



**BRIGHTSTAR**  
RESOURCES LIMITED

# BUILDING A GROWING WEST AUSTRALIAN GOLD PRODUCER

*Sandstone | Gum Creek  
Consolidation*

**AUGUST 2024**

# Important Notices & Disclaimers



## Important Notices

This presentation (**Presentation**) regarding the merger of Brightstar Resources Limited (**Brightstar** or the **Company**) and Alto Metals Limited (**Alto**) has been prepared by Brightstar and has been authorised for release by the Board of Directors of Brightstar and Alto on the basis it is to be read in conjunction with these important notices and disclaimers and the Key Risks in Appendix 9.

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- This announcement contains certain "forward-looking statements". The words "expect", "anticipate", "estimate", "intend", "believe", "guidance", "should", "could", "may", "will", "predict", "plan" and other similar expressions are intended to identify forward-looking statements. Indications of, and guidance on, future financial position or performance are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this announcement are based on assumptions and contingencies which are subject to change without notice and involve known and unknown risks and certainties and other factors which are beyond the control of Brightstar and its respective directors and management. Forward-looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Actual results, performance or achievements may differ materially from those expressed or implied in such statements and any projections and assumption on which these statements are based. These statements may assume the success of Brightstar business strategies. The success of any of those strategies will be realised in the period for which the forward-looking statement may have been prepared or otherwise. Readers are cautioned not to place undue reliance on forward-looking statements, particularly in light of the current economic climate and the significant volatility, and except as required by law or regulation, none of Brightstar or their respective representatives or advisers assumes any obligation to update these forward-looking statements. No representation or warranty, express or implied, is made as to the accuracy, likelihood of achievement or reasonableness of any forecasts, prospects, or statements in relation to future matters contained in this announcement. The forward-looking statements are based on information available to Brightstar as at the date of this announcement. Except as required by law or regulation (including the ASX Listing Rules), none of Brightstar and their respective representatives or advisers undertakes any obligation to provide any additional or updated information whether as a result of a change in expectations or assumptions, new information, future events, or results or otherwise. Indications of, and guidance or outlook on future financial position or performance are also forward-looking statements.

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## JORC (2012) Compliance Statement

### Brightstar Mineral Resources

- This presentation contains references to Brightstar's JORC (2012) Mineral Resources, extracted from the ASX announcements titled "Aspacia deposit records maiden Mineral Resource at the Menzies Gold Project" dated 17 April 2024, "Maiden Link Zone Mineral Resource Estimate" dated 15 November 2023, "Cork Tree Mineral Resource Upgrade Delivers 1Moz Group MRE" dated 23 June 2023 and "Auralia Review" dated 10 September 2020, and ASX announcements for Kingwest Resources Limited titled, "High grade drilling results and high grade resource estimation from the Menzies Goldfield" dated 13 December 2022, "Menzies JORC gold resources surpass 500,000 ounces" dated 26 April 2022 and "Brightstar makes Recommended Takeover Offer for Linden Gold Alliance Limited" dated 25 March 2024.
- Brightstar confirms that it is not aware of any new information or data that materially affects the information included in the previous market announcements and that all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

### Alto Mineral Resources

- This Presentation contains references to JORC (2012) Mineral Resources, as reported by Alto in its announcement released on 3 April 2023 titled "Significant increase in shallow gold resources at Sandstone Gold Project".
- Alto confirms that the material assumptions and technical parameters disclosed in the announcement continue to apply and have not materially changed. Alto confirms that it is not aware of any new information or data that materially affects the information included in the previous market announcements and that all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

### Gateway Mineral Resources

- This Presentation contains references to JORC (2012) Mineral Resources, as reported by Alto and Brightstar in their joint announcement released on 1 August 2024 titled "Brightstar to drive consolidation of Sandstone".
- Brightstar confirms that the material assumptions and technical parameters disclosed in the announcement continue to apply and have not materially changed. Brightstar confirms that it is not aware of any new information or data that materially affects the information included in the previous market announcements and that all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

## Scoping Study Cautionary Statement

### Menzies and Laverton Gold Project Mine Restart Study

- The production targets and forecast financial information disclosed in this Presentation in relation to the Menzies and Laverton Gold Project Mine Restart Study are extracted from the Company's ASX announcement titled "Menzies and Laverton Gold Project Mine Restart Study" dated 6 September 2023. Brightstar confirms that all material assumptions underpinning the production targets and forecast financial information derived from the production targets in the previous announcement continue to apply and have not materially changed.

### Jasper Hills March 2023 Scoping Study

- The production targets and forecast financial information disclosed in this Presentation in relation to the Jasper Hills March 2023 Scoping Study are extracted from the Company's ASX announcement titled "Jasper Hills March 2023 Scoping Study" dated 25 March 2024. Brightstar confirms that all material assumptions underpinning the production targets and forecast financial information derived from the production targets in the previous announcement continue to apply and have not materially changed.
- Brightstar considers that the material assumptions underpinning the production targets at the Menzies and Laverton Gold Project Restart Study and Jasper Hills Scoping Study are not adversely affected by the proposal to develop both projects sequentially. Brightstar intends to investigate the joint development under an integrated feasibility study.

## Currency

- Unless otherwise stated, all dollar values in this Presentation are reported in Australian dollars.

# Growth-focused West Australian junior gold producer



Existing mining & development hubs combined with a third district-scale resource base to drive pathway to material production



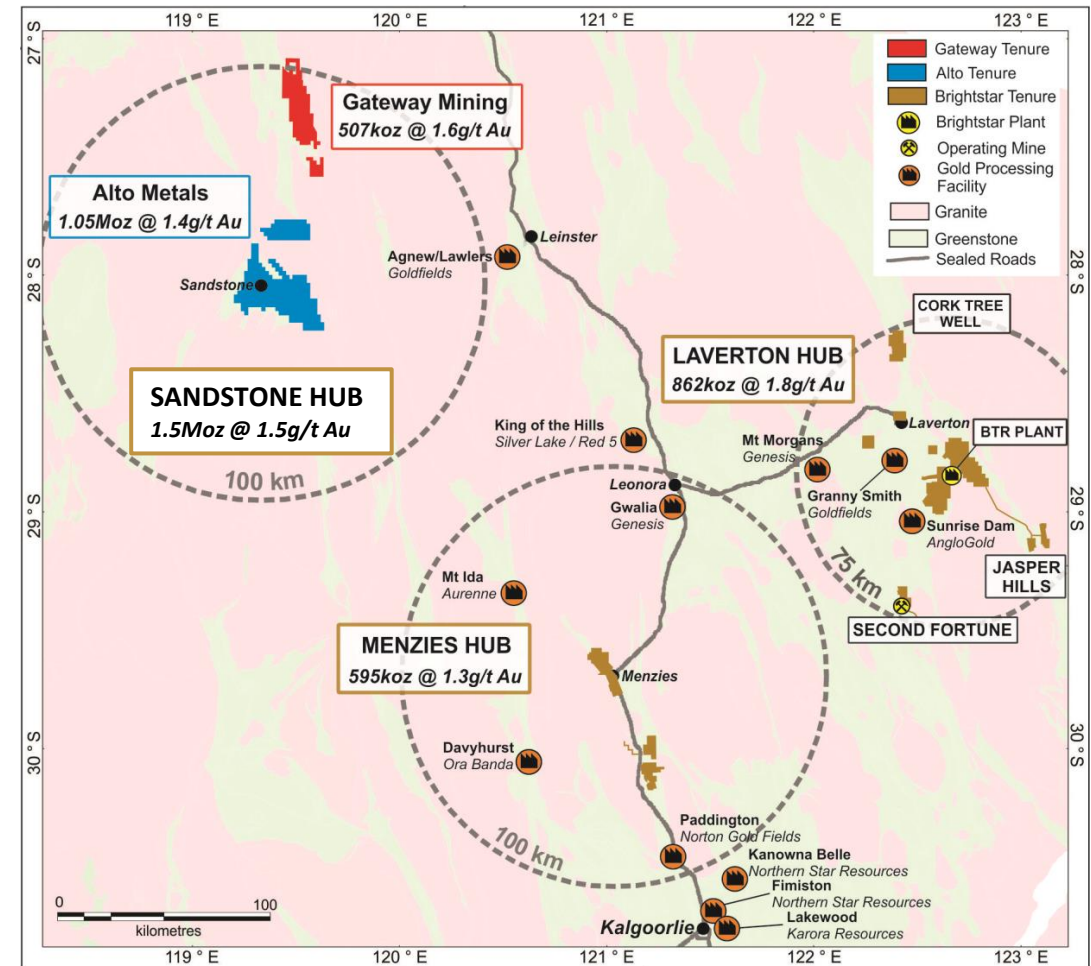
## Location, Production, Mineral Resources & Assets

