the REOA
HMS	Heavy minerals sands
HY26	Half-year ended 31 December 2025
IEA	International Energy Agency
IMF	International Monetary Fund
IPCM	Australian Government's International Partnerships in Critical Minerals
IS 214	Information Sheet 214: Mining and Resources: Forward-looking Statements
ISR	In-situ recovery
JORC Code (2012)	the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 Edition)
JVA	Joint venture agreement
KMP	Metal plant located in South Korea operated by ASM
Korean Consortium	South Korean Consortium of investors
KRW	Korean Won
kt	kilo tonnes
La Sal Project	Energy Fuels' La Sal Uranium Project
LNG	Liquefied natural gas
Mesteña Uranium	Mesteña Uranium LLC
MoU	Memorandum of understanding
NAV	Net asset value
NdFeB	Neodymium-iron-boron
NdPr	Neodymium-praseodymium
New Energy Fuels CDIs	Energy Fuels CHESS Depositary Interests traded on the ASX
New Energy Fuels Shares	Shares in the Combined Company
Nichols Ranch Project	Energy Fuels' Nichols Ranch Uranium Project
Noveon	Noveon Magnetics Inc.
NSR	Net smelter return

Reference	Definition
Optimisation Study	The Optimisation Study and Enhanced Project Addendum for the Dubbo Project
Option Scheme	ASM Options will be transferred to Energy Fuels by way of scheme of arrangement
Option Scheme Consideration	ASM Options held by ASM Optionholders will be transferred to Energy Fuels in exchange for cash consideration of \$0.50 per Option
Option Scheme Meeting	The meeting of ASM Optionholders ordered by the Court to be convened under section 411(1) of the Corporations Act to consider and vote on the Option Scheme, and likewise includes any meeting convened following an adjournment or postponement
Original Report	BDO's previous Independent Expert's Report dated 12 May 2026
OSC	US Office of Strategic Capital
OSC Financing Commitment	A US\$725 million conditional financing commitment from the OSC.
our Report	This Independent Expert's Report prepared by BDO
PCE	Personal consumption expenditures
Phase 2	The phase 2 ramp-up of the KMP which would increase nameplate capacity to ~3,600tpa
Phase 2 Circuit	Phase 2 circuit expansion
Phase 3	The phase 3 ramp-up of the KMP which would increase nameplate capacity to ~5,600tpa
Piñon Ridge Project	Piñon Ridge radioactive materials license and related assets
Pinyon Plain Project	Energy Fuels' Pinyon Plain Uranium Project
Q	Financial quarter
QMP	Quoted Market Price
RBA	Reserve Bank of Australia
REE	Rare earth element
Regulations	Corporations Act Regulations 2001 (Cth)
REO	Rare earth oxides
REOA	Rare earth options assessment pilot program
RG 111	ASIC Regulatory Guide 111: Content of expert reports (October 2020)
RG 112	ASIC Regulatory Guide 112: Independence of experts (March 2011)
RG 170	ASIC Regulatory Guide 170: Prospective financial information (April 2011)
RG 60	ASIC Regulatory Guide 60: Schemes of arrangement (September 2020)
Roca Honda Project	Energy Fuels' Roca Honda Uranium Project
Scheme Meetings	The Share Scheme Meeting and the Option Scheme Meeting collectively
Scoping Study	Scoping Study to assess the high-level economic evaluation of the heap leach method
Scrip Consideration	Each eligible ASM Shareholder will receive 0.053 New Energy Fuels CDIs, or New Energy Fuels Shares, if validly elected, for every ASM share held
Section 411	Section 411 of the Corporations Act
SG&A	Selling, general administrative
Share Scheme	Energy Fuels will acquire 100% of the issued ordinary shares in ASM by way of a scheme of arrangement
Share Scheme Consideration	The Scrip Consideration and the Cash Consideration collectively
Share Scheme Meeting	The meeting of ASM Shareholders ordered by the Court to be convened under section 411(1) of the Corporations Act to consider and vote on the Share Scheme, including any meeting held following an adjournment or postponement of that meeting
Sheep Mountain Project	Energy Fuels' Sheep Mountain Uranium Project
SID	The scheme implementation deed dated 21 January 2026 between Energy Fuels and ASM relating to implementation of the Schemes, as amended on 13 March 2026
SPP	Share purchase plan
SPUT	Sprott Physical Uranium Trust

Reference	Definition
SRK	SRK Consulting Australasia (Pty) Ltd
Strathmore	Strathmore Minerals Corp.
Sum-of-Parts	A combination of valuation methodologies
Supplementary Scheme Booklet	The explanatory statement prepared under section 411 of the Corporations Act to assist ASM Shareholders and ASM Optionholders in their decision whether to approve the Schemes
Tb	Terbium
the Company	Australian Strategic Materials Limited
the Model	Forecast cash flow model of the KMP prepared by the management of ASM
the Schemes	Share Scheme and Option Scheme collectively
this Report	This Independent Expert's Report prepared by BDO
Titan Uranium	Titan Uranium Inc
Toliara Project	Energy Fuels' Toliara HMS Project
tpa	tonnes per annum
TPC	Toongi Pastoral Company Pty Ltd
TSX	Toronto Stock Exchange
Uranerz Energy	Uranerz Energy Corporation
US	United States
US EXIM	Export-Import Bank of the United States
USD or US\$	United States dollars
VAC	Ara VAC TopCo GmbH, Ara VAC TopCo US LLC, and their respective consolidated subsidiaries, including Vacuumschmelze GmbH & Co. KG
VAC Merger	The proposed acquisition of VAC by Energy Fuels announced on 23 June 2026. Under the definitive agreement, Energy Fuels will acquire 100% of VAC from Ara Partners for consideration comprising approximately US\$718 million in cash and 65.9 million Energy Fuels shares, while also assuming VAC's net debt of approximately US\$140 million.
VALMIN Code	Australasian Code for Public Reporting of Technical Assessments and Valuation of Mineral Assets (2015 Edition)
Vara Mada Project	Energy Fuels' Vara Mada HMS Project
VTRE	Vietnam Rare Earth Company
VWAP	Volume Weighted Average Price
White Mesa Mill	Energy Fuels' White Mesa Uranium Mill

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Appendix 2 – Valuation Methodologies

Methodologies commonly used for valuing assets and businesses are as follows:

1 *Net asset value*

Asset based methods estimate the market value of an entity's securities based on the realisable value of its identifiable net assets. Asset based methods include:

- Orderly realisation of assets method
- Liquidation of assets method
- Net assets on a going concern method

The orderly realisation of assets method estimates fair market value by determining the amount that would be distributed to entity holders, after payment of all liabilities including realisation costs and taxation charges that arise, assuming the entity is wound up in an orderly manner.

The liquidation method is similar to the orderly realisation of assets method except the liquidation method assumes the assets are sold in a shorter time frame. Since wind up or liquidation of the entity may not be contemplated, these methods in their strictest form may not be appropriate. The net assets on a going concern method estimates the market values of the net assets of an entity but does not take into account any realisation costs.

Net assets on a going concern basis are usually appropriate where the majority of assets consist of cash, passive investments or projects with a limited life. All assets and liabilities of the entity are valued at market value under this alternative and this combined market value forms the basis for the entity's valuation.

Often the FME and DCF methodologies are used in valuing assets forming part of the overall Net assets on a going concern basis. This is particularly so for exploration and mining companies where investments are in finite life producing assets or prospective exploration areas.

These asset based methods ignore the possibility that the entity's value could exceed the realisable value of its assets as they do not recognise the value of intangible assets such as management, intellectual property and goodwill. Asset based methods are appropriate when an entity is not making an adequate return on its assets, a significant proportion of the entity's assets are liquid or for asset holding companies.

2 *Quoted market price basis*

A valuation approach that can be used in conjunction with (or as a replacement for) other valuation methods is the quoted market price of listed securities. Where there is a ready market for securities such as the ASX, through which shares are traded, recent prices at which shares are bought and sold can be taken as the market value per share. Such market value includes all factors and influences that impact upon the ASX. The use of ASX pricing is more relevant where a security displays regular high volume trading, creating a liquid and active market in that security.

3 *Capitalisation of future maintainable earnings*

This method places a value on the business by estimating the likely FME, capitalised at an appropriate rate which reflects business outlook, business risk, investor expectations, future growth prospects and other entity specific factors. This approach relies on the availability and analysis of comparable market data.

The FME approach is the most commonly applied valuation technique and is particularly applicable to profitable businesses with relatively steady growth histories and forecasts, regular capital expenditure requirements and non-finite lives.

The FME used in the valuation can be based on net profit after tax or alternatives to this such as earnings before interest and tax or earnings before interest, tax, depreciation and amortisation. The capitalisation rate or 'earnings multiple' is adjusted to reflect which base is being used for FME.

4 Discounted future cash flows

The DCF methodology is based on the generally accepted theory that the value of an asset or business depends on its future net cash flows, discounted to their present value at an appropriate discount rate (often called the weighted average cost of capital). This discount rate represents an opportunity cost of capital reflecting the expected rate of return which investors can obtain from investments having equivalent risks.

Considerable judgement is required to estimate the future cash flows which must be able to be reliably estimated for a sufficiently long period to make this valuation methodology appropriate.

A terminal value for the asset or business is calculated at the end of the future cash flow period and this is also discounted to its present value using the appropriate discount rate.

DCF valuations are particularly applicable to businesses with limited lives, experiencing growth, that are in a start-up phase, or experience irregular cash flows. Notwithstanding, in order to use a DCF approach in an IER, there must be sufficient reasonable grounds for forward looking assumptions made in accordance with ASIC's RG 170.

5 Market-based assessment

The market based approach seeks to arrive at a value for a business by reference to comparable transactions involving the sale of similar businesses. This is based on the premise that companies with similar characteristics, such as operating in similar industries, command similar values. In performing this analysis, it is important to acknowledge the differences between the comparable companies being analysed and the company that is being valued and then to reflect these differences in the valuation.

Appendix 3 - Control Premium

We have reviewed the control premiums on completed transactions, paid by acquirers of ASX-listed general mining companies and all ASX-listed companies over the period from June 2016 to June 2026. In assessing the appropriate sample of transactions from which to determine an appropriate control premium, we have excluded transactions where an acquirer obtained a controlling interest (20% and above) at a discount (i.e., less than a 0% premium) and at a premium in excess of 100%. We have summarised our findings below:

ASX-listed general mining companies

Year	Number of Transactions	Average Deal Value (\$m)	Average Control Premium (%)
2026	1	41	52.63
2025	13	1,182	30.96
2024	12	481	38.35
2023	13	174	31.68
2022	8	2,099	24.85
2021	6	1,235	29.89
2020	7	447	34.04
2019	10	165	37.84
2018	7	96	30.41
2017	4	44	56.93
2016	3	36	48.08

ASX-listed companies

Year	Number of Transactions	Average Deal Value (\$m)	Average Control Premium (%)
2026	5	949	44.94
2025	30	760	30.89
2024	43	625	28.74
2023	35	281	27.41
2022	37	2,349	23.60
2021	28	802	35.17
2020	16	246	40.43
2019	29	3,170	32.83
2018	25	1,185	31.15
2017	23	887	37.07
2016	9	98	45.40

Source: S&P Capital IQ and BDO analysis

The mean and median of the entire data sets comprising control transactions from June 2016 onwards for ASX listed general mining companies and all ASX-listed companies are set out below:

Entire Data Set Metrics	ASX-Listed Mining Companies		All ASX-Listed Companies	
	Deal Value (\$m)	Control Premium (%)	Deal Value (\$m)	Control Premium (%)
Mean	628.99	34.60	1,144.27	31.58
Median	67.22	29.72	114.56	27.56

Source: S&P Capital IQ and BDO analysis

In arriving at an appropriate control premium to apply, we note that observed control premiums can vary due to the following:

- Nature and magnitude of non-operating assets.
- Nature and magnitude of discretionary expenses.
- Perceived quality of existing management.
- Nature and magnitude of business opportunities not currently being exploited.
- Ability to integrate the acquiree into the acquirer's business.
- Level of pre-announcement speculation of the transaction.
- Level of liquidity in the trade of the acquiree's securities.

When performing our control premium analysis, we consider completed transactions where the acquirer held a controlling interest, defined at 20% or above, pre-transaction or proceed to hold a controlling interest post-transaction in the target company.

We have removed transactions for which the announced premium was in excess of 100%. We have removed these transactions because we consider it likely that the acquirer in these transactions would be paying for special value and/or synergies in excess of the standard premium for control. Whereas the purpose of this analysis is to assess the premium that is likely to be paid for control, not specific value to the acquirer.

The table above indicates that the long-term average control premium by acquirers of ASX-listed general mining companies and all ASX-listed companies is approximately 34.60% and 31.58%. However, in assessing the transactions included in the table above, we noted that control premiums appeared to be positively skewed.

In population where the data is skewed, the median often represents a superior measure of central tendency compared to the mean. We note that the median announced control premium over the assessed period was approximately 29.72% for ASX-listed general mining companies and 27.56% for all ASX-listed companies.

Based on the above, we consider an appropriate premium for control to be between 25% and 35%.

Appendix 4 - Discount Rate of the KMP

Determining an appropriate discount rate, or cost of capital, for a project requires the identification and consideration of a number of factors that affect the returns and risks of a project, as well as the application of widely accepted methodologies for determining the returns of a project.

The discount rate applied to the forecast cash flows from a project represents the financial return that will be required before an investor would be prepared to acquire (or invest in) the project.

In our assessment of the appropriate discount rate to be adopted in the Adjusted Model, we consider the most appropriate discount rate to be the real cost of equity. This is because the KMP is already in production and, based on current projections, ASM has sufficient cash to fund the projected ramp up of production at the KMP. Accordingly, the Company does not require any debt financing over the life of the Adjusted Model.

In addition, we have adopted a real USD discount rate as the Adjusted Model depicts cash flows on a real USD basis. As the KMP cash flows are modelled in USD terms, and noting that the underlying revenues and costs are largely USD-denominated, we have applied a USD inflation adjustment and a USD risk-free rate in deriving the real discount rate. This ensures consistency between the currency of the cash flows and the currency of the discount rate.

In our initial assessment of the appropriate discount rate, we have considered comparable rare earth companies listed on developed market exchanges, and the risk profiles of the KMP compared to the operations of the identified comparable companies.

Cost of equity and CAPM

The capital asset pricing model ('CAPM') is commonly used in determining the market rates of return for equity type investments and project evaluations. The CAPM provides the required return on an equity investment.

CAPM is based on the theory that a rational investor would price an investment so that the expected return is equal to the risk-free rate of return plus an appropriate premium for risk. CAPM assumes that there is a positive relationship between risk and return, that is, investors are risk averse and demand a higher return for accepting a higher level of risk.

CAPM calculates the cost of equity and is calculated as follows:

CAPM	
K_e	$= R_f + B \times (R_m - R_f)$
Where:	
K_e	= expected equity investment return or cost of equity in nominal terms
R_f	= risk free rate of return
R_m	= expected market return
$R_m - R_f$	= market risk premium
B	= equity beta

The individual components of CAPM are discussed below.

Risk-free rate (R_f)

The risk-free rate is typically approximated by reference to a forecast long term government bond rate.

In determining an appropriate ten-year bond rate to use as a proxy for the long-term risk-free rate, we have considered the current and historical ten-year US Government bond rates around the date of our Report, and our assessment of future movements in the yield. We have considered the US Government bond rate as a proxy for the risk-free rate as the Adjusted Model forecasts cash flows generated in USD terms.

Based on our analysis, we have used a risk-free rate ranging from 4.00% to 4.50% in our discount rate assessment.

Market risk premium ($R_m - R_f$)

The market risk premium represents the additional return that investors expect from an investment in a well-diversified portfolio of assets. In order to determine an appropriate market risk premium in the US, we have had regard to current as well as historical levels of the market risk premium. We have considered surveys of market risk premiums conducted by Professor Fernandez, Garcia and Acin of the University of Navarra's IESE Business School, research by Professor Damodaran of the Stern School of Business at New York University and premiums typically adopted by other valuation practitioners. Based on our analysis and our professional judgement, we have used a market risk premium of 6% in our assessment.

Equity beta

Beta is a measure of volatility or systematic risk of an investment relative to the market. A beta greater than one implies that an investment's return will outperform the market's average return in a bullish market and underperform the market's average return in a bearish market. On the other hand, a beta less than one implies that the business will underperform the market's average return in a bullish market and outperform the market's average return in a bearish market.

Equity betas are normally estimated using either an historical beta or an adjusted beta. The historical beta is obtained from the linear regression of a stock's historical data and is based on the observed relationship between the security's return and the returns on an index. An adjusted beta is calculated based on the assumption that the relative risk of the past will continue into the future and is hence derived from historical data. It is then modified by the assumption that a stock will move towards the market over time, taking into consideration the industry risk factors, which make the operating risk of the company greater or less risky than comparable listed companies.

It is important to note that it is not possible to compare the equity betas of different companies without having regard to their gearing levels. It is generally accepted that a more valid analysis of betas can be achieved by 'ungearing' the equity beta to derive an asset beta (β_a) by applying the following formula:

Asset beta (β_a)	
β_a	$= B / (1 + (D/E \times (1-t)))$
Where:	
β_a	= ungeared or asset beta
B	= equity beta
D	= value of debt
E	= value of equity
t	= corporate tax rate

Selected equity beta (B)

In order to assess the appropriate equity beta for the KMP, we have had regard to the equity beta of comparable listed entities that operate within the rare earths and critical minerals industry. The listed companies identified have similar projects to the KMP, in respect of commodity type and industry exposure.

The betas below have been assessed over a four-year period using weekly, returns, against the local broad market indices of each comparable company.

The list of comparable companies we selected are set out below:

Company	Market cap. 30-Jun-26 (US\$m)	Gear Beta (B)	Gross Debt/Equity* (%)	Ungeared Beta (Ba)	R ²
<i>Australian Strategic Materials Ltd¹</i>	<i>131</i>	<i>1.99</i>	<i>1%</i>	<i>1.97</i>	<i>0.08</i>
Producers					
Lynas Rare Earths Limited	12,575	1.18	1%	1.17	0.11
MP Materials Corp.	9,971	1.11	10%	1.03	0.08
Neo Performance Materials Inc.	1,098	1.49	9%	1.40	0.19
Ucore Rare Metals Inc.	401	1.21	1%	1.19	0.04
Developers					
Rare Element Resources Ltd.	252	0.53	0%	0.53	0.00
Pensana Plc	415	1.00	3%	0.98	0.02
Mean (excluding ASM)	4,119	1.09	4%	1.05	0.07
Median (excluding ASM)	756	1.14	2%	1.10	0.06

Source: S&P Capital IQ and BDO analysis

* Note: We have assessed gearing based on gross debt (on a pre-IFRS 16 basis) and the market value of equity (based on the market capitalisation).

¹ We have assessed ASM's market capitalisation and beta as at 20 January 2026, being the last day prior to the announcement of the Schemes.

Descriptions of the identified comparable companies are provided at the end of this appendix.

In selecting an appropriate equity beta for the KMP, we have considered the similarities and differences of the KMP compared to the set of comparable companies as set out above. The similarities and differences noted are:

- The comparable companies all operate within the rare earths and critical minerals industry either in the exploration, development or production stage, therefore sharing similar commodity and operational risks to the KMP. Notwithstanding this, the comparable companies have varying risk profiles depending on the number of projects they own, production scale, the assets' maturity, and geographic location.
- The comparable companies exhibit a broad range of size and scale, with market capitalisations ranging from US\$401 million to US\$12.6 billion. We have considered KMP's concentrated asset base and ASM's smaller market capitalisation relative to the peer group in our determination of an appropriate ungeared beta range.
- We have considered the varying levels of vertical integration within the peer group, ranging from upstream mining-only operations to fully integrated mining, separation and downstream

manufacturing businesses. Companies like MP Materials Corp and Lynas Rare Earths Limited operate vertically integrated rare earth mining and processing operations, whereas Ucore Rare Metals Inc. and Neo Performance Materials Inc. are largely focussed on processing rare earth minerals. Pensana Plc and Rare Element Resources Ltd have rare earth mineral projects in development and are yet to reach production, however Pensana Plc has a mine-to-magnet strategy, similar to ASM.

In selecting an appropriate ungeared beta for the KMP, we have considered the ungeared betas of the comparable companies along with the above factors. As set out in the table above, the ungeared betas of the comparable companies, based on the weekly returns over a four-year period, ranges from 0.53 to 1.40, with a mean and median of 1.05 and 1.10, respectively.

Based on our analysis, we consider an appropriate ungeared equity beta to be in the range of 1.10 to 1.30 for the KMP.

Gearing

The discount rate assessment typically requires an assessment of the proportion of funding provided by debt and equity (i.e. gearing ratio) over the forecast period.

However, as debt funding is not projected to be required for the KMP over the forecast period, we have assumed a gross debt to equity ratio of nil. As such, the geared beta range is equivalent to the selected ungeared beta range.

Cost of equity

Applying the CAPM formula, we have assessed the cost of equity of a hypothetical acquirer of the KMP to be in the range of 10.6% to 12.30%.

Input	Value adopted	
	Low	High
Risk-free rate of return	4.00%	4.50%
Equity market risk premium	6.00%	6.00%
Beta (regeared)	1.10	1.30
Cost of equity, nominal	10.60%	12.30%

Source: S&P Capital IQ and BDO analysis

We note that the cash flows in the Adjusted Model are depicted on a real basis. As such we have adjusted the nominal cost of equity above to reflect a real cost of equity, using a long-term inflation adjustment in the range of 2.0% to 3.0% based on the current US inflation rate, forecasts of future US inflation based on consensus estimates from S&P Capital IQ, and the US Federal Reserve's long-term inflation target of 2%. This adjustment was made using the following formula: $\text{real cost of equity} = [(1 + \text{nominal cost of equity}) / (1 + \text{inflation forecast})] - 1$. This results in a real cost of equity in the range of 7.38% to 10.10%, as set out in the table below.

Cost of equity	Value adopted	
	Low	High
Cost of equity, nominal	10.60%	12.30%
Inflation assumed	3.00%	2.00%
Cost of equity, real	7.38%	10.10%

Source: S&P Capital IQ, US Federal Reserve, BDO analysis

Based on the rounded midpoint of this range, we consider a real cost of equity of 9.0%, to be appropriate for the purpose of our valuation of the KMP.

Set out below are the company descriptions of the companies we considered in our comparable company analysis.

Company name	Business description
Lynas Rare Earths Limited	Lynas Rare Earths Limited, together with its subsidiaries, engages in the exploration, development, mining, extraction, and processing of rare earth minerals in Australia and Malaysia. The company holds interests in the Mt Weld rare earths mine and concentration plant near Laverton in Western Australia; a rare earths processing facility in Kalgoorlie, Western Australia; and an advanced materials plant in Gebeng, Malaysia. It also offers light rare earths, including lanthanum, cerium, praseodymium, and neodymium; and heavy rare earth, comprising of samarium, europium, gadolinium, Tb, and Dy. In addition, the company develops and operates advanced material processing and concentration plants, as well as offers corporate services. The company was formerly known as Lynas Corporation Limited and changed its name to Lynas Corporation Limited in November 2020. Lynas Rare Earths Limited was incorporated in 1983 and is headquartered in Perth, Australia.
MP Materials Corp.	MP Materials Corp., together with its subsidiaries, produces rare earth materials in the Western Hemisphere. The company operates in two segments, Materials and Magnetics. The Materials segment owns and operates the Mountain Pass Rare Earth Mine and Processing facility located near Mountain Pass, San Bernardino County, California. The Magnetics segment produces magnetic precursor products. The company was founded in 2017 and is headquartered in Las Vegas, Nevada.
Neo Performance Materials Inc.	Neo Performance Materials Inc. engages in the manufacture and sale of rare earth, magnetic powders, magnets, and rare metal-based functional materials in China, Japan, Thailand, South Korea, North America, Europe, and internationally. It operates in three segments: Magnequench, Chemicals & Oxides, and Rare Metals. The company manufactures bonded NdFeB powders and bonded permanent magnets for automotive motors, pumps, micro motors, traction motors, sensors and other applications. It also manufactures and distributes various industrial materials used in emissions and auto catalysts, permanent magnetics, consumer electronics, petroleum refining catalysts, medical devices, and wastewater treatment applications. In addition, the company sources, produces, reclaims, refines, and markets specialty metals and their compounds, including tantalum, niobium, hafnium, rhenium, gallium, and indium for jet engines, medical imaging, wireless technologies and LED lighting, as well as flat panel displays, solar, steel additives, and batteries and electronics applications. Neo Performance Materials Inc. was founded in 1994 and is headquartered in Toronto, Canada.
Pensana Plc	Pensana Plc, together with its subsidiaries, engages in the exploration, mining, and processing of mineral properties in the United Kingdom and Angola. The company explores Nd and Pr, metal REE, fluorite, phosphate, and manganese deposits. Its flagship assets are the 84% owned Longonjo NdPr project located in the Longonjo municipality of the Huambo province in Angola; and the 90% owned Coola Exploration project covering an area of approximately 824 square kilometres located east of the Port of Lobito in Central Angola, alongside the Saltend rare earth processing hub located in the United Kingdom. The company

Company name	Business description
	was formerly known as Pensana Rare Earths Plc and changed its name to Pensana Plc in February 2021. Pensana Plc was founded in 2006 and is based in London, the United Kingdom.
Rare Element Resources Ltd.	Rare Element Resources Ltd. engages in the exploration of mineral properties in the United States and Canada. It holds 100% interest in the Bear Lodge property that comprises the Bear Lodge REE project. The company is headquartered in Littleton, Colorado. Rare Element Resources Ltd. is a Subsidiary of General Atomic Technologies Corporation.
Ucore Rare Metals Inc.	Ucore Rare Metals Inc. engages in the extraction, beneficiation, and separation of rare and critical metal resources in Canada and the United States. It holds a 100% interest in the Bokan-Dotson Ridge rare earth element project located in Prince of Wales Island, Alaska. The company was formerly known as Ucore Uranium Inc. and changed its name to Ucore Rare Metals Inc. in June 2010. Ucore Rare Metals Inc. was founded in 2006 and is based in Bedford, Canada.

Source: S&P Capital IQ and BDO analysis

Appendix 5 - Independent Specialist Report prepared by SRK

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Independent Specialist Report: Mineral Assets of Australian Strategic Materials Limited

Prepared for:
BDO Corporate Finance Australia Pty Ltd



SRK Consulting (Australasia) Pty Ltd ■ BDO046 ■ 27 July 2026

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File Name:

BDO046_BDO_Australian Strategic Materials_ISR_Rev8

Suggested Citation:

SRK Consulting (Australasia) Pty Ltd. 2026. UPDATED Prepared for BDO Corporate Finance Australia Pty Ltd: Project number: BDO046. Issued 27 July 2026.

Cover Image:

Vista at Dubbo

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Acknowledgments

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Disclaimer: The opinions expressed in this Report have been based on the information supplied to SRK Consulting (Australasia) Pty Ltd (SRK) by Australian Strategic Materials Limited (ASM or the Company). The opinions in this Report are provided in response to a specific request from BDO Corporate Finance Australia Pty Ltd (BDO) to do so. SRK has exercised all due care in reviewing the supplied information. While SRK has compared key supplied data with expected values, the accuracy of the results and conclusions from the review are entirely reliant on the accuracy and completeness of the supplied data. SRK does not accept responsibility for any errors or omissions in the supplied information and does not accept any consequential liability arising from commercial decisions or actions resulting from them. Opinions presented in this Report apply to the site conditions and features as they existed at the time of SRK’s investigations, and those reasonably foreseeable. These opinions do not necessarily apply to conditions and features that may arise after the date of this Report, about which SRK had no prior knowledge nor had the opportunity to evaluate.

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Appendices

Appendix A Comparable transactions data and valuation

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Useful definitions ■ UPDATED

Useful definitions

This list contains definitions of symbols, units, abbreviations, and terminology that may be unfamiliar to the reader.

3D	three-dimensional
µm	micrometres
°	degrees
°C	degrees Celsius
A\$	Australian dollars
AACE	Association for the Advancement of Cost Engineering
AC	aircore drilling
AHD	Australian height datum
AIG	Australian Institute of Geoscientists
ANSTO	Australian Nuclear Science and Technology Organisation
ASM	Australian Strategic Materials Limited
ASX	Australian Securities Exchange
AusIMM	Australasian Institute of Mining and Metallurgy
BAC	base acquisition cost
BDO	BDO Corporate Finance Australia Pty Ltd
BDO Report	Independent Expert Report (<i>see also IER</i>)
Bq/g	becquerels per gram
capex	capital expenditure
cm	centimetres
Company, the	Australian Strategic Materials Limited (<i>see also ASM</i>)
CRM	certified reference material
DCF	discounted cashflow
DPP	demonstration pilot plant
Dy	dysprosium
EPCM	Engineer-Procure-Construct-Manage
ESG	Environmental, Social and Governance
EV	electric vehicle
FEED	Front End Engineering Design
FID	Final Investment Decision
FY	financial year
g	grams
GLpa	gigalitres per annum
GWh	gigawatt hours
ha	hectares
HCl	hydrochloric acid
HLC	heap leach composite
ICP-MS	inductively coupled plasma – mass spectroscopy
ID2	inverse distance squared

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Useful definitions ■ UPDATED

IER	Independent Expert Report (<i>see also BDO Report</i>)
JORC	Joint Ore Reserves Committee
JORC Code	<i>Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012)</i>
JV	joint venture
kg	kilograms
kg/h	kilograms per hour
kg/t	kilograms per tonne
kL	kilolitres
km	kilometres
km ²	square kilometres
KMP	Korean Metals Plant
kWh	kilowatt hours
L	litres
LOM	life-of-mine
L/s	litres per second
M	million
m	metres
m ³	cubic metres
Mm ³	million cubic metres
Ma	mega annum (million years)
mm	millimetres
MEE	multiples of exploration expenditure
ML	mining lease
MLpa	megalitres per annum
Model(s)	All financial models provided to SRK by ASM for review. Models refers to the collective group of associated models unless stated specifically to be an individual model.
MOU	Memorandum of Understanding
MREO	magnetic rare earth oxide
Mt	million tonnes
Mtpa	million tonnes per annum
MW	megawatts
Nd	neodymium
NdFeB	neodymium iron boron
NdPr	neodymium-praseodymium
OK	ordinary kriging
oz	ounce
PAC	NSW Planning Assessment Commission
ppm	parts per million
PPE	property, plant and equipment
Pr	praseodymium
Project, the	The Dubbo development project

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Useful definitions ■ UPDATED

QA/QC	quality assurance/quality control
RC	reverse circulation
REOA	Rare Earths Options Assessment
Report	Independent Specialist Report
RICS	Royal Institution of Chartered Surveyors
RL	reduced level
ROM	run-of-mine
RPEEE	reasonable prospects for eventual economic extraction
S&P	Standard & Poor's
SAG	semi-autogenous grinding
SRK	SRK Consulting (Australasia) Pty Ltd
SRK Scope	Independent Specialist Report providing its opinion on matters to which BDO is not the Specialist
t	tonnes
TAMF	Toongi Alkaline Magma Field
Tb	terbium
tpa	tonnes per annum
TREO	total rare earth oxide
TSF	tailings storage facility
US\$	United States dollars
₩	South Korean won
VALMIN Code	<i>Australasian Code for Public Reporting of Technical Assessments and Valuations of Mineral Assets (2015)</i>
XRF	x-ray fluorescence

Independent Specialist Report: Mineral Assets of Australian Strategic Materials Limited
Executive summary ■ UPDATED

Executive summary

On 21 January 2026, Australian Strategic Materials Limited (ASM or the Company) announced it had entered a binding Scheme Implementation Deed with Energy Fuels Inc. (Energy Fuels), a dual-listed (NYSE: UUUU; TSX: EFR) critical minerals company based in Denver.

