

6 November 2025

Board and management

Non-Executive Chairman
Mark Connelly

Managing Director & CEO
Amanda Buckingham

Non-Executive Director
Dianmin Chen

Chief Financial Officer
Graeme Morissey

GM Corporate & GC
Stuart Burvill

Company Secretary
David Palumbo

Exploration Manager –
Western Australia
Thomas Dwight

Exploration Manager –
Nevada
Steve McMillin

Chief Geologist
Peng Sha

Capital structure

Last traded price
A\$0.235

Current shares on issue
1,221 M

Current market
capitalisation
A\$287 M

Cash
A\$19.0 M (at 30 Sep 2025)

Debt
Zero

SCHEMES APPROVED BY WARRIEDAR SECURITYHOLDERS

Warriedar Resources Limited (ASX: WA8) (**Warriedar** or **Company**) provides the following update on the proposed acquisition of 100% of the fully paid ordinary shares and listed options in Warriedar by Capricorn Metals Ltd (ASX: CMM) (**Capricorn**) by way of Court-approved share scheme of arrangement (**Share Scheme**) and option scheme of arrangement (**Option Scheme**) under Part 5.1 of the *Corporations Act 2001* (Cth) (**Corporations Act**).

Unless otherwise specified, capitalised terms used in this announcement have the same meaning as given in Warriedar's Scheme Booklet dated 26 September 2025 (**Scheme Booklet**) and Supplementary Scheme Booklet dated 14 October 2025 (**Supplementary Scheme Booklet**).

RESULTS OF THE SCHEME MEETINGS

In accordance with ASX Listing Rule 3.13.2 and section 251AA(2) of the Corporations Act, Warriedar advises that each of the Share Scheme Resolution and Option Scheme Resolution as set out in the relevant notice of meeting included in the Scheme Booklet were passed by the requisite majorities of Warriedar Securityholders at the Share Scheme Meeting and Option Scheme Meeting (as applicable) held earlier today.

In summary:

- at the Share Scheme Meeting:
 - 68.64% of Warriedar Shareholders present and voting at the Share Scheme Meeting (in person or by proxy, attorney or corporate representatives) were in favour of the Share Scheme Resolution; and
 - 88.62% of the total number of votes cast by Warriedar Shareholders at the Share Scheme Meeting were in favour of the Share Scheme Resolution; and
- at the Option Scheme Meeting:
 - 77.59% of Warriedar Listed Optionholders present and voting at the Option Scheme Meeting (in person or by proxy, attorney or corporate representatives) were in favour of the Option Scheme Resolution; and

- 89.89% of the total number of votes cast by Warriedar Listed Optionholders at the Option Scheme Meeting were in favour of the Option Scheme Resolution.

Details of the valid proxies received and votes cast at the Share Scheme Meeting and Option Scheme Meeting (as applicable) are set out in the attachment to this announcement.

Warriedar will apply to the Supreme Court of Western Australia for approval of the Schemes at a hearing scheduled for 10:30am (AWST) on 13 November 2025 (**Second Court Hearing**). ¹

Warriedar will seek orders from the Court at the Second Court Hearing to alter the Schemes to reflect the Revised Consideration, as well as orders approving the Schemes in their altered form. A copy of the Schemes in the altered form are set out in Annexure B and Annexure C of the Supplementary Scheme Booklet.

If the Court approves the Schemes at the Second Court Hearing, Warriedar intends to lodge a copy of the Court orders with ASIC on the following day (14 November 2025), when the Schemes will become Effective. It is expected that Warriedar will be suspended from trading on the ASX from the close of trading on 14 November 2025, and the Schemes will be implemented on Tuesday, 25 November 2025.