## Combined Group

<b>Location:</b>	Laverton & Menzies	Sandstone Hub	Laverton, Menzies & Sandstone
<b>Mineral Resources<sup>1</sup>:</b>	1.46Moz at 1.6g/t Au	AME: 1.05Moz at 1.4g/t Au GML: 0.5Moz at 1.6g/t Au	3.0Moz at 1.5g/t Au
<b>Asset Portfolio:</b>	<p><b>Laverton Hub:</b> Second Fortune, Cork Tree Well, Lord Byron, Fish, Alpha</p> <p><b>Menzies Hub:</b> Lady Shenton, Selkirk, Yundaga</p>	<p><b>Sandstone Hub:</b> Sandstone (Alto), Montague (Gateway)</p>	<p><b>Laverton Hub:</b> Second Fortune, Cork Tree Well, Lord Byron, Fish, Alpha</p> <p><b>Menzies Hub:</b> Lady Shenton, Aspacia Yundaga</p> <p><b>Sandstone Hub:</b> Sandstone, Montague</p>

## Combined Group Snapshot<sup>2</sup>

<b>Pro forma Market Capitalisation<sup>3</sup>:</b>	\$151m
<b>Proforma Net Cash<sup>4</sup>:</b>	\$31m
<b>Pro-forma Enterprise Value<sup>3</sup> (EV):</b>	\$119m
<b>Pro-forma EV / Resource multiple:</b>	\$39/oz



1. See Appendices 2, 3 and 4 for JORC (2012) Mineral Resource tables  
 2. Assuming completion of the Scheme, Montague Acquisition and Placement  
 3. Based on pro forma ITM diluted shares on issue multiplied by the issue price of \$0.015 per share  
 4. Net cash based on pro forma cash balances (plus gold on hand) of Brightstar and Alto as at June 30 2024 Quarterly Reports, plus cash from Placement and net of GML's \$5m cash consideration

## Consolidation of Sandstone strengthens Brightstar’s pipeline of development and production assets to underpin growth strategy

<p><b>Alto Scheme</b></p>	<ul style="list-style-type: none"> <li>• Acquisition of 100% of the fully paid ordinary shares in Alto Metals Limited (<b>Alto</b>) via an Alto scheme of arrangement (<b>Scheme</b>)</li> <li>• Each Alto shareholder will receive 4.0 Brightstar Resources Limited (<b>Brightstar</b>) fully paid ordinary shares (<b>Brightstar Shares</b>) for every Alto share held</li> <li>• Alto owns the Sandstone Gold Project (<b>Sandstone</b>), comprising a significant land position in the East Murchison and current Mineral Resource of <b>1.05Moz Au at 1.5g/t<sup>1</sup></b></li> <li>• Scheme unanimously recommended by the Alto Board, subject to no superior proposal emerging and an independent expert concluding (and continuing to conclude) that the Scheme is in the best interests of Alto shareholders</li> <li>• Alto Managing Director, Matthew Bowles, to be appointed to the Brightstar Board as Non-Executive Director from implementation of the Scheme</li> <li>• Alto’s largest shareholder, Windsong Valley Pty Ltd, representing 15% of shares on issue in Alto, has confirmed to Alto that it intends to vote all Alto shares held in favour of the Scheme, in the absence of a superior proposal and subject to an independent expert concluding (and continuing to conclude) that the merger is in the best interests of Alto shareholders</li> <li>• Scheme is conditional on the Placement, but not the Montague Acquisition</li> <li>• Scheme expected to be implemented 13 November 2024</li> </ul>
<p><b>Montague Gold Project Asset Acquisition</b></p>	<ul style="list-style-type: none"> <li>• Acquisition of 100% of the tenements comprising the Montague Gold Project currently owned by Gateway Mining Limited (<b>Gateway</b>) (<b>Montague Acquisition</b>) (together with the Scheme, to consolidate the <b>Sandstone Hub</b>)</li> <li>• Upfront consideration of \$12.0m, comprising \$5.0m in cash and \$7.0m in Brightstar Shares<sup>2</sup>, and a further \$2.0m in potential contingent consideration<sup>3</sup></li> <li>• Montague Gold Project located in the East Murchison with a current Mineral Resource of <b>507koz Au at 1.6g/t</b> (attributable)<sup>1</sup></li> </ul>
<p><b>Placement</b></p>	<ul style="list-style-type: none"> <li>• Placement to raise \$24.0m at \$0.015 per share via a two-tranche placement (<b>Placement</b>):             <ul style="list-style-type: none"> <li>• Tranche 1 to raise ~\$17m under existing Listing Rules 7.1 and 7.1A placement capacity; and</li> <li>• Tranche 2 to raise ~\$7m subject to shareholder approval with proceeds to fund a fast-tracked drill out of the Sandstone Project, targeting a multi-rig 50,000m RC and DD infill and extensional drilling campaign in Year 1</li> </ul> </li> <li>• Placement is not conditional on the Scheme or Montague Acquisition</li> </ul>
<p><b>Pro Forma Ownership</b></p>	<ul style="list-style-type: none"> <li>• Upon implementation of the Scheme, completion of the Placement and Montague Acquisition, existing shareholders of Brightstar (including the Placement participants), Alto shareholders and Gateway will hold approximately 66%, 29% and 5% of the Combined Group respectively</li> </ul>

1. See Appendix 3 and 4 respectively for Sandstone and Montague JORC (2012) Mineral Resources tables

2. Gateway consideration to be 467m Brightstar Shares paid to Gateway at an issue price of \$0.015 per share

3. See Appendix 5 for key terms of the Montague acquisition

# Transaction Rationale

## Western Australian gold company with combined assets, team and balance sheet to execute on ambitious growth trajectory