Energy Fuels proposes to acquire 100% of the issued share capital of ASM by way of a court-approved scheme of arrangement (the Scheme). Under the Scheme, eligible ASM shareholders are to receive a mixture of cash and scrip consideration in Energy Fuels.

BDO Corporate Finance Australia Pty Ltd (BDO) has been engaged by ASM to prepare an Independent Expert Report commenting on the fairness and reasonableness of the proposed transaction to non-associated shareholders. BDO has in turn engaged SRK Consulting (Australasia) Pty Ltd (SRK) to prepare an Independent Specialist Report providing a technical assessment and valuation of ASM's mineral assets, including the Dubbo rare earths, zirconium, niobium and hafnium mining project in New South Wales (NSW) and the currently operating Korean Metals Plant (KMP) located in South Korea.

Based on discussions with BDO, SRK's scope comprises the preparation of an Independent Specialist Report (ISR), including:

1. An assessment of the reasonableness of the defined Mineral Resources and Ore Reserves incorporated into the supplied financial model (the Model), including any adjustments to the life-of-mine (LOM) plan and conversion factors that should be applied.
2. An assessment of the mining physicals (including tonnes of ore mined, quality, waste material, and mine life).
3. An assessment of the processing physicals (including ore processed and produced).
4. An assessment of production and operating costs (including but not limited to drilling, blasting, mining, haulage, processing, transport, general & administration, distribution and marketing, contingencies and royalties or levies).
5. An assessment of capital expenditure (including but not limited to pre-production costs, project capital costs, sustaining capital expenditure, salvage value, rehabilitation, and contingency).
6. Any other relevant technical assumptions not specified above.

This ISR has been prepared in accordance with the guidelines outlined in the *Australasian Code for Public Reporting of Technical Assessments and Valuations of Mineral Assets* (VALMIN Code, 2015), which incorporates the *Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves* (JORC Code, 2012).

SRK's recommended valuation ranges and preferred values are detailed in Section 6 of this Report (Valuation) and are summarised in Table ES.1. The valuation represents the Market Value of the Company's mineral assets as at the Valuation Date, on a 100% basis.

SRK notes that the Market Value of the Korean Metals Plant (KMP) has been assessed by BDO (with input from SRK on the appropriate technical inputs) in its IER and therefore no value has been ascribed by SRK in Table ES.1.

Independent Specialist Report: Mineral Assets of Australian Strategic Materials Limited
Executive summary ■ UPDATED

Based on its technical assessment and valuation, Table ES.1 summarises SRK's Market Value assessment of the Dubbo Project.

Table ES.1: Summary valuation of the Mineral Resources and Exploration Potential

Mineral asset	Low (A\$ M)	High (A\$ M)	Preferred (A\$ M)
Dubbo Project – Mineral Resources, 100% basis	27.9	70.1	49.0
Dubbo Project – Exploration Potential, 100% basis	0.0	0.0	0.0
Dubbo (100%)¹	27.9	70.1	49.0

Note: Any discrepancies between values in the tables are due to rounding.

¹ Exploration licences are 100% owned by ASM.

In defining its valuation ranges, SRK notes that there are inherent risks involved when conducting any arm's length valuation exercise. These factors can ultimately result in significant differences in valuation outcomes over time. By applying narrower confidence ranges, a greater degree of certainty regarding these assets is being implied than may be the case. Where possible, SRK has endeavoured to narrow its valuation range.

Dubbo Project

Geology and Mineral Resources

The Toongi Mineral Resource estimate, which is the foundation of the Dubbo Project, has been prepared appropriately and reported using the principles of the JORC Code (2012). It is suitable to be used unchanged for valuation purposes.

The total Mineral Resource is 75.18 Mt at average grades of 1.89% ZrO₂, 0.04% HfO₂, 0.44% Nb₂O₅, 0.03% Ta₂O₅, 0.14% Y₂O₃ and 0.74% total rare earth oxide (TREO) grades excluding yttrium. Most important from an economic standpoint are the neodymium (Nd), praseodymium (Pr), terbium (Tb), and dysprosium (Dy) oxide grades, which are the oxides planned to be extracted via heap leach (as per the current scoping study). These grades average 0.11% Nd₂O₃, 0.035% Pr₆O₁₁, 0.019% Dy₂O₃ and 0.003% Tb₄O₇.

Mining

Proposed mining of the Toongi deposit is a relatively simple process, expected to use large machinery to extract material from surface. The planned production rate of 1 Mtpa is not considered excessive for open pit mining in Australia.

The current mining study (Dubbo Project heap leach scoping study, dated July 2025) was developed to a scoping level. A previous study (Dubbo Project optimised feasibility study, dated December 2021) was developed to a pre-feasibility study (PFS) level with economic viability based on the sale of ore containing ZrO₂, HfO₂, Nb₂O₅, Ta₂O₅ and Y₂O₃, along with a suite of additional rare earth oxides.

The scoping-level costing (AACE Class 5 for Capital costs) and economic outcomes suggest there is potential for economic extraction. ASM is proceeding with a PFS designed to consider a larger

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Mineral Resource, which is to be extracted over a longer period using heap leach extraction for the elements noted above.

While an Ore Reserve was declared for the Dubbo Project in September 2021, that Ore Reserve considered the economic value of the deposit with the elements noted above as the main contributors to value. The current scoping study is considered to supersede all previous studies, no longer considers all elements and is limited to the economic viability of the rare earth elements, Nd, Pr, Tb and Dy. As a result, the previously declared Ore Reserves have not been used for SRK's valuation purposes for the Dubbo Project, and the most up to date study does not comply with the JORC Code (2012) requirement for a study to be completed to at least a PFS level in order to declare Ore Reserves.

Infrastructure

The scoping study has drawn on the infrastructure planning and design work completed during the 2021 Dubbo Project optimised feasibility study. However, final infrastructure layouts remain to be determined for the proposed mining and processing operations. These are expected to be determined during the PFS study phase relating to the heap leach option which is currently underway.

Project schedule

The project schedule considers production commencing in 2029, some 30 months after Final Investment Decision (FID).

The next milestone for the project is expected to be the completion of the PFS in H1 2026 and the completion of the FID in H1 2027.

Processing and metallurgy

A scoping-level technical study has been undertaken to evaluate the viability of processing 1 Mtpa over a 42-year mine life using the heap leach to produce separated light rare earth oxide (neodymium-praseodymium (NdPr) oxide) and heavy rare earth oxides (terbium (Tb) and dysprosium (Dy) oxide).

The 2025 scoping study evaluated a simplified processing route for rare earths oxide production using heap leaching, followed by purification, separation and refining steps. In 2026, the study scope was expanded to include an option to focus on the production of Mixed Rare Earth Hydroxide Precipitate (MREP) only, thereby simplifying the overall process flowsheet and reducing downstream processing requirements. Average LOM recoveries of 70% for Nd, 76% for Pr, 25% for Dy and 35% for Tb were estimated, based on the results from 18 bottle roll tests and assuming a further 5% post-leach processing loss.

Environment, social and permitting

The Dubbo Project has been assessed under State and Federal environmental and planning legislation and key authorisations required for project implementation have been granted. Several of the existing project approvals will need to be amended if the heap leach option is ultimately adopted. However, SRK considers it unlikely that any such amendments would be refused,

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providing the project has maintained compliance with statutory requirements up to the time the application for amendment is made.

The proposed change in the product suite has the potential to alter the radiological properties of process residues retained on site. In light of recent changes to State and Federal environmental legislation, SRK considers it would be prudent to carry out updated radionuclide department studies to ensure that additional permitting or management actions are not triggered.

ASM has developed a suite of environmental management plans required under its environmental authorisations. Once reviewed to ensure compliance with contemporary government policies, these will provide a sound basis for managing environmental and social risks.

The project's Model and scoping document for the heap leach option do not appear to explicitly account for operational or capital costs of delivering environmental outcomes and maintaining regulatory compliance. Costs associated with mine rehabilitation and closure, and greenhouse gas abatement or offsetting, should be reviewed.

Korean Metals Plant

ASM's Korean Metals Plant (KMP) is located in the Ochang Foreign Investment Zone, in Chungcheongbuk-do Province, approximately 115 km south of Seoul, in South Korea.

KMP is a metallisation and alloying facility that converts rare earth and critical mineral oxides into high-purity metals and alloys, particularly NdPr metal and neodymium iron boron (NdFeB) strip alloy used in permanent magnets for electric vehicle (EV) motors, wind turbines, and advanced technology markets. It is one of the few facilities outside of China that is capable of this scale of production.

The KMP was officially opened in May 2022, following completion of construction and installation activities. Since March 2023, ASM has successfully commissioned the plant's NdPr metal and NdFeB strip alloy production lines.

The key processes include metallisation furnaces, shot blast purification and alloy strip casting. The current four furnaces and single strip caster have a combined capacity of 240 tpa of metal or 800 tpa of alloys. Going forward, ASM plans to ramp up design capacity to 3,600 tpa of alloys at the end of Phase 2 and 5,600 tpa of alloys at the end of Phase 3.

Capital raising activities completed in Q4 2025 provided the funding required to execute ASM's proposed Phase 2 ramp-up, which was estimated to require capital expenditure of approximately US\$9.3 M. Installation of the Phase 2 furnaces is currently underway, and an order has recently been placed for the manufacture of the alloy strip casting machine.

The Phase 3 expansion is expected to involve the installation of an additional 10 furnaces and a third strip caster, increasing the designed production capacity to 5,600 tpa of NdFeB alloy. The Phase 3 expansion is estimated to require capital expenditure of approximately US\$9.2 M.

Most of the feed materials (metals and oxides) are linked with rare earth alloy prices.

The Q3 2025, Q4 2025, and Q1 2026 results indicate that the plant has operated at approximately 44%, 14%, and 23% of its design capacity, respectively.

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1 Introduction

On 21 January 2026, Australian Strategic Materials Limited (ASM) announced a proposed transaction with Energy Fuels Inc. (Energy Fuels) involving the acquisition of all ASM shares by way of a scheme of arrangement under Part 5.1 of the *Corporations Act 2001* (Cth). The Scheme and associated arrangements are subject to ASM shareholder approval.

BDO Corporate Finance Australia Pty Ltd (BDO) has been engaged by ASM to prepare an Independent Expert Report (IER or the BDO Report) in relation to ASM's mineral and downstream processing assets in the context of the proposed transaction.

Following BDO's engagement, SRK Consulting (Australasia) Pty Ltd (SRK) was requested by Mr Ashton Lombardo to prepare an Independent Specialist Report (ISR or this Report), incorporating a technical assessment and valuation of ASM's mineral assets, principally the Dubbo Project in New South Wales (NSW). SRK was also required to assess the supplied discounted cashflow (DCF) financial model (the Model). SRK understands that its ISR will accompany and inform the BDO Report. SRK also understands that neither this ISR or the BDO Report will be used for reporting on US securities exchanges and therefore will not be subjected to the SK-1300 reporting standard.

ASM is a critical materials company focused on the development of the Dubbo Project and integration with downstream metallisation assets at the KMP in South Korea. SRK also understands that ASM has plans to develop for future metallisation assets in the USA.

ASM's current mineral asset which is the subject of this Report is its 100% owned Dubbo Project, a polymetallic project with a defined Mineral Resource principally containing zirconium, hafnium, niobium, tantalum, yttrium and rare earth element oxides located near Toongi, 25 km south of Dubbo in central western NSW.

This ISR was originally published by SRK on 26 March 2026. Since that date, ASM has released announcements regarding a postponement of the scheme meetings (as reported to the ASX by ASM on 19 June 2026 and 26 June 2026). Therefore, SRK has updated this ISR using information and data up to the valuation date of 25 June 2026, as requested by BDO.

1.1 Scope

Under its Letter of Instruction from BDO dated 29 January 2026, SRK is to provide:

1. An assessment of the reasonableness of the stated Mineral Resources and Ore Reserves incorporated into the Model, including any adjustments to life-of-mine (LOM) and conversion factors that should be applied.
2. An assessment of the reasonableness of the stated mining physicals (including tonnes of ore mined, quality, waste material, and mine life).
3. An assessment of the reasonableness of the stated processing physicals (including ore processed and produced).
4. An assessment of reasonableness of the stated production and operating costs (including but not limited to drilling, blasting, mining, haulage, processing, transport, general & administration, distribution and marketing, contingencies and royalties or levies).

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5. An assessment capital expenditure (including but not limited to pre-production costs, project capital costs, sustaining capital expenditure, salvage value, rehabilitation, and contingency).
6. Any other relevant technical assumptions not specified above.

1.2 Site visit

In preparing this Report, SRK did not undertake in-person site visits to the Dubbo Project in NSW, Australia, or to the KMP in South Korea.

A site visit to the Dubbo Project was not considered necessary due to the undeveloped nature of the project, essentially comprising outcropping igneous rocks similar in appearance to a granite. Given that the project remains as a pre-development site and the project is yet to be studied to a feasibility study level or commence construction of any permanent infrastructure, it was considered only limited information would be obtained by inspecting the site. Hence SRK considered a site visit was unlikely to be material to the outcomes presented in this Report.

SRK participated in a virtual tour of the KMP. Mr Manish Garg inspected the KMP facilities via video conference on 10 February 2026. Mr Garg inspected the KMP facilities currently producing NdPr metal, Dy and Tb metal, and NdFeB alloy. SRK does not expect that a physical site visit would have provided additional information over and above that outlined during the virtual video tour. For example, as part of the video tour, Mr Garg was able to instruct the video cameraperson to video what he desired to inspect.

1.3 Reporting standard

As noted previously, this Report has been prepared in accordance with the guidelines outlined in the *Australasian Code for Public Reporting of Technical Assessments and Valuations of Mineral Assets* (VALMIN Code, 2015), which incorporates the *Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves* (JORC Code, 2012).

A first draft of the Report was supplied to BDO and ASM to check for material errors, factual accuracy and omissions before the final report was issued.

For the purposes of this Report, value is defined as 'market value', being the amount of money (or the cash equivalent or some other consideration) for which a mineral asset should change hands on the Valuation Date between a willing buyer and a willing seller in an arm's length transaction after appropriate marketing, wherein the parties each acted knowledgeably, prudently and without compulsion.

The Report does not comment on the 'fairness and reasonableness' of any transaction between ASM and any other parties.

SRK has classified the mineral assets of ASM in accordance with the categories outlined in the VALMIN Code (2015), these being:

- **Early-Stage Exploration Projects** – Tenure holdings where mineralisation may or may not have been identified, but where Mineral Resources have not been identified.
- **Advanced Exploration Projects** – Tenure holdings where considerable exploration has been undertaken and specific targets have been identified that warrant further detailed evaluation, usually by drill testing, trenching or some other form of detailed geological sampling. A Mineral

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Resource estimate may or may not have been made, but sufficient work will have been undertaken on at least one prospect to provide both a good understanding of the type of mineralisation present and encouragement that further work will elevate one or more of the prospects to the Mineral Resources category.

- **Pre-Development Projects** – Tenure holdings where Mineral Resources have been identified and their extent estimated (possibly incompletely), but where a decision to proceed with development has not been made. Properties at the early assessment stage, properties for which a decision has been made not to proceed with development, properties on care and maintenance and properties held on retention titles are included in this category if Mineral Resources have been identified, even if no further work is being undertaken.
- **Development Projects** – Tenure holdings for which a decision has been made to proceed with construction or production or both, but which are not yet commissioned or operating at design levels. Economic viability of Development Projects will be proven by at least a pre-feasibility study.
- **Production Projects** – Tenure holdings – particularly mines, borefields and processing plants that have been commissioned and are in production.

As discussed further in this Report, SRK has classified ASM's Dubbo Project as a Pre-Development Project, as per the VALMIN Code definitions outlined above.

SRK has used valuation approaches typically used for mineral assets at this stage. Additional details are provided in Section 6 of this Report.

1.4 Legal matters

SRK has not been engaged to comment on any legal matters. SRK notes that it is not qualified to make legal representations as to the ownership and legal standing of the mineral tenements that are the subject of this valuation. In accordance with section 7.2 of the VALMIN Code (2015), SRK has satisfied itself regarding the legal status of ASM's Project by reviewing the NSW Government online tenure portal [<https://minview.geoscience.nsw.gov.au/>] that outlines the status of the project tenures.

1.5 Valuation date

This report is prepared by SRK based on an effective date of 25 June 2026.

1.6 Project team

This Report has been prepared by a team of consultants from SRK's offices in Australia. Details of the qualifications and experience of the consultants who have carried out the work in this Report, who have extensive experience in the mining industry and are members in good standing of appropriate professional institutions, are set out in Table 1.1.

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1.7 Limitations, independence, indemnities, and consent

1.7.1 Limitations and reliance

SRK's opinion contained herein is based on information provided to SRK by ASM throughout the course of SRK's investigations as described in this Report, which in turn reflects various technical and economic conditions at the time of writing. SRK has sought and been provided with the results of previous public reports commissioned by ASM. Such technical information as provided by ASM was taken in good faith by SRK. SRK has not recalculated Mineral Resource estimates but has independently assessed the reasonableness of the estimates.

This Report includes technical information, which requires subsequent calculations to derive subtotals, totals, averages, and weighted averages. Such calculations may involve a degree of rounding. Where such rounding occurs, SRK does not consider it to be material.

As far as SRK has been able to ascertain, the information provided by ASM was complete and was not incorrect, misleading, or irrelevant in any material aspect. The information on which SRK has relied is noted throughout this Report and in the References section at the back of this Report.

1.7.2 Statement of SRK independence

Neither SRK, nor any of the authors of this Report, have any material present or contingent interest in the outcome of this Report, nor any pecuniary or other interest that could be reasonably regarded as capable of affecting their independence or that of SRK. SRK has no beneficial interest in the outcome of this Report capable of affecting its independence. The SRK consultants and associates who prepared the ISR are listed in Table 1.1.

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Table 1.1: Details of qualifications and experience of consultants

Specialist	Position, company	Responsibility	Length and type of experience	Site inspection	Professional designation
James Carpenter	Senior Consultant, SRK	Project Manager; Geology and Resources	+20 years in exploration, resource estimation and consulting. A specialist in the evaluation and assessment of Mineral Resource characteristics, estimation, uncertainty and risks.	None	MGeostats, BAppSc(Hons), MAusIMM(CP)
Donald Elder	Principal Consultant, SRK	Mining, Reserves and Project Costs	+30 years in mining, mine planning consulting and mineral resource management.	None	GDip Eng, NHD, ND, FAusIMM, AAI CD
Manish Garg	Associate Principal Consultant	Processing, Project Costs, Valuation	+20 years in mineral processing and extractive metallurgy/consulting. +15 years in consulting specialising in valuation, financial modelling, sensitivity analyses, due diligence studies, IERs.	Virtual tour of KMP, South Korea, 10 February 2026	BEng, MAFin, MAusIMM
Lisa Chandler	Principal Consultant, SRK	ESG	+20 years international experience in ESG management and project implementation.	None	MEng, BSc, MAusIMM, NELA
Mathew Davies	Senior Consultant, SRK	Valuation	+17 years' experience 15 years in consulting comprising 12 years in valuation and corporate advisory, 3 years in geology, exploration and project management roles.	None	BSc (Hons), MAusIMM CP(Val)
James McKibben	Corporate Consultant, SRK	Peer Review	+30 years: 20 years in valuation and corporate advisory, 2 years as an analyst and 8 years in exploration and project management roles.	None	BSc (Hons), MBA, FAusIMM(CP), MAIG, MRICS

Notes: ESG – Environmental, Social and Governance.

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1.7.3 Indemnities

As recommended by the VALMIN Code (2015), ASM has represented in writing to SRK that full disclosure has been made of all material information and that, to the best of their knowledge and understanding, such information is complete, accurate and true.

ASM has advised SRK whether any of the information provided is deemed to be confidential and any restrictions as to its use. Where warranted, SRK confirms it has taken any such information into account in its value deliberations and has provided appropriate summary information and context to assist readers of its report without compromising the commercially sensitive nature of such information.

In line with the VALMIN Code (2015), ASM has also provided SRK with an indemnity letter under which SRK is to be compensated for any liability and/or expenditure resulting from any additional work required which:

- results from SRK's reliance on information provided by ASM, or ASM not providing material; or
- relates to any consequential extension of workload through queries, questions or public hearings arising from this Report.

1.7.4 Consent

SRK understands that this Report will be provided to ASM's non-associated shareholders. SRK provides its consent for this Report to be included in the BDO Report on the basis that the technical assessment and valuation expressed in the Executive Summary and in the individual sections of this Report is considered with, and not independently of, the information set out in the complete Report.

The information in this report that relates to the technical assessment and valuation of mineral assets is based on, and fairly reflects information compiled and conclusions derived by a team of technical specialists under the joint supervision of Mr Manish Garg and Mr Jeames McKibben. Mr James Carpenter, Senior Consultant with SRK, compiled the completed report.

Mr Garg undertook the technical assessment and valuation of the mineral assets. Mr Garg is a Member of the Australasian Institute of Mining and Metallurgy (MAusIMM). Mr Garg is an Associate Principal Consultant with SRK, an independent mining consultancy. Mr Garg has sufficient experience that is relevant to the technical assessment and valuation of the mineral assets under consideration and to the activity being undertaken to qualify as a Practitioner as defined in the VALMIN Code (2015). Mr Garg consents to the inclusion in the Report of the matters based on the information in the form and context in which it appears.

Mr McKibben undertook peer review and has consented to the release of the Report. Mr McKibben is a Fellow of the Australasian Institute of Mining and Metallurgy (FAusIMM), Member of the Australian Institute of Geoscientists (AIG) and Member of the Royal Institution of Chartered Surveyors (RICS). Mr McKibben is employed by SRK, an independent mining consultancy. Mr McKibben has sufficient experience that is relevant to the technical assessment and valuation of the mineral assets under consideration and to the activity being undertaken to qualify as a Practitioner as defined in the VALMIN Code (2015). Mr McKibben consents to the inclusion in the Report of the matters based on the information in the form and context in which it appears.

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1.7.5 Consulting fees

SRK's estimated fee for completing this Report is based on its normal professional daily rates plus reimbursement of incidental expenses. The fees are agreed based on the complexity of the assignment, SRK's knowledge of the assets and availability of data. The fee payable to SRK for this engagement is estimated at approximately A\$145,000. The payment of this professional fee is not contingent on the outcome of this Report.

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2 Australian Strategic Materials

2.1 Overview

ASM aims to be an integrated producer of critical metals for technologies. ASM holds a 100% interest in the Dubbo Project, which contains rare earths, zirconium, niobium and hafnium in central western NSW. The Company also constructs and operates the Korean Metals Plant (KMP) located in Ochang Foreign Investment Zone, in Chungcheongbuk-do Province, South Korea (KMP). The KMP serves the advanced manufacturing, defence, EVs, wind turbines, semiconductors, medical devices, robotics, and sustainable energy industries through metallisation of the critical minerals.

ASM was formerly known as Australian Zirconia Holdings Pty Ltd. In light of the proposed demerger from Alkane Resources Limited (Alkane) to list on the ASX, it changed its name to Australian Strategic Materials Ltd in March 2020. ASM was founded in 2000 and is based in West Perth, Western Australia.

The Dubbo Project is a pre-development mineral asset that has been investigated through previous mining studies, including Feasibility Studies in 2011 and 2013, a Front End Engineering Design (FEED) study completed in 2015, and a subsequent Feasibility Study in June 2018. These studies were completed by Alkane, who owned the assets prior to ASM's demerger.

In June 2021, ASM updated the June 2018 study, naming the outcome an optimised Feasibility Study¹. The project was to mine 1 Mtpa from the Dubbo Project, which was processed on site to produce a nine-product suite consisting of:

- Zirconia
- Dehafinated zirconia
- Hafnium (Hf) oxide
- Ferroniobium (65% Nb)
- Neodymium-praseodymium (NdPr) oxide
- Terbium (Tb) oxide
- Dysprosium (Dy) oxide
- Samarium-europium-gadolinium (SmEuGd) chloride
- Yttrium + heavy rare earth element chloride.

These products were then to be shipped to the KMP for metallisation.

In July 2025², ASM pivoted towards a less capital-intensive option to extract three of the nine original products via a heap leach operation prior to shipping the three extracted oxides to the KMP for metallisation and alloying.

¹ ASX: ASM 7 December 2021, 'Dubbo Project Optimisation Delivers Strong Financials'. p. 68. Based on SRK's review of the supplied supporting technical information, SRK considers this study to be more aligned to a PFS than a Feasibility Study (FS).

² ASX : ASM 11 July 2025, 'Heap Leach option delivers major cost reductions for Dubbo Project'. p. 69

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The three products are:

- NdPr oxide
- Tb oxide
- Dy oxide.

The July 2025 study is best described as a scoping study. Ongoing work by ASM aims to upgrade this to a pre-feasibility level in H1 2026. For this Report, SRK has reviewed the scoping study-level heap leach option for mining at the Dubbo Project.

The Dubbo Project is located within mining lease ML 1724, which was granted on 18 December 2015. This tenure covers the known extents of the Dubbo mineralisation and associated processing footprint. SRK has assessed and valued the Dubbo Project's stated Mineral Resources on a 100% ownership basis.

2.1.1 Location, access and climate

The Dubbo Project is located near the village of Toongi in central NSW, approximately 25 km south of Dubbo and about 400 km northwest of Sydney (Figure 2.1).

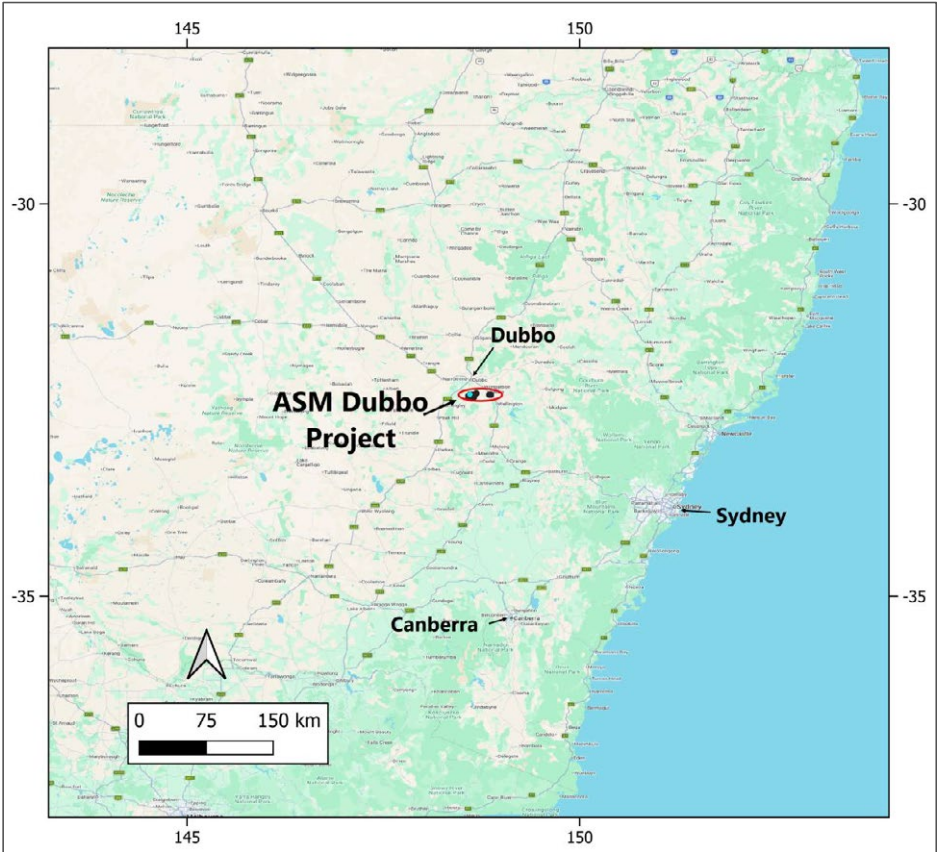
The project area comprises ML 1724 which covers the Toongi deposit, proposed processing facilities and associated biodiversity offset and agricultural land. Regionally, the site is situated within the southern Gunnedah Basin adjacent to the Lachlan Fold Belt, in an area of Jurassic (450–340 million years ago) alkaline volcanic and intrusive rocks. The deposit itself is centred on a trachyte outcrop forming a low rise with approximate dimensions of 725 m × 550 m.

Access to the Dubbo Project is via the public road network using Obley Road and Toongi Road, which connect the site to the town of Dubbo and regional highways. A new single carriageway turn-out from these local main roads is planned to provide direct access to the site entrance. Site-based road design will separate heavy vehicles carrying bulk commodities from light vehicles transporting personnel. Additional regional access for reagents and product transport will use upgraded local roads and bridges designed for increased traffic volumes associated with construction and operations.

The area experiences a temperate semi-arid to sub-humid climate. Rainfall is moderately seasonal, with higher precipitation in late spring and summer. Mean maximum temperatures in summer often exceed 35°C. Winter lows are occasional sub-zero minimums with frequent frosts. Evapotranspiration exceeds rainfall. The site is accessible year-round.

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Figure 2.1: Location of Dubbo Project



Sources: ASM data room, NSW online tenure portal <https://minview.geoscience.nsw.gov.au/> , SRK analysis February 2026

2.1.2 Tenure

ASM holds a single granted mining lease (ML 1724) and two granted exploration licences (EL 5548 and EL 7631) located in proximity to the town of Dubbo. The area of ML 1724 is 2,390 ha or 23.9 km². The combined area of the granted exploration licences is 74.7 km². Further details regarding ASM's tenure in NSW are provided in Table 2.1. A complete description of the status of the permitting is detailed in Section 2.7.

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Table 2.1: Tenure at ASM's Dubbo Project

Tenement number	Interest	Area (ha)	Status	Expiry date
ML 1724	100%	2,390	Granted	18/12/2036
EL 5548	100%	5,727	Granted	21/01/2027
EL 7631	100%	1,738	Granted	26/10/2026

Sources: ASM data room, NSW online tenure portal <<https://minview.geoscience.nsw.gov.au/>> , SRK analysis February 2026

SRK notes that EL 7631 is due for renewal in October 2026. SRK understands that ASM is in the process of preparing the extension document to be submitted by early August 2026. ASM does not foresee any potential issues with any such renewals.

Material agreements, royalties and other fees

No explicit third-party royalty deeds, native title agreements, or specific commercial contracts have been provided to SRK in association with ML 1724. Full details regarding the permitting and environmental, social or government (ESG) aspects associated with the Dubbo Project are discussed in Section 2.7. Note: water rights are provided and summarised in this report.

2.1.3 Regional geology

The Dubbo Project is situated within the Toongi Alkaline Magma Field in central NSW, at the structural boundary between the Permo-Triassic Gunnedah Basin to the north and the Late Cambrian–Carboniferous Lachlan Fold Belt to the south.

Basement to the project area is interpreted to comprise Silurian–Devonian successions of the Cudal, Toongi and Gregra groups, consisting of mixed volcanoclastic and clastic sedimentary sequences with minor rhyolite intrusive bodies and limestone. These rocks are unconformably overlain by Early–Middle Triassic coarse sandstones and interbedded siltstones of the Napperby Formation, representing part of the southern Gunnedah Basin infill.

