Announcement Summary

Entity name

CHALLENGER GOLD LIMITED

Announcement Type

New announcement

Date of this announcement

28/9/2026

The Proposed issue is:
A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Convertible debenture	90

Proposed +issue date

30/11/2026

Refer to next page for full details of the announcement

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Part 1 - Entity and announcement details

1.1 Name of +Entity

CHALLENGER GOLD LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.
If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

45123591382

1.3 ASX issuer code

CEL

1.4 The announcement is

New announcement

1.5 Date of this announcement

28/9/2026

1.6 The Proposed issue is:

A placement or other type of issue

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Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?
Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	30/11/2026	Estimated	No

Comments

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?
New class

Will the proposed issue of this +security include an offer of attaching +securities?
No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?
No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?
No

ASX +security code	+Security description
New class-code to be confirmed	Convertible debenture

+Security type
+Convertible debt securities

Number of +securities proposed to be issued
90

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Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?
Yes

In what currency is the cash consideration being paid?
USD - US Dollar

What is the issue price per +security?
USD 1,000.00000

AUD equivalent to issue price amount per +security
142,550.000000

FX rate (in format AUD 1.00 / primary currency rate):
AUD 1.00

FX rate (in format AUD rate/primary currency rate) Primary Currency rate
USD 0.70150000

Will all the +securities issued in this class rank equally in all respects from their issue date?
Yes

+Convertible debt securities details

These securities are:
Convertible

Type of security
Convertible note or bond

+Security currency
USD - US Dollar

Face value
USD 100,000.0000

Interest rate type
Fixed rate

Frequency of coupon/interest payments per year
Quarterly

First interest payment date
31/3/2027

Interest rate per annum
11.00000 %

Is the interest rate per annum estimated at this time?
No

s128F of the Income Tax Assessment Act status applicable to the +security
Not applicable

Is the +security perpetual (ie. no maturity date)?
No

Maturity date
30/11/2031

Select other features applicable to the +security
Redeemable

Is there a first trigger date on which a right of conversion, redemption, call

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or put can be exercised (whichever is first)?
No

Details of the type of +security that will be issued if the securities are converted, transformed or exchanged

CEL : ORDINARY FULLY PAID

Number of +securities that will be issued if the +securities are converted, transformed or exchanged (including, if applicable, any interest)

Conversion Price fixed at 30% premium to 20-day VWAP prior to 16 Sep 2026 at A$2.72 per share. Price is subject to customary anti-dilution adjustments and specified floor price.

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Further details to be included in Notice of Meeting for shareholder meeting estimated for end of November 2026

Part 7C - Timetable

7C.1 Proposed +issue date

30/11/2026

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?
Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

30/11/2026

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?
Yes

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?
No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?
No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?
Yes

7E.1a Who is the lead manager/broker?

Hannam & Partners Advisory Limited

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

2% fee on any debt raised from third parties and 1.5% fee on any debt from related parties to a maximum of USD$6m

7E.2 Is the proposed issue to be underwritten?
No

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7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

Costs associated with progressing the Company's Hualilan Project including consultants, detailed engineering, long-lead-time equipment principally for the crusher circuits and general working capital.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

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