<p><b>Logical Combination to Advance Assets</b></p>	<ul style="list-style-type: none"> <li>Strategic consolidation of a ~1,100km<sup>2</sup> landholding in the Sandstone region provides new district-scale growth platform to complement existing Brightstar production, development and exploration assets</li> <li>Combined portfolio creates a gold explorer, developer and junior producer with aspirations to rapidly grow its production profile to become a multi-asset Western Australia gold miner</li> <li>Brightstar has the management team with the requisite exploration and mine development skill sets internally to unlock the latent value within the Sandstone Project</li> </ul>
<p><b>Substantial Mineral Resource Base</b></p>	<ul style="list-style-type: none"> <li><b>Combined JORC Mineral Resources of 3.0Moz Au<sup>1</sup></b> strategically located within proximity to both Brightstar and third-party milling infrastructure             <ul style="list-style-type: none"> <li>Brightstar's Menzies and Laverton Projects with a combined Mineral Resource of <b>1.46Moz @ 1.6g/t Au<sup>1</sup></b></li> <li>Alto's Sandstone Project with a Mineral Resource of <b>1.05Moz at 1.4g/t Au<sup>1</sup></b></li> <li>Gateway's Montague Gold Project with a Mineral Resource of <b>0.5Moz @ 1.6g/t Au<sup>1</sup></b></li> </ul> </li> <li>Large Mineral Resource base coupled with visibility to maiden Ore Reserves and scalable, low capex production at Menzies and Laverton differentiates Brightstar from ASX listed gold development companies</li> <li>The Sandstone Project's Mineral Resource inventory of 1.5Moz<sup>1</sup> is the cornerstone for the future development of Brightstar's targeted <b>third production hub</b></li> </ul>
<p><b>Existing Production To Fund Development</b></p>	<ul style="list-style-type: none"> <li>Combined existing and near-term production from Laverton and Menzies Hubs to support the expedited development of consolidated Sandstone Hub</li> <li>Timing and sequence of projects to be optimised to balance capital requirements, risk and cash flow potential</li> </ul>
<p><b>Mid-Tier Producer Aspirations</b></p>	<ul style="list-style-type: none"> <li><b>TARGET200:</b> Combined Group will have the asset base necessary to support aspirational goal of becoming a significant gold producer in 4 – 5 years</li> <li>Existing Laverton and Menzies Hubs expected to be development ready in 1H CY2025 with a low capex start-up to production up to ~100kozpa<sup>2</sup></li> <li>Longer term opportunities for further strategically aligned inorganic growth within the region to further leverage existing assets and infrastructure</li> </ul>
<p><b>Balance Sheet Strength</b></p>	<ul style="list-style-type: none"> <li>Combined Group will have pro forma cash position of \$31m<sup>3</sup></li> <li>South Korean strategic investor and precious metals trader – AustKor, \$4m participation in the Placement and NBIO executed for up to \$36 million debt by way of a gold doré offtake facility to fully fund the Laverton mill refurbishment capital<sup>4</sup></li> </ul>
<p><b>Market Appeal</b></p>	<ul style="list-style-type: none"> <li>Pro-forma market capitalisation of \$151m to provide enhanced scale and trading liquidity to drive increased market relevance and grow investor appeal</li> <li>Potential re-rating of the Combined Group based on resource base to further increases access to capital markets</li> <li>Scale, diversification and growth profile becomes attractive to other gold sector participants</li> </ul>

1. See Appendices 2, 3 and 4 for JORC (2012) Mineral Resource tables

2. Refer slide 8 from Brightstar's presentation "Brightstar Strategic Merger Presentation" released 25/03/2024

3. Net cash based on pro forma cash balances (plus gold on hand) of Brightstar and Alto as at June 30 2024 Quarterly Report, plus cash from Placement and net of GML's \$5m cash consideration

4. Refer to page 19 for further details on strategic partner

# Indicative Timetable

Scheme booklet expected to be dispatched to Alto shareholders in early October 2024, ahead of a scheme meeting in early November 2024 and transaction completion in mid November 2024

Event	Date
Settlement of Placement Tranche 1	Wednesday 7 August 2024
Brightstar EGM to approve Tranche 2 of the Placement and issuance of the Brightstar Shares	Mid September 2024
First Court Hearing (subject to availability of Court)	25 September 2024
Scheme booklet dispatched to Alto shareholders	2 October 2024
Scheme Meeting	1 November 2024
Second Court Hearing <sup>1</sup>	5 November 2024
Effective Date	6 November 2024
Record Date	5:00pm on 8 November 2024
Implementation Date	13 November 2024

This is an indicative timetable only and is subject to change, including following any regulatory consultation and as may be required by the Court.



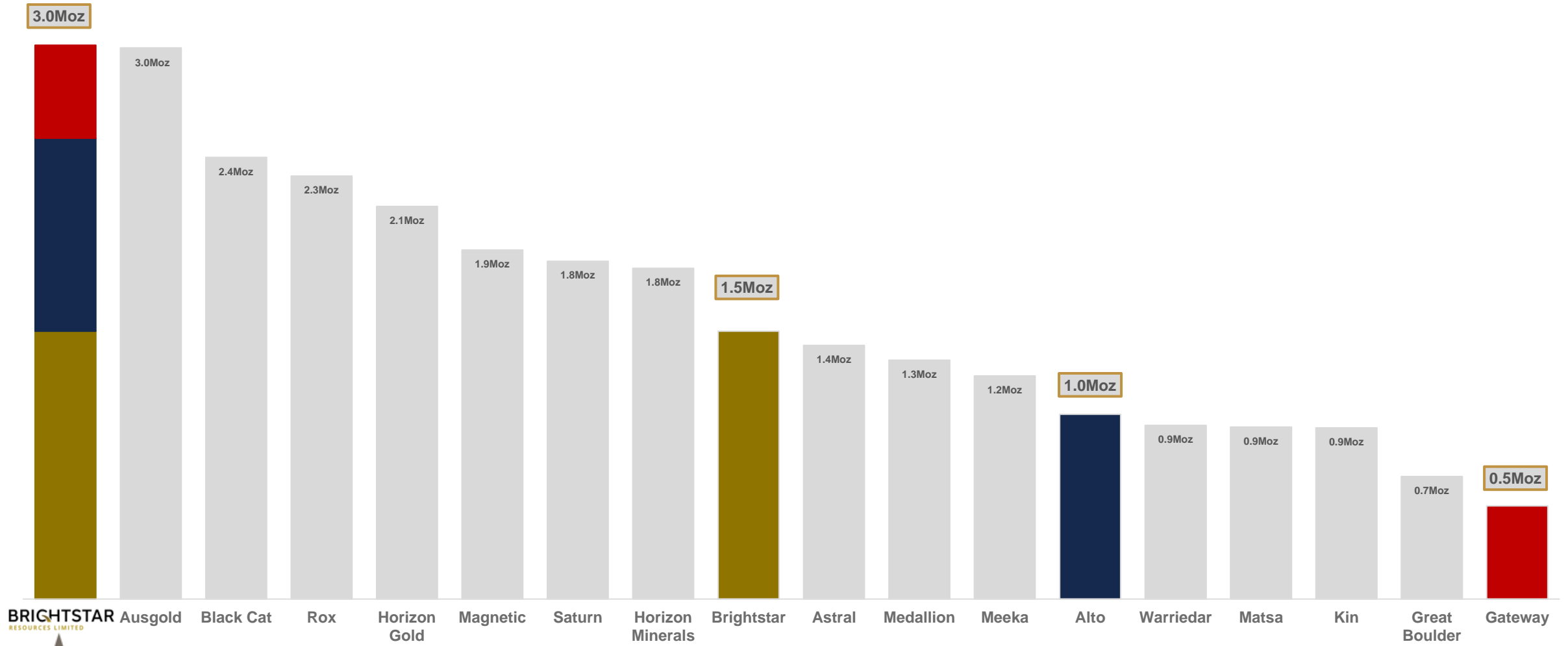
# SANDSTONE CONSOLIDATION

A district-scale resource base



# Step Change in Mineral Resources

Pro forma resource base establishes Brightstar at top end of ASX developer landscape and provides re-rate opportunity