From the Late Triassic to Late Jurassic, volumetrically minor, but widespread, alkaline magmatism produced numerous small trachyte and syenite bodies, together with associated basaltic rocks, now grouped as the Toongi Alkaline Magma Field. These bodies occur as shallow intrusive and extrusive forms including plugs, laccoliths, lopoliths, flows and pyroclastic units, and are characterised by distinct gravity and radiometric geophysical anomalies, with three trachyte types defined by potassium (K), thorium (Th) and uranium (U) contents. The alkaline suite is interpreted as the differentiated product of mantle-derived magmas ponded at mid-crustal levels during intraplate extension associated with Early Mesozoic large igneous province activity. Cenozoic evolution introduced widespread mafic lava flows and thin, discontinuous alluvial and colluvial cover, which locally obscure the older units.

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2.1.4 Project history

Ownership and studies

Initial work on the Dubbo Project was advanced through ASM's predecessor, Australian Zirconia. In October 2003, Australian Zirconia entered a joint venture with Astron Ltd (Astron), a mineral sands company focusing on zirconium and titanium products, under which Astron agreed to fund development of the Dubbo Project. Planning included design, construction and operation of a demonstration pilot plant (DPP) treating 60 kg/h of ore. Throughout 2003 and 2004, the conceptual process flowsheet options were reviewed and laboratory testwork was undertaken. Progress slowed in 2004, and in April 2005 the joint venture was terminated. Alkane moved to restructure Australian Zirconia as a separate company and initiated new optimisation work, leading to a revised feasibility study and pilot plant program.

In 2005, Alkane prepared for construction of a DPP and undertook process optimisation work. In April 2006, Alkane received an AusIndustry Commercial Ready Grant of A\$3.29 M on a matched-funding basis to support flowsheet optimisation and construction and operation of the DPP. The Australian Nuclear Science and Technology Organisation (ANSTO) Minerals Division at Lucas Heights (located in NSW, Australia) was engaged to carry out laboratory development and host the DPP process optimisation. Development work commenced in mid-2006, with site preparation, procurement and construction progressing through 2006–2007.

In 2008, the commissioning of the DPP commenced. The plant incorporated sulfation, leaching, filtration and solvent extraction circuits. By mid-2008, the DPP had processed several tonnes of ore and produced pregnant leach solutions and initial zirconium and niobium products. Through 2008 to 2010, the DPP operated in campaigns to improve product quality and refine the flowsheet, including solvent extraction changes and trials of pulse column equipment. By late 2009, the DPP had produced about 1,300 kg of zirconium and nearly 300 kg of niobium concentrate. Ongoing laboratory testwork at ANSTO helped to define recovery routes for light rare earth and yttrium–heavy rare earth products.

During 2009–2011, Alkane advanced market development and product qualification. Samples of zirconium and niobium products, and later light and heavy rare earth concentrates, were distributed in Japan, Europe, China and other regions. In parallel, the Company developed a sulfuric acid leach and solvent extraction flowsheet aimed at commercial production of zirconium chemicals and zirconia, niobium–tantalum concentrate, and rare earth oxide concentrates. The emerging rare earth supply context, including prospective Chinese export controls, reinforced Alkane's strategy to position Dubbo as an alternate source of rare earth oxides.

From 2011, work progressed towards completion of a Bankable Feasibility Study (BFS) and project approvals. Alkane signed a series of non-binding Memorandums of Understanding (MOUs) with international chemical, trading and advanced materials companies to cover zirconium chemical and zirconia products, ferro-niobium, and light and heavy rare earth output. In 2011, the BFS base case was completed at 0.4 Mtpa throughput over 20 years, with further work initiated to evaluate an expanded 1 Mtpa case. In late 2011, Ore Reserves for the Toongi deposit were increased, supporting an initial 36-year open pit life at 1 Mtpa. Additional drilling, including a deep diamond hole at Toongi and reverse circulation (RC) drilling at the nearby Railway prospect, confirmed the thickness and grade of the mineralisation within the host trachyte.

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By mid-2012, an exploration target had been outlined at the Railway prospect, and further MOUs for zirconium and niobium products and a rare earth toll-processing arrangement with Shin-Etsu Chemical Co., Ltd. were put in place. In October 2012, Alkane appointed Credit Suisse, Sumitomo Mitsui Banking Corporation and Petra Capital as financial advisers and arrangers for a funding package of around A\$1 billion. The Environmental Impact Statement (EIS) for the Dubbo Project was lodged with the NSW Department of Planning and Infrastructure in June 2013, initiating the formal approvals process, and went on public exhibition in September 2013.

The BFS for the Dubbo Project was released in April 2013, based on an initial 20-year operation. Between 2011 and 2013, additional agreements were signed for zirconium oxychloride production in joint ventures in Australia and overseas, for ferro-niobium production using proprietary technology, and for toll separation of rare earth concentrates. By mid-2013, all Dubbo products were covered by MOUs, with conversion to binding offtake or joint venture agreements envisaged as the project moved towards construction.

In 2014, Alkane advanced engineering and approvals. In April 2014, the FEED contract was awarded to Hatch, with the objective of providing capital and operating cost estimates for use in a Feasibility Study update. Funds raised in a A\$10 M placement were directed to FEED, product development and marketing, water resource development, land acquisition and working capital. Throughout 2014, Alkane continued process optimisation and product development and extended MOUs for rare earth, zirconium and niobium products while the FEED program progressed. The development application moved to the NSW Planning Assessment Commission (PAC) for review.

In early 2015, the PAC completed its review and recommended approval of the Dubbo Project subject to conditions. The NSW Department of Planning and Environment then finalised its assessment and recommended conditions of consent. In early June 2015, Alkane received PAC approval for project development and proceeded to secure an environment protection licence (EPL), mining lease and other permits. The mining lease covering the proposed operations area over about 24 km², was granted in December 2015, with the environmental protection licence for the construction period issued in March 2016. During this time, Alkane continued process development on hafnium and zirconium, operated and planned pilot plant runs to confirm FEED assumptions, and initiated additional land purchases within the project area, rendering the site construction-ready subject to financing.

From 2015 to 2017, Alkane focused on financing, engineering optimisation and offtake conversion. The FEED was completed in August 2015 with a capital cost estimate of about A\$1.3 billion. Federal environmental approval under the *Environment Protection and Biodiversity Conservation Act 1999* was secured in the Q3 2015, including conditions concerning the Pink-tailed Worm-lizard, and Alkane submitted a conservation plan for this species in August 2015. By late 2016, Alkane had adopted a modular construction concept to reduce capital intensity, dispatched high-purity zirconia and hafnia samples to customers, and secured multiple letters of intent for zirconium chemicals covering a large portion of planned Stage 1 zirconia-equivalent production.

In September 2017, Alkane released an updated JORC Code-compliant Mineral Resource and Ore Reserve for the Dubbo Project (effective 30 June 2017). Ore Reserves totalled 18.9 Mt at 1.85% ZrO₂, 0.04% HfO₂, 0.44% Nb₂O₅, 0.029% Ta₂O₅, 0.136% Y₂O₃ and 0.735% TREO, within Mineral Resources of 75.18 Mt at 1.89% ZrO₂, 0.04% HfO₂, 0.44% Nb₂O₅, 0.03% Ta₂O₅, 0.14% Y₂O₃ and 0.74% TREO.

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The reserves were reported as inclusive within the resources and supported an initial 20-year mine life at 1 Mtpa, with the broader resource base providing scope for a longer mine life. Metallurgical testwork and pilot plant operations were reported as complete, and a detailed FEED report had been prepared. Through 2017–2019, the project remained construction ready, with efforts centred on securing binding offtake agreements, particularly for zirconium and hafnium chemicals, and finalising financing.

In 2019, work extended downstream into clean metal processing. In June 2019, Alkane entered a binding agreement with Zirconium Technology to fund final-stage research and feasibility on a clean metal process to convert oxides from the Dubbo Project into high-purity metals. A commercial-scale pilot plant at Dubbo was scheduled for commissioning in 2020. During 2020, following the formation of Australian Strategic Materials as a separate entity and its subsequent name adoption in March 2020, the pilot plant program produced titanium metal alloy, neodymium alloys, and trial high-purity dysprosium and zirconium metal through ASM's partner, Ziron Tech. By October 2020, ASM had produced several kilograms of zirconium metal at the commercial pilot plant and was preparing for ferro-dysprosium and ferro-niobium production trials and a metals feasibility study.

During 2020, Australian Zirconia (as a subsidiary of Alkane) officially changed its name to Australian Strategic Materials. ASM continued optimisation studies for the Dubbo Project, including engineering and testwork to rescope the project and support discussions with potential build-own-operate partners in South Korea. Pilot plant runs at Dubbo and in South Korea produced titanium–copper alloy and ferro-neodymium products, while an optimisation feasibility study for Dubbo was advanced, with completion deferred into late 2021 to allow for further rescoping.

ASM completed a Dubbo Project optimisation study and an enhanced project addendum in December 2021. No new field exploration or mining activity took place at the Dubbo Project during that period. In November 2022, ASM received A\$500,000 under the NSW Government's Critical Minerals and High-Tech Metals Activation Fund to support studies to finalise the heavy rare earth solvent extraction flowsheet for Dubbo. In December 2022, ASM signed a non-binding business agreement with Chungcheongbuk-do (Chungbuk) Province in South Korea to cooperate on operating ASM's KMP.

In August 2023, ASM announced the completion of Stage 1 engineering, procurement and contracting (EPC) definition work at Dubbo. In subsequent quarters to March 2024, ASM reported no further on-site exploration or mining activities at Dubbo, while study and engineering work continued. In October 2024, ASM received a A\$5 M grant from the Australian Government to assess lower-capital and shorter-implementation options for rare earth production at the Dubbo Project.

In June 2025, ASM reported that leaching testwork in support of the new development approach would commence in late June 2025. In July 2025, the Company released a scoping study based on open pit mining over a 42-year life of mine at a 1 Mtpa plant feed rate, and advised that a new PFS for the Dubbo Project was expected to be finalised by H1 2026.

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Exploration history

Late 1990s – early 2000s: Alkane performed a grid pattern RC drilling program over the Toongi trachyte, supplemented by oriented diamond core in selected holes to characterise stratigraphy, structure and metallurgical domains. Early metallurgical testwork, including crushing, grinding and flotation and hydrometallurgical leach test programs, commenced on composited drill samples.

Mid-2000s–2010: Australian Zirconia Ltd (a wholly owned subsidiary of Alkane) performed infill RC and diamond drilling to decrease the drill spacing in the core of the deposit for Mineral Resource estimation purposes. Detailed three-dimensional geological modelling of the trachyte sill geometry and internal domains was completed. Additional metallurgical sampling, including large-diameter core and bulk samples for pilot-plant trials, was undertaken. Geotechnical drilling and logging around the planned open pit footprint were also undertaken. A ground-based geophysical survey (magnetic and radiometric) was undertaken to supplement the publicly available government airborne surveys.

From 2011–2015, Australian Zirconia continued minor amounts of ongoing diamond drilling with twinned holes drilled for quality assurance/quality control (QA/QC) and confirmation of historical RC data. Hydrogeological drilling and pump-testing for groundwater characterisation were undertaken. Additional geotechnical drilling for pit slope design and infrastructure placement was performed. Collection of environmental baseline data through shallow auger and percussion holes, test pits and groundwater monitoring bores was carried out. Progressive updates of resource and preliminary reserve models using block modelling and variography were undertaken.

In 2016, Australian Zirconia prepared and reported the Mineral Resource estimate for Toongi in accordance to the JORC Code (2012). Ongoing feasibility and optimisation studies have used the 2016 Mineral Resource estimate, with additional geotechnical, hydrological and metallurgical investigations.

There has been no new Mineral Resource drilling or geophysical work since 2016.

Historical production

There has been no previous production at the Dubbo Project. Relatively small amounts of the deposit (in the order of +1000 kg) have been collected for testing at a demonstration pilot plant.

2.2 Geology and Mineral Resources

2.2.1 Overview

The Dubbo Project contains the Toongi deposit, which hosts the critical mineral mineralisation. Toongi is a flat-lying, mostly outcropping, hard, unweathered igneous rock (trachyte) which is on average 80–100 m thick with approximate dimensions of 725 m × 510 m (Figure 2.2).

Critical mineral grades are best understood in the shallowest 40–50 m of the deposit, the depth at which most of the drilling terminated (Figure 2.3). The top 40–50 m has been classified as Measured Mineral Resource material and is of sufficient size to support a 1 Mtpa mining operation for at least 40 years. The remaining material is classified as Inferred. There are no Indicated Mineral Resources; drill hole spacings only support Measured and Inferred, as discussed further below.

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Given the size of the Measured Mineral Resource, the Company considers there is no urgency to drill the entire deposit to its base.

The principal elements of interest at Toongi are zirconium, hafnium, niobium, tantalum, yttrium and rare earth elements (REEs). The Mineral Resource statement is presented in Table 2.2 and the detailed estimate in Table 2.3.

Table 2.2: Dubbo Project/Toongi Mineral Resource estimate as at 12 December 2016

Classification	Tonnes (Mt)	ZrO ₂ (%)	HfO ₂ (%)	Nb ₂ O ₅ (%)	Ta ₂ O ₅ (%)	Y ₂ O ₃ (%)	TREO (%)
Measured	42.81	1.89	0.04	0.45	0.03	0.14	0.74
Indicated	0						
Inferred	32.37	1.90	0.04	0.44	0.03	0.14	0.74
Total	75.18	1.89	0.04	0.44	0.03	0.14	0.74

Sources: File named [Toongi_JORC_Resource_Report_Dec16.pdf]. Resource Estimation of The Dubbo Zirconia Deposit for Australian Zirconia Ltd. Prepared by Mining One Consultants. Competent Person Stuart Hutchin (Mining One), file in ASM data room. Mineral Resources reported in the Executive Summary Table on page 8 of 98.

Notes: No cut-off grade has been applied to the estimate. The entire Toongi trachyte body is considered to be above the required minimum grade. The required minimum cut-off grade has been determined by previous economic studies in 2021 and confirmed in 2025 based on updated metal/oxide/mineral prices.

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Table 2.3: Toongi Mineral Resource estimate as at 12 December 2016, all attributes

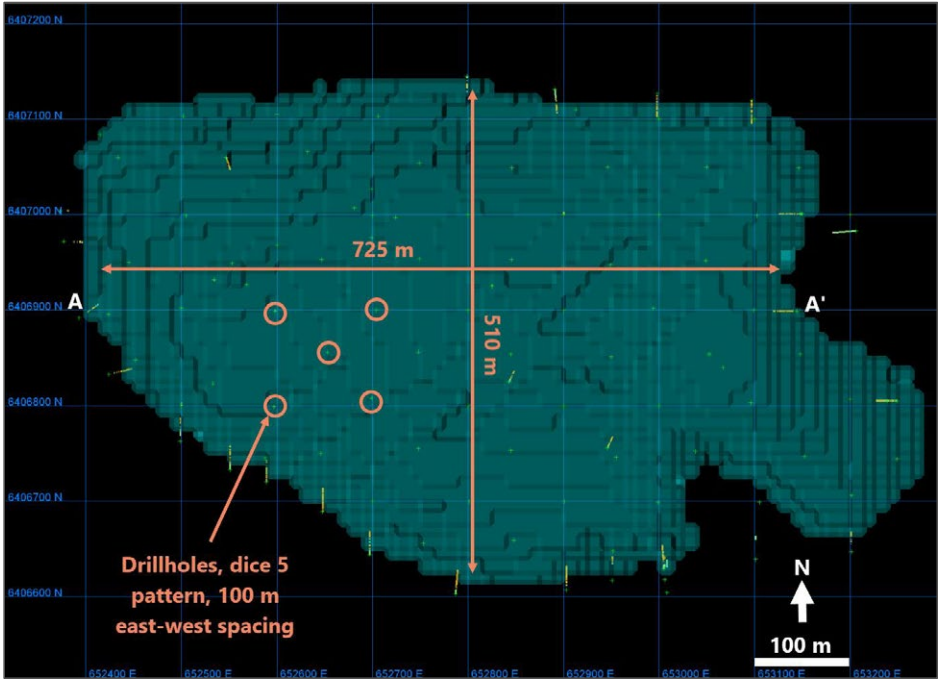
Attribute	Measured	Indicated	Inferred	Total or average
Tonnage (Mt)	42.81	0	32.37	75.18
ZrO ₂ (%)	1.89		1.9	1.89
HfO ₂ (%)	0.04		0.04	0.04
Nb ₂ O ₅ (%)	0.45		0.44	0.45
Ta ₂ O ₅ (%)	0.03		0.03	0.03
Y ₂ O ₃ (%)	0.14		0.14	0.14
Th (ppm)	462		442	453
U (ppm)	113		113	113
Nd ₂ O ₃ (%)	0.11		0.11	0.11
Dy ₂ O ₃ (%)	0.019		0.019	0.019
Er ₂ O (%)	0.011		0.011	0.011
Eu ₂ O ₃ (%)	0.001		0.001	0.001
Gd ₂ O ₃ (%)	0.018		0.018	0.018
Ho ₂ O ₃ (%)	0.004		0.004	0.004
Lu ₂ O ₃ (%)	0.001		0.001	0.001
La ₂ O ₃ (%)	0.17		0.17	0.17
CeO ₂ (%)	0.32		0.32	0.32
Pr ₆ O ₁₁ (%)	0.034		0.035	0.035
Sm ₂ O ₃ (%)	0.0215		0.0212	0.0214
Tb ₄ O ₇ (%)	0.003		0.003	0.003
Tm ₂ O ₃ (%)	0.0018		0.0018	0.0018
Yb ₂ O ₃ (%)	0.0094		0.0095	0.0094

Sources: File named [Toongi_JORC_Resource_Report_Dec16.pdf]. Resource Estimation of The Dubbo Zirconia Deposit for Australian Zirconia Ltd. Prepared by Mining One Consultants. Competent Person Stuart Hutchin (Mining One), file in ASM data room. Mineral Resources reported in the Executive Summary Table on page 8 of 98.

Notes: No cut-off grade has been applied to the estimate. The entire Toongi trachyte body is considered to be above the required minimum grade. The required minimum cut-off grade has been determined by previous economic studies in 2021 and confirmed in 2025 based on updated metal/oxide/mineral prices.

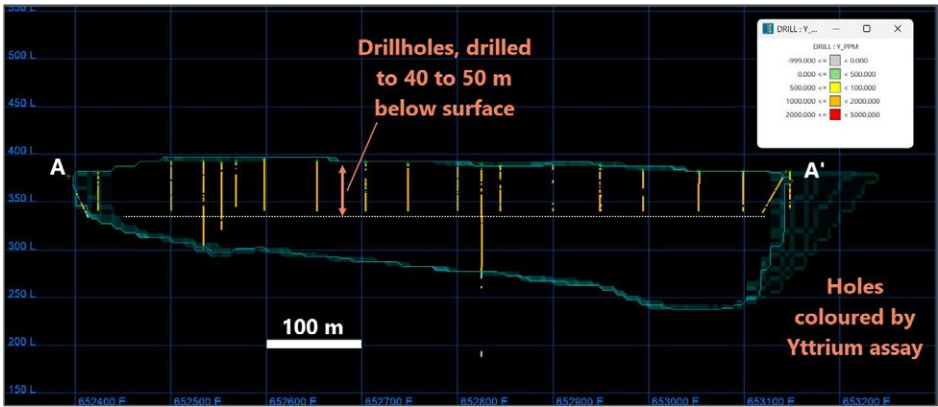
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Figure 2.2: Plan view of Toongi deposit – Dubbo Project



Sources: ASM data room, SRK analysis February 2026
Notes: The semi-transparent blue area represents the spatial limits of the Toongi deposit.

Figure 2.3: Section view of Toongi deposit – Dubbo Project



Sources: ASM data room, SRK analysis February 2026

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As discussed earlier, the Toongi deposit's mineralisation was previously demonstrated to be economically viable via the production of nine different products (the 2021 feasibility study³). However, ASM is no longer considering the production of a nine-product suite.

Instead, ASM plans to commence production with a simpler project producing three high-demand oxides⁴. The three oxides, NdPr oxide, Tb oxide and Dy oxide, are used in manufactured goods such as high-performance permanent magnets. Extracting and concentrating only these oxides means that the first step of processing, being separating the elements from the Toongi trachyte, can be performed using a simple heap leach process instead of the requirement for a larger processing plant. The heap leach requires a significantly lower capital spend than building a full-sized processing plant at Toongi.

The Toongi deposit does not require complex mining activities as the geological and grade continuities are high throughout the deposit. Typically, changes in deposit thickness or grades mean a relatively precise mining method is required to separately mine ore and waste. At Toongi, the entire deposit is above cut-off grade according to the current Scoping Study with updated product prices.

Local geological setting

The following geological description of the Toongi deposit has been summarised from the 2016 Mineral Resource report⁵ and 2016 scientific paper⁶.

The deposit lies within the Toongi Alkaline Magma Field (TAMF), with Toongi being one of numerous small alkaline igneous bodies within the TAMF. These intrusive bodies are Jurassic alkaline igneous plugs, laccoliths and lopoliths intruding Triassic and older Palaeozoic sedimentary successions in the southern Gunnedah Basin adjacent to the Lachlan Fold Belt. The immediate host succession is the Triassic Napperby Formation, composed of fine to coarse, well-sorted quartzo-feldspathic sandstones and quartz grits. The Napperby Formation unconformably overlies the Silurian Toongi and Cudal groups and the Devonian Hyandra Creek and Gregra groups, which consist of mixed sedimentary and volcanic sequences. These successions are locally overlain by irregularly distributed Mesozoic and Tertiary basalts that form a thin cover.

The TAMF alkaline igneous rocks are located south of the town of Dubbo. Trachyte outcrops occur as circular to elliptical intrusive and extrusive centres that show high thorium (Th) and uranium (U) radiometric responses and are variably magnetic in geophysical imagery. These bodies represent flows, plugs, domes and shallow intrusions with trachytic textures defined by flow-oriented feldspar and pyroxene microlites in a feldspar-clay-opaque groundmass. One trachyte sheet, at the Railway prospect, forms a broadly sub-horizontal flow or sill unconformably overlying Napperby Formation

³ ASX: ASM, 7 December 2021. Dubbo Project Optimisation Delivers Strong Financials. p. 68.

⁴ ASX: ASM, 11 July 2025. Heap Leach Option delivers major cost reductions for Dubbo Project. p. 69.

⁵ Resource Estimation of The Dubbo Zirconia Deposit for Australian Zirconia Ltd. Prepared by Mining One Consultants. Competent Person Stuart Hutchin (Mining One). File named [Toongi_JORC_Resource_Report_Dec16.pdf] in ASM dataroom, p. 98.

⁶ Spandler, C and Morris, C, 2016. Geology and genesis of the Toongi rare metal (Zr, Hf, Nb, Ta, Y and REE) deposit, NSW, Australia, and implications for rare metal mineralization in peralkaline igneous rocks. In Contributions to Mineralogy and Petrology, vol. 171 (104). p. 24.

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sediments, and exhibits rare-element enrichment at grades about half those of the main Toongi intrusion.

The Toongi intrusion is interpreted to have interacted with a wet host rock or sediment setting, resulting in an approximately 5 m-wide selvage of intrusion/wall rock alteration. Mineralisation hosted in this selvage has been determined to be undesirable to process (due to complex mineralogy), and has been separately modelled and excluded from the current Mineral Resource estimate.

Mineralisation style

Mineralisation at Toongi is magmatic, disseminated and hosted entirely within a small peralkaline trachyte laccolith. Ore metals include zirconium, hafnium, niobium, tantalum, yttrium and rare earth elements which occur at relatively uniform grades throughout the trachyte. There is no mineralised halo or significant enrichment in the surrounding country rocks, indicating direct association with the igneous body. Primary ore minerals are dominantly sodium–calcium–zirconium (Na-Ca-Zr) silicates of the eudialyte-group and lueshite/natroniobite (both with chemical formula of NaNbO_3), with REE carbonates and associated Na-Fe-Zr-Nb-Y-REE silicates, dispersed interstitially within a feldspar–aegirine trachytic matrix. These phases occur as fine disseminations, spheroidal 'snowball' globules containing entrained feldspar and aegirine, veinlets, vug fill and minor manganese (Mn)-rich patches, and are texturally late-magmatic rather than vein-type or replacement.

Ore formation is interpreted to result from extensive crystal fractionation of mantle-derived alkaline magma at shallow crustal levels under low oxygen concentration/activity (low fugacity, $f\text{O}_2$) and low H_2O activity, leading to extreme enrichment of incompatible rare metals in a peralkaline residual melt. Textural and chemical evidence indicates that late-stage liquid immiscibility produced rare metal-rich sodic silicate melt blebs, which crystallised as the snowball eudialyte group assemblage within the cooling trachyte. Subsequent hydrothermal activity caused only local redistribution into fractures, vesicles and minor alteration zones, without creating a separate hydrothermal ore system.

Overall, the mineralisation style is a uniformly disseminated, intrusion-hosted, magmatic rare metal system developed within a rapidly cooled peralkaline trachyte sill or laccolith.

Similar deposits

Peralkaline rare metal deposits comparable to Toongi are hosted by evolved peralkaline intrusive complexes and volcanic centres that contain Zr-Nb-REE-Y-Ta mineralisation. The systems most analogous in terms of peralkaline affinity, ore metals and magmatic fractionation processes include:

- Strange Lake Pluton, Quebec–Labrador, Canada
- Thor Lake (Nechalacho), Northwest Territories, Canada
- Bokan Mountain peralkaline granitic complex, Alaska, USA
- Tamazeght intrusion, Morocco
- Khaldzan-Buregtey complex, Mongolia
- Khan Bogd complex, Mongolia

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- Misery syenitic intrusion, Quebec, Canada
- Brockman peralkaline volcanic complex, Western Australia.

Most of these deposits are associated with large, slowly cooled peralkaline plutons and related pegmatites. In terms of mine status, these analogous peralkaline complexes host mostly advanced projects or defined resources rather than producing operations.

Toongi (Dubbo Project) is at a development stage and not yet in production. The same applies to the Strange Lake, Thor Lake, Bokan Mountain, Tamazeght, Khaldzan-Buregtey, Khan Bogd, Misery and Brockman deposits.

Current global supply of rare earths and niobium is dominated by other geological systems, such as carbonatites (e.g. Mt Weld in Western Australia, in operation since the early 2010s). Peralkaline systems therefore represent strategic alternative sources rather than major present producers.

2.2.2 Geological implications for mining and processing

Given the simple geometry and outcropping nature of the mineralised body at Toongi, mining is planned as a shallow open pit developed within a single, well-defined trachyte intrusion with sharp contacts against country rock. The known mineralisation is disseminated and uniformly distributed within the peralkaline trachyte.

Ore and waste discrimination is not required, as the entire trachyte body is mineralised. Small (less than 1 m wide) post-mineralising basaltic dykes intrude the known deposit, resulting in minor amounts of dilution. Previous analysis by ASM has found these dykes occupy a minimal volume and are too thin to be mined separately with standard mining equipment. The basaltic dykes are therefore estimated into the Mineral Resource model as minor zones of dilution.

Limited weathering depth and the dominance of fine-grained, massive trachyte mean rock mass conditions are suited to conventional drill-and-blast and standard load-and-haul operations. Local textural variants such as vesicular and coarsely porphyritic trachyte, and, as discussed, the thin mafic dykes introduce minor grade variability.

Processing appears to be a primary challenge due to the ore mineralogy and fine grain size. The Zr, Hf, Nb, Ta, Y and REE are hosted in complex Na–Ca–Zr silicates of eudialyte group type, along with natroniobite/lueshite and REE carbonates. Additionally, the peralkaline host rock may also influence leach chemistry, acid or alkali consumption, and impurity control in solution and in residues.

2.2.3 Mineral Resource estimate

Drilling

Total drilling at the Toongi deposit comprises 127 drill holes: four surface diamond core holes and 123 RC drill holes. The first diamond hole was drilled in 1987, with most of the drilling completed in 2000 and 2001. Drilling was performed using a UDR650 multipurpose rig (RC and diamond drilling capable) with 120 mm and 140 mm diameter face sampling RC hammer bits. The 2000 program comprised 52 RC holes for 2,378 m on a nominal 100 m × 100 m grid. The 2001 program

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comprised 66 RC holes for 2,967 m arranged as an approximate 100 m × 50 m staggered grid, including vertical and angled holes to define contacts.

Additional diamond core holes TOD003–TOD005 were drilled in 2012–2013 to provide further geological and geotechnical information.

Drill holes are predominantly vertical, with collar coordinates surveyed by differential global positioning system (DGPS) to a high level of spatial accuracy. Given the generally shallow nature of most of the holes (50–60 m), along with a lack of fabric in the rocks being drilled, the downhole surveys on selected holes showed minimal deviation. The resulting drill spacing averages about 80 m × 80 m.

In SRK's opinion, the drilling and sampling methods are appropriate.

Assays

The RC samples from the 2000 and 2001 programs were collected at 1 m intervals via a cyclone splitter on the rig and passed through a three-tier riffle splitter. Samples for major element analyses (rock-forming mineral assays, not economic assays) were collected on bulked 5 m intervals. Sample masses for metallurgical subsets indicate average returns of 15.8 kg per metre for 120 mm diameter RC bits and 20.2 kg per metre for 140 mm bits. Diamond core recovery was reported near 100%.

Routine preparation for RC samples comprised drying at 110°C and pulverising to 90% passing 106 µm prior to assay. Analytical programs were performed using multiple laboratories and methods.

The common methods were:

- mixed acid-digest inductively coupled plasma – mass spectroscopy (ICP-MS)
- sodium peroxide fusion ICP-MS
- pressed powder x-ray fluorescence spectroscopy (XRF)
- glass fusion XRF
- other assays (atomic absorption spectroscopy and selective ion electrode for fluorine).

Assays from earlier drilling (prior to 2000) were reanalysed due to erratic results, with XRF adopted as the preferred method for insoluble elements. Assay ranking protocols have been applied for estimation purposes. Some assays were also performed using induced neutron activation analysis as check assays, and the majority of REE data from ICP-MS.

In SRK's opinion, the assay methods are appropriate, and checks on the assays have been ongoing through feedback from metallurgical testwork.

QA/QC

Quality assurance/quality control (QA/QC) protocols for assays were implemented on a campaign basis during the 2000 and 2001 drilling programs. QA/QC samples included certified reference materials (CRMs) and field duplicates, but no blanks. A total of approximately 83 CRMs were analysed using XRF pressed powder, XRF fused bead and fusion ICP-MS methods.

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SRK has reviewed the QA/QC performance and has concluded that while the results are less than optimal, they are acceptable. This likely stems from the requirement to find the ideal assay method. Duplicate samples (31 in 2000 and 52 in 2001) were inserted at irregular intervals, and field and laboratory duplicates were later evaluated by element for bias and precision using scatter plots and correlation analysis. Duplicate data show highly correlated pairs. Additional external checks were completed by Becquerel Laboratories using neutron activation (32-element scans) to validate XRF and ICP-MS datasets, highlighting under- or over-reporting for selected elements and informing the ranking of preferred method. Review of standards and duplicates indicates no material bias in Zr, Hf, Nb, Ta, Y and key REE datasets considered for Mineral Resource estimation. Data entry and storage were controlled through a central database, with validation checks undertaken against original laboratory records.

In SRK's opinion, the checks and assurances performed on the Mineral Resource data are of a high quality.

Geology modelling

The Toongi deposit geology comprises an elliptical Jurassic trachyte sill measuring approximately 850 m east–west, 550 m north–south and 115 m thick, which forms a low topographic rise and hosted within metasedimentary and volcanic country rocks. The host rock is massive, fine-grained and microporphyritic, dominated by feldspar, albite and aegirine. Ore metals are hosted primarily in complex Na-Ca-Zr-Hf-HREE silicate phases and natroniobite, with bastnäs site hosting light REE. Mineralisation is disseminated and pervasive within the trachyte.