INDICATIVE TIMETABLE

The key dates and times for the implementation of the Schemes are as follows:

Event	Date ¹
Second Court Date Warriedar to apply for Court orders approving the Schemes.	10:30am (AWST) on Thursday, 13 November 2025
Effective Date	Friday, 14 November 2025
Last date of trading of Warriedar Shares on ASX	Friday, 14 November 2025
Last time and date to receive Opt-in Notices Small Parcel Holders who do not wish to receive New Capricorn Shares may elect to participate in the Sale Facility by completing and returning an Opt-in Notice.	5:00pm (AWST) on Monday, 17 November 2025
New Capricorn Shares to commence trading on ASX on a deferred settlement basis	Monday, 17 November 2025
Record Date Record Date to determine entitlement to receive the Share Scheme Consideration and Option Scheme Consideration.	7:00pm (Sydney time) on Tuesday, 18 November 2025
Implementation Date Issue of Share Scheme Consideration and Option Scheme Consideration.	Tuesday, 25 November 2025

¹ The Schemes remain subject to certain customary conditions precedent as previously announced and described in the Scheme Booklet and Supplementary Scheme Booklet. The Second Court Hearing will only occur if all of the remaining conditions precedent to the Share Scheme (other than the Court's approval of the Share Scheme) have been satisfied or waived (as applicable) at 8.00am AWST on the date of the Second Court Hearing. Details of the conditions precedent to the Schemes are included in the Scheme Booklet and the Supplementary Scheme Booklet.

Event	Date ¹
Despatch of statements confirming the issue of New Capricorn Shares and New Capricorn Options.	
New Capricorn Shares expected to commence trading on ASX on a normal settlement basis	Wednesday, 26 November 2025
Delisting of Warriedar from ASX Termination of official quotation of Warriedar Shares and Warriedar Listed Options on ASX and Warriedar to be removed from the official list of ASX.	Wednesday, 26 November 2025

Note: All stated dates and times are indicative only. The actual timetable will depend on many factors outside the control of Warriedar and Capricorn, including the Court approval process and the satisfaction or waiver (where applicable) of the conditions precedent to the completion of the Schemes by each of Warriedar and Capricorn. Any changes to the above timetable will be announced to ASX and will be available under Warriedar's profile on ASX at <https://www.asx.com.au/>.

If you require further information or have questions in relation to the Schemes, please contact the Warriedar Information Line on 1800 336 109 (from within Australia) or +61 1800 336 109 (from outside Australia), Monday to Friday (excluding public holidays) between 8:30am to 5:00pm (AWST).

This announcement has been authorised for release by the Warriedar Board.

For further information, please contact:

Investors

+61 8 9481 0389

info@warriedarresources.com.au

Media Inquiries

Michael Vaughan (Fivemark Partners)

+61 422 602 720

WARRIEDAR RESOURCES LTD

SHARE SCHEME OF ARRANGEMENT MEETING
Thursday, 06 November, 2025

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Total votes cast in the poll (where applicable)			
No	Short Description	Strike Y/N/NA	<i>For</i>	<i>Against</i>	<i>Discretionary (OpenVotes)</i>	<i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>	<i>Result</i>
1	APPROVAL OF THE SHARE SCHEME "THAT, PURSUANT TO AND IN ACCORDANCE WITH SECTION 411 OF THE CORPORATIONS ACT, THE SCHEME OF ARRANGEMENT PROPOSED BETWEEN WARRIEDAR AND THE HOLDERS OF ITS FULLY PAID ORDINARY SHARES AS PROVIDED IN, AND MORE PARTICULARLY DESCRIBED IN THE MEMORANDUM OF ASSOCIATED DOCUMENTS"	NA	870,476,181 88.01%	112,760,654 11.40%	5,866,596 0.59%	26,677	878,446,804 88.62% 499 Holders	112,760,654 11.38% 227 Holders	26,677 1 Holder	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item

WARRIEDAR RESOURCES LTD

 OPTION SCHEME OF ARRANGEMENT MEETING
 Thursday, 06 November, 2025

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Total votes cast in the poll (where applicable)			
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (OpenVotes)	Abstain	For	Against	Abstain **	Result
1	APPROVAL OF THE OPTION SCHEME "THAT, PURSUANT TO AND IN ACCORDANCE WITH SECTION 411 OF THE CORPORATIONS ACT, THE SCHEME OF ARRANGEMENT PROPOSED BETWEEN WARRIEDAR AND THE HOLDERS OF WARRIEDAR LISTED OPTIONS AS PROVIDED IN, AND MORE PARTICULARLY DESCRIBED I	NA	44,700,912 89.89%	5,026,567 10.11%	0 0.00%	0	44,700,912 89.89% 45 Holders	5,026,567 10.11% 13 Holders	0 0 Holders	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item