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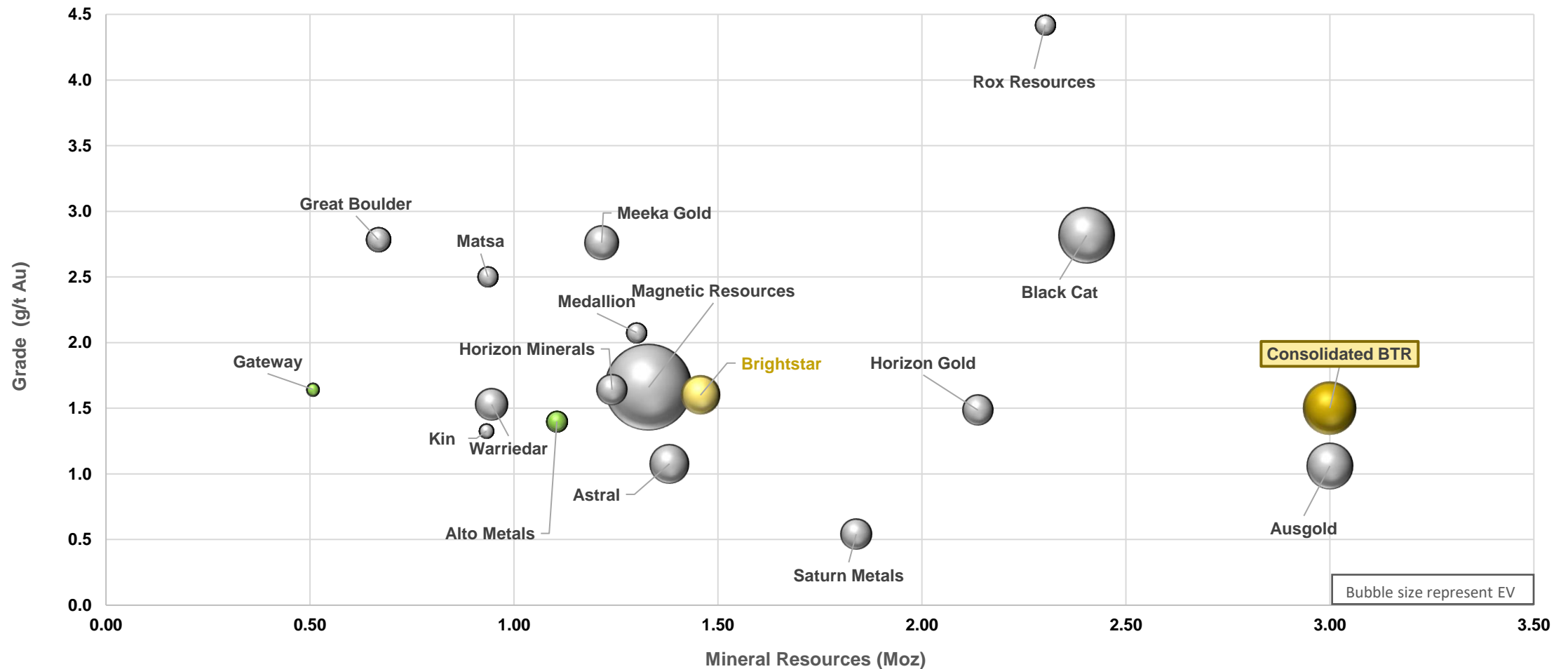


Peer Mineral Resource Estimate sources are included in Appendix 5

# Resource scale and grade

Sandstone transactions consistent with Brightstar's strategy of targeting 'mineable ounces' with economies of scale and grade

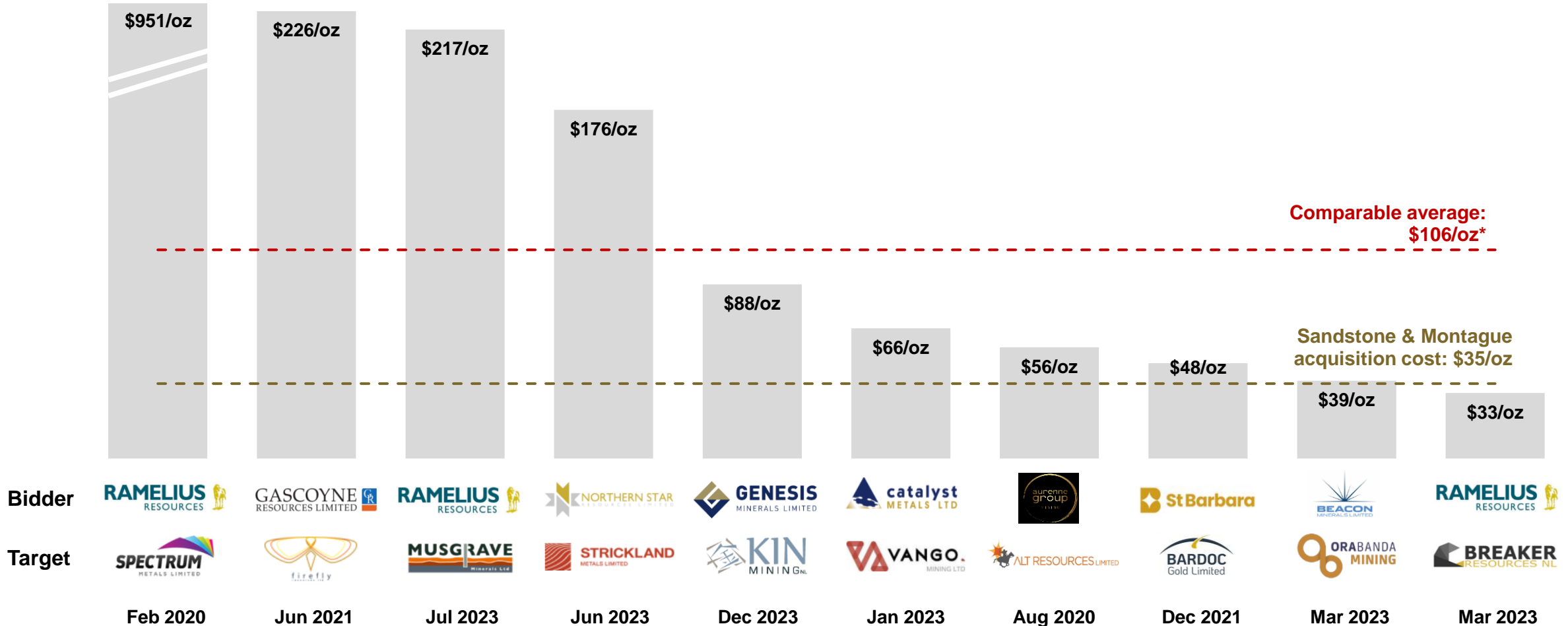
## WA GOLD EXPLORERS / DEVELOPERS



# Attractive acquisition multiples

Strong M&A activity for ASX-listed WA pre-production gold assets transacting at ~\$106/oz (EV/Resource ounce) – AUD gold price has achieved record levels since... stage is set for material value build to the benefit of all new and existing Brightstar shareholders

Enterprise Value per Ounce (A\$/oz) (M,I&I)



Transaction multiple source data, including Resources and transaction announcement, included in Appendix 7

\*Average excludes Spectrum Metals transaction as statistical outlier

# Scheme Overview

## All-scrip transaction via the Scheme, unanimously recommended by the Alto Board

<b>Structure</b>	<ul style="list-style-type: none"><li>Acquisition of 100% of the ordinary shares in Alto via the Scheme under Part 5.1 of the Corporations Act 2001 (Cth)</li></ul>
<b>Consideration &amp; Pro Forma Ownership</b>	<ul style="list-style-type: none"><li>Each Alto shareholder will receive 4.0 new Brightstar Shares for each 1 Alto share held on the record date for the Scheme</li><li>Upon implementation of the Scheme and completion of the Placement and Montague Acquisition, existing shareholders of Brightstar (including the Placement), Alto shareholders and Gateway will hold approximately 66%, 29% and 5% of the Combined Group respectively</li></ul>
<b>Board Recommendation &amp; Shareholder Support</b>	<ul style="list-style-type: none"><li>Scheme unanimously recommended by the Alto Board, subject to no superior proposal emerging and an independent expert concluding (and continuing to conclude) that the merger is in the best interests of Alto shareholders</li><li>Alto's largest shareholder, Windsong Valley Pty Ltd, representing 15% of shares on issue in Alto, has confirmed to Alto that it intends to vote all Alto shares held in favour of the Scheme, in the absence of a superior proposal and subject to an independent expert concluding (and continuing to conclude) that the merger is in the best interests of Alto shareholders</li></ul>
<b>Brightstar Board</b>	<ul style="list-style-type: none"><li>Combined Group will continue to be led by Brightstar's Managing Director, Alex Rovira and Brightstar's Non-Executive Chairman, Richard Crookes</li><li>Alto's Managing Director, Matthew Bowles, to be appointed to the Brightstar Board as a Non-Executive Director from implementation of the Scheme</li></ul>
<b>Timing &amp; Conditions</b>	<ul style="list-style-type: none"><li>Scheme booklet expected to be dispatched to Alto shareholders on 2 October 2024, with the Alto Scheme meeting scheduled for 1 November 2024 targeting transaction completion in mid November 2024</li><li>Key Scheme conditions include (amongst others): Completion of the Placement, Alto shareholder approval, independent expert concluding (and continuing to conclude) that the Scheme is in the best interests of Alto shareholders, regulatory approvals and approval by the Court</li><li>Other customary terms and conditions for a transaction of this nature</li><li>The Scheme is conditional on completion of the Placement, however neither the Placement nor the Montague Acquisition are conditional on completion of the Scheme</li></ul>
<b>Advisers</b>	<ul style="list-style-type: none"><li>Canaccord Genuity (Australia) Limited is acting as financial adviser in respect of the Scheme and Montague Acquisition</li><li>Hamilton Locke is acting as Brightstar's legal adviser in respect of the Scheme and Montague Acquisition</li></ul>