Mining One Consultants Pty Ltd (Mining One), as the consultants preparing the estimate, constructed a single mineralised domain wireframe representing the trachyte sill using sectional interpretation strings based on geology and assay continuity, applying a minimum domain thickness of 5 m and excluding chilled margin material of 5m width. Dry bulk density data from 92 immersion measurements support assignment of a density value of 2.49 t/m³ for mineralised trachyte and 2.40 t/m³ for waste.

In SRK's opinion, the description of the geology modelling process is appropriate.

Estimation

The 1 m downhole composite samples were generated from RC and diamond drilling for all elements modelled, consistent with the primary sampling interval. Variography and estimation by ordinary kriging (OK) was undertaken for ZrO₂, HfO₂, Nb₂O₅, Ta₂O₅, Y₂O₃, REO, Th and U with inverse distance squared (ID2) estimation method used for elements with incomplete coverage. SRK notes the Nd, Pr, Dy and Tb oxides, the economic elements extracted from the proposed heap leach, were estimated using ID2.

The block model was prepared using parent cell dimensions of 50 m × 50 m × 5 m with sub-blocking to 12.5 m × 12.5 m × 1.25 m. Top-capping was not required. In SRK's opinion, the methods used to prepare the estimate are appropriate, albeit with concern that the model was originally prepared with its focus on elements other than those being now considered. SRK has performed additional analysis on the Nd, Pr, Dy and Tb assays in this section (below) to ensure these estimates can be used for mine planning purposes.

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Validation

Model validation comprised statistical checks, visual checks and swath plot analysis. The global mean grades from the block model were comparable to the composite grades. Swath plots and section reviews showed strong correlations between block grades and composite grades. Volumetric checks of the mineralised domain and block model volumes were performed, with no issues noted. ID2 check estimates were prepared to compare with the OK estimates, with results showing a high level of consistency. Grade-tonnage curves were prepared for ZrO₂, TREO, total oxides, Th and U.

Classification

The Mineral Resource classification is based on drill spacing, data quality, geological confidence and grade continuity. Average drill hole spacing in the Measured category is approximately 80 m × 80 m. All remaining mineralisation is classified as Inferred. There are no Indicated Mineral Resources.

RPEEE

Reasonable prospects for eventual economic extraction (RPEEE) have been demonstrated by multiple studies, including feasibility studies and subsequent engineering and modularisation reviews. The mining studies support open pit mining and on-site processing of up to 1 Mtpa ore.

SRK also notes that recent developments in the USA have highlighted the potential for a floor price on some products being produced from the Dubbo Project and the KMP. The prospect for a strategic stockpile of critical minerals was also announced.

Further support for RPEEE is evident in existing environmental approvals and development consent for mining, processing and residue storage, with pit staging configured to manage biodiversity impacts, notably on the Pink-tailed Worm-lizard. The combination of granted ML 1724, established infrastructure concepts, detailed engineering, and positive economic evaluations is supporting of RPEEE threshold being achievable.

2.2.4 Changed focus of elements of economic interest

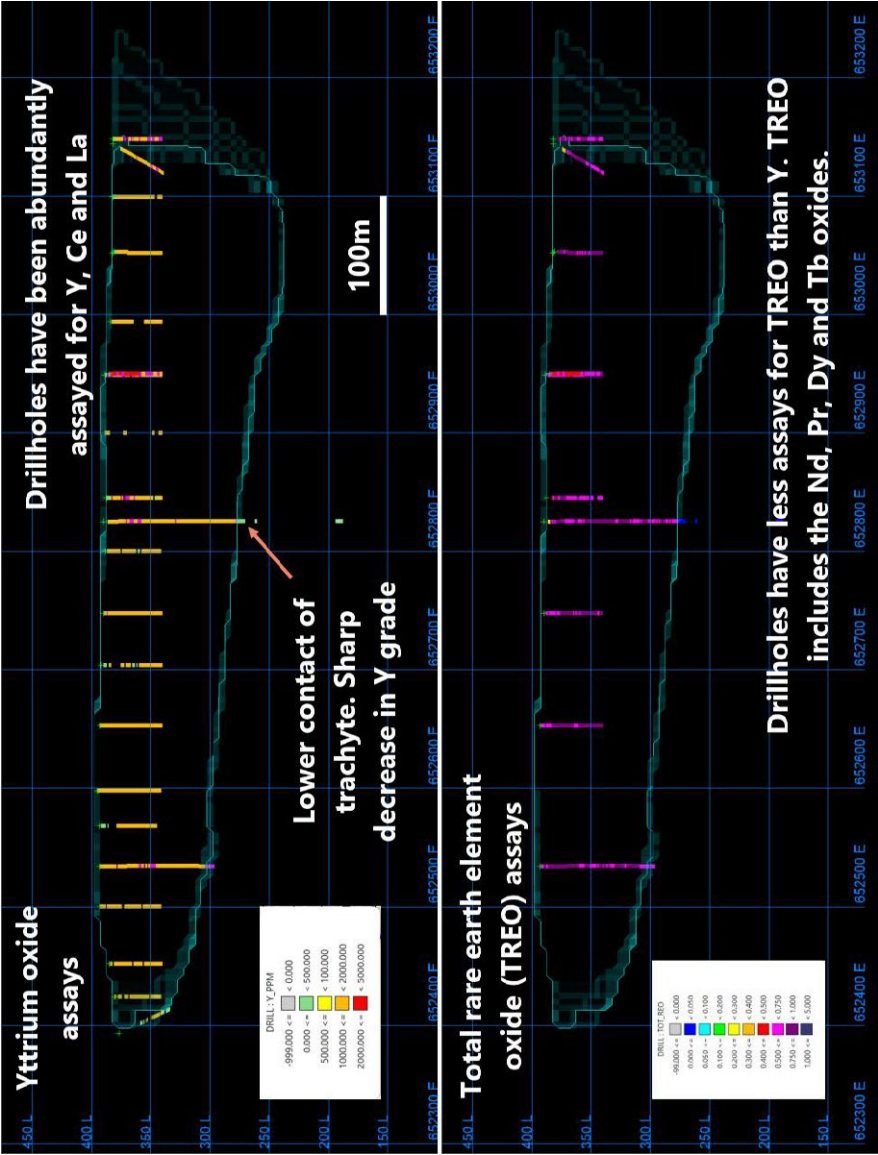
The focus of the 2016 Toongi Mineral Resource estimate and 2021 feasibility study was ZrO₂%, HfO₂%, Nb₂O₅%, Ta₂O₅%, Y₂O₃% and TREO. Since 2025 and up until the date of this Report, the focus of ASM's proposed mining operation has changed to a select three rare earth oxide products.

SRK has tested whether the shift in focus means the 2016 Mineral Resource estimate can still be relied upon to assess the three-product heap leach option. Two cross sections of the deposit have been prepared in Figure 2.4. The top section shows the yttrium (Y) assays, which have been collected in all the drill holes (also La and Ce). The bottom section shows the TREO assays, which include Nd, Pr, Dy and Tb oxides. As evident, every second hole has been assayed.

While there are fewer TREO assays, SRK has concluded the 2016 Mineral Resource is able to be relied upon to predict the tonnes and grade for the select rare earth oxides being targeted in the heap leach, due to the supporting evidence from high Ce, Y and La assays.

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Figure 2.4: Comparing Y and TREO assay abundance



Sources: ASM data room, SRK analysis February 2026

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Regression of Nd and Pr oxides against Ce, Y and La oxides

As a high-level crosscheck on the assay statistics, SRK has also regressed the less-commonly assayed Nd and Pr oxide assays against the abundant Ce, Y and La oxide assays using 2 m composited assay intervals. The results from the regression show that both Nd and Pr oxides are moderately to strongly correlated with the Ce, Y and La oxides, with R^2 values of 0.70 and 0.81, respectively (Table 2.4). This indicates the Y, La and Ce oxides can be used to predict the Nd and Pr oxide values.

Table 2.4: Regression statistics – Y, La and Ce oxides versus Nd and Pr oxides

Regression statistic	Nd oxide	Pr oxide
Multiple R	0.8372	0.9006
R Square	0.7010	0.8110
Adjusted R Square	0.6999	0.8103
Standard Error	0.0096	0.0022
Observations	845	799

Sources: ASM dataroom, 2016 Mineral Resource drillhole database, SRK analysis, February 2026

Given the Ce, Y and La oxides can be used to predict the Nd and Pr oxide values, the coefficients for the least-squares regression were determined and are provided in Table 2.5.

Table 2.5: Regression coefficients

	Coefficients Nd oxide	Coefficients Pr oxide
Intercept	0.000514	-0.002645
Y ₂ O ₃	0.191975	0.016583
La ₂ O ₃	0.566211	0.146600
CeO ₂	-0.055293	0.024037

Sources: ASM dataroom, 2016 Mineral Resource drillhole database, SRK analysis, February 2026

Notes: For praseodymium oxide, the yttrium oxide has a relatively high p-value. This indicates the Pr₆O₁₁ could be determined using just lanthanum and cerium oxide without a significant loss of predictive quality.

Using these coefficients, SRK has re-calculated the Nd and Pr oxide grades for certain intervals which have been assayed. The comparison of the assays (true values) against the regressed values (calculated) is given in Table 2.6. SRK notes the assayed Nd oxide value of 0.11% matches the Mineral Resource estimated grade of 0.11% and is less than the regression-derived average value of 0.128%. The same pattern occurs for the Pr oxide.

SRK has concluded that the Mineral Resource estimate's Nd and Pr oxide grades may be conservative, when considering the relative Y, La and Ce grades. Notwithstanding this, based on its review of the Mineral Resource estimate and the level of granularity required for valuation, SRK considers the estimate remains reasonable and appropriate for valuation purposes.

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Table 2.6: Comparison of assayed values to regression-derived values

	Nd oxide, assays (%)	Nd oxide, regression (%)	Pr oxide, assays (%)	Pr oxide, regression (%)
Arithmetic average	0.110	0.128	0.034	0.037
Count of pairs	845		799	

Sources: ASM dataroom, 2016 Mineral Resource drill hole database, SRK analysis, February 2026

2.2.5 Exploration potential

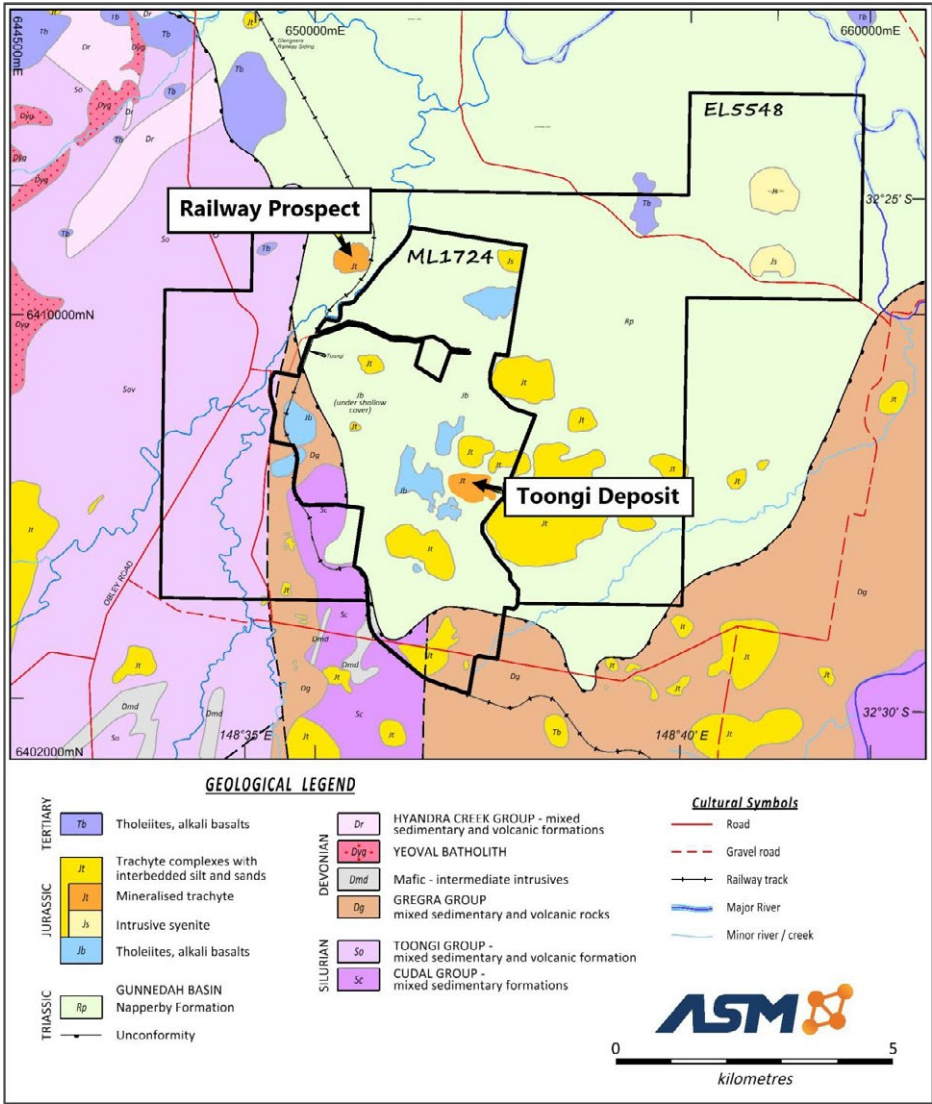
Mineralisation potential exists within the shallow intrusive emplacements at the TAMF. The intrusives are generally outcropping and display a unique geophysical signature, making identifying and testing the intrusions a relatively straightforward process. Given the relatively easy nature of exploration, the area is well explored.

Previous exploration has identified potential mineralisation at the Railway prospect, an interpreted trachyte sheet. Anomalous grades of ZrO₂%, HfO₂%, Nb₂O₅%, Ta₂O₅%, Y₂O₃% and TREO have been assayed, but the grades are approximately half of those observed at the Toongi deposit.

SRK understands the relatively lower grades mean the Railway prospect is not being considered for further development at this stage. The location of the Railway prospect, in EL 5548, is shown in Figure 2.5.

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Figure 2.5: Exploration areas at the Dubbo Project



Sources: ASM data room, [Chalmers ANU Rare Earth Conference Dubbo Project Nov 2022 Update.pdf], SRK annotation February 2026

In SRK's opinion, there appears to be little prospect of finding additional deposits of the same scale and grade as Toongi in proximity to surface in the TAMF due to the relatively easy nature of discovery and existing exploration work already performed. There may be further exploration potential for deposit discovery at depth (>100–200 m below cover).

SRK notes EL 7631 is located approximately 20 km east of Toongi and is explored for deposits similar to the Toongi deposit. To date, no prospects have been delineated at EL 7631.

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2.2.6 Risks and opportunities

In SRK's opinion, the Toongi Mineral Resource estimate has been prepared using appropriate methods, supported by suitable underlying geological data and reported using the principles of the JORC Code (2012).

SRK also notes that, while not every drill hole was assayed for Nd, Pr, Dy and Tb oxides (the main economic elements of the heap leach), a strong and typical relationship exists with the abundantly assayed Ce, Y and La oxides. Based on a high-level multivariate analysis, SRK concludes that if the estimate was to be re-estimated with a focus on the Nd, Pr, Dy and Tb oxides, the re-estimate is unlikely to be materially different to that reported in 2016.

Risks

- The real complexity with the Mineral Resource currently appears to be the extraction and concentration of economic elements from the heap leach. A detailed knowledge of the mineralogy hosting these economic elements is likely to be of equal importance as the overall grades of the economic elements. SRK notes that, at this stage, the Mineral Resource has only estimated the overall grades.
- Peralkaline systems such as those at Toongi are strategic alternative sources for light REEs compared to the currently producing carbonatite mines (primarily bastnaesite minerals) and ion adsorption clay deposits in China. Little practical experience exists in a global context with respect to large-scale mining of peralkaline critical mineral deposits.

Opportunities

- The Toongi deposit is expected to be straightforward to mine.
- The Inferred material within the Toongi deposit will almost certainly convert to a higher level of classification with further drilling.
- The Toongi metallurgy and processing have been extensively studied, and it appears that processing challenges can be addressed, meaning the deposit offers reasonable prospects for eventual economic extraction.

2.3 Mining and Ore Reserves

2.3.1 Introduction

Any future mining of the Toongi deposit is expected to be a relatively simple process, using large machinery to extract material from surface, working from surface to the lowest level of economic value, and from west to east. The planned production rate of 1 Mtpa is not considered excessive for open pit mining in Australia.

As the most recent technical study was completed to a scoping level, per the requirements of the JORC Code (2012), no Ore Reserves are able to be declared until such time as a pre-feasibility study has been successfully completed.

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2.3.2 Status of current mine study

The current mining study (Dubbo Project heap leach scoping study, 2025) has been developed to a scoping level. A previous study (Dubbo Project optimised feasibility study, 2021) was developed with economic viability based on the sale of ore containing ZrO₂, HfO₂, Nb₂O₅, Ta₂O₅ and Y₂O₃, along with a suite of additional rare earth oxides.

The current heap leach study no longer considers all previously considered elements and is limited to the economic viability of REEs neodymium, praseodymium, terbium and dysprosium. Two further significant changes between the 2025 study and the 2021 study are the scale of mining (from 18.9 Mt to 42.81 Mt) and the method of processing (nine-product processing plant to three-product heap leach).

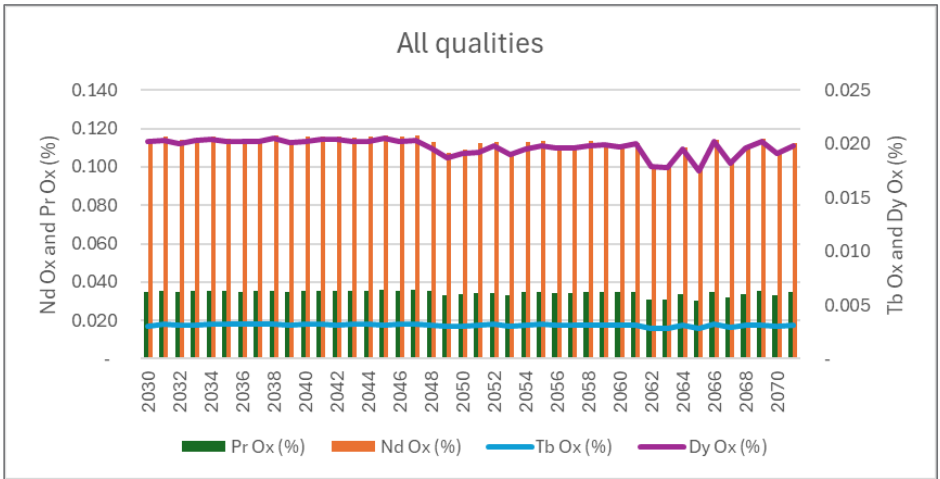
The scoping-level costing (AACE Class 5 for Capital costs) and economic outcomes suggests there is potential for economic extraction. ASM is proceeding with a heap leach pre-feasibility study to study the potential to extract more Mineral Resources, over a longer period using the heap leach method of extraction for the rare earth elements noted above.

2.3.3 Mining method and design

Key project targets

The key project target is to mine 1 Mtpa, mining top down within the current Measured Mineral Resource (i.e. surface down to ~50 m below surface), and from west to east. This results in three separate ore grade categories being exploited during the leaching stage (Figure 2.6).

Figure 2.6: Toongi mine production schedule and qualities



Source: ASM, Mine Plan - Toongi_Schedule_Output_v2_adjusted Ver1

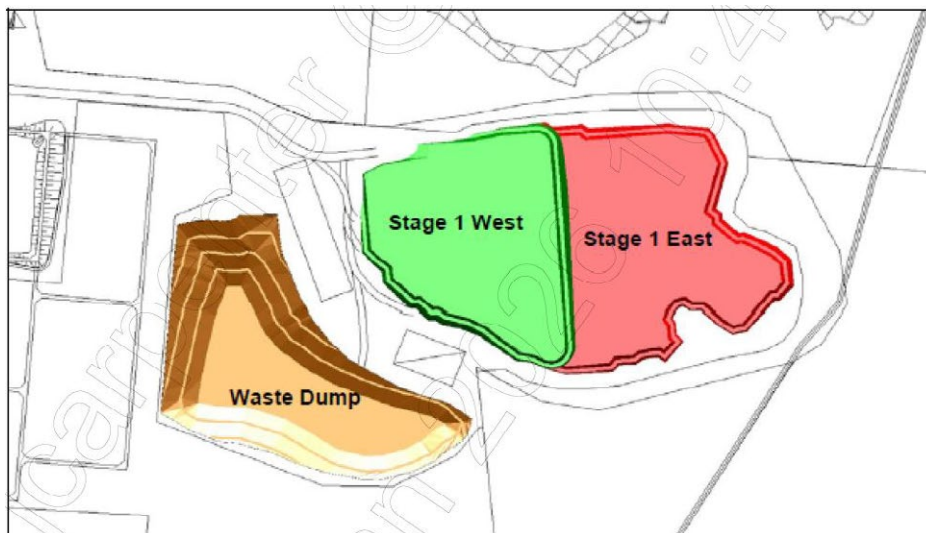
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Open pit design

The open pit mining method considered for the project is common both in Australia and internationally and is considered appropriate for this deposit. Mining will be sequenced as drill-and-blast activities to fragment the material to an appropriate size to haul to the run-of-mine (ROM) pad for crushing and grinding. The operations calendar is planned as 5–5.5 day weeks with operations limited to 9–10 hour day shifts.

SRK considers the pit design to be at a scoping level at present, with no information presented relating to geotechnical studies or design criteria (batter angles, berm widths, bench heights), mining fleet, or detailed mining schedule. At a high level, mining will occur from west to east, with the initial cut on the western limit of the Mineral Resource being developed to the floor of the pit to align with the current expectation of the Measured Mineral Resource. Mining will then progress to the east, resulting in three unique material zones with unique recovery characteristics. Figure 2.7 presents, at a high level, the planned mining stages as well as the conceptual layout for the waste dump.

Figure 2.7: Pit design and waste dump location



Source: ASM, 211207 Dubbo project optimisation.pdf

2.3.4 Production schedule

The most recent scoping-level study elected to maintain the production rate at 1 Mtpa for an extended period to extract the current Measured Mineral Resource. The forecast LOM for the operation is 41 years, commencing in 2030 with last production in 2071. Steady-state production will be achieved within the first 18 months, due mainly to the deposit being close to surface.

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2.3.5 Ore Reserves

No Ore Reserves have been declared for the leach project as the most up to date study is at a scoping level and the JORC Code (2012) requires that a study be at a minimum of a pre-feasibility study level to declare Ore Reserves.

2.3.6 Risks and opportunities

Risks

The main risk for the Dubbo Project at this stage is the relatively conceptual level of design considered. As with most scoping studies, the objective is to consider the potential for economic extraction, typically using benchmarked costs and production rates to aid in the decision process to proceed to a higher level of detailed design.

Opportunities

The current study has not fully investigated the optimal design and sequence to ensure a steady feed of ore to the heap leach pad.

A more refined cost basis may improve the economics for the Dubbo Project.

2.4 Infrastructure assessment

Infrastructure layouts remain to be determined for the proposed operations. High-level placement of infrastructure and the associated requirements have been considered and will be refined during the next phases of study.

Key infrastructure requirements relevant to the project are:

- site access and road upgrades including bridges and traffic management
- water supply leveraging the existing water licences and planned pipeline from the Macquarie River
- power supply
- reagents supply and handling storage and handling facilities
- all site buildings, including offices, workshops and ablutions.

2.5 Project schedule

The supplied project schedule considers project implementation in 2029 with production commencing in 2030, with infrastructure and engineering commencing studies and works some 30 months after FID.

Key construction milestones include:

- PFS – H1 2026
- FEED study – H1 2027

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- FID – H1 2027
- EPCM (Engineer-Procure-Construct-Manage) awarded – H1 2027
- Implementation – 2029.

2.6 Metallurgical testwork and process design

2.6.1 Introduction and background

A technical study has been undertaken to evaluate the viability of processing 1 Mtpa of material over a 42-year mine life using the heap leach option.

Historically, the Dubbo Project was planned around a single, all-in-one flowsheet to recover all minerals – a comprehensive, but capital-intensive, approach. However, over the past few years, shifting market conditions and growing policy momentum with respect to rare earths, particularly in the USA and allied regions, have prompted a strategic reassessment.

In response, ASM commenced the Rare Earths Options Assessment (REOA) in 2024 to explore a phased development pathway, beginning with a first phase focused on rare earths – the highest value and most in-demand segment of the Dubbo Mineral Resource. This approach offers a more agile and targeted entry point, aligning with current market priorities while potentially reducing initial capital requirements. This strategic shift has opened the door to a staged implementation of the Dubbo Project. The first phase will concentrate on rare earth oxide recovery. A potential second phase could target the broader suite of critical minerals in the Dubbo Mineral Resource and stockpile.

ASM announced indicative rare earth recoveries from the heap leach metallurgical testing on 17 June 2025. These were incorporated into the most recent technical study, along with the outputs of the other work, which presents an economic evaluation of the heap leach option as a potential first-phase development pathway for the Dubbo Project.

Subsequently, during Q1 2026, ASM evaluated two potential development pathways for the Heap Leach Option: the production of separated oxide products and the production of an intermediate MREP.

The inclusion of the MREP pathway provides additional flexibility in the proposed development strategy, with the potential to streamline early project execution, reduce processing complexity, and support earlier market entry.

2.6.2 Metallurgical testwork

The REOA identified several technically viable options, with promise shown in heap and atmospheric tank leaching. These methods have the potential to remove the need for a capital- and energy-intensive acid bake in the initial development phase, significantly simplifying the process flowsheet. To assess these options, ASM conducted extensive metallurgical testwork, including variability tank leach and bottle roll tests across different zones of the Dubbo Project deposit. These tests demonstrated encouraging rare earth recoveries and revealed opportunities for further investigation and optimisation.

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ASM evaluated lower capital, and shorter implementation options to recover light (Nd and Pr) and heavy (Dy and Te) rare earth elements from the Dubbo Project. The work to date has identified several potential options, with a focus on atmospheric tank and heap leaching methods. Metallurgical testwork and engineering studies have advanced these options, including assessments of both sulfuric and hydrochloric acid leach variants.

These leaching options offer the potential to develop and construct the Dubbo Project in a phased approach, eliminating the need for a capital and energy-intensive roaster and associated infrastructure in the first phase. The first phase of construction would focus on separated rare earth oxide production, with early revenue generation helping to fund a second phase of development. This subsequent phase would incorporate the additional processing steps required to recover the remaining valuable critical minerals in the Dubbo Project resource – zirconium, niobium and hafnium and the residual rare earth elements (including samarium and gadolinium).

As part of the REOA, ASM undertook a series of scoping variability tank leach and bottle roll tests on selected drill core intervals from the Dubbo Project to assess the various leaching techniques and reagent types and regimes (Phase A Program). Results from this scoping variability testing indicated a range of light and heavy rare earth recoveries across the ore deposit, with opportunities identified for further investigation and optimisation.

Following on from this scoping variability testing and to progress the heap leach option, ASM commenced a metallurgical and testwork program of bottle roll leach tests on drill core intervals and three large mining zone composites using hydrochloric acid (HCl) (Phase B Program). A summary of the Phase B Program and results are presented below, along with details of the development of the composites used in the testwork.

Metallurgical composite sample development

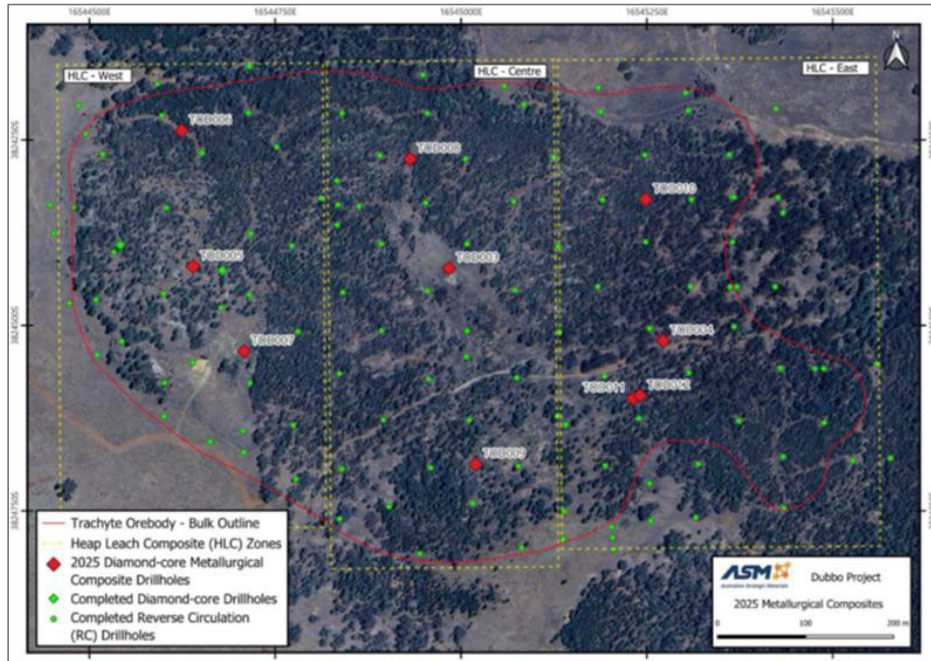
The Toongi deposit was divided into three areas from east to west zones, producing three heap leach composites (HLCs): HLC - East, HLC - Centre, and HLC - West as shown in Figure 2.8.

Each zone was represented by a composite created from diamond-core drill holes. These composites are considered representative of the Toongi deposit's mineralogy and grade.

Sampling was conducted from the coherent trachyte contact down to 360 m relative level (RL), using predominantly HQ diameter (63.5 mm) core with some PQ (85 mm diameter) contributions. Core intervals included half-core, quarter-core, three-quarter core, and full-core samples. The trachyte unit exhibits a uniform weathering profile and consistent mineralogy to 360 m RL, with primary minerals such as feldspars, aegirine, eudialyte and quartz largely replaced by clay. Alteration is strongest in the groundmass, while quartz and phenocryst minerals remain relatively intact. A manganese-iron oxide overprint is present, forming dendritic coatings along fractures.

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Figure 2.8: Toongi deposit showing overlay of three HLC zones



Sources: ASM Scoping Study, 11 July 2025

Each composite sample was crushed to a top size of 25 mm, then split into 10 kg aliquots. One 10 kg aliquot from each of the crushed samples was crushed to a top size of 12.5 mm, and another 10 kg aliquot from each of the crushed samples was crushed to a top size of 6 mm. The assayed head grades of each composite are shown in Table 2.7.

Table 2.7: Phase B Program – composite head grade characterisation

Composite	Assayed Head Grade, ppm								
	TREO*	MREO**	Pr ₆ O ₁₁	Nd ₂ O ₃	Tb ₄ O ₇	Dy ₂ O ₃	Y ₂ O ₃	Zr	Nb
HLC - West	8,006	1,921	387	1,283	35.4	216	1,340	13,800	2,910
HLC - Centre	7,884	1,808	372	1,207	34.2	195	1,276	13,250	2,980
HLC - East	7,624	1,803	369	1,207	32	196	1,269	13,350	2,840

Notes:

* TREO (total rare earth oxide) = La₂O₃ + CeO₂ + Pr₆O₁₁ + Nd₂O₃ + Sm₂O₃ + Eu₂O₃ + Gd₂O₃ + Tb₄O₇ + Dy₂O₃ + Ho₂O₃ + Er₂O₃ + Tm₂O₃ + Lu₂O₃ excluding Y₂O₃.

