



ANNOUNCEMENT

25 June 2024

Response to Opportunistic and Inadequate Share Purchase Offer and Company Update

AVZ Minerals Limited (AVZ or Company) provides its shareholders with this response to the opportunistic and inadequate share purchase offer to acquire AVZ shares (detailed further below) and a company update on various matters.

Take no action in response to the Offer

AVZ refers to the share purchase offer (**Offer**) made by Resource Capital Investments Pty Ltd (**Resource Capital**) on 18 June 2024 at \$0.01 per share to professional or sophisticated investors only.

AVZ's Directors have reviewed the Offer documents and unanimously recommend that you **REJECT** the Offer and **DO NOTHING** in relation to any documents received from Resource Capital. The Board recommends AVZ shareholders retain your shareholding. Do not surrender your AVZ shares to this opportunistic bidder at a price that does not reflect the underlying value of your shares.

AVZ notes the two directors and shareholders of the Offeror are Michael Carrick and Geoff Jones. Mr Carrick was nominated for election to the board of directors of AVZ at AVZ's 2023 annual general meeting by Fat Tail Holdings Pty Ltd ACN 666 836 808 (**Fat Tail**). The Offer is an attempt to acquire control of the board of directors of AVZ and the Manono Project, without paying fair value to shareholders.

Where any AVZ shareholder has received an unsolicited offer, the Company recommends that you:

1. Carefully consider the offeror's purported fair estimate for AVZ shares and whether that value aligns with your view.
2. Seek independent financial advice.

If shareholders wish to share any unsolicited offers they have received with the Company, you may do so by emailing the relevant correspondence to admin@avzminerals.com.au.

AVZ takes the opportunity to provide further update to our shareholders in relation to the following matters:

Locke Litigation Funding Facility: The Company is in advanced stages of negotiation with Locke regarding the US\$20m Facility, having progressed to negotiating long-form documentation.

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Directors

Non-Executive Chairman: John Clarke
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Technical Director: Graeme Johnston
Non-Executive Director: Rhett Brans
Non-Executive Director: Casta Tungaraza
Executive Director: Serge Ngandu
Non-Executive Director: Salome Sijaona

MOU discussions: AVZ has re-established a strong line of communication with the Government of the Democratic Republic of Congo following the recent Presidential election. We are optimistic that a Memorandum of Understanding (**MOU**) can be agreed between the relevant parties in a timely manner.

Other value realisation alternatives: AVZ management is engaging on a broad range of strategic and value realisation transactions to advance the development of the Manono Project and/or deliver substantive value to shareholders.

In light of the abovementioned material workstreams being advanced to secure the Company's rights to the Manono Project and realise value for shareholders, AVZ considers the Offer to acquire your shares at \$0.01 per share is opportunistic and inadequate. Shareholders who have received the Offer should carefully consider (together with their advisors) the benefits of accepting the Offer as against the potential upside arising out of the abovementioned material workstreams.

This announcement was authorised for release by the board of directors of AVZ Minerals Limited.

For further information, visit www.avzminerals.com.au or you can contact the Company via telephone +61 8 6186 7600 or email admin@avzminerals.com.au