# Montague Acquisition Overview

## Cash and scrip transaction to acquire Montague Gold Project currently owned by Gateway (Montague Acquisition)

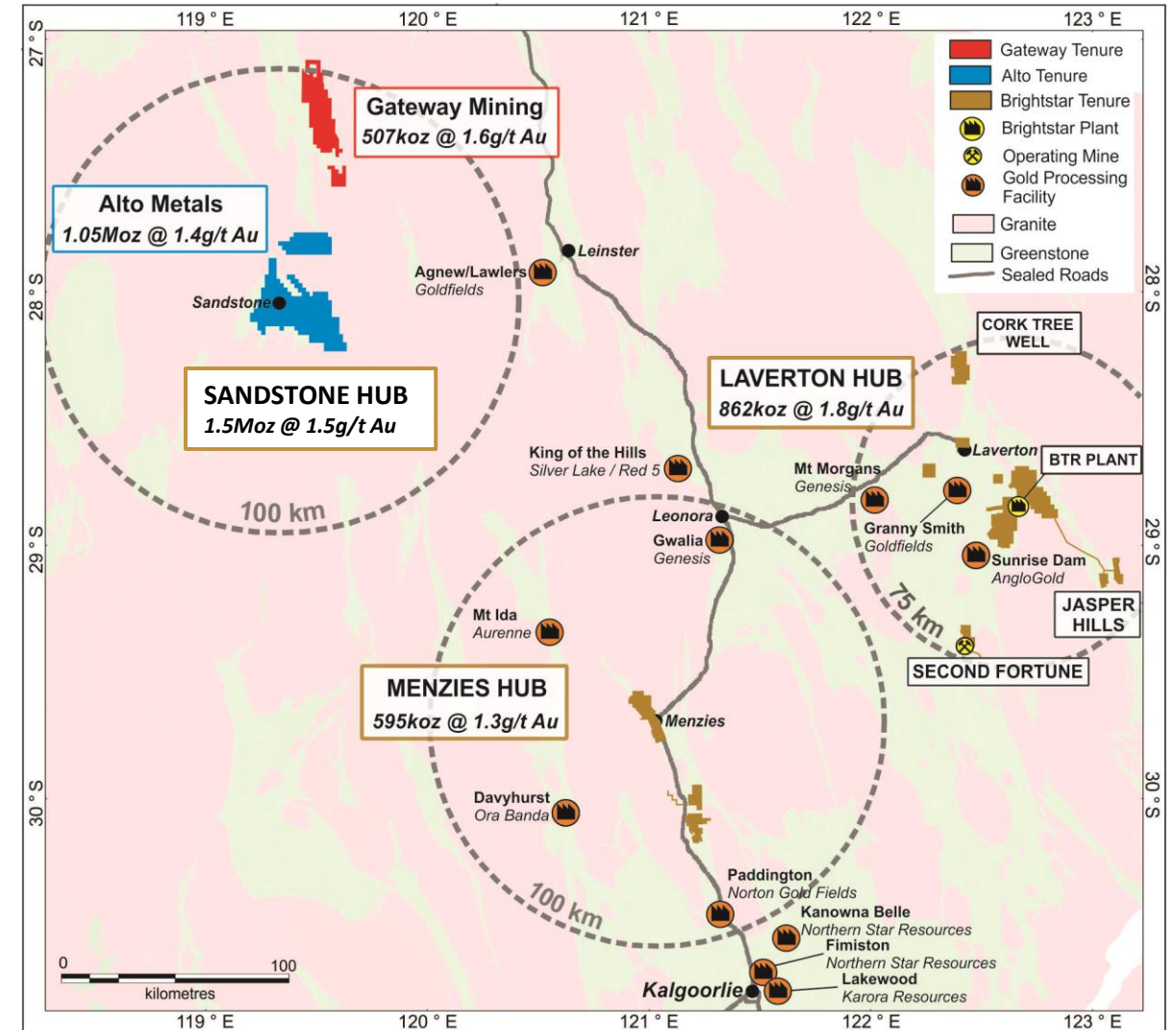
<b>Structure</b>	<ul style="list-style-type: none"><li>• Acquisition of 100% of the Montague Gold Project Tenements owned by Gateway<sup>1</sup></li><li>• Acquisition to be completed in new Brightstar SPV – Montague Gold Project Pty Ltd</li><li>• Non-gold mineral rights sold back to Gateway / other entities</li></ul>
<b>Consideration</b>	<ul style="list-style-type: none"><li>• Total consideration of \$12.0m (equating to a transaction acquisition multiple of \$30/oz) comprising:<ul style="list-style-type: none"><li>○ \$7.0m in Brightstar Shares at an issue price of \$0.015 for total of 467m Brightstar Shares (<b>Upfront Shares</b>);</li><li>○ \$5.0m in cash payable on completion of the Placement (<b>Upfront Cash</b>); and</li><li>○ \$2.0m in cash or Brightstar Shares (at Brightstar's election) upon total JORC (2012) Mineral Resources at the Montague Gold Project exceeding 1.0Moz or first commercial production being declared (<b>Contingent Payment</b>).</li></ul></li></ul>
<b>Timing &amp; Conditions</b>	<ul style="list-style-type: none"><li>• The Upfront Shares and Upfront Cash payments to be issued to Gateway are subject to Brightstar shareholder approval</li></ul>