** MREO (magnetic rare earth oxide) = Pr₆O₁₁ + Nd₂O₃ + Tb₄O₇ + Dy₂O₃.

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Testwork program and results

The Phase B intermittent bottle roll testing (Figure 2.9) builds on earlier testwork conducted and assessed the leach performance of the three HLC samples. Testing focused on two key variables: crush size (25 mm, 12.5 mm and 6 mm) and starting initial hydrochloric acid concentration (20 kg/t and 50 kg/t), resulting in 18 tests.

Each test used a 1 kg aliquot mass in a 4 L bottles with a pulp density of 50 w/w% solids, run intermittently (5 mins ON, 55 mins OFF) at ambient temperature over 28 days. Liquor samples were taken daily during the first week and twice weekly thereafter to coincide with kinetic sampling times.

Figure 2.9: Dubbo Project – Phase 2 bottle roll leach test set-up



Sources: ASM Scoping Study, 11 July 2025

The summary results for each area composites are presented in Table 2.8 to Table 2.10.

Table 2.8: Summary of bottle roll results – HLC - West

REE	HLC - West Final Extraction (%) (MS-81 Fusion/acid digestion/ICP-MS for solids, ICP-OES for liquids)					
	25 mm crush		12.5 mm crush		6 mm crush	
	50 g/L HCl	20 g/L HCl	50 g/L HCl	20 g/L HCl	50 g/L HCl	20 g/L HCl
Pr	80	73.5	84.9	81.8	85.4	82.5
Nd	75.1	68.1	79.9	77	80.4	77.2
Tb	38.6	31.5	44.2	40.9	44.7	40.8
Dy	30.6	21.3	37.3	29.8	35.3	29.8

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Table 2.9: Summary of bottle roll results – HLC - Centre

REE	HLC - Centre Final Extraction (%) (MS-81 Fusion/acid digestion/ICP-MS for solids, ICP-OES for liquids)					
	25 mm crush		12.5 mm crush		6 mm crush	
	50 g/L HCl	20 g/L HCl	50 g/L HCl	20 g/L HCl	50 g/L HCl	20 g/L HCl
Pr	74.9	71.9	73.4	73.1	75.9	73.2
Nd	68.7	65.8	66.2	65.5	68.4	65.7
Tb	36.1	34.5	26.3	26.9	25.3	27.1
Dy	22.8	19	7.7	11.8	6.1	9.7

Table 2.10: Summary of bottle roll results – HLC - East

REE	HLC - East Final Extraction (%) (MS-81 Fusion/acid digestion/ICP-MS for solids, ICP-OES for liquids)					
	25 mm crush		12.5 mm crush		6 mm crush	
	50 g/L HCl	20 g/L HCl	50 g/L HCl	20 g/L HCl	50 g/L HCl	20 g/L HCl
Pr	79.7	68.6	82.7	72.5	82.7	74
Nd	72.9	61.9	75.9	65.5	75.8	68.1
Tb	20.2	23.5	27.1	19.6	26	27.4
Dy	14.3	11.9	17.1	6.3	16.4	16.9

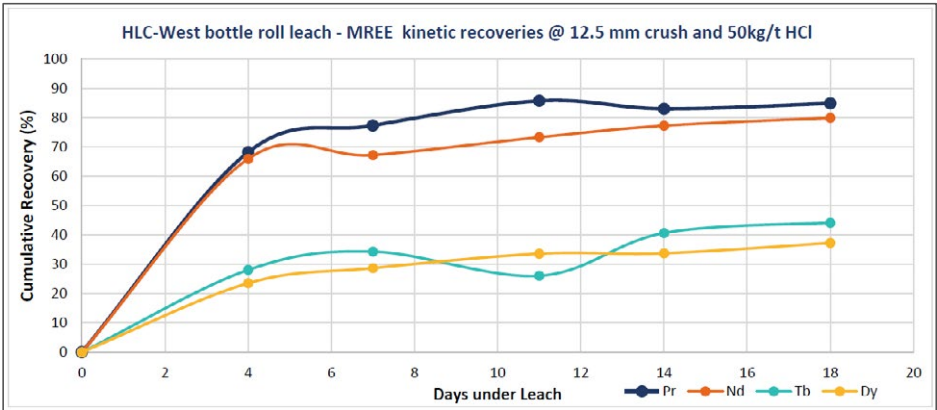
The bottle roll test results highlight that the Toongi deposit shows strong potential for heap leaching to support the recovery of rare earth oxides.

- Across the composites, crush sizes between 12.5 mm to 25 mm are optimal for the highest recoveries, which reduces crushing requirements and aids heap leach performance.
- Optimal recovery from HLC - West composite (estimated to be the first 8–10 years of mined ore) yielded:
 - Nd recoveries up to 80%
 - Pr recoveries up to 85%
 - Tb recoveries up to 44%
 - Dy recoveries up to 38%
- Optimised recoveries for HLC - East were relatively close to those for the HLC - West zone, while the recoveries for HLC - Centre were somewhat lower.

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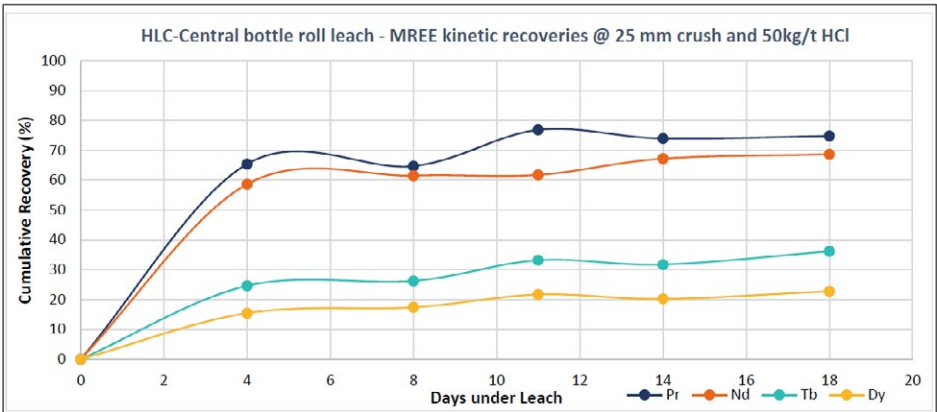
The kinetic results for each area composites are presented in Figure 2.10 to Figure 2.12.

Figure 2.10: HLC - West bottle roll leach results – cumulative recovery by day



Source: ASM Scoping Study, 11 July 2025

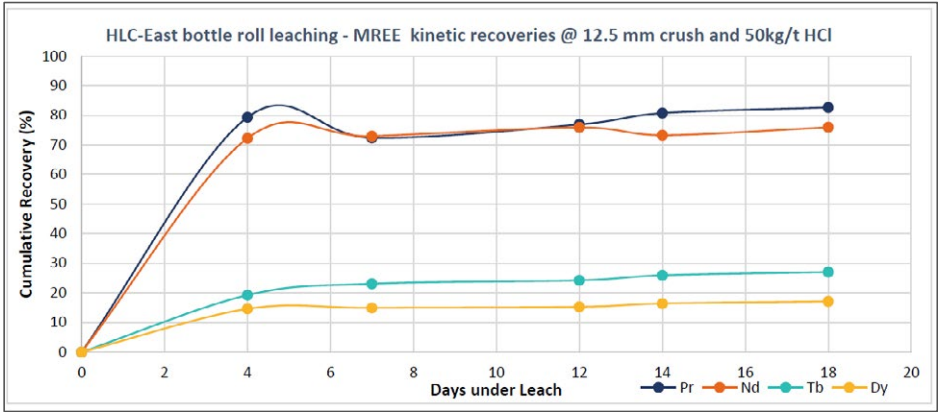
Figure 2.11: HLC - Centre bottle roll leach results – cumulative recovery by day



Source: ASM Scoping Study, 11 July 2025

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Figure 2.12: HLC - East bottle roll leach results – cumulative recovery by day



Source: ASM Scoping Study, 11 July 2025

Results suggest that the leaching is rapid, with most recoveries achieved after 18–20 days.

2.6.3 Scoping study

ASM completed a scoping study in mid-2025, evaluating development of the Dubbo Project, focused on rare earth oxide production using a heap leach purification, separation and refining flowsheet.

This high-level economic assessment envisaged processing 1 Mtpa of material to produce separated light rare earth oxide (NdPr oxide) and heavy rare earth oxides (Tb oxide and Dy oxide) to meet growing global demand.

2.6.4 Process description

The 2025 scoping study evaluates a simplified processing route for rare earths oxide production using low-cost heap leaching, followed by purification, separation and refining steps.

The major processes are outlined in the following subsections.

Mobile crushing

A two-stage mobile crusher will reduce material size for effective leaching. The system will operate on a 5.5-day shift, with a ROM pad buffer between haul trucks and the loader feeding the plant.

Agglomeration

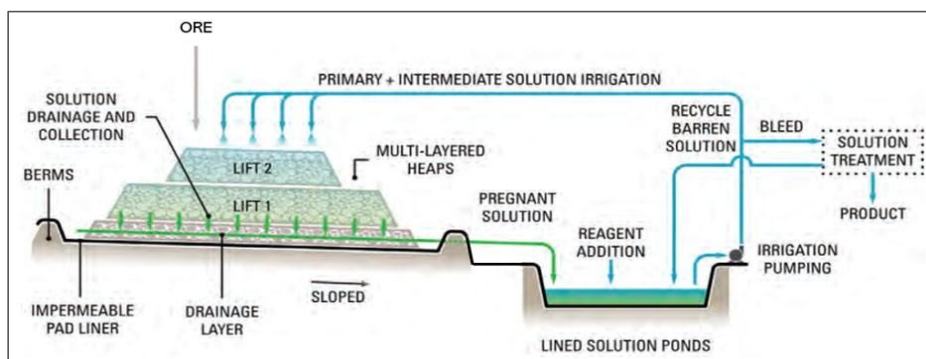
Crushed material will be combined with a binder in an agglomeration drum, producing uniform agglomerates that ensure proper heap permeability and prevent pooling or channelling.

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Heap leach

The heap leach pad is proposed to be constructed with engineered fill, placed after cut and fill has been completed. The heap leach pad will be lined with high density polyethylene (HDPE) over compacted fill and feature leak detection and drainage systems. Material will be stacked up to 30 m high in compact cells using conveyors, with micro-spray irrigation applying leach solution. Leaching is continuous, progressing from barren solution to pregnant leach solution (PLS).

Figure 2.13: Dubbo Project – heap leach process schematic



Source: ASM Scoping Study, 11 July 2025

Purification and filtering

The pregnant solution will be pumped to the process plant, to be purified by precipitating iron, aluminium and zinc from the solution. The precipitated particles are then removed (using filters) from the solution as filter cake at the purification plant.

Rare earth precipitation

The rare earth elements are then purified through precipitation and filtration to provide a leach filtrate to be processed in a rare earth separation circuit.

Rare earth separation

Solvent extraction separates rare earth elements from the filtrate using an organic extractant in a counter-current system (CCS).

Rare earth refining

The solvent extraction loaded strip solution is pumped to the precipitation tanks with rare earth precipitated solids. Filtered solids are calcined for final rare earth product bagging, ready for shipment.

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Waste disposal

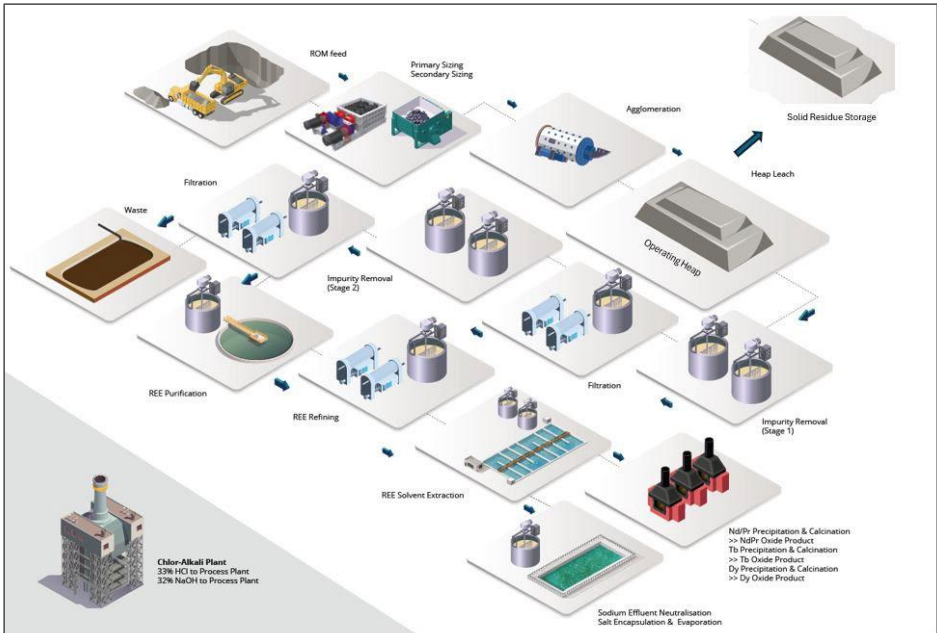
Process waste (filter cake) will be disposed of in a double HDPE-lined facility with leak detection. Chloride-rich effluents containing free acid are neutralised with sodium hydroxide before being sent to the solar evaporation pond. Evaporated salts are transferred to salt encapsulation cells for LOM storage.

The Dubbo Project's orebody holds low levels of radionuclides (e.g. uranium and thorium). Any radionuclides present in the initial material will report to the solid residue storage facility after undergoing an acidic 'fixing' process prior to neutralisation.

2.6.5 Process flowsheet

ASM's proposed heap leach processing plant is designed to process 1 Mt of feed material per annum, targeting the production of high-purity NdPr oxide, Dy oxide and Tb oxide, as shown in Figure 2.14.

Figure 2.14: Dubbo Project – flowsheet



Source: ASM Scoping Study, 11 July 2025

2.6.6 Metallurgical recoveries

Table 2.11 exhibits the metallurgical recoveries for the process plant.

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Table 2.11: Metallurgical recovery estimates

Parameter	Assumption			
	West	Centre	East	Average LOM
Product leach recoveries	Nd: 79.9%	Nd: 68.7%	Nd: 75.9%	Nd: 74.4%
	Pr: 84.9%	Pr: 74.9%	Pr: 82.7%	Pr: 80.3%
	Dy: 37.3%	Dy: 22.8%	Dy: 17.1%	Dy: 26.6%
	Tb: 44.2%	Tb: 36.1%	Tb: 27.1%	Tb: 36.9%
Post-leach processing losses	5% of rare earths leached are precipitated (and therefore lost) in the impurity removal process.			
Net metallurgical recoveries	West	Centre	East	Average LOM
	Nd: 75.9%	Nd: 65.3%	Nd: 72.1%	Nd: 70.7%
	Pr: 80.7%	Pr: 71.2%	Pr: 78.6%	Pr: 76.3%
	Dy: 35.4%	Dy: 21.7%	Dy: 16.2%	Dy: 25.3%
	Tb: 42.0%	Tb: 34.3%	Tb: 25.7%	Tb: 35.0%

Leaching recoveries were based on the bottle roll testwork.

Post-leaching processing losses of 5% are based on the estimate of rare earths leached as precipitates (and therefore lost) in the impurity removal process.

Net recoveries were calculated based on the leaching recoveries and downstream processing losses.

2.6.7 Production and schedule

The targeted operations plan for the heap leach processing 42 Mt of the feed material at the rate of 1 Mtpa, resulting in a 42-year project life. The mining plan splits Dubbo into three zones (East, Centre and West) – with mining progressing from west to east.

The plant recoveries are based on the metallurgical testwork results from the drill holes.

- West – mined for the first 15 years, with recoveries based on those results reported for HLC - West (approximately 15 Mt).
- Centre – mined in years 16–32, with recoveries based on those results reported for HLC - Centre (approximately 17 Mt).
- East – mined in years 33–42, with recoveries based on those results reported for HLC - East (approximately 10 Mt).

Based on the average feed grade and recoveries, the Dubbo Project is estimated to produce 778 tpa of Nd oxide, 258 tpa of Pr oxide, 11 tpa of Tb oxide and 49 tpa of Dy oxide.

2.6.8 Processing operating costs

Operating cost estimates for the processing operations are estimated at A\$70.2/t. The site general & administration cost was estimated at A\$9.0/t. After incorporating the mining & haulage cost, the total site cost was estimated at A\$93.1/t (Table 2.12).

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Table 2.12: Dubbo Project – average site cost (real)

Cost category	A\$/t	A\$ M per annum
Mining and haulage contract	13.9	13.9
Heap management	6.0	6.0
Reagent consumption	8.2	8.2
Labour	25.7	25.7
Electric power	14.7	14.7
Reagent transport	4.4	4.4
Product transport	0.1	0.1
Waste transport	2.4	2.4
Maintenance	3.0	3.0
Consumables	1.5	1.5
Contracts	4.2	4.2
Site general & administration	9.0	9.0
Total	93.1	93.1

This cost excludes corporate overheads and Australian production tax credit (APTC).

2.6.9 Processing capital costs

The overall capital cost estimate is estimated at A\$740 M as summarised in Table 2.13.

Table 2.13: Capital cost estimates

Item	A\$ M (real)
Equipment Supply	13.5
Packages (chlor-alkali plant, solvent extraction circuit)	148
Main Electrical Equipment Supply	35.5
Steelwork Supply	14.4
Platework Supply	7.0
Freight	14.9
Installation & Civil Works	197.3
Heap Leach	16.3
Solid Residue Storage Facility (SRSF)	27.1
Contractor's Indirect Costs and Management	31.3
EPCM Fee	65.7
Operational Readiness	2.5
Contingency at 18%	103.2
Total project works excluding owner's costs	676.7
Owner's Team (Project Management)	50.0
Vendors, First Fill & Spares	13.3
Project total	740.0

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The capital cost estimate was prepared and reported to an AACE Class 5 level of accuracy, with a typical range of $\pm 50\%$, consistent with early-stage project evaluations.

The estimated construction timeline spans 30 months after taking FID, beginning with the award of EPCM contract through to detailed engineering, procurement and construction phases.

2.6.10 Sustaining capital costs

In addition to the estimated capital cost, the technical study incorporates sustaining capital in every year of production following the initial construction period. An estimate of A\$7 M per annum in sustaining capital has been assumed, approximating 1% of the capital cost estimate, although ASM recognises that there will be significant variance in sustaining capital expenditure from year to year as specific components are replaced or refurbished.

The total quantum of sustaining capital over the anticipated 42-year operation totals A\$311 M in real terms.

2.6.11 Overall capital cost estimate

Overall capital cost estimates include project capital of A\$740 M and sustaining capital of A\$311 M over the anticipated 42-year life of the operation. These are estimated in real dollar terms.

2.6.12 Risks and opportunities

Risks

Metallurgical process risk

Rare earth and critical mineral recoveries are dependent on the metallurgical process that is required to liberate economic minerals and produce a saleable product and by nature contain elements of significant risk such as:

- identifying a metallurgical process through testwork to produce a saleable metal
- developing an economic process route to produce a metal
- any changes in mineralogy in the deposit, which can result in inconsistent metal recovery.

These factors may affect the ongoing development and commercialisation of the Dubbo Project, which could adversely impact financial performance and financial position.

Demand for rare earth oxides

Critical minerals technology and consumer trends are evolving rapidly. Products to be produced from the Dubbo Project include rare earth oxides that are used in a variety of applications including, defence, EVs and consumer electronics and critical minerals technology.

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However, if there is:

- changing demand for the applications for which critical minerals may be used and/or the advancement of alternative technologies for use in such applications and which do not require the use of critical minerals or a lesser quantity of critical minerals; and/or
- changes in the sentiment or conditions in the countries and sectors in which ASM and its downstream commercial partners sell or intend to sell their products,
- the conditions in relation to the Dubbo Project may change rapidly, create revenue uncertainty and adversely impact on ASM's financial performance and growth.

Opportunities

Prices

- Prices for rare earth oxides experience considerable variance. Prices for rare earth oxides fell over the 2023 and 2024 calendar years but rose during the 2025 calendar year (compared to 2024). In recent months, there are signs that conditions in the EV market are further improving.

2.7 Environment, Social and Governance

2.7.1 Environmental and social setting

Social setting

The Dubbo Project is located immediately to the east of the village of Toongi (population 62 at the 2021 census) and approximately 25 km south of Dubbo, NSW. Dubbo is a major regional centre with a population of over 43,000 at the 2021 census.

Toongi comprises a mixture of small and large residential lots, land previously owned by GrainCorp for siloing of grain and Crown Land reserves. Facilities at Toongi include a community hall, a waste transfer station and recreational facilities (sports field, tennis courts and camping ground). The Wambalang Environmental Education Centre (part of the NSW Department of Education's Environmental Education Centre network) is located approximately 4.2 km southwest of the project site.

The proximity of the project to Toongi and various rural residential properties and public roads (Figure 2.15) is reflected in statutory conditions imposed through the project's environmental approvals (Table 2.15). The conditions include, for example, restrictions on project-related transport and operating hours and requirements to limit noise and blasting vibration.

The dominant land use in the project locality is agriculture, especially grazing and (to lesser extent) dryland cropping. Other land uses in the district include forestry and conservation.

Physiography

Topography in the project locality generally consists of undulating hills with gentle to moderate slopes, surrounded by floodplains associated with local drainage features (Figure 2.16). Ground surface elevations range between about 275 m Australian height datum (AHD) and 425 m AHD.

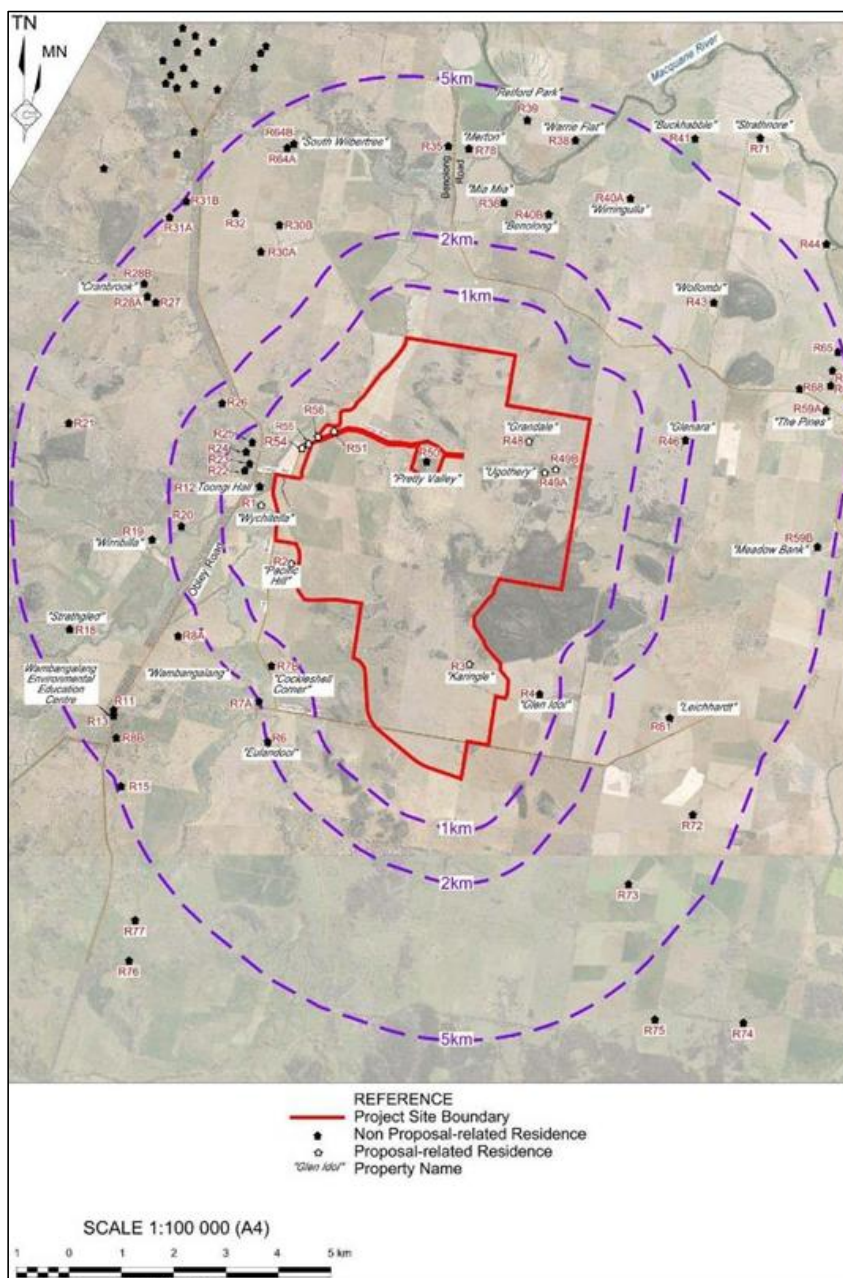
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Local surface water systems generally flow in a north or northeasterly direction towards the Macquarie River, located approximately 2.25 km from the Dubbo Project. All local creeks are ephemeral. The project area overlies, abuts or interacts with five sub-catchments, but mostly lies within the Macquarie River (undefined) catchment and the Wambangalang and Cockabroo Creek catchments.

The project area is underlain by two aquifers: a shallow groundwater aquifer extending to a depth of approximately 43 m and beneath it, a fractured rock aquifer. Groundwater flows radially from the high ground area of the proposed mine operations to the surrounding valleys or floodplains. The depth to groundwater varies, but water bores accessing water from the shallow alluvial aquifer typically draw water from depths ranging from ~20 m to 35 m below the ground surface. Shallow groundwater quality is generally fresh to slightly brackish, with neutral pH and low concentrations of most dissolved metals. Untreated groundwater is not considered suitable for human but is used locally for stock and domestic purposes and (to a limited degree) irrigation. Groundwater yields are relatively low (usually <1 L/s) (RW Corkery & Co, 2013).

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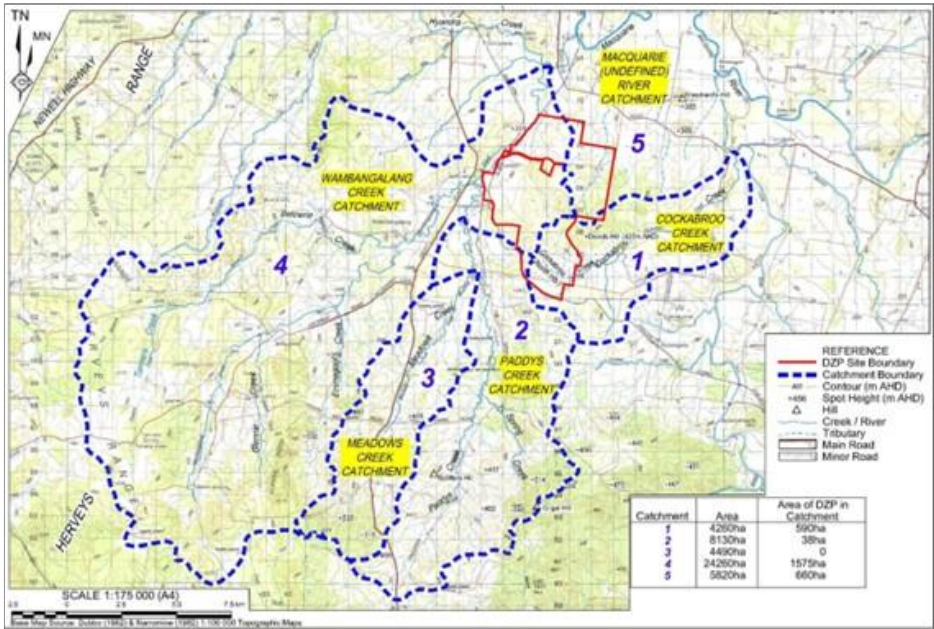
Figure 2.15: Sensitive receptor locations



Source: RW Corkery & Co (2022)

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Figure 2.16: Topography and drainage in project locality



Source: RW Corkery & Co (2013)

Biodiversity

Much of the area to be disturbed upon implementation of the Dubbo Project has been cleared of larger vegetation and/or grazed or cropped over many years. Approximately 71 ha of intact native vegetation was mapped over the project area during baseline assessments in 2013.

Remnant vegetation types identified in the project area includes:

- CW138: Fuzzy Box – Inland Grey Box on alluvial brown loam soils of the NSW South Western Slopes Bioregion and southern Brigalow Belt South Bioregion (Benson 201) EEC
- CW212: White Box – Tumbledown Gum woodland on fine-grained sediments on the NSW central western slopes (Benson 270)
- CW213: White Box – White Cypress Pine – Inland Grey Box woodland on the western slopes of NSW (Benson 267).

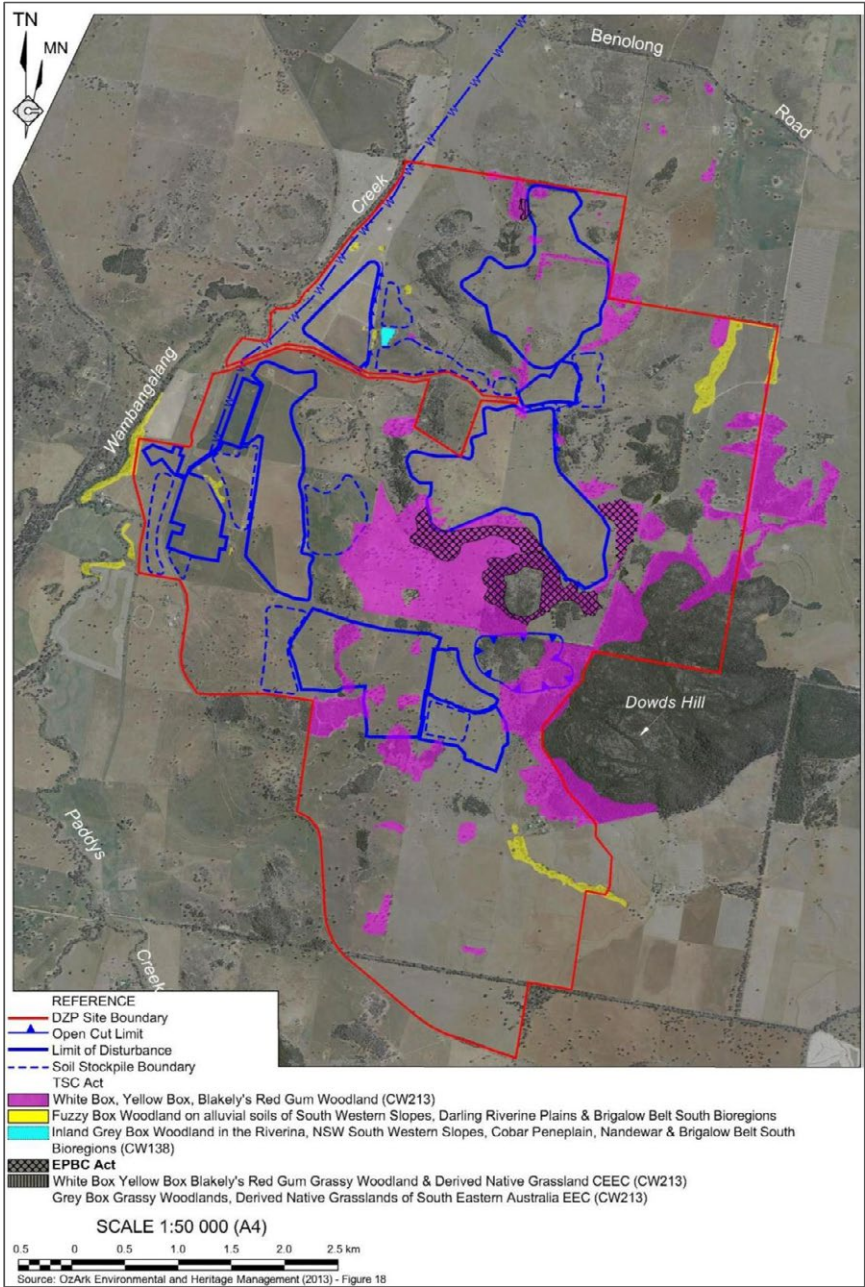
Some vegetation types have similarities to ecological communities now considered threatened under State or Federal legislation, but vegetation impacts were not identified as a significant environmental factor at the time of the project's original impact assessments, as most of the project-related footprint was arranged to avoid threatened vegetation types. Areas of vegetation currently approved for disturbance remain valid, but major changes in the project layout could trigger re-assessment under State or Federal legislation. No threatened flora species were identified during baseline surveys of the proposed mining and processing operational areas.

