

10 March 2023

ASX Announcement

Iron Ore Royalties Strengthens GWR Balance Sheet – C4

HIGHLIGHTS

- **GWR balance sheet continues to improve with receipt of first and second monthly Gold Valley Iron Ore Pty Ltd ("GV") payments (inclusive of royalties) totalling \$1,512,000 (\$756,000 per month) from the C4 deposit¹.**
- **GWR will receive a minimum of approximately \$52 million from GV over the next 10 years.**
- **Following receipt of the second monthly payment of \$756,000, GWR will continue to receive \$756,000 per month up until the earlier of such time as GV has shipped or otherwise sold 3,000,000 tonnes of iron ore from the C4 deposit on or after 3 January 2023 or a total of 36 such monthly payments have been made.**
- **GWR cash and liquid investments currently total ~\$14 million² and the above mentioned payments from the C4 deposit will continue to strengthen its financial position.**
- **External parties continue to express positive interest to either purchase a portion of the eleven iron ore deposits or to acquire the mining rights.**
- **The significant work undertaken by GWR to investigate long term infrastructure solutions for the Wiluna West Iron Ore Project, with a focus on Esperance port has attracted strong interest from various parties.**
- **The Company plans to use the cash flow generated from GV payments to investigate and fund potential new acquisitions, GWR Group is currently reviewing several opportunities.**

GWR Group Ltd (ASX:GWR) ("GWR Group" or "the Company") is pleased to advise shareholders the first monthly take or pay for \$756,000 and second monthly take or pay for \$756,000 has been received from Gold Valley Iron Pty Ltd. This is the first of 36 monthly payments with the next scheduled to be paid to GWR before the end of March, which will further strengthen the balance sheet ahead of the quarter.

¹ ASX Release titled "GWR Substantially Improves Iron Ore Mining Rights Agreement" dated 11 January 2023.

² Unaudited proforma figure which contemplates financial position to date.

External parties have expressed positive interest to either purchase a portion of the eleven iron ore deposits or to acquire the mining rights. The Company believes the significant work it has undertaken to investigate long term infrastructure solutions for the Wiluna West Iron Ore Project, with a focus on Esperance port, will further enhance the appeal of its deposits and ability to monetise them.

GWR Group will update the market as these discussions progress and will also update the market as it continues to assess and review several new opportunities for potential acquisition.

C4 Iron Ore Deposit – Mining Rights

Terms of the mining rights agreement with GV for the C4 Iron deposit and the transfer of its residual rights in relation to the JWD Iron deposit, are as follows.

A minimum monthly payment (inclusive of any royalty payments made for that month) of:

- \$756,000 per month up until the earlier of such time as GV has shipped or otherwise sold 3,000,000 tonnes of iron ore from the C4 deposit on or after 3 January 2023 or a total of 36 such monthly payments have been made.
- thereafter \$336,000 per month up until the earlier of such time as GV has shipped or otherwise sold 6,500,000 tonnes of iron ore from the C4 deposit on or after 3 January 2023 or a total of 42 such monthly payments have been made.
- thereafter \$252,000 per month up until the earlier of such time as GV has shipped or otherwise sold 10,000,000 tonnes of iron ore from the C4 deposit on or after 3 January 2023 or a total of 42 such monthly payments have been made.

Additionally an increased royalty per tonne of iron ore shipped or otherwise sold by GV from the C4 deposit as follows:

- \$9.00 per tonne in relation to the first 3,000,000 tonnes shipped or otherwise sold.
- \$4.00 per tonne in relation to the next 3,500,000 tonnes shipped or otherwise sold.
- \$3.00 per tonne in relation to the next 3,500,000 tonnes shipped or otherwise sold.
- \$1.00 per tonne for any additional tonnes shipped or otherwise sold.

This means that GWR will receive a minimum of approximately \$52,000,000 from GV over the next 10 years.

GWR Chairman Mr Gary Lyons commented.

“I am very pleased with the steps the Company has taken to implement a strategy that sets the framework of monetising the quality of our iron ore deposits in a manner that reduces the risk and capital expense on the company. The recent “Take or Pay” agreement with Gold Valley is just one mechanism the board is looking to implement for the mining rights, which in this case guarantees GWR a minimum payment of \$756,000 per month for minimum period of 36 months or until 3,000,000 tonnes have been sold or shipped by GV as well as a significant royalty being paid over the first 10,000,000 tonnes which could yield GWR around \$52 million.”

The first monthly take or pay for \$756,000 and second monthly take or pay for \$756,000 has been received from Gold Valley, continuing to strengthen GWR’s financial position with cash and liquid investments which currently total ~\$14 million.”

This ASX announcement was authorised for release by Gary Lyons, Chairman of GWR Group Limited.

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Competent Person's Statement

The information in this report which relates to Exploration Targets, Exploration Results and Mineral Resources or Ore Reserves is based on information compiled by Mr Allen Maynard, who is a Member of the Australian Institute of Geosciences ("AIG"), A Corporate Member of the AusIMM and independent consultant to the Company. Mr Maynard is the Director and principal geologist of AI Maynard & Associates Pty Ltd and has over 40 continuous years of exploration and mining experience in a variety of mineral deposit styles. Mr Maynard has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for reporting of Exploration Results, Exploration Targets, Mineral Resources and Ore Reserves" (JORC Code). Mr Maynard consents to inclusion in the report of the matters based on this information in the form and context in which it appears.