1. See Appendix 5 for further details on the Montague Acquisition

# Regional Context

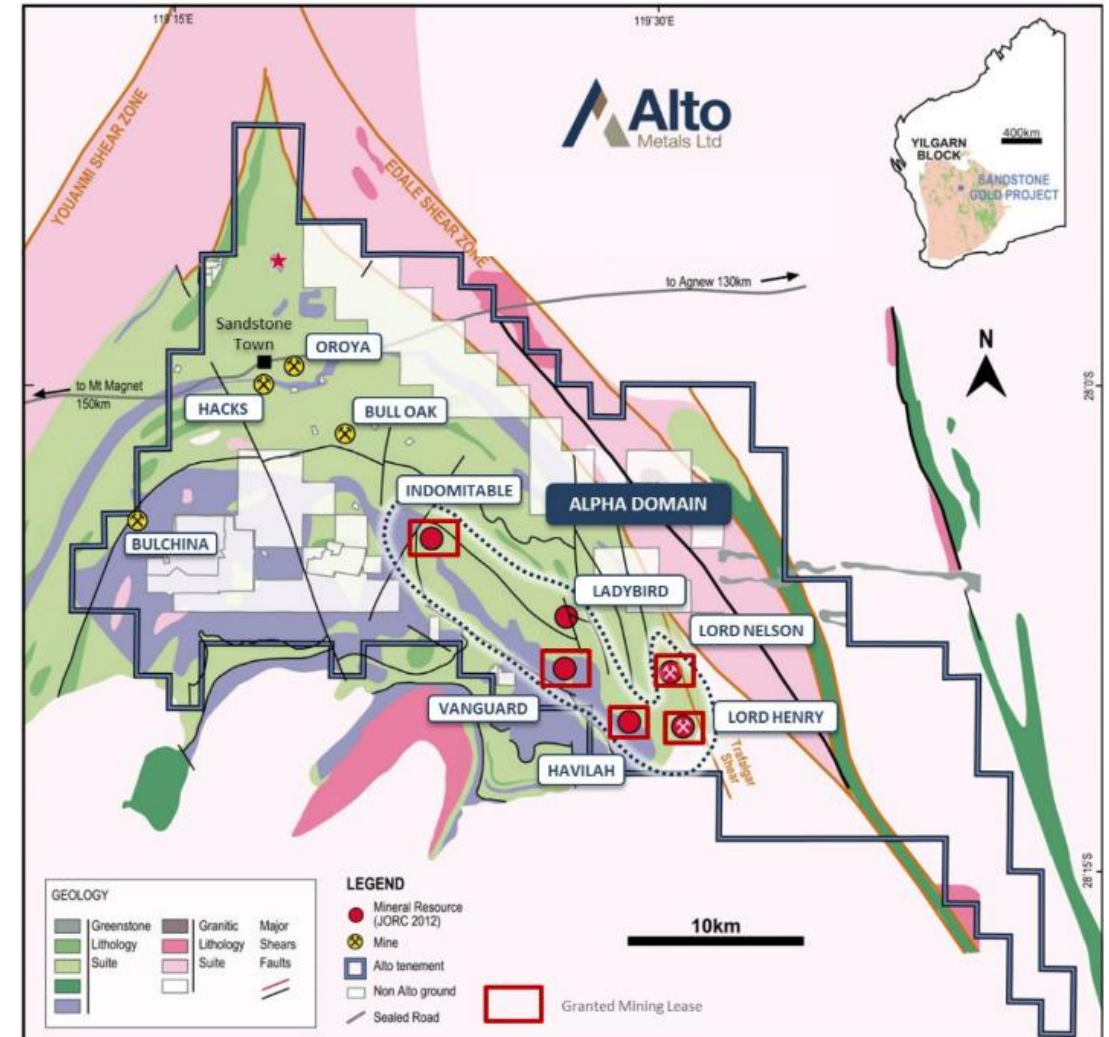
The consolidated Sandstone Project is +100km from existing third-party milling operations in the Murchison

- A proposed centralised processing plant in Sandstone, fed by shallow, high-grade open pits from within the Montague and Sandstone Projects, **would create significant value for shareholders - monetising the significant gold endowment in the district.**
- Brightstar, as the owner of the consolidated Sandstone Project post transaction, would seek to **fast-track the development timetable** through:
  - A **focused, multi-rig infill drill out** to take the inferred mineralisation into Measured & Indicated status to underpin mining studies and project advancement
  - The application of Brightstar's dedicated **in-house geological and mining engineering team** to retain crucial project IP and fast-tracked mining studies;
  - **Access to mining equipment and operators** through the affiliation with open pit mining contractor Blue Cap Mining (affiliated with BTR Director Ashley Fraser)
- A well-funded focused extensional exploration program will also be applied to the broader Sandstone Project to continue to grow the current JORC Mineral Resource base
- Brightstar would also continue to assess logical consolidation in the Sandstone district to continue to unlock value for shareholders.



## A highly attractive land package with +1Moz in resource with material brownfields and greenfields exploration potential

- Strategic ground position of +740km<sup>2</sup> over the Sandstone Greenstone Belt, in Western Australia
- Surrounded by multi-million ounce gold deposits and producing mines
- Large and growing open-pitiable gold resources
  - Global resource of **23.5Mt @ 1.4g/t Au for 1.05Moz**
  - Pit constrained Resource: **17.6Mt @ 1.5 g/t gold for 832,000oz** (within A\$2,500/oz pit shells)
- Attractive ownership structure and location;
  - 100% owned, granted mining leases
  - Sealed highway to the project, local airport
- Excellent preliminary metallurgical studies – recoveries up to 98%
- Deposits are open along strike and at depth, with limited drilling below 100m vertical depth across the prospective portfolio
- Project history presents significant upside for further resource growth and discoveries



# Gateway Mining | Overview

The Montague Gold Project is an attractive opportunity that is highly synergistic with the Alto transaction

- Montague Gold Project being acquired covers ~450km<sup>2</sup> of tenure in a well-endowed belt
- Located 70km NNE of Alto's Sandstone Gold Project along the Sandstone-Wiluna Road
- Current Mineral Resource: **9.6Mt @ 1.6g/t Au for 507,000oz**
  - 70% of the current Mineral Resource lies within the top 100m
- Large component of the current resource is open-pit oxide material, which has strategic importance to any mining development in the region
- The grade and indicative strip ratios of the oxide pits indicate strong potential to truck material to a central processing facility in Sandstone







# Funding Overview

Placement, Strategic Partner & Proforma Capital Structure

# Placement Overview

## Proposal to raise \$24.0m (before costs) at \$0.015 per share via an Institutional two-tranche placement

### Offer Size and Structure

- Brightstar to raise up to \$24.0m via a two tranche Placement comprising of the issue of up to ~1,600m new fully paid ordinary shares
  - Tranche 1 of the Placement to raise ~\$17m utilising existing Placement capacity pursuant to Listing Rules 7.1 and 7.1A
  - Tranche 2 of the Placement to raise ~\$7m subject to shareholder approval at the General Meeting expected to be held in September 2024
    - Tranche 2 is inclusive of a \$4m investment from a strategic South Korean investor as part of a broader \$40m funding package
- New Shares will rank pari passu with existing shares
- The Placement is not underwritten
- The Placement is not conditional on completion of the Scheme or Montague Acquisition

### Offer Price

- Offer price of \$0.015 per New Share, which represents a:
  - 0.0% discount to the last traded price
  - 5.7% discount to the 10-day VWAP
  - 9.4% discount to the 20-day VWAP

### Shareholder Support

- Placement strongly supported by existing Brightstar shareholders together with new dedicated natural resources-focused institutional and professional investors:
- Brightstar has entered into a drill-for-equity agreement with Topdrill Pty Ltd for \$1.0m of drilling costs that will convert into Brightstar fully paid ordinary shares, to fund exploration programs across the Brightstar portfolio, and Genesis Minerals Limited (ASX:GMD) are converting \$2.7m of processing fees into fully paid ordinary shares on the same terms as the Placement.
- **Brightstar is targeting an aggressive multi-rig drill out of the consolidated Sandstone Project – targeting 50,000m RC and DD drilling in Year 1**

### Syndicate and Advisers

- Canaccord Genuity (Australia) Limited and Argonaut Securities Pty Ltd are acting as Joint Lead Managers to the Placement
- Hamilton Locke is acting as Brightstar's legal adviser in respect of the Placement

# Strategic Partner to fund Brightstar mill refurbishment

## Non-binding indicative offer (NBIO) signed with South Korean investor for a \$40m financing package

### Highlights

- Multi-tranche investment of \$40.0m including an upfront \$4.0m equity investment (**Equity Investment**) and a \$36.0m doré offtake financing arrangement (**Offtake Facility**)
- Follows successful trial 23kg gold doré export and sale to South Korean precious metals trader and refinery in July 2024 to test regulatory, exports and customs protocols
- **Compelling source of strategic, low-cost capital** to underpin Brightstar's strategy to become a significant gold producer through refurbishment of the Brightstar mill
- Builds on strong recent South Korean-Australian relations including increasing investment activity in the Australian mining industry

### Equity Investment

- To be included in Tranche 2 of the Placement on the same terms and conditions

### Offtake Facility

- Facility size: \$36 million AUD
- Offtake: Brightstar to deliver doré to AustKor which AustKor will purchase at 95.5% of the prevailing AUD spot gold price, implying a sale discount of 4.5% (**Sale Discount**). The Sale Discount dollar value is considered as debt repayment against any outstanding Facility balance
- Maturity: 45 months from drawdown
- Coupon (interest rate): 12.5% p.a. on drawn facility balance (capitalised quarterly in arrears)
- Repayment mechanism: Sale Discount applied as debt repayment with bullet repayment at Maturity for any remaining balance
- Security: Customary security provisions, to be agreed, for a mine finance facility of this size and nature
- Conditions precedent: Final board approval inclusive of delivery of the DFS, mutual due diligence and final documentation. Agreed customary conditions and security provisions, for a finance facility of this size and nature.