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Up to six threatened or migratory fauna species were recorded during baseline surveys of the proposed mining and processing operational area. Of these, the Pink-tailed Worm-lizard (listed as vulnerable under both NSW *Threatened Species Conservation Act 1995* and Commonwealth *Environment Protection and Biodiversity Conservation Act 1999* was considered the most significant. ASM has committed to implementing a Pink-tailed Worm-lizard Plan of Management to guide management of this species and its habitats prior to, during and following mine establishment. An area of 1021 ha has been set-aside for the establishment of a Biodiversity Offset Area to compensate for the disturbance to remnant vegetation and threatened biota. Offset areas have been secured in perpetuity through the establishment of an approved Conservation Property Vegetation Plan (May 2017).

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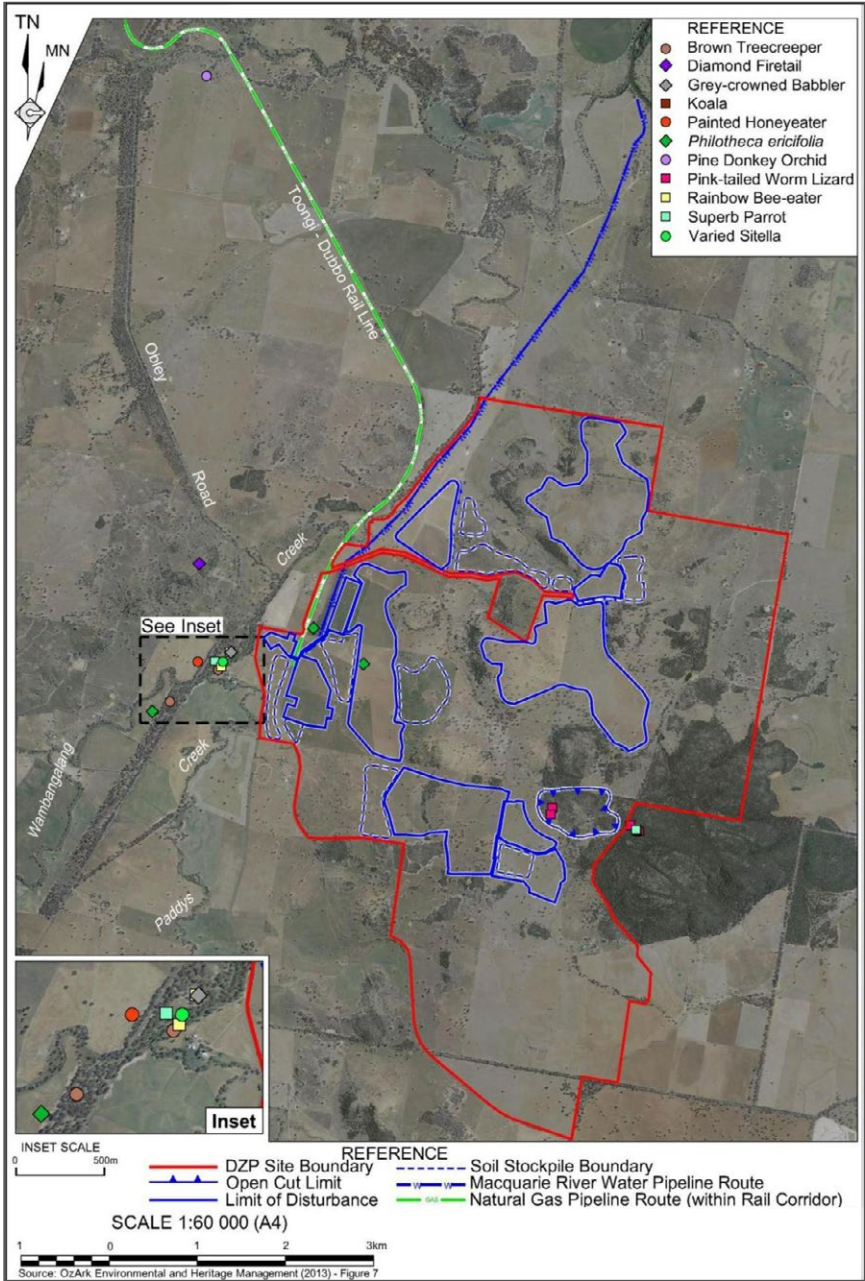
Figure 2.17: Threatened vegetation types/ecological communities



Source: RW Corkery & Co (2013)

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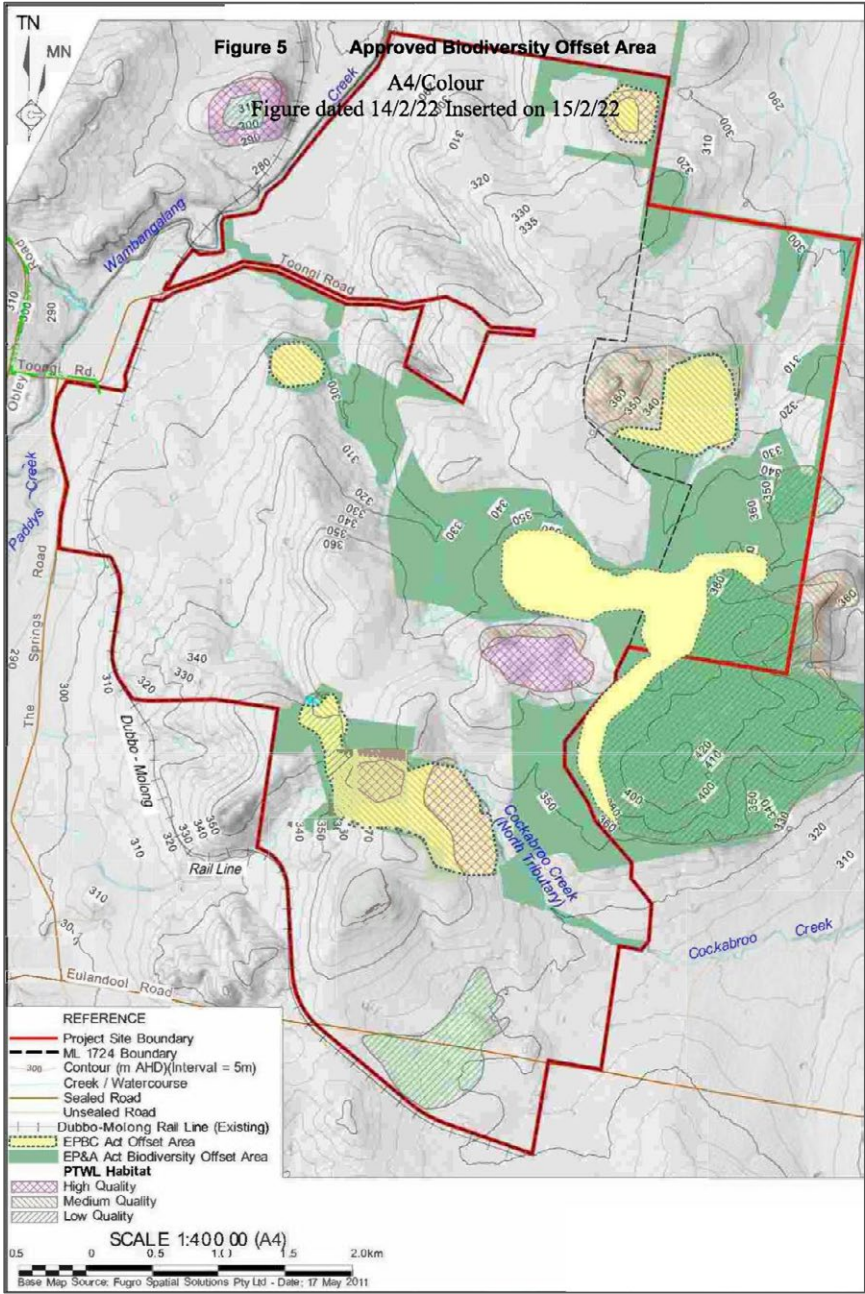
Figure 2.18: Threatened plants and animals recorded in project locality



Source: RW Corkery & Co (2013)

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Figure 2.19: Biodiversity offset areas



Source: RW Corkery & Co (2022)

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2.7.2 Mineral rights

Mineral rights for mining of rare earth minerals, as well as zirconium, tantalum and niobium were granted to Australian Zirconia Ltd on 18 December 2015 through the approval of ML 1724. Australian Strategic Materials (Holdings) Limited is currently listed as the tenement holder. ML 1724 extends over an area of 2,390 ha (refer Section 2.1.2). There is no limit regarding the depth of mining authorised on ML1724 under the *Mining Act 1992*. Mining tenure is valid until 18 December 2036 and can be extended through a formal application prior to the expiry date.

The A\$10,000 security deposit has been lodged in respect of the tenement, in the form of a cash bank deposit. Correspondence between the (then) Department of Resource and Energy and Alkane Resources Ltd dating from February 2016 shows that the Department approved the lodgement of a minimal security deposit on the condition that no disturbance of any kind (possibly excluding exploration) would occur on ML 1724 until the full environmental security deposit (estimated at A\$6,670,000⁷) was lodged. The A\$10,000 security deposit was lodged in December 2015, but no additional security deposits have been made.

ASM also holds EL 5548, which extends over an area of 26 units (or approximately 57 km²) and EL 7631, which has an area of 6 units (approximately 17 km²). A security deposit of A\$10,000 has been lodged in respect of each exploration tenement. EL 5548 is valid to 21 January 2027. Exploration rights on EL 7631 expire on 26 October 2026. Tenure for either or both tenements can be renewed during the 2-month period prior to the respective expiry dates.

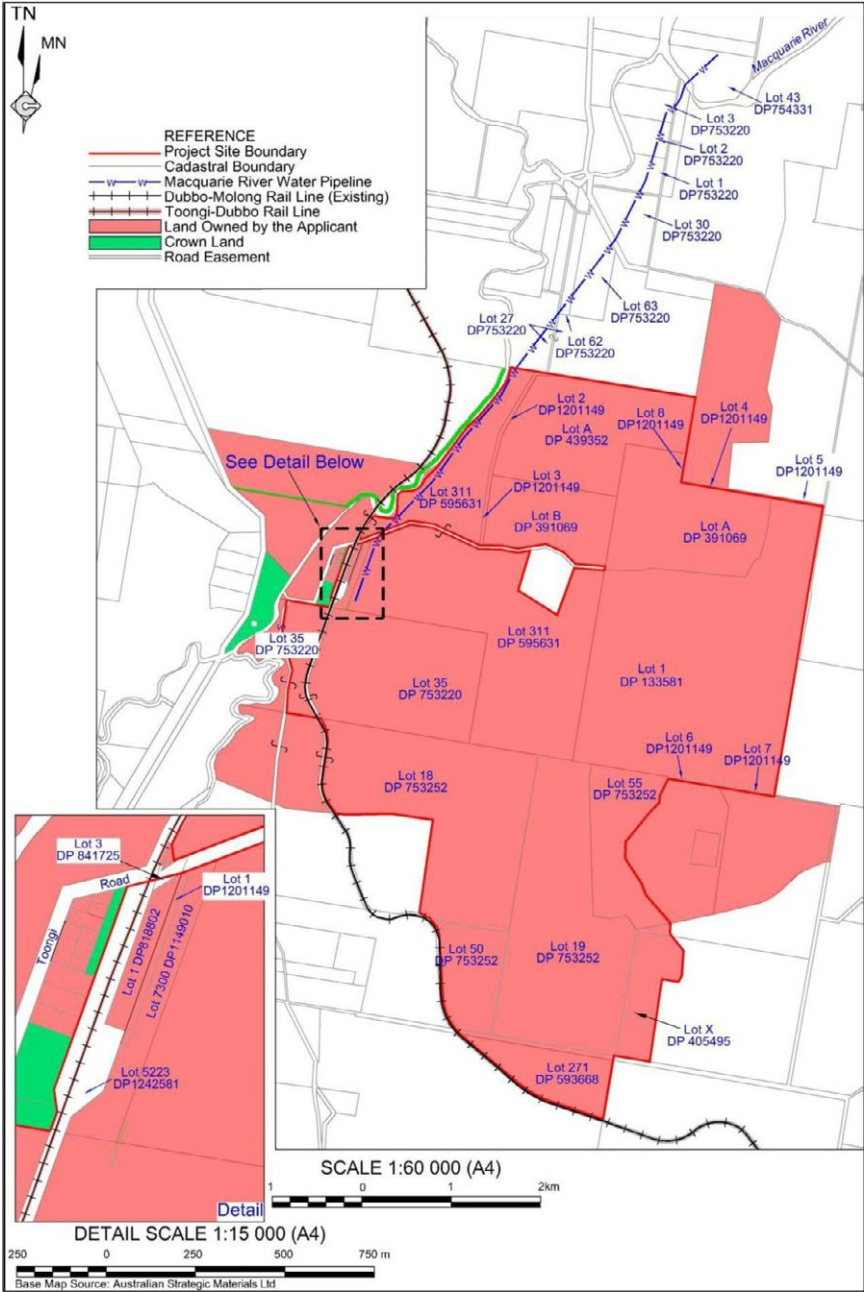
2.7.3 Land access rights

Most of the project area lies on freehold rural land owned by ASM. Small parcels of Crown Land and road easements occur at the western side of the project area, near the existing Dubbo-Molong rail line (Figure 2.20). There are currently no registered or determined Native Title claims over the Dubbo Project area.

⁷ An earlier estimate of the project's rehabilitation liability (December 2015) was set at \$10,589,000.

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Figure 2.20: ASM land holdings



Source: RW Corkery & Co (2022) – Appendix 1 of Modification 1 application

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2.7.4 Permitting and approvals

The Dubbo Project is classified as State Significant Development (SSD) under the NSW State Environmental Planning Policy (State and Regional Development). It has been assessed and is regulated under a range of statutory instruments at both State and Federal levels. The key environmental (and related) approvals in place for the project are summarised in Table 2.14.

Environmental and social aspects of the project were initially assessed in 2012 and 2013, culminating in an approval under the NSW *Environmental Planning and Assessment Act 1979* in May 2015 (SSD-5251) and the Commonwealth *Environment Protection and Biodiversity Conservation Act 1999* (EPBC Act) in August 2015 (EPBC 2012/6625). An environment protection licence under the NSW *Protection of the Environment Operations Act 1997* was issued in March 2016 (EPL 20702). ASM appears to hold sufficient water entitlements to satisfy the project's water demands.

Minor amendments to the various approvals have been granted in the ensuing years authorising changes to the project layout, duration, and ore processing methods. If the project is changed to a heap leach operation, similar amendments will be required in future, chiefly via adjustments in the Development Approval and the environment protection licence. The time to complete administrative processes is not fixed under legislation but would typically take in the order of 1 year to complete (not including the time required to carry out any supporting technical studies or analysis).

The environmental assessment completed under Federal environmental legislation between 2012 and 2015 focused on potential project impacts on protected species, most notably the Pink-tailed Worm-lizard (*Aprasia parapulchella*), a species listed as 'Vulnerable' under the EPBC Act. ASM has satisfied approval conditions for the protection of the Pink-tail Worm-lizard and has put in place biodiversity offsets to compensate for unavoidable impacts of project implementation on this species and its habitat. These completed actions provide a secure environmental approvals basis for the project at a time when federal expectations relating to biodiversity offsetting are rapidly evolving.

It is less clear whether proposed changes to the project's product suite has the potential to trigger regulatory scrutiny under parts of the recently amended EPBC Act dealing with 'radiological exposure actions' (formerly described as 'nuclear actions').

Under subsection 22(1) of the amended EPBC Act (2025), radiological exposure actions will include

...(e) *mining, processing, stockpiling or disposing of naturally occurring radioactive materials, if the action exceeds the activity level prescribed by the regulations for the circumstances in which the action is taken;*

(f) *establishing or significantly modifying a large-scale disposal facility for radioactive waste;*

(g) *decommissioning or rehabilitating any facility or area in which an activity described in any of paragraphs (a) to (f) has been undertaken;*

(h) *establishing, significantly modifying, decommissioning or rehabilitating a facility at which radioactive materials at or above the activity level prescribed by the regulations for the facility have been, are being, or are proposed to be, used or stored;*

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The last radionuclide deportment studies for the Dubbo Project were completed by ANSTO in 2012. Those studies found that more than 90% of radionuclides in the ore report to waste residues (and not to products). While the activity concentrations reported for some intermediate processing streams exceeded 10,000 Bq/g, the activity concentrations estimated in wastes were less than 100 Bq/g⁸. The 2012 deportment study found that activity concentrations of solid products (ZOH and FeNb) were below the concentrations that would now trigger a requirement for placarding during transport or for permitting under federal Customs (Prohibited Exports) Regulations 1958.

A Project Summary Report released by ASM in December 2021 said, '*...The Dubbo Project has virtually no U+Th and already possesses all the necessary state and federal approvals and licenses [sic]...*'. It is not clear which licences are being referred to, and no radiation permits are mentioned in Table 9 of the most recent application for amendment of the project's development approval (RW Corkery & Co, 2022).

The deportment of radionuclides for the product suite currently proposed does not appear to have been determined and it is accordingly not possible to judge whether the waste streams arising from the project (including both heap leach residues and waste salts) would be classified as 'radioactive waste'. An updated deportment study should be completed both to ascertain whether an environmental assessment under the recently amended EPBC Act could be triggered or whether licensing is required under the NSW *Protection from Harmful Radiation Act 1990* and to ensure that appropriate measures for management of radioactive materials are in place both during the operational phase of the mine and in the post-closure period.

⁸ Under the NSW Protection from Harmful Radiation Regulation 2025 a 'radioactive substance' is one whose activity concentration exceeds 100 Bq/g.

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Table 2.14: Environmental (and related) authorisations – Dubbo mine

Regulated matter	Administering authority	Statutory instrument	Approved/renewed	Expiry	Legislation
Mining and related activities potentially impacting on protected flora/fauna/ecosystems	Commonwealth Department of Climate Change, Energy, the Environment and Water (DCCEEW)	EPBC 2012/6625	24 August 2015	31 December 2057 (extension granted on 15 March 2022)	<i>Environment Protection and Biodiversity Conservation Act 1999</i>
Mining activities	NSW Resources	Mineral Lease ML1724	18 December 2015	18 December 2036	<i>Mining Act 1992</i>
Mineral exploration	NSW Resources	Exploration Licence 5548	21 January 1999	21 January 2027	<i>Mining Act 1992</i>
Planning approval for mining and related infrastructure development	Department of Planning, Housing and Infrastructure	SSD-5251: Dubbo Project (formerly the Dubbo Zirconia Mine)	28 May 2015	31 December 2037	<i>Environmental Planning and Assessment Act 1979</i>
'Scheduled activities' including mining minerals; mineral processing; producing and storing mineral wastes; general chemicals storage, extractive activities; cement or lime handling; crushing, grinding or separating	Department of Planning, Housing and Infrastructure	SSD-5251-Mod 1: Dubbo Project – Project layout and processing changes	2 March 2023	31 December 2045	<i>Environmental Planning and Assessment Act 1979</i>
	NSW Environment Protection Agency	Environment Protection Licence 20702	Issued 14 March 2016, most recently varied on 15 August 2022	Renewed annually	<i>Protection of the Environment Operations Act 1997</i>
Construction and operation of Karingal quarry	Joint Regional Planning Panel	D2016-70 (PPS - Western 2016WES003)	7 July 2016	Renewed annually	<i>Protection of the Environment Operations Act 1997</i>
Extraction of water from regulated surface water source	Water NSW	Water Access Licence WAL9191 (218 MLpa)	Not specified ¹	Not specified ¹	<i>Water Management Act 2000</i>
	Water NSW	Water Access Licence WAL30259 (750 MLpa)			<i>Water Management Act 2000</i>
	Water NSW	Water Access Licence WAL19994 (22 MLpa)			<i>Water Management Act 2000</i>
	Water NSW	Water Access Licence WAL3396 (282 MLpa)			<i>Water Management Act 2000</i>
	Water NSW	Water Access Licence WAL3412 (34 MLpa)			<i>Water Management Act 2000</i>
	Water NSW	Water Access Licence WAL36409 (300 MLpa)			<i>Water Management Act 2000</i>

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Regulated matter	Administering authority	Statutory instrument	Approved/renewed	Expiry	Legislation
Extraction of water from alluvial groundwater source	Water NSW	Water Access Licence WAL37691 (1,402 MLpa)	Not specified	Not specified	Water Management Act 2000
Authority to construct and use a water supply bore (water take not specified).	Water NSW	80WAT26382	16 June 2021	15 June 2031	Water Management Act 2000
Implementation of Conservation Property Vegetation Plan	NSW Environment and Heritage	PVP 00199	19 August 2017	In perpetuity	Environmental Planning and Assessment Act 1979 Biodiversity Conservation Act 2016 Biodiversity Conservation Amendment (Biodiversity Offsets Scheme) Act 2024
Construction of access/driveway to Lot 35/DP753220, 4R The Springs Road	Dubbo Regional Council		10 December 2021		Road Act 1993

Note

¹ In New South Wales, water access licences are granted in perpetuity and do not need to be renewed (NSW Water, 2025)

Table 2.15: Authorised and proposed activities – Dubbo Project environmental and planning approvals

Aspect	2013 environmental assessments				2022/2023 approved modifications				2025 heap leach scoping study			
Project life	To 31 December 2037				To 31 December 2045				45 years (notionally to 2074)			
Operational hours												
	Mining	7 am – 6 pm	Weekdays	Saturday	Sunday/public holidays		Weekdays	Saturday	Sunday/public holidays			
	Processing	24 hours		8 am – 5 pm	Nil			No change				Mining on 5.5-day shift (9–10 hour shifts)
	Construction (linear infrastructure)	7 am – 6 pm		8 am – 1 pm	Nil							
	Other construction	7 am – 6 pm		8 am – 1 pm	Nil unless noise compliant			24 hours				
	Dispatch of product(s)/ receipt of limestone	6 am – 10 pm		8 am – 5 pm	Nil			No change				
Mining method	Single open cut pit to 32 m (maximum depth of about ~360 m AHD)				Single open cut pit to 32 m (maximum depth of about ~360 m AHD)				Single open cut pit to 32 m (maximum depth of about ~360 m AHD), with possibility of extension at depth.			
Mining rate	~1 Mtpa (19.5 Mt over period to 31 December 2037)				1 Mtpa				1 Mtpa			
Extent of ground disturbance	786.16 ha (details provided in Table 2.16)				780.75 ha (details provided in Table 2.16)				'Reduced footprint' – details not provided			
Water demand	Up to 4.05 GLpa of water (various licensed sources)				Up to 2 GLpa of water (sourced from Macquarie River and the Upper Macquarie alluvial aquifer)				Approximately 2 GLpa, mainly sourced from the Macquarie River			
Products	Various zirconium products (ZrO ₂ , zirconium basic concentrate (ZBC)); niobium concentrates (FeNb, Nb ₂ O ₃), mixed heavy rare earth product (Y, Dy, Tb, Gd, Eu); mixed light rare earth product (La, Ce, Nd, Pr, Sm)				Zirconia (ZrO ₂), De-hafinated zirconia (DHZ), hafnium oxide (HfO ₂), ferro-niobium (FeNb – 65% Nb), high purity oxides of neodymium (NdPr ₂ O ₂), terbium (Tb ₂ O ₃), dysprosium (Dy ₂ O ₃), mixed rare earth salts (yttrium and HfE chloride, SmErGd chloride)				High-purity rare earth oxides: NdPr, Tb, Dy			
Processing method	Ore stockpiling at ROM Crushing and grinding circuit Roasting and leaching, following by solvent extraction, precipitation, thickening and, washing and drying				Ore stockpiling at ROM Crushing and grinding circuit Roasting and leaching, following by solvent extraction, precipitation, thickening and, washing and drying				Crushing of ore in two-stage mobile crusher, then haulage to ROM pad Agglomeration of crushed ore Conveying to heap leach stacks (up to 30 m high) Micro-spray irrigation with leaching solution Purification of pregnant solution, followed by precipitation and filtration Solvent extraction of REE Calcination and bagging			
Ancillary processes	Sulfuric acid production				Construction and operation of a chlor-alkali plant to produce hydrochloric acid and sodium hydroxide				Construction and operation of a chlor-alkali plant to produce hydrochloric acid and sodium hydroxide			
Transport	75 trucks to or from the site per day (maximum of 16 truck movements per hour) Maximum of 3 trains per week (maximum of one train per day); trains to operate only between 9:30 am and 2:30 pm and between 4:30 pm and 9:00 pm.				Up to 75 trucks to or from the site per day (maximum of 16 truck movements per hour) Rail: up to 3 trains per week				No transport by rail No additional details provided on truck movements			
Waste management	Construction of a single waste rock emplacement to a maximum height of 42 m above ground level 20 Mm ³ of solid process residues generated over life of project Mixing and neutralisation of filtered solid mineral residues from ore processing with crushed limestone and transportation via a conveyor to a Solid Residue Storage Facility				Construction of a single waste rock emplacement to a maximum height of 37 m above ground level 22.3 Mm ³ of solid residues generated over life of project. pH neutral solid residue (slurry, not filtered solids) to be pumped to Solid Residue Storage Facility for drying and consolidation				No mention of waste rock emplacement Process waste (filter cake – quantity not specified) to be disposed of in a double HDPE-lined facility.			

Aspect	2013 environmental assessments	2022/2023 approved modifications	2025 heap leach scoping study
Liquid waste management	Pumping of water used in processing operations, which cannot be recycled, to a Liquid Residue Storage Facility, comprising a series of four terraced and lined crystallisation cells for evaporation Recovery and disposal of an estimated 6.7 Mt of salt (over the life of the project), which would accumulate within the Liquid Residue Storage Facility Cells adjoining the Waste Rock Emplacement and Solid Residue Storage Facility	Liquid residue processed using brine concentrator Brine residue pumped to a single liquid residue storage facility for evaporation Crystallised salts conveyed and/or trucked to salt encapsulation cells Between 6 Mt and 7 Mt of salt waste generated over life of project	Saline effluents containing free acid to be neutralised with sodium hydroxide, then transferred to an evaporation pond Salt from evaporation pond (quantity not specified) to be stored in salt encapsulation cells
Linear infrastructure	Construction and use of a water pipeline from the Macquarie River to the mine site Construction and use of a gas pipeline within the Dubbo-Molong rail corridor Upgrading a 27 km section of the disused Dubbo-Molong rail line Upgrading of section of Obley and Toongil roads and construction of a site entrance and access road Construction of a 3 m high x 1 km long noise barrier on land owned by Taronga Western Plains Zoo	Construction and use of a water pipeline from the Macquarie River to the mine site (new alignment) Gas pipeline in rail corridor deleted from project Upgrading a 27 km section of the disused Dubbo-Molong rail line Upgrading of section of Obley and Toongil roads and construction of a site entrance and access road Establishment of equivalent alternative noise mitigation (road resurfacing)	Construction and use of a 7 km water pipeline from the Macquarie River to the mine site Electricity to be sourced from grid (possibility of sourcing energy from Central-West Orana Renewable Energy zone and/or generating power on site (behind-the-meter solution) Off-road upgrades apart from Obley Road and Toongil Road intersection and bridge upgrade at Wambangaliang Creek no longer proposed
Employment	Construction and site establishment phases: between 300 and 400 personnel Operations phase: 250 full-time equivalent personnel	Construction and site establishment phases: average of 625 personnel; peak of 1,000 people Operations phase: 274 full-time equivalent personnel	Construction and site establishment phases: No details provided Operations phase: 125 full-time equivalent personnel

ANNEX 1. SUMMARY LETTER AND REPLACEMENT INDEPENDENT EXPERT'S REPORT

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Table 2.16: Authorised ground disturbance – Dubbo Project

Approved activity/infrastructure	Original development approval (2015), ha	Modified development approval (2023), ha
Open cut mine	40.34	40.34
Waste Rock Emplacement	20.36	20.36
Processing plant, rail siding, administration area	42.72	89.08
Solid Residue Storage Facility	102.09	171.71
Salt encapsulation cells	34.96	63.39
Soil stockpiles	128.88	110.25
Laydown areas/soil stockpiles	--	43.44
Liquid residue storage	413.13	21.23
Chlor-alkali plant	--	1.06
Haul road	5.24	17.15
Sediment basins	Not specified	7.16
Macquarie River water supply pipeline	3.68	3.68
Tailings pipeline	--	0.68
Approved disturbance areas retained for future use	--	191.22
Total	786.16	780.75

Source: RW Corkery & Co (2022)

2.7.5 Management of environmental and social risks

The various State and Federal environmental and planning authorisations impose a range of conditions requiring the operator of the Dubbo Project to implement management systems to avoid or mitigate significant adverse impacts on social and environmental values. These include (but may not be limited to) implementation of the following strategy and plans:

- Environmental Management Strategy
- Pollution Incident Response Management Plan
- Noise Management Plan
- Blast Management Plan
- Transport Management Plan
- Air Quality/Greenhouse Gas Management Plan
- Radiation Management Plan
- Radioactive Waste Management Plan
- Water Management Plan
- Groundwater Management Plan
- Biodiversity Management Plan
- Pink-tailed Worm-lizard Management Plan
- Biodiversity Offset Management Plan
- Aboriginal Heritage Management Plan
- Historic Heritage Management Plan
- Rehabilitation Management Plan
- Fossil Management Plan

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Actions set out in the plans are legally binding and compliance with the plans must be reviewed and reported on annually. The current development approval for the project requires independent environmental compliance/performance audits to be carried out every 3 years.

2.7.6 Mine rehabilitation and closure

A mine rehabilitation management plan was prepared for the Dubbo Project and submitted to the administering authority as part of a Mining Operations Plan in early 2018. The plan described proposed post-mining land uses and set out rehabilitation objectives and performance criteria for each closure domain. A range of post-mining land uses were proposed: much of the project area is proposed to be returned to agricultural use; however, waste storage areas (mineral residues and salts) and the proposed Waste Rock Emplacement are not considered suitable for agricultural use and will be rehabilitated to native vegetation systems resembling local woodland or grassland systems. The pit void is not proposed to be backfilled, but the batters and pit floor would be revegetated to a system approximating a 'Tumblegum woodland community'. Some infrastructure may be retained for future use by subsequent land managers. The biodiversity offset areas will be retained in perpetuity as conservation land.

Correspondence reviewed by SRK (NSW Resources Regulator, 2018) shows that the Mining Operations Plan – and presumably the attached rehabilitation plan – were withdrawn by the project proponent in May 2018. It is not clear whether any subsequent version of the rehabilitation plan has been prepared.

Rehabilitation costs were estimated in 2015 and 2016. The calculated rehabilitation cost (inclusive of A\$606,392 contingency sum and A\$824,267 project management costs) amounted to A\$6,670,312. The 2016 estimate prepared by Australian Zirconia Ltd deviated from default unit rates recommended by the NSW government and in many instances adopted unit rates that were significantly lower than the recommended unit rates. The lower rates adopted in the 2016 did not appear credible (notwithstanding that they were accepted by the administering authority) and would need to be reviewed as part of an updated rehabilitation liability assessment.