The Mineral Resource Estimate was prepared and first disclosed under the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

Forward looking statements

This announcement contains forward-looking statements which are identified by words such as 'may', 'could', 'believes', 'estimates', 'targets', 'expects', or 'intends' and other similar words that involve risks and uncertainties. These statements are based on an assessment of present economic and operating conditions, and on a number of assumptions regarding future events and actions that, as at the date of this announcement, are expected to take place. Such forward-looking statements does not guarantee future performance and involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company, the directors and our management. We cannot and do not give any assurance that the results, performance or achievements expressed or implied by the forward-looking statements contained in this prospectus will actually occur and investors are cautioned not to place undue reliance on these forward-looking statements. We have no intention to update or revise forward-looking statements, or to publish prospective financial information in the future, regardless of whether new information, future events or any other factors affect the information contained in this announcement, except where required by law. These forward-looking statements are subject to various risk factors that could cause our actual results to differ materially from the results expressed or anticipated in these statements.

Table 1. Wiluna West Iron Ore Project Mineral Resources by Deposit

GWR Group Limited Wiluna West Global Fe Resources									
Classification	Deposit	Calc	Cut Off	Tonnes (Mt)	Fe %	SiO ₂ %	Al ₂ O ₃ %	LOI %	P %
Measured	JWD	Optiro 2013	55	6.40	64.07	2.63	1.51	3.07	0.034
	BOWERBIRD CENTRAL	Optiro 2011	50	1.20	62.27	6.25	2.74	1.60	0.038
	C3	Optiro 2011	50	2.50	58.38	8.46	2.39	5.14	0.107
	TOTAL			10.10	62.45	4.50	1.87	3.41	0.053
Indicated	BOWERBIRD CENTRAL	Optiro 2011	50	5.90	59.86	7.76	3.44	2.65	0.054
	BOWERBIRD SOUTH	Optiro 2011	50	13.00	60.50	7.18	2.91	2.89	0.048
	JWD	Optiro 2013	55	0.90	63.61	2.76	1.33	3.57	0.030
	JINDALEE JOYNEERS	Optiro 2010	50	3.30	63.61	4.27	2.05	1.83	0.036
	C3	Optiro 2011	50	30.40	58.47	8.35	2.39	5.22	0.076
	C4	Optiro 2010	50	18.53	61.17	8.08	1.97	2.22	0.034
TOTAL			72.03	59.94	7.76	2.43	3.64	0.056	
Inferred	BOWERBIRD NTH NTH	GWR 2009	50	2.58	60.84	5.19	2.19	3.64	0.050
	BOWERBIRD NTH	Snowden 2008	50	3.90	59.70	6.50	3.80	2.60	0.040
	BOWERBIRD CENTRAL	Optiro 2011	50	0.80	58.15	9.48	3.83	2.86	0.045
	BOWERBIRD SOUTH	Optiro 2011	50	5.20	60.03	8.33	2.42	2.36	0.038
	JWD	Optiro 2013	55	3.40	63.13	3.23	1.58	3.38	0.029
	JINDALEE JOYNEERS	Optiro 2010	50	3.90	62.47	4.81	2.12	2.16	0.057
	C1	Snowden 2007	50	4.20	58.50	7.20	3.30	5.20	0.088
	C2	GWR 2009	50	6.76	58.52	6.89	2.86	6.25	0.036
	C3	Optiro 2011	50	4.40	56.70	8.97	3.25	6.13	0.069
	C4	Optiro 2010	50	3.08	58.00	10.30	2.85	3.60	0.035
	C5	Snowden 2007	50	4.40	59.10	8.90	2.10	3.80	0.118
	CR	Snowden 2007	50	4.00	60.60	9.30	1.40	1.70	0.030
	South 2	Snowden 2008	50	2.20	56.20	9.10	2.03	7.80	0.077
TOTAL			48.82	59.45	7.45	2.57	4.03	0.055	
Deposit Totals	BOWERBIRD NTH NTH	GWR 2009	50	2.58	60.84	5.19	2.19	3.64	0.050
	BOWERBIRD NTH	Snowden 2008	50	3.90	59.70	6.50	3.80	2.60	0.040
	BOWERBIRD CENTRAL	Optiro 2011	50	8.00	60.06	7.70	3.38	2.51	0.051
	BOWERBIRD SOUTH	Optiro 2011	50	18.20	60.37	7.51	2.77	2.74	0.045
	JWD	Optiro 2013	55	10.70	63.74	2.83	1.52	3.21	0.032
	JINDALEE JOYNEERS	Optiro 2010	50	7.20	62.99	4.57	2.09	2.01	0.047
	C1	Snowden 2007	50	4.20	58.50	7.20	3.30	5.20	0.088
	C2	GWR 2009	50	6.76	58.52	6.89	2.86	6.25	0.036
	C3	Optiro 2011	50	37.30	58.26	8.43	2.49	5.32	0.077
	C4	Optiro 2010	50	21.62	60.72	8.39	2.09	2.42	0.034
	C5	Snowden 2007	50	4.40	59.10	8.90	2.10	3.80	0.118
	CR	Snowden 2007	50	4.00	60.60	9.30	1.40	1.70	0.030
	South 2	Snowden 2008	50	2.20	56.20	9.10	2.03	7.80	0.077
Grand Total			131.10	60.00	7.40	2.40	3.80	0.060	

Note: Differences may occur due to rounding. Refer ASX Announcements 12th November 2019, 8th July 2011 and 11 April 2013.