### Strategic Partnership



# Proforma Capital Structure & Ownership



As of ASX close 30 July 2024	Units	Brightstar	Alto Scheme	Montague Acquisition	Placement, Topdrill & Genesis Minerals	Pro forma Brightstar
<b>Pricing and Key Terms</b>						
Share Price	\$/share	0.015	0.033	0.015	0.015	0.015
Mineral Resources <sup>1</sup>	Moz	1.5	1.0	0.5		<b>3.0</b>
Scheme Offer Price	\$/share		0.060			
Share Exchange Ratio (SER)	ratio		4.0x			
Premium (10 Day VWAP)	%		80%			
Premium (20 Day VWAP)	%		78%			
Montague Cash Consideration	\$m			5.0		
Montague Share Consideration	\$m			7.0		
Montague Share Consideration	m shares			467		
Placement	\$m				24.0	
Placement	m shares				1,600	
Genesis Mineral Processing Conversion	m shares				177	
Topdrill Drill-for-Equity Conversion	M Shares				67	
<b>Proforma Capital Structure</b>						
Undiluted proforma shares	m shares	4,742	2,886	467	1,844	9,939
<b>Undiluted Market Capitalisation</b>	<b>\$m</b>	<b>71.1</b>	<b>43.3</b>	<b>7.0</b>	<b>27.7</b>	<b>149</b>
In-the-money (ITM) securities <sup>2</sup>	m shares	24	73			97
ITM Diluted proforma shares	m shares	4,766	2,959	467	1,844	10,036
<b>Diluted Market Capitalisation</b>	<b>\$m</b>	<b>71.5</b>	<b>44.4</b>	<b>7.0</b>	<b>27.7</b>	<b>151</b>
Implied ownership	%	47%	29%	5%	18%	100%
Net Cash	\$m	10.3 <sup>3</sup>	1.9	-5.0	24.0	31
<b>Diluted Enterprise Value</b>	<b>\$m</b>	<b>61.2</b>	<b>42.5</b>	<b>12.0</b>	<b>3.7</b>	<b>119</b>
Enterprise Value / Resource	\$/oz	<b>42</b>	<b>41</b>	<b>24</b>		<b>39</b>

1. See Appendices 2, 3 and 4 for JORC (2012) Mineral Resource tables  
 2. ITM securities shown on a Brightstar Share equivalent basis  
 3. Inclusive of the value of gold doré on hand



## Why Brightstar?

Assets, team and balance sheet to execute

# Corporate Snapshot | Current



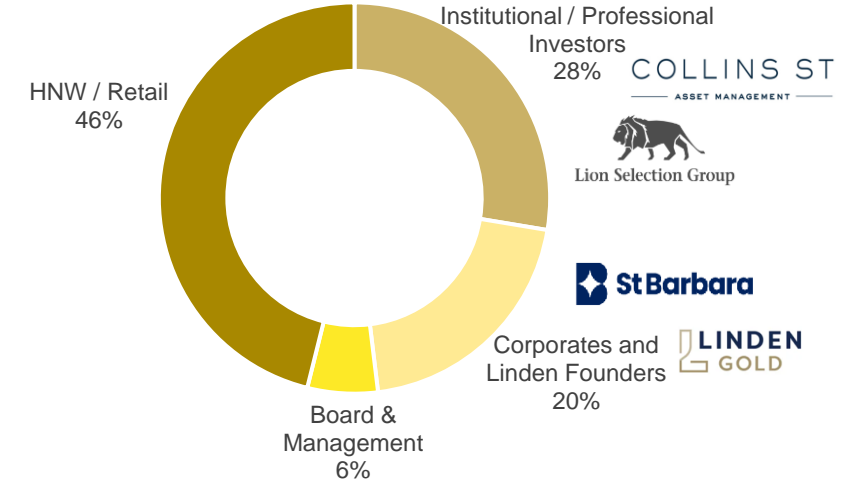
## Key Metrics (pre-Placement)

<b>\$0.015</b> Share Price	<b>4.7b</b> Shares on issue
<b>\$71m</b> Market Capitalisation	<b>\$10m</b> Net Cash
<b>~\$4.0m</b> Average Monthly Liquidity	<b>\$61m</b> Enterprise Value (EV)
<b>1.46Moz</b> Mineral Resource	<b>\$42/oz</b> EV/Resource oz
<b>62%</b> Top 50 Shareholders	<b>6%</b> Board & Management Ownership

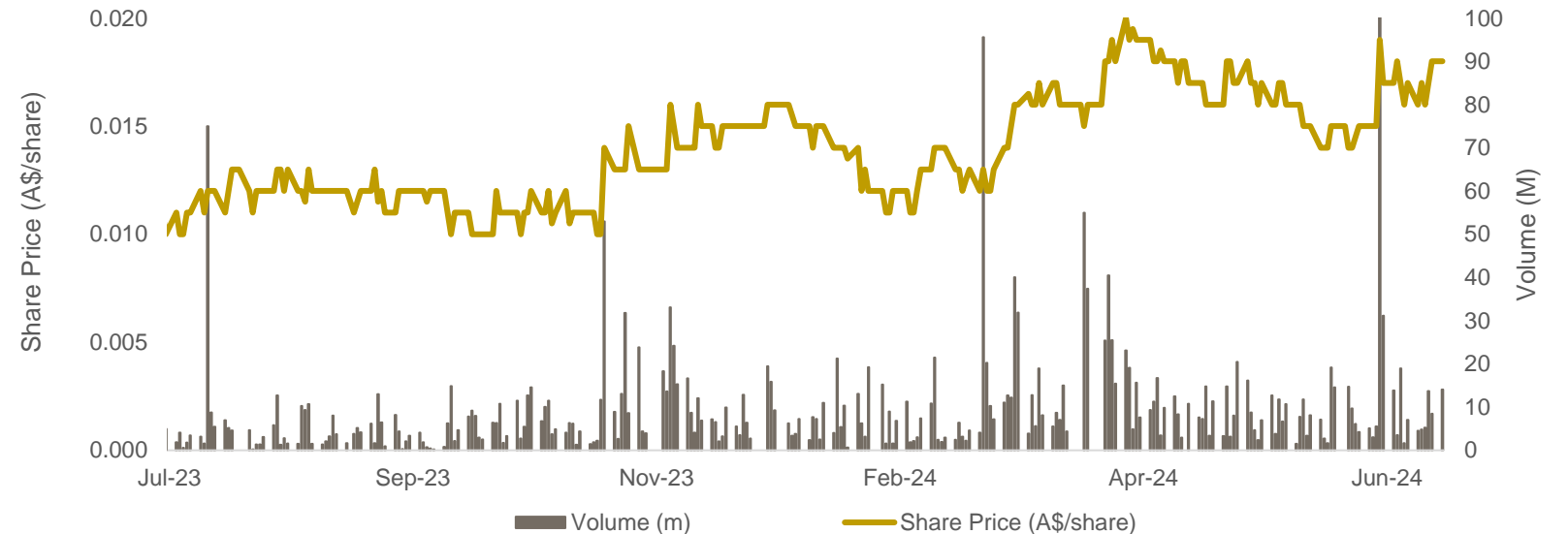
## Board & Key Executives

- |   |   |
|---|---|
| <b>RICHARD CROOKES</b><br>NON-EXEC CHAIRMAN | <b>ALEX ROVIRA</b><br>MANAGING DIRECTOR       |
| <b>ANDREW RICH</b><br>EXECUTIVE DIRECTOR    | <b>ASHLEY FRASER</b><br>NON-EXEC DIRECTOR     |
| <b>JONATHAN DOWNES</b><br>NON-EXEC DIRECTOR | <b>DEAN VALLVE</b><br>CHIEF OPERATING OFFICER |