Costs presented in Section 12 of the 2025 Heap Leach Scoping Study (Capital and Operating Costs) and the associated Basis of Estimate report make no mention of rehabilitation costs and the Project Newton financial model does not explicitly include costs of mine rehabilitation and closure. SRK considers the omission of rehabilitation costing a material gap, notwithstanding the comparatively small scale of the project. However, given that a discounted cashflow method is not used to value the Dubbo Project, this does not directly impact the value of the Project.

2.7.7 Risks and opportunities

Overall, the Dubbo Project is well advanced in securing necessary environmental and planning consents. If the heap leach option is adopted, amendments to some existing approvals will be required, but SRK considers it unlikely that consents for the amendments would be refused. It would be prudent to allow a minimum of 18–24 months to complete administrative processes and technical studies to support amendments to approvals.

A management system has been established to address various environmental and social risks identified during project assessment. It will be necessary to review and update existing plans to

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ensure alignment with contemporary government policies and legislation prior to project commencement.

Risks

SRK has identified a small number of environmental and permitting risks associated with the Dubbo Project; these include

- There is a lack of clarity around radionuclide deportment for the revised product suite. It is not yet demonstrated that the solid and liquid waste storages would not trigger assessment or licensing for storage of radioactive materials. SRK rates the risk of the modified project triggering a new assessment and/or permitting requirement to address 'radiological exposure' as moderate.
- Several of the existing authorisations in place for the project will need to be renewed or extended during the life of the project. For example, there is a need to extend mining tenure and other approvals to 2074 (or possibly beyond to accommodate rehabilitation). Such renewals/extensions are normally made contingent on the proponent having complied with its approval conditions. SRK considers the risk of the project not being granted extensions to existing approvals as low.
- Financial models for the modified project do not appear to take account of cost associated with mine rehabilitation or greenhouse gas abatement or offsetting. While the costs of these activities are unlikely to exceed A\$20 M, this is a material information gap and one that needs to be addressed.

Opportunities

ASM has an approved biodiversity offset strategy in place and the plan has been secured in perpetuity, which aligns with current Federal Government policies and proposed changes to Federal environmental legislation. Careful management and monitoring of offset areas may serve to reinforce the Company's environmental credentials with the local community and will provide some leverage if future changes to the mine plan result in a need to modify the project layout (providing the changed layout does not compromise the offset areas).

SRK has qualitatively considered these risks and opportunities in its assessment of an appropriate multiple to apply to the Dubbo Project when using the comparable transaction methodology.

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3 Korean Metals Plant

3.1 Overview

ASM's Korean Metals Plant (KMP) is located in the Ochang Foreign Investment Zone, in Chungcheongbuk-do Province, approximately 115 km south of Seoul, South Korea.

Figure 3.1: KMP location



Sources: ASM Website, accessed 5th February 2026

The KMP was officially opened in May 2022, following completion of construction and installation activities.

Since March 2023, ASM has successfully commissioned the plant's NdPr metal and neodymium iron boron (NdFeB) strip alloy production lines and is supplying these products to an international customer portfolio. These products are used in the permanent magnets in EVs and wind turbines.

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The plant has an installed capacity of 240 tpa of metal or 800 tpa NdFeB alloy (constrained by four furnaces). More furnaces are being installed and third-party metal can be used to hit 1,300 tpa strip caster capacity.

ASM has been active in technology developments in the production of terbium (Tb) and dysprosium (Dy). Equipment upgrades have been undertaken, and larger-scale trials took place in 2024. ASM is currently focused on preparing the facility for commercial production of Tb and Dy metals.

The KMP is one of the few facilities outside of China capable of producing the high-technology metals and alloys needed for clean energy technologies, advanced manufacturing, defence and aerospace.

3.2 Process description

At a high level, ASM's KMP process takes feedstock rare earth oxides (e.g. Nd_2O_3 , Pr_6O_{11}), and applies metallisation and strip casting technologies to produce metals and alloys that meet strict industrial specifications. The processing route involves:

Inputs → Metallisation → Shot blasting → Alloying → Casting → Quality Control → Dispatch

3.2.1 Feedstock preparation

Feedstock to the plant consists primarily of rare earth oxides such as neodymium oxide, Nd_2O_3 , praseodymium oxide, Pr_2O_3 , dysprosium oxide, Dy_2O_3 and terbium oxide, Tb_4O_7 . These oxides are currently sourced from third-party suppliers. However, in future, these oxides are to be sourced from ASM's own upstream mining operations in NSW.

Upon receipt, the oxides undergo conditioning steps including drying (moisture removal for consistent reaction kinetics), blending (to correct stoichiometry for downstream alloying) and particle size control (to ensure uniform feed and efficient reduction) to ensure consistent feed characteristics. These preparatory stages are critical for achieving uniform reaction kinetics during metallisation and for maintaining precise alloy compositions downstream.

3.2.2 Metallisation (reduction)

The core transformation occurs during the metallisation stage, where rare earth oxides are chemically reduced to their metallic form using a molten salt electrolysis process. In this step, the oxide feed is charged into a high-temperature reduction furnace in a bath of molten fluoride salts.

The furnace operates under an inert atmosphere, typically argon or nitrogen, to prevent oxidation of the freshly produced metals. Temperatures are generally maintained in the range of approximately 1,000°C, depending on the specific oxide chemistry being processed. At these elevated temperatures, the rare earth ions via electrolysis are reduced to liquid metal at a cathode.

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Figure 3.2: KMP metallisation furnaces



Source: ASM Annual Report 2023

3.2.3 Shot blasting and purification

Following reduction, the molten metal is separated from the slag phase. The metal then undergoes refining and purification steps designed to remove residual reducing agents, entrained slag, and dissolved gases.

3.2.4 Alloying and casting

Once purified, the rare earth metals are combined with iron and boron to produce NdFeB alloy, which is the critical precursor material for permanent magnet manufacturing. Alloying takes place in dedicated melting furnaces operating at temperatures around 1,500°C to 1,600°C under inert atmosphere. Precise control of elemental ratios is maintained to achieve the desired $\text{Nd}_2\text{Fe}_{14}\text{B}$ phase composition. The molten alloy is then transferred to a strip casting system, where it is rapidly cooled and solidified into thin alloy strips. Controlled cooling rates are essential at this stage, as they influence the microstructure and downstream magnetic performance of the material.

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Figure 3.3: KMP casting unit



Source: ASM Quarterly Report Q3 2022

An example of the NdFeB strip alloy produced at KMP is shown in Figure 3.4.

Figure 3.4: Example of finished NdFeB strip alloy product



Source: ASM Annual Report 2024

3.2.5 Quality control

Throughout the production chain, quality control plays a central role. Samples are routinely taken for chemical analysis to confirm elemental composition and impurity levels. Physical inspections and metallurgical testing are conducted to verify product consistency and suitability for customer specifications. Only material meeting strict quality thresholds is approved for packaging and shipment to magnet manufacturers and industrial customers.

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3.2.6 General

Overall, ASM's KMP provides a strategically important capability to convert rare earth oxides into finished metals and alloys outside traditional supply regions. By employing a molten salt electrolysis process and integrating reduction, refining, alloying and casting within a single facility, the plant delivers a lower-impact and more secure supply chain for critical materials used in EVs, renewable energy systems and advanced technologies.

3.2.7 Life of asset

SRK considers the useful life of the KMP to be 30 years. While typical smelting plants for iron and base metals have a significantly longer life, the risk of technological changes, change in downstream requirements and potential higher metal recycling in the future may make the technology irrelevant in future. Considering these factors, SRK considers that KMP can be modelled for a life of 30 years.

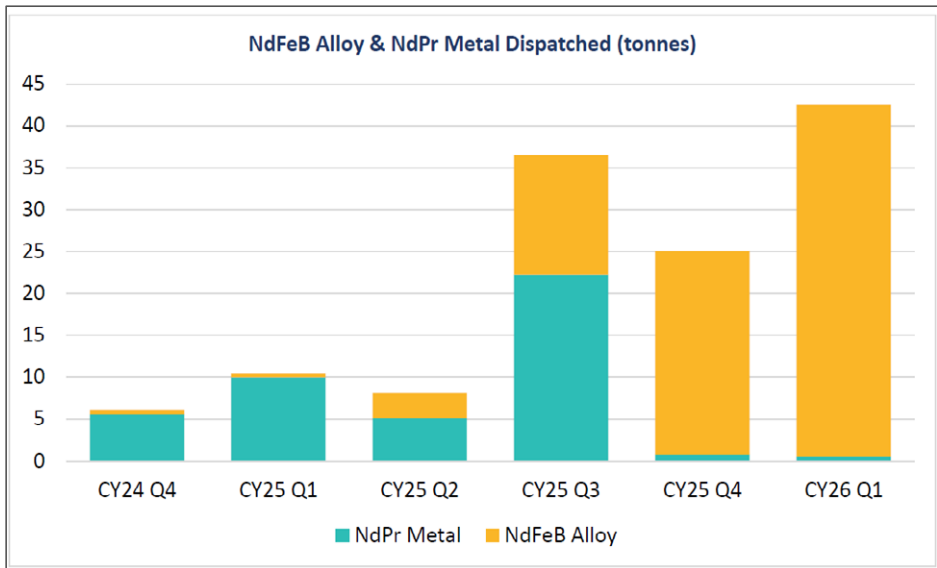
3.3 Plant performance and throughput

FY25 represented a pivotal year for the KMP, with significant commercial momentum building across both established customer relationships and expanding product capabilities.

The flexibility to produce both metal and alloy from the KMP provides ASM with optionality to adapt its product mix in response to evolving market dynamics and customer requirements. The current four furnaces and single strip caster has capacity to produce 240 tpa of metal or 800 tpa of alloys.

Figure 3.5 shows the recent plant performance/output on quarterly basis.

Figure 3.5: KMP plant performance product dispatched



Source: ASM Quarterly Report Q1 2026

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The Q3 2025, Q4 2025, and Q1 2026 results indicate that the plant operated at approximately 44%, 14%, and 23% of its design capacity, respectively, during these quarters.

Significant focus was dedicated to critical customer product validation work during 2025. This is a complex and time-intensive process, where customers require NdFeB alloy manufactured to distinct specifications for their specific magnet applications, reflecting the specialised nature of rare earth metallisation. The success in navigating these qualification processes demonstrates the facility's growing capability and increasing international importance. Importantly, the validation work has given customers confidence in ASM's ability to supply, enabling ASM to respond swiftly to demand and secure orders as market needs emerged.

Going forward, ASM is planning to ramp up design capacity to 3,600 tpa at end of Phase 2 (Q2 2029) and 5,600 tpa at end of Phase 3 (Q1 2030).

SRK considers that the base case plant utilisation factor is 80% with a stress case of 70%. This utilisation allows for downtime, holidays and set-up time to switch from one specialist alloy for one customer to another alloy for other customer.

3.3.1 Expansion capital

The KMP is currently producing NdPr metal and NdFeB alloy products to customer specification. The facility currently has four furnaces and one strip caster commissioned, with an installed capacity of 800 tpa of NdFeB alloy.

Phase 2 Expansion

ASM is currently installing additional eight furnaces, which will increase metal making capacity from 240 tpa to 720 tpa, sufficient to support 2,400 tpa of alloy production (excluding strip caster capacity). This furnace installation is anticipated to be completed in June 2026. At this stage, plant will be constrained by single strip caster which may restrict the overall plant capacity of 1,300 tpa.

In total, the Phase 2 expansion adds 14 furnaces to the existing four operating furnaces. Another strip caster will also be installed with an expanded design capacity of 3,600 tpa of NdFeB alloy.

Recent capital raising activities in Q4 2025 have provided the necessary funding to execute the Phase 2 ramp-up. The overall capital cost estimate is estimated at US\$9.3 M.

The estimated construction timeline spans 18 months, beginning with the award of contract for major equipment, including a second strip caster.

SRK considers it is prudent to assume an additional US\$4.5 M capital and additional 6 months for delivery, resulting in a 2-year construction period after placing order for the major equipment.

Phase 3 Expansion

In the Phase 3 expansion, it is proposed that 10 additional furnaces and a third strip caster will be installed, with an expanded designed capacity of 5,600 tpa of NdFeB alloy; these will be implemented subject to global magnet demand.

The overall capital cost estimate is estimated at US\$9.2 M.

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The estimated construction timeline spans 18 months, beginning with the award of contract for major equipment, including a third strip caster.

SRK considers it is prudent to assume a Japanese made strip caster case after factoring additional US\$4.5 M capital and additional 6 months for delivery, resulting in a 2-year construction period after placing order for the major equipment.

SRK has reviewed additional capital data provided by the Company which are considered commercially sensitive. This information has been taken into account in SRK's Technical Assessment but is not disclosed in this Public Report.

3.3.2 Sustaining capital

The KMP is currently producing NdPr metal and NdFeB alloy products to customer specification. The facility is a conventional furnace, shot blast and strip casting unit.

SRK considers the plant to have a substantial life, as such property, plant and equipment (PPE) need to be sustained to support the substantial life of asset.

SRK considers 5% per annum of the installed PPE capital as a reasonable estimate for the sustaining capital.

3.3.3 Operating cost

The KMP currently has four furnaces and one strip caster commissioned, with an installed capacity of 800 tpa of NdFeB alloy. The KMP will have installed capacity of 3,600 tpa of alloys after Phase 2 expansion and 5,600 tpa after Phase 3 expansion.

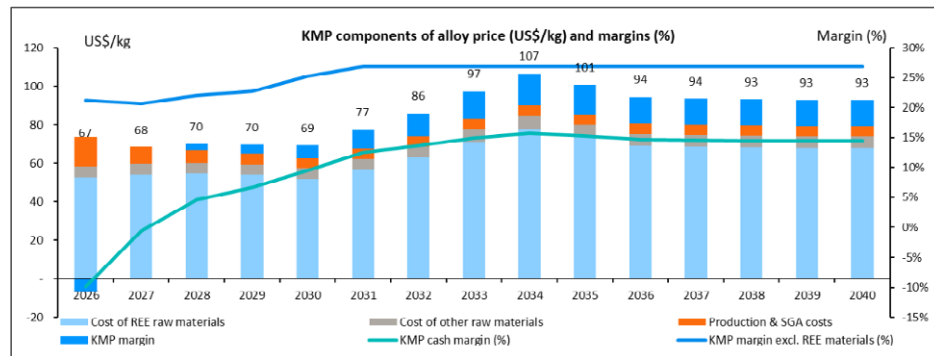
Feed metal material

Currently, KMP purchases feed material (rare earth oxides) from third parties with prices paid directly linked to the rare earth alloy prices. Based on the actual operations, ASM estimates that Chinese alloy prices allow a 20–27% margin to cover costs not related to rare earth feed metal (e.g. labour, power, consumables and profits).

Figure 3.6 shows the feed material cost and KMP margins, excluding REE materials.

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Figure 3.6: KMP feed material costs and margins



Source: ASM

ASM expects margins to stabilise at approximately 25% from 2031 onwards, following the commissioning of the full nameplate alloy production capacity of 5,600 tpa. Variations in margins after 2031, whether positive or negative, are primarily driven by changes in the assumed rare earth oxide prices, which flow through to KMP's product pricing (Figure 3.6).

While margins in the Chinese industry fluctuate on a monthly basis, they have averaged approximately 20% in the 2 years to May 2026 and 24% over the last 3 years. The usual caveat applies that these data are derived from the Chinese market; however, ASM anticipates that alloy producers outside China may achieve higher margins due to favourable industry dynamics, characterised by a large number of end customers and a relatively limited supplier base.

SRK considers the relationship between REE feed metal costs and REE alloy prices, including the assumption that feed REE metal costs represent approximately 77.5% of the alloy price, to be reasonable. Under this assumption, feed metal costs comprise the majority of the alloy price, while the remaining 22.5% represents the margin available to cover other raw material costs, operating costs, and profit. SRK considers this approach reasonable because REE feed metals are the principal input used in REE alloy production, and both products are predominantly traded within the Chinese market. Consequently, their pricing is closely linked. This relationship is analogous to the pricing structure for copper metal and copper wire, where the price of the processed product reflects the cost of the underlying metal plus a fabrication margin.

Labour

KMP currently employs 68 people across furnace, strip casting and operational management.

Projected operating staff numbers are forecast to ramp up to approximately 200 people for Phase 2 and approximately 300 for Phase 3. ASM has factored 20 additional operators for each of the next two strip casters as compared to 32 operators for the first strip caster (#1).

SRK considers that additional operators are associated with the operation of strip casters. SRK recognises that the proposed Japanese designed strip casters are more advanced than the current strip caster, and so the addition of five operators per strip caster (#2 and #3) is therefore considered prudent.

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Electric power

Most of the electrical power is used in strip casting process. ASM has factored a flat unit electricity rate of ₩120/kWh (real terms).

Energy generation using nuclear source is the leading source of electricity generation in South Korea. Recent increases and projected uranium price hikes are likely to impact energy costs in South Korea in future. SRK considers that a price increase of 2% per annum (in real terms) should be considered for estimating the growth in unit electricity rates.

SRK comments on operating cost

SRK has reviewed additional operating data provided by the Company which are considered commercially sensitive. This information has been taken into account in the Technical Assessment but is not disclosed in this Public Report.

SRK has considered each of the above costs and, except for the adjustments set out in Table 4.3, considers them to be reasonable based on historical plant performance and SRK's understanding of the operations and professional experience in the industry.

Given some variability in feed metal material cost (including working inventory) and plant utilisation, SRK considers that 5% additional operating cost be included as part of the SRK stress case to account for lower utilisation and higher feed material costs.

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4 Other considerations

4.1 Rare earth element markets and pricing

REEs are a group of 17 metals that are critical to modern technologies. While they are not geologically 'rare', they are difficult and expensive to extract and refine in usable form.

In practice, REEs are traded and consumed primarily as rare earth oxides (REOs) – such as neodymium oxide, praseodymium oxide, dysprosium oxide, and terbium oxide – which are intermediate products used to manufacture magnets, batteries, catalysts, polishing powders, and specialty alloys.

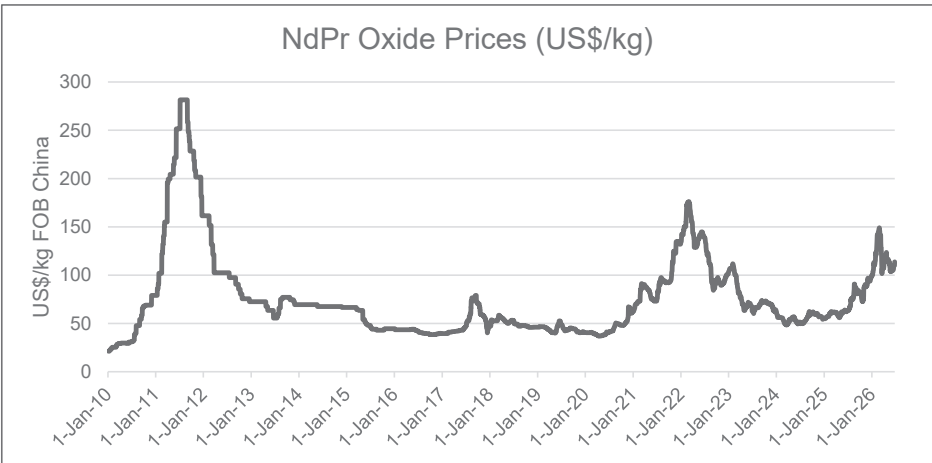
Among these, magnetic REOs (especially NdPr) dominate value and growth, because they enable high-performance permanent magnets.

NdPr demand is driven primarily by permanent magnets used in EVs, wind turbines, and advanced electronics, making it the fastest-growing segment of the rare earth market. Each EV motor and direct-drive wind turbine requires NdPr-based magnets for high efficiency and torque density, which effectively ties demand directly to global electrification and renewable energy deployment. The International Energy Agency (IEA) projects magnetic rare earth consumption to more than double by 2030 under current energy transition policies, with NdPr accounting for most of the value growth.

At the same time, supply remains heavily concentrated in China, creating structural tightness as production outside of China lags accelerating demand. As a result, NdPr is increasingly viewed as a strategic material, with long-term deficits expected through the 2030s unless significant new capacity comes online.

The historical prices for NdPr Oxide since 2010 are shown in Figure 4.1.

Figure 4.1: NdPr oxide prices



Source: Independent third-party market research firm

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4.2 Country risk

Australia has Moody's rating of Aaa, while South Korea has a rating of Aa2.

According to Professor Damodaran's annual estimate of the prevailing Country Risk Premium (CRP), Australia was assigned a CRP of 0.0%, while South Korea was assigned a CRP of 0.64% (Stern NYU, 2026).

4.3 Previous valuations

The VALMIN Code (2015) requires that an Independent Valuation Report should refer to other recent valuations or Expert Reports undertaken on the mineral assets under consideration.

Having requested such notification from ASM, SRK is not aware of any previous valuation exercises involving the subject mineral assets which have been publicly disclosed.

The objective of this section is to provide BDO and the shareholders of ASM with SRK's opinion regarding the valuation of certain mineral assets held by ASM, noting that BDO is responsible for the valuation of these assets. SRK has not valued ASM, this being the corporate entity that is the beneficial owner of the respective mineral assets including downstream processing facilities.

SRK has relied on information provided by ASM, as well as information sourced from the public domain, SRK's internal databases and SRK's subscription databases.

The VALMIN Code (2015) outlines three accepted valuation approaches:

1. Market Approach
2. Income Approach
3. Cost Approach.

The **Market Approach** is based primarily on the principle of substitution and is also called the Sales Comparison Approach. The mineral asset being valued is compared with the transaction value of similar mineral assets under similar time and circumstance on an open market (VALMIN Code, 2015). Methods include comparable transactions, metal transaction ratio and option or farm-in agreement terms analysis.

The **Income Approach** is based on the principle of anticipation of economic benefits and includes all methods that are based on the anticipated benefits of the potential income or cashflow generation of the mineral asset (VALMIN Code, 2015). Valuation methods that follow this approach include discounted cashflow (DCF) modelling, capitalised margin, option pricing and probabilistic methods.

The **Cost Approach** is based on the principle of cost contribution to value, with the costs incurred providing the basis of analysis (VALMIN Code, 2015). Methods include the appraised value method and multiples of exploration expenditure (MEE), where expenditures are analysed for their contribution to the exploration potential of the mineral asset.

The applicability of the various valuation approaches and methods varies depending on the stage of exploration or development of the mineral asset and hence the amount and quality of the information available on the mineral potential of the assets.

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Table 4.1 presents the valuation approaches for the valuation of mineral properties at the various stages of exploration and development.

Table 4.1: Suggested valuation approaches according to development status

Valuation approach	Exploration Projects	Pre-development Projects	Development Projects	Production Projects
Market	Yes	Yes	Yes	Yes
Income	No	In some cases	Yes	Yes
Cost	Yes	In some cases	No	No

Source: VALMIN Code (2015)

The market approach to valuation can be used for the valuation of mineral assets regardless of development status but is typically applied as a primary approach for Exploration to Development projects.

An income-based method, such as a DCF model, is commonly adopted for assessing the value of a tenure containing a deposit where an Ore Reserve has been produced following appropriate level of technical studies and to accepted technical guidelines such as the JORC Code (2012). However, an income-based method is generally not considered appropriate for deposits that are less advanced or where technical risk is not quantified (i.e. no declared Ore Reserve and/or supporting mining and related technical studies).

The use of cost-based methods, such as considering suitable MEE, is best suited to exploration projects, where Mineral Resources remain to be reliably estimated.

In general, these methods are accepted analytical valuation approaches that are in common use for determining the value of mineral assets. Given its direct reference to values paid in the market and ability to be actively observed, the market approach provides a direct link to Market Value. In contrast both income-based and cost-based methods derive a Technical Value (as defined below) which typically require the application of various adjustments to account for market considerations to convert these values to a Market Value.

The **Market Value** is defined in the VALMIN Code (2015) as, in respect of a mineral asset, the amount of money (or the cash equivalent of some other consideration) for which the mineral asset should change hands on the Valuation date between a willing buyer and a willing seller in an arm's length transaction after appropriate marketing wherein the parties each acted knowledgeably, prudently and without compulsion. The term Market Value has the same intended meaning and context as the International Valuation Standards Committee term of the same name. This has the same meaning as Fair Value in RG111. In the 2005 edition of the VALMIN Code, this was known as Fair Market Value.

The **Technical Value** is defined in the VALMIN Code (2015) as an assessment of a mineral asset's future net economic benefit at the Valuation Date under a set of assumptions deemed most appropriate by a Practitioner, excluding any premium or discount to account for market considerations. The term Technical Value has an intended meaning that is like the International Valuation Standards Committee term Investment Value.

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Under prevailing industry norms, regulatory guidance and as required by the VALMIN Code (2015), Practitioners are required to estimate Market Value. There is no requirement to report Technical Value, which is only generally estimated as a step to report Market Value.

Valuation methods are, in general, subsets of valuation approaches and, for example, the Income Approach comprises several methods. Furthermore, some methods can be primary methods for valuation while others are secondary methods or rules of thumb considered suitable only to benchmark valuations completed using primary methods.

Methods traditionally used to value exploration and development projects include:

- MEE (expenditure-based)
- JV terms method (expenditure-based)
- geoscientific rating methods (e.g. Kilburn – area-based)
- comparable transactions method (market based)
- peer analysis (market based)
- metal transaction ratio analysis (ratio of the transaction value to the gross dollar metal content, expressed as a percentage – market based)
- yardstick/rule of thumb method (e.g. cost/resource or production unit, percentage of an in situ value)
- geological risk method.

In summary, however, the various recognised valuation methods are designed to provide an estimate of the mineral asset or project value in each of the various categories of development. In some instances, a particular mineral asset or project may comprise assets which logically fall under more than one of the previously discussed development categories.

4.4 Valuation basis

In estimating the value of ASM's projects at the Valuation Date, SRK has considered various valuation methods within the context of the VALMIN Code (2015).

The current development status of Dubbo's mineral assets, classified according to the VALMIN Code, is presented in Table 4.2. SRK has conducted a review of the Dubbo mining project and the KMP. SRK has provided recommendations to BDO regarding technical parameters within the Company's supplied financial model (Model) where adjustments may be required for the KMP.

For the Dubbo Project, SRK considers that the level of work completed by ASM to date is insufficient to support an income-based valuation due to the level of study completed relating to the use of heap leach processing, which is the prevailing and preferred approach adopted by ASM. SRK understands that an updated heap leach PFS is currently being completed and therefore, following completion of this study, SRK expects an income approach would be appropriate. However, as at the valuation date, SRK do not consider it has sufficient reasonable grounds on which to use an income-based approach.

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SRK has therefore elected to adopt comparable transactions analysis as its primary valuation approach based on the stated Mineral Resource at the Dubbo Project. The values determined using this approach were crosschecked against values determined using the peer analysis valuation method.

Table 4.2: SRK’s adopted valuation basis

Project	VALMIN development stage	Description	Valuation basis
KMP	Production	Operation including expansion contained within the Model	Income: Cashflow model (considered by BDO with the reasonableness of the technical inputs assessed by SRK)
Dubbo Project	Pre-development	Mineral Resource	Comparable transactions, peer analysis and yardstick
	Exploration	Exploration potential (areas that are not covered by the currently defined Mineral Resources)	No exploration potential outside the delineated Mineral Resource area identified, and no value is therefore attributed.

Source: SRK analysis

4.5 Reasonableness of technical inputs to the Model

4.5.1 SRK’s recommendations for the KMP model

The following section sets out SRK’s recommendations regarding the KMP’s physical and cost parameters adopted in the Model.

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Table 4.3: SRK's recommendations for the KMP model

Item	Model	SRK case	Stress case	Comments
Processing & Operations				
Metal losses	1.5% during metal stage and 2% during alloy casting	Same as model	Same as model	SRK considers the model to be reasonable and reflects actual plant performance at present.
Plant utilisation	100%	80%	70%	ASM's current capacity of approximately 800 tpa of alloy with plans to ramp up design capacity to 3,600 tpa at end of Phase 2 and 5,600 tpa at end of Phase 3. The Q3 2025, Q4 2025 and Q1 2026 results indicate that the plant was operating at approximately 44%, 14% and 23% of design capacity, respectively, during these quarters (these quarters are still significantly better than previous quarters). SRK considers that the plant utilisation factor of 70% to 80% is reasonable to estimate production output. This utilisation allows for downtime, holidays and set-up time to switch from one specialist alloy for one customer to another alloy for other customer.
Plant life and terminal value	Perpetuity, terminal value after 15 years	30 years		SRK considers the life of KMP of 30 years to be reasonable assumption. While typical smelting plants for iron and base metals have a significantly longer life, the risk of technological changes, change in downstream requirements and potential higher metal recycling in the future may make the technology irrelevant in future. No terminal value is attributed at the end of life as the salvage value is likely to be offset by site restoration costs.
Site restoration cost	Zero	Equal to salvage value		The initial model did not assume site restoration as it was assumed to be operating in perpetuity. Given the current life assumption of 30 years, SRK considers the salvage value of the KMP would largely offset any associated site restoration costs at the end of the KMP's operating life.
Capex				
Expansion	US\$9.3 M for Phase 2 and US\$9.2 M for Phase 3	Additional US\$4.5 M for Phase 2 and additional US\$4.5 M for Phase 3		Phase 2: SRK considers it prudent to assume a Japanese-made strip caster after factoring additional US\$4.5 M capital and additional 6 months for delivery, resulting in a 2-year construction period after placing the order for the major equipment. This equates to be additional Phase 2 first saleable production by April 2028. Phase 3: SRK considers it prudent to assume a Japanese-made strip caster after factoring additional US\$4.5 M capital and additional 6 months for delivery, resulting in a 2-year construction period after placing the order for the major equipment. This equates to be additional Phase 3 first saleable production by February 2029.

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Item	Model	SRK case	Stress case	Comments
Sustaining	~US\$1.35 M per annum	US\$1.5 M pa for current plant US\$2.0 M pa after Phase 2 US\$2.5 M per annum after Phase 3		SRK considers the plant to have a substantial life, and PPE will therefore need to be sustained to support the substantial life of asset. SRK considers 5% per annum of the installed PPE capital as a reasonable estimate for the sustaining capital (~US\$2.5 M per annum after Phase 3).
Operating Cost				
Feed REE Metals	Approx. 75% of revenue	77.5% of revenue	Same as SRK case	Cost of feed material (mainly Nd Pr and Dy metals) is linked with the alloys' (NdPr oxides) sales price. SRK considers the linkage between REE feed metal costs and REE alloy prices, including the assumption that feed REE metal costs represent approximately 77.5% of the alloy price, to be reasonable over the life of the project. In this relationship, feed REE metal costs account for the majority of the alloy price, while the remaining 22.5% represents the non-REE metal costs and alloy price margin. This assumption is considered reasonable as REE feed metals are the primary input.
Labour		Additional 5 operating staff during Phase 2 and 10 personnel during Phase 3	Same as SRK case	ASM has factored 20 additional operators for each of the next two strip casters as compared to 32 operators for strip caster #1. SRK considers that additional operators may be allowed for operations of strip casters. SRK recognises that the proposed Japanese designed strip casters are more advanced than the current strip caster, and so an additional five operators per strip caster (#2 and #3) should be factored in.
Electricity unit price	¥120/kWh	2% per annum increase	Same as SRK case	Energy generation using nuclear source is the leading source of electricity generation in South Korea. Recent increases and projected uranium price hikes are likely to impact energy costs in South Korea. SRK considers that a price increase of 2% per annum (in real terms) may be considered for estimating the unit electricity rate.
Overall operating cost	86.2% of revenue	Adjust for labour, electricity and utilisation	Additional 5% operating cost	Given some variability in feed metal material cost (including working inventory) and plant utilisation, SRK considers that 5% additional operating cost be included as part of the SRK stress case to account for lower utilisation and higher feed material costs.

