

21 November 2024

The Manager  
Company Announcements Office  
ASX Limited  
Level 6, 20 Bridge Street  
SYDNEY NSW 2000

**NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT**

On 21 November 2024, WIN Metals Ltd (ACN 648 687 094) (ASX: WIN) (**Company**) issued 70,000,000 fully paid Ordinary Shares in the capital of the Company at \$0.025 per share (**Shares**). The issue of the Shares is pursuant to the agreement to issue shares as part of the acquisition transaction of the Palm Springs Project (now known as the Butchers Creek Project) as announced on 28 August 2024. The issue follows the shareholder approvals received at the Company's General Meeting of shareholders held on 21 October 2024 and completion of the acquisition transaction today.

The Corporations Act 2001(Cth) (**Act**) restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A of the Act. By the Company giving this notice, sale of the Shares will fall within the exemption in section 708A(5) of the Act.

The Company gives notice pursuant to section 708A(5)(e) of the Act that:

1. the Company issued the Shares without disclosure under Part 6D.2 of the Act;
2. as at the date of this notice, the Company has complied with:
  - (a) the provisions of Chapter 2M of the Act as they apply to the Company; and
  - (b) section 674 of the Act; and
3. as at the date of this notice, there is no information:
  - (a) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - (b) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
    - I. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
    - II. the rights and liabilities attaching to the Shares.

Yours faithfully,

Graeme Scott

**Company Secretary**  
**WIN Metals Ltd**