Source: SRK analysis

Notes:

¹ Based on the supplied Model. File name: 30.02.01 Project Newton – Financial Model.

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5 Valuation of Dubbo Project

5.1 Mineral Resource

Table 5.1 summarises the Mineral Resources outlined within the Dubbo Project.

Table 5.1: Summary of stated Mineral Resources and SRK adjustments

Mineral Resource category	Tonnage (Mt)	Nd ₂ O ₃ (ppm)	Pr ₆ O ₁₁ (ppm)	Dy ₂ O ₃ (ppm)	Tb ₄ O ₇ (ppm)	TREO ¹ (ppm)	Contained TREO (t)
Measured	42.8	1,100	340	190	30	7,400	316,720
Indicated							
Inferred	32.4	1,100	350	190	30	7,400	239,760
Total	75.2	1,100	344	190	30	7,400	556,480

Source: SRK analysis

Notes: Rounding errors may occur.

¹ TREO is the sum of all rare earth oxides excluding ZrO₂, HfO₂, Ta₂O₅ and Y₂O₃.

SRK has reviewed the reasonableness of the Dubbo Mineral Resource estimate.

Based on its review of the underlying information, SRK considers that the Mineral Resource is reasonable.

However, in SRK's view the historical Ore Reserve is not relevant for this valuation exercise, as it has been superseded by the more recent heap leach scoping study. Given the mining method (below the water table), the process flowsheet (heap leach for selected minerals only as compared to previous study targeting different minerals using different process route) and the level of recent study (concept level with ±50% range of accuracy), SRK does not consider it appropriate to adopt an income-based valuation methodology.

5.1.1 Comparable market transactions

For its evaluation of the stated Dubbo Mineral Resources as outlined in Table 5.1, SRK compiled rare earth resource transactions using its internal databases, as well as the S&P Capital IQ Pro subscription database. The raw data relied on for the Mineral Resource valuation are presented in Appendix A (comparable market transactions).

After compiling the relevant data, SRK identified 24 transactions that it considered sufficiently relevant and for which sufficient information was available to calculate a resource multiple.

The implied transaction multiple for Mineral Resources was then expressed in A\$/t TREO terms. This implied multiple was calculated using the transaction value (at the implied 100% acquisition cost) and the total Mineral Resources supporting the transaction.

Given the rare earth oxide price volatility and future price uncertainty, SRK elected to use the latest June 2026 US dollar price of US\$111/kg for NdPr oxide (NdPr oxide being the prominent rare earth oxide at the Dubbo Project) to normalise the implied multiples and inform its market analysis.

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It is important to note that transaction multiples, although widely used in valuation, rely on the assumption that the reported Mineral Resources have been accurately and appropriately disclosed and can be accepted at face value. This method assumes that differences in reporting standards among different Competent Persons, variations in resource classification, metal recovery rates, and adopted cut-off grades (which may differ between assets or companies) do not significantly impact the implied multiple.

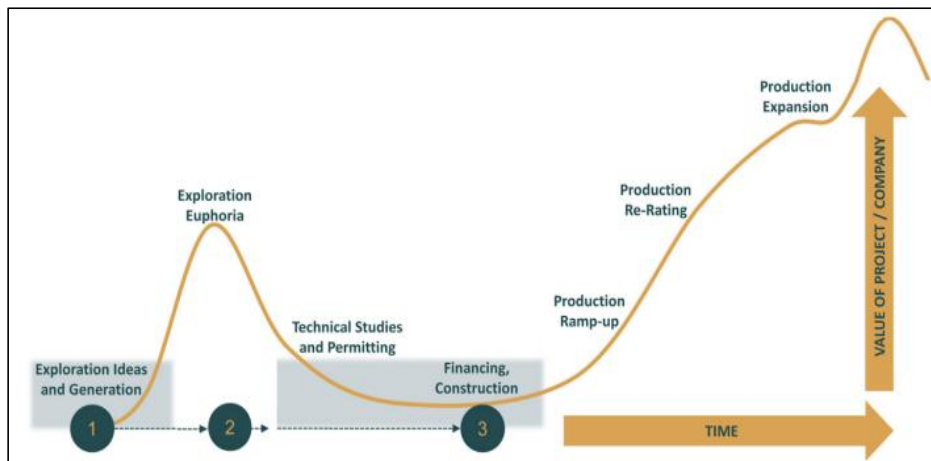
The method implicitly assumes total recoverability of all metal tonnes, as reliable and accurate data are generally not disclosed or available around the time of most transactions or for all companies. Importantly, SRK's implied value calculations are for the purposes of its valuation and do not attempt to estimate or reflect the metal likely to be recovered as required under the JORC Code (2012).

There is a positive correlation between the development stage of the assets hosting defined Mineral Resources and their corresponding implied multiples. SRK's analysis summarised in Table 5.2 suggests the median normalised transaction multiples increase with development as follows:

- projects in advanced exploration stage (5 projects) – A\$24.65/t of TREO
- projects in scoping to pre-feasibility stage (11 projects) – A\$67.88/t of TREO
- projects in feasibility/bankable level front-end loading (FEL) engineering stage (8 projects) – A\$151.39/t of TREO.

The value price curve identified by this metric is in alignment with prevailing theory on value through a mining project's life cycle (Figure 5.1).

Figure 5.1: Project value curve



Source: SRK

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Table 5.2: Resource-based transaction multiple analysis

	Statistic	Resource Multiple – Raw (A\$/t TREO)	Resource Multiple – Normalised (A\$/t TREO)
All	Count	24	24
	Minimum	2.27	5.41
	Median	71.47	93.58
	Maximum	415.05	649.02
	25th percentile	21.90	36.52
	75th percentile	122.62	210.23
	90th percentile	192.46	365.63
Projects in advanced exploration stage	Count	5	5
	Minimum	2.27	5.41
	Median	19.61	24.65
	Maximum	122.13	165.03
	25th percentile	19.12	24.65
	75th percentile	28.39	48.79
	90th percentile	84.63	118.53
Projects at scoping to pre-feasibility stage	Count	11	11
	Minimum	8.10	16.76
	Median	38.69	67.88
	Maximum	399.52	649.02
	25th percentile	21.82	36.37
	75th percentile	140.34	221.39
	90th percentile	399.52	419.87
Projects at feasibility stage or under construction	Count	8	8
	Minimum	40.63	64.03
	Median	99.41	151.39
	Maximum	197.64	375.69
	25th percentile	86.61	151.39
	75th percentile	131.75	323.21
	90th percentile	167.56	352.21

Source: SRK analysis

Note: The weighted average is determined based on the contained TREO tonnes in the defined Mineral Resource, which SRK considers to be an appropriate metric in the evaluation of large datasets.

Table 5.2 summarises the multiples implied by recent transactions involving similar assets to Dubbo Project held by ASM. These transactions were over a period of 10 years (since 2015). Out of 24 transactions identified, 7 were in Australia, 4 in Canada, 10 in Africa, and 1 each in the USA, Brazil and Greenland. SRK has used these implied multiples to establish the value of the Mineral Resources held by ASM on a 100% attributable basis.

Based on its assessment of the available technical data and the multiples set out in Table 5.2, SRK has adopted a resource multiple range between A\$70/t TREO and A\$185/t TREO for its valuation

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of the Measured Mineral Resources at ASM's Dubbo Project. This range reflects the development stage of this asset and is informed by the median and 60th percentile for the scoping and feasibility stage dataset for the low and high, respectively.

In the case of the Inferred Mineral Resources, SRK has selected from the advanced exploration stage dataset with the median and 75th percentile to represent the low and the high of the range (i.e. A\$24/t TREO to A\$48/t TREO).

Based on this comparable transaction analysis, SRK considers the implied value of the Dubbo Project's Mineral Resources lies in the range of A\$27.9 M to A\$70.1 M, on a 100% basis (Table 5.3).

Table 5.3: Value of Dubbo Mineral Resources – using comparable transactions analysis

Category	Total (Mt)	Total (t TREO)	Value multiple Low (A\$/t TREO)	Value multiple High (A\$/t TREO)	Value multiple mid-point (A\$/t TREO)	Value Low (A\$ M)	Value High (A\$ M)	Value mid-point (A\$ M)
Measured	42.8	316,720	70	185	128	22.2	58.6	40.4
Inferred	32.4	239,760	24	48	36	5.8	11.5	8.6
Total, 100% basis	75.2	556,480	50	126	88	27.9	70.1	49.0

Source: SRK analysis

Notes: Numbers may not reconcile due to rounding.

5.1.2 Peer market analysis

Using the S&P Capital IQ Pro subscription database, SRK also compiled data on listed companies involved in the pre-development to development stage and holding TREO Mineral Resources (Table 5.4). These companies were analysed according to their stated total Mineral Resource on a net attributable basis. All values and implied values are in Australian dollars. The implied values (A\$/t TREO) were calculated based on the Company's attributable Mineral Resources as at the Valuation Date.

It should be noted that this method assumes 100% recovery for the contained TREO in the Mineral Resource. Importantly, the implied value calculation is for the purpose of this valuation and does not attempt to estimate or reflect the TREO likely to be recovered from the Mineral Resources as required under the JORC Code (2012).

Importantly, a number of ASM's peers hold exposures to minerals other than rare earths including downstream processing and uranium.

SRK, based on its review of trading multiples for peer companies with TREO Mineral Resources at the development stage, notes that the market has recently valued in situ TREO resources in Africa, Australia, and the Americas within a broad range of A\$7/t to A\$2,266/t of TREO (refer to Table 5.4).

SRK further observes that companies and projects with a predominance of heavy rare earth oxides (HREO) command significantly higher valuation multiples than those targeting light rare earth oxides (LREO). After excluding Northern Minerals Ltd (ASX: NTU) and Victory Metals Limited (ASX: VTM), both of which host predominantly HREO projects, the observed trading range narrows to approximately A\$7/t to A\$555/t of TREO.

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Table 5.4: Trading details for peers in the pre-development to development stage

Company	Code	Main Project	Project Location	Predominate REO Type	Mineral Interest Value (\$ M)	Status	Resource (Mt)			Grade (TREO)	Contained TREO (kt)	Resource Multiple (\$/t TREO)
							Meas	Ind	Inf			
Dubbo				Light - NdPr		Scoping	42.8	0	32.4	75	0.74%	556
American Rare Earths	ASX: ARR	Halleck	USA	Light	145.3	Scoping	1,479		1,147	2,627	0.33%	8,669
Arafura Rare Earths	ASX: ARU	Nolans	Australia	Light	806.6	FEL + Funding	4.9	30	21	56	2.60%	1,453
Energy Transition Minerals	ASX: ETM	Kvanefield*	Greenland	Light, Ur	80.1	BFS	143	308	559	1,010	1.10%	11,110
Ionic Rare Earths	ASX: IXR	Makutu (60%)	Uganda	Light - heavy	66.5	BFS	0	517	99	617	0.06%	389
Lindian Resources	ASX: LIN	Kangankunde	Malawi	Light	1491.7	Construction	0	61	200	261	2.14%	5,585
Meteoric Rare Earths	ASX: MEI	Caldeira	Brazil	Light	393.6	Scoping	37	629	832	1498	0.24%	3,534
Vital Metals	ASX: VML	Nechalcho	Canada	Light - NdPr	13.6	PFS	7.6	41	144.1	193	1.31%	2,524
Northern Minerals	ASX: NTU	Brown Range	Australia	Heavy	204.0	FEL	0.1	6.6	5.1	12	0.77%	90
Victory Metals	ASX: VTM	North Stanmore	Australia	Heavy	231.3	Scoping	0	176.5	144.1	321	0.05%	1,482
Average (excluding heavy REE – NTU & VTM)												162
Median (excluding heavy REE – NTU & VTM)												111

Source: SRK analysis, 2026

Notes:

*ETM's Kvanefield Project in Greenland – grant of tenements under arbitral tribunal since 2022.

Implied mineral interest values are based on listed company share price with effective date of 22 June 2026 and latest company reported data. Implied value was derived from market capitalisation as of 22 June 2026 adjusted for latest reported cash holding and debt.

SRK notes that while it considered other peer companies whose most advanced mineral assets were in the construction stages, these were ultimately discounted from further assessment as they were not deemed to be comparable to the prevailing status of Dubbo project.

FEL – Front-end Engineering Design study; BFS – Bankable Feasibility Study stage; PFS – Pre-feasibility Study stage; SS – Scoping Study

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SRK considers that companies holding early development stage (Scoping to PFS) mineral assets are the most comparable to the mineral assets at Dubbo. Analysis of the normalised dataset for assets in the early development stage (i.e. PFS/Scoping, PFS completed) indicated the median is A\$17/t TREO, while the average is A\$45/t TREO.

Based on its consideration of the foregoing factors relating to peer trading multiples, SRK considers that the market would pay in the range of A\$30/t TREO to A\$141/t TREO for a 100% interest in the Dubbo Mineral Resources. This range is informed by:

- **Low end of range** – the implied multiple for American Rare Earths Ltd (modified to account for SRK's view that Dubbo was likely to have a simpler processing route as such should trade at a premium to ASX: ARR value).
- **High end of range** – broadly aligned with the average value of the Lindian Resources Ltd and Ionic Rare Earths Ltd.

It is typical for trading multiples to have a wide range because of the existence of different assets and commodities held by a listed company which can impact the market value of that company. Despite the wide range of multiples, SRK considers the trading multiples presented to broadly support the comparable transaction multiple assessed by SRK.

5.1.3 Industry yardstick crosscheck

SRK has used Yardstick factors for the rare earth projects range between 0.1% and 1.25% of the prevailing spot price as set out below.

- Measured Mineral Resources: 0.75–1.25% of the spot price
- Indicated Mineral Resources: 0.25–0.75% of the spot price
- Inferred Mineral Resources: 0.1–0.25% of the spot price

On this basis, the implied value range multiples using the yardstick factors are summarised in Table 5.5.

Table 5.5: Industry yardstick factors value range

Resource	Percentage of the spot price	Value range	
		Low (A\$/t)	High (A\$/t)
Measured	0.75–1.25%	1.45	2.41
Indicated	0.25–0.75%	0.48	1.45
Inferred	0.1–0.25%	0.19	0.48

Source: SRK analysis

Notes: Weighted average prices based on NdPr oxide price of US\$111/kg, Dy oxide of US\$250/kg, Tb oxide of US\$1,056/kg and estimated recoveries of 73% for NdPr oxide, 25% for Dy oxides and 35% for Tb oxides. An exchange rate of US\$: A\$ 0.71 was applied.

Numbers may not reconcile due to rounding.

Table 5.6 summarises the yardstick values of the Mineral Resource of Dubbo Project on a 100% basis. Based on its derived yardstick factors, SRK considers the implied value of the Dubbo Mineral Resources lies in the range A\$68.2 M to A\$118.7 M, on a 100% basis.

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Table 5.6: Value of the Dubbo Mineral Resources – Yardstick

Category	Total (Mt)	Value Low (A\$/t)	Value High (A\$/t)	Value mid- point (A\$/t)	Value Low (A\$ M)	Value High (A\$ M)	Value mid- point (A\$ M)
Measured	42.8	1.45	2.41	1.93	62.1	103.1	82.6
Inferred	32.4	0.19	0.48	0.34	6.2	15.6	11.0
Yardstick value	75.2	0.91	1.58	1.24	68.2	118.7	93.6

Source: SRK analysis

Notes: Weighted average prices based on NdPr oxide price of US\$111/kg, Dy oxide of US\$250/kg and Tb oxide of US\$1,056/kg and estimated recoveries of 73% for NdPr oxide, 25% for Dy oxide and 35% for Tb oxide. FX rate of US\$: A\$ of 0.71 was applied.

Numbers may not reconcile due to rounding.

SRK's yardstick analysis was applied solely as a secondary cross-check.

SRK estimates that the yardstick percentage payable for rare earth elements (REE) is materially lower than those typically observed in gold transactions, reflecting the comparatively smaller share of final metal revenue attributable to the mine relative to that generally observed for gold projects.

5.1.4 Valuation summary of Dubbo Project Mineral Resources

SRK considers the value implied by the comparable transactions analysis to be reasonable given the values implied by peer analysis and yardstick method are broadly comparable. SRK has therefore valued the Dubbo Mineral Resource on a comparable transactions basis and used peer analysis and yardstick approach as secondary cross checks for determining its valuation range for the Dubbo Project's defined Mineral Resources (Table 5.7).

Table 5.7: Summary of SRK's valuation of Dubbo Project's Mineral Resources

Method	Low (A\$ M)	High (A\$ M)	Preferred (A\$ M)
Comparable transactions	27.9	70.1	49.0
Peer analysis	16.7	78.5	47.6
Industry Yardstick	68.2	118.7	93.6
Dubbo Mineral Resources on a 100% basis	27.9	70.1	49.0

Source: SRK analysis

Notes: Numbers may not reconcile due to rounding.

The industry yardstick method provides a higher value range than the comparable transaction method. While the industry yardstick method takes into consideration the different confidence levels of the Mineral Resource estimate and the state of the REE market, it does not consider other aspects such as different stages of project development, infrastructure and types of mineralisation. In this regard, SRK considers the comparable transaction analysis to be the preferred valuation method, while the industry yardstick is used as a cross-check as to reasonableness.

As a further check, SRK also considered listed trading multiples, which broadly support the comparable transaction multiples adopted.

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Based on this analysis, the implied value of a 100% interest in the Dubbo Project's Mineral Resources is estimated to reside between A\$27.9 M and A\$70.1 M, with a preferred valuation of A\$49.0 M.

SRK's mineral asset valuation excludes any value to the water rights which are being valued separately.

SRK considers the applied methods capture the value of the associated exploration potential at the Dubbo Project and hence no further value has been allocated to any exploration upside.

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6 Valuation summary

Based on its technical assessment presented in the earlier sections of this Report, SRK has completed a valuation of the mineral assets comprising the Dubbo Project in accordance with its mandate.

SRK has elected to adopt the values implied by the comparable transactions analysis. As a secondary cross-check to these values, SRK has also considered the values implied by the peer analysis and industry yardsticks (Table 6.1).

In considering the overall value, SRK has adopted the mid-point as its preferred value as SRK has no preference for either end of the range.

Based on its analysis, SRK considers the Market Value of Dubbo Project resides between A\$27.9 M and A\$70.1 M, with a preferred valuation of A\$49.0 M (Table 6.1, on a 100% basis).

Table 6.1: Summary of the Market Value of Dubbo Project

Mineral asset	Low (A\$ M)	High (A\$ M)	Preferred (A\$ M)
Dubbo Project – Mineral Resources, 100% basis	27.9	70.1	49.0
Dubbo Project – Exploration Potential, 100% basis	0	0	0
Dubbo (100%)¹	27.9	70.1	49.0

Note: Any discrepancies between values in the tables are due to rounding.

In defining its valuation ranges, SRK notes that there are always inherent risks involved when deriving any arm's length valuation. These factors can ultimately result in significant differences in valuations over time. By applying narrower confidence ranges, a greater degree of certainty regarding these assets is being implied than may be the case. Where possible, SRK has endeavoured to narrow its valuation range.

6.1 Discussion on SRK's valuation range

In assigning its valuation range and preferred value, SRK is mindful that the valuation range is also indicative of the uncertainty associated with exploration, development, and production assets.

The range in value is driven by the confidence limits placed around the size and quality of the metal occurrences assumed to occur within each project area. Typically, this means that as exploration progresses and a prospect moves from an early to advanced stage exploration prospect, through Inferred, Indicated or Measured Resource categories to Ore Reserve status, there is greater confidence around the likely size and quality of the contained base metals and the potential to extract them profitably. Table 6.2 presents a general guide of the confidence in targets, resource, and reserve estimates, and hence value, referred to in the mining industry (Bouchard, 2001; Snowden et al., 2002; Mackenzie et al., 2007; Macfarlane, 2007).

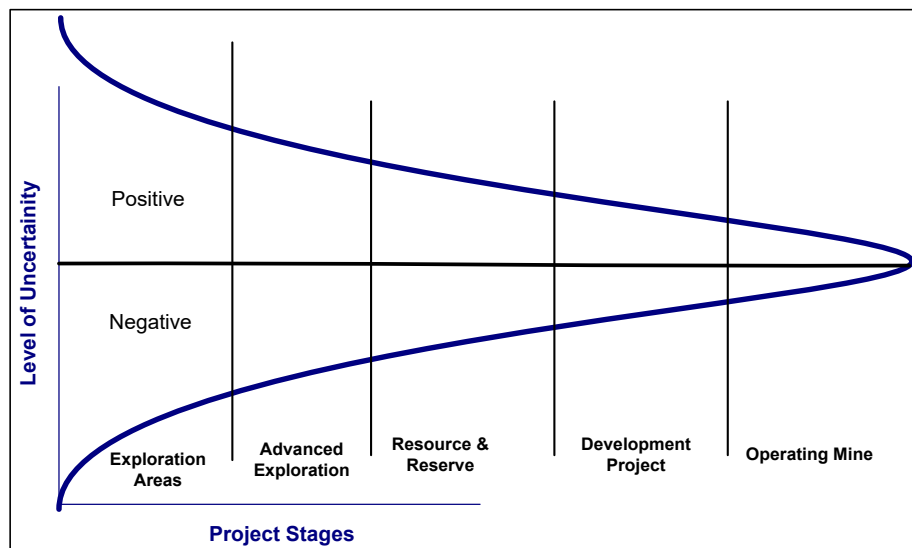
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Table 6.2: General guide regarding confidence for target and resource/reserve estimates

Classification	Estimate range (90% confidence limit)
Proven/Probable Reserves	±5% to ±10%
Measured Resources	±10% to ±30%
Indicated Resources	±30% to ±50%
Inferred Resources	±50% to ±100%
Exploration Target	+100%

This level of uncertainty with advancing project stages is shown graphically in Figure 6.1.

Figure 6.1: Uncertainty by advancing exploration stage



Estimated confidence of plus or minus 60–100% or more is not uncommon for exploration areas and is within acceptable bounds given the level of uncertainty associated with early-stage exploration assets. By applying narrower confidence ranges, one is implying a greater degree of certainty regarding these assets than may be the case.

Tenements held by ASM are exploration asset in the early to advanced stages of exploration or technical assessment. As a result, there are significant uncertainties regarding their attributes – this results in a wide valuation range. Where possible, SRK has endeavoured to narrow its valuation range. In recognising this wide range, SRK has also indicated a preferred value.

6.2 Valuation risks

SRK is conscious of the risks associated with valuing exploration to production stage assets, which impacts on the valuation range. In defining its valuation range, SRK notes that there are always inherent risks involved when deriving any arm's length valuation for exploration properties given the

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level of uncertainty present for each of the variables that impact on prospects and their valuation. These factors can ultimately result in significant differences in valuations over time.

The key risks include but are not limited to the following:

- information and data
- exploration and resource
- mining and production
- environmental
- economic
- financing.

6.2.1 Information and data risk

The preparation of technical assessment and valuation reports in accordance with the VALMIN Code requirements involves the compilation of data from both private and public sources. It is important to understand the risks associated with such information and the associated uncertainties. Uncertainties may include that material information may not have been identified, reliance on historical information, timely release of exploration data, lack of disclosure, transposition or compilation errors and the confidential nature of certain information.

6.2.2 Exploration and resource risk

The business of rare earth elements exploration, project development and production is by nature, high risk. The exploration potential of tenements where resources are not yet defined may vary considerably as further exploration is undertaken. Industry-wide exploration success rates indicate that it is possible no economically viable mineralisation may be located or delineated within any of the project tenures, beyond that currently known. Furthermore, even if significant mineralisation does exist within the project, it may not be either identified or developed due to a variety of factors including those outside of the control of the Company.

The exploration for and production of metals deposits involves various operating hazards, including, but not limited to, adverse weather conditions, shortages, delays in the availability of drilling rigs, or other critical equipment or personnel.

Ore Reserves and Mineral Resources prepared under the JORC Code are best estimates based on individual judgement and reliance on knowledge and experience using industry standards and the available database. Based on SRK's review of the available information, SRK considers the Mineral Resource estimate to be reasonable for valuation purposes.

However, in SRK's view the historical Ore Reserve is not relevant for this valuation exercise, as it has been superseded by the more recent heap leach scoping study. Given the mining method (below the water table), the process flowsheet (heap leach for selected minerals only as compared to previous study targeting different minerals using different process route) and the level of recent study (concept level with $\pm 50\%$ range of accuracy), SRK does not consider it appropriate to adopt an income-based valuation methodology.

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6.2.3 Mining and production risk

Forecasting cashflows for these assets are less certain and therefore riskier than for conventional metal projects (gold, copper, lead, zinc, etc.) in production, development or with a feasibility study completed.

The successful development of a mining operation is dependent on geological interpretation to define mineable blocks and an appropriate schedule to meet expected sales volumes. Actual metals mined may be different in quality and tonnage that estimates, and the overburden ratios and geological mining conditions anticipated may prove to be different. Operating costs can be adversely affected by disruptions due to geological conditions, equipment failure or industrial disputes. Development of a new mining operation is dependent on the provision of land transport and port facilities for international shipping, while an adequate supply of water is also important.

6.2.4 Environmental risk

Environmental conditions will be attached to future mining and exploration tenements, which, if deemed non-compliant by the relevant authorities, could result in the forfeiture of these rights.

Successful project development requires widespread consultation and negotiation with a variety of stakeholders, as well as an evaluation of ESG considerations. As projects advance, these interactions may become more complex and are required to be evaluated and integrated into successive techno-economic studies, during which potential flaws may be uncovered and derail the development process.

Substantial costs can be encountered for environmental rehabilitation, damage, control, and losses, which can vary over the life of the mining operation. Conditions attached to the mining and exploration rights may also vary over the life of the project and in response to any change in the size or type of operation that cannot be anticipated at this time.

6.2.5 Economic risk

The mining industry is highly dependent on the global geopolitical and economic environment. Factors such as access to market, commodity prices, inflation, interest rates, technological advances and investor sentiment all have a bearing on the development of a mineral project. Many of these factors are outside the control of the proponent and are broader societal issues, but still present both risk and opportunity to a mineral developer.

6.2.6 Financing risk

Further funds may be required to further explore and develop the projects. Failure to obtain sufficient financing for the projects may result in a delay or indefinite postponement of exploration and development on the properties or even a loss of a property interest. Additional financing may not be available when needed or, if available, the terms of such financing might not be favourable to the Company.

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Closure ■ UPDATED

Closure

This Report, Independent Specialist Report: Mineral Assets of Australian Strategic Materials Limited, was prepared by a team of consultants under the direction of:

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Appendix A Comparable transactions data and valuation

Resource multiples – comparable transactions – rare earth oxides

Date of transaction	Target	Buyer	Seller	Country	Deal consideration (\$ M)	Equity acquired (%)	Total resource (TREC t)	A\$/t TREC	Normalised A\$/t TREC	Stage
29/08/2025	PCH Project	Ultra Rare Earth Inc	Beko Invest Ltd and Antonio Vitor Junior	Brazil	9.16	50.00	150,011	122.13	165.03	Advanced Exploration
27/08/2025	Kwylibo Project	Consolidated Lithium Metals Inc	Investissement Québec	Canada	25.55	60.00	236,081	180.36	243.71	PFS/Scoping
15/05/2025	Ngualla Project	Chenguang Rare Earth New Material Co Ltd	Peak Resources Limited	Tanzania	158.00	84.00	4,622,820	40.63	64.03	Feasibility Complete
19/04/2024	Narraburna Project	Godolphin Resources Limited	EX9 Pty Ltd	Australia	0.28	49.00	70,201	8.10	16.76	PFS/Scoping
11/12/2023	Makutu Project	Ionic Rare Earths Limited	Rare Earth Elements Africa Proprietary Limited	Uganda	22.80	34.00	339,260	197.64	342.15	Feasibility Complete
22/08/2022	Sartatq Rare Earth Project	Neo Performance Materials Inc.	Hudson Resources Inc.	Greenland	5.00	100.00	143,245	34.91	36.68	PFS/Scoping
01/08/2022	Kangankunde Project	Indian Resources Limited	Rift Valley Resource Developments Limited	Malawi	42.86	100.00	107,272	399.52	419.87	Scoping/PFS
05/07/2022	Cowallinya Project	Heavy Rare Earths Limited	David Ian Ross and Christine Ann Ross (Private Investors)	Australia	0.50	100.00	17,500	28.39	24.65	Advanced Exploration
23/06/2022	Yangbana Tenements	Hastings Technology Metals Limited	Cadence Minerals Plc	Australia	9.02	30.00	276,625	108.69	84.77	Construction Started
22/03/2022	Narraburna Project	Godolphin Resources Limited	EX9 Pty Ltd	Australia	1.77	51.00	34,624	100.32	67.88	PFS/Scoping
17/09/2021	Brightlands Mlo Project	Consolidated Uranium Inc.	GBM Resources Limited	Australia	2.18	100.00	114,070	19.12	22.88	Advanced Exploration
05/08/2021	Songwe Hill Project	Mkango Resources Ltd	Noble Group Limited	Malawi	29.30	49.00	663,499	90.13	104.81	Feasibility Started
03/11/2020	Phalabonwa Project	Rainbow Rare Earths Limited	Bosveld Phosphates (Pty) Limited	South Africa	1.06	70.00	164,690	9.23	18.45	PFS/Scoping
23/04/2020	Kwylibo Project	Investissement Québec	Focus Graphite Inc.	Canada	7.87	50.00	236,081	66.67	199.07	PFS/Scoping
27/01/2020	Lofdal Project	Japan Oil, Gas and Metals National Corporation	Namibia Critical Metals Inc.	Namibia	22.66	50.00	109,175	415.05	649.02	PFS/Scoping
30/08/2019	Ngualla Project	Peak Resources Limited	International Finance Corporation	Tanzania	28.69	5.00	4,622,820	124.11	316.93	Feasibility Complete
29/07/2019	Ngualla Project	Peak Resources Limited	Applen Pinnacle Holdco Limited	Tanzania	143.00	20.00	4,622,820	154.67	375.69	Feasibility Complete
30/01/2019	Tairdift & T Zones (Nechalacho Project)	Cheeleat Resources Pty Ltd	Avalon Advanced Materials Inc	Canada	5.23	100.00	2,303,893	2.27	5.41	Advanced Exploration
20/11/2018	Round Top Project	Morzev Pty Limited	Texas Mineral Resources Corp.	USA	17.86	80.00	525,436	42.48	102.40	PFS/Scoping
16/11/2017	Songwe Hill Project	Talaxis Limited	Mkango Resources Limited	Malawi	20.71	49.00	469,183	90.06	175.80	Feasibility Started
27/07/2016	Charley Creek Project	Crossland Strategic Metals Limited	Investor group	Australia	2.26	43.72	235,053	21.98	59.68	PFS/Scoping
17/11/2015	Madagascar Project	Reo Magnetic Pte Ltd	Tantalus Rare Earths AG	Madagascar	6.06	60.00	515,264	19.61	48.79	Advanced Exploration
26/01/2015	Kipawa JV	Ressources Québec Inc.	Matamec Explorations Inc.	Canada	3.10	28.00	145,091	76.27	126.99	Feasibility
15/01/2015	Crossland Joint Venture	Essential Mining Resources Pty Ltd	Pancontinental Uranium Corporation	Australia	2.23	43.72	235,053	21.66	36.06	PFS/Scoping

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