## Key Shareholders



## Share Price Performance



## Research Coverage



# Brightstar team to execute



Aligned team with skills to execute – exploration, resource growth, studies, mine development, finance and production

Mine Development & Operations	<p><b>ANDREW RICH</b> <b>EXECUTIVE DIRECTOR - OPERATIONS</b> Linden – Joined BTR June 2024</p> <ul style="list-style-type: none"> <li>Mining Engineer (WASM)</li> <li>First Class Mine Managers Certificate</li> <li>Led multiple underground developments &amp; operations for ASX-listed &amp; private entities</li> </ul>	<p><b>DEAN VALLVE</b> <b>CHIEF OPERATING OFFICER</b> Kingwest – Joined BTR May 2023</p> <ul style="list-style-type: none"> <li>Mining Engineer &amp; Geology (WASM) and MBA</li> <li>First Class Mine Managers Certificate</li> <li>Led multiple open pit development &amp; mining operations as Mine Manager</li> </ul>	<p><b>TIM CLARKE</b> <b>ENVIRONMENTAL MANAGER</b> Hired June 2023</p> <ul style="list-style-type: none"> <li>Experienced mining, environmental and permitting professional</li> <li>Experience in Leonora-Laverton district with previous roles with Dacian Gold Ltd, Regis Resources Ltd and Red 5 Ltd</li> </ul>	
	<p><b>JONATHAN GOUGH</b> <b>GENERAL MANAGER – GEOLOGY</b> Hired May 2024</p> <ul style="list-style-type: none"> <li>Experienced geology professional with 14 years' experience in West Australian gold</li> <li>Background in production, resource definition and exploration</li> <li>Previously EM for Musgrave Minerals Ltd</li> </ul>	<p><b>EDWARD KEYS</b> <b>EXPLORATION MANAGER</b> Hired Jan 2024</p> <ul style="list-style-type: none"> <li>Experienced exploration manager with 15 years' experience as true explorationist</li> <li>Strong capability in greenfields exploration managing drill programs and remote sites</li> <li>Previously EM at Prodigy Gold NL</li> </ul>	<p><b>JAMIE BROWN</b> <b>CHIEF GEOLOGIST</b> Hired June 2024</p> <ul style="list-style-type: none"> <li>Experienced geologist with over 20 years' experience in gold and other commodities</li> <li>Previously geology and Tech Services management for Westgold Resources Ltd</li> </ul>	
Corporate / Finance	<p><b>RICHARD CROOKES</b> <b>NON-EXEC CHAIRMAN</b></p> <ul style="list-style-type: none"> <li>Experienced technical &amp; finance professional with over 35 years' experience in mining and investment</li> <li>Background at Macquarie Bank, EMR Capital and now Lionhead Resources</li> </ul>	<p><b>ALEX ROVIRA</b> <b>MANAGING DIRECTOR</b></p> <ul style="list-style-type: none"> <li>Corporate finance and geology professional</li> <li>Experienced ECM/M&amp;A investment banker at Canaccord with a decade experience in metals and mining</li> </ul>	<p><b>NICKY MARTIN</b> <b>CHIEF FINANCIAL OFFICER</b> Hired July 2024</p> <ul style="list-style-type: none"> <li>Experienced finance and accounting professional</li> <li>Background in building finance &amp; accounting teams at emerging producers</li> <li>Previously Head Finance for Pilbara Minerals Ltd (ASX:PLS)</li> </ul>	<p><b>SAMUEL MAIN</b> <b>CORPORATE DEVELOPMENT</b> Linden – Joined BTR June 2024</p> <ul style="list-style-type: none"> <li>Experience commercial, corporate &amp; project finance and M&amp;A</li> <li>Background in mining transactions, finance at PCF Capital (Argonaut) and commercial inhouse mining roles</li> </ul>

# Brightstar value proposition

## Building the next Western Australian mid-tier gold producer

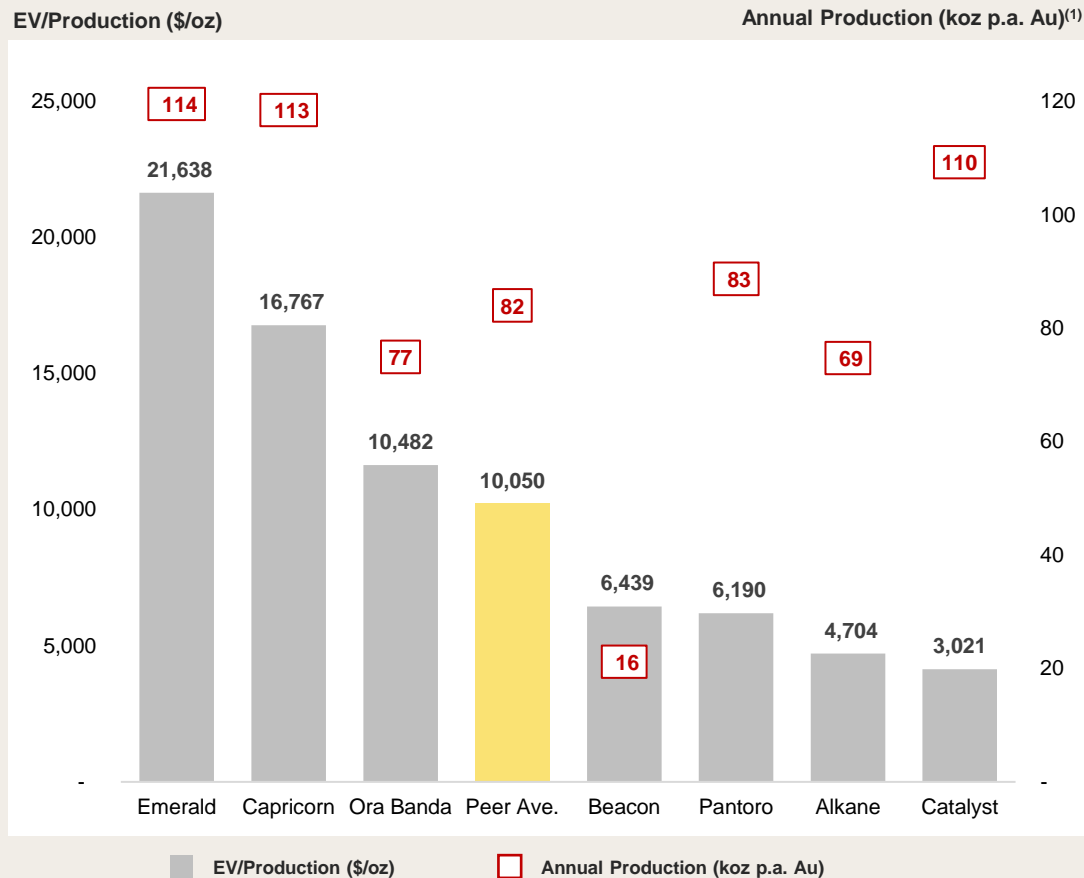
- 1 Focused on logical and strategic consolidation targeting **undervalued and mineable ounces** in Western Australia
- 2 Existing production, record AUD gold price and processing infrastructure - **low risk, low capex pathway +100koz pa** and **TARGET200**
- 3 **Tier 1 jurisdiction** – Western Australia has the geology, mining infrastructure, technical capability and informed capital markets that can facilitate the growth of a WA gold mining business
- 4 **Next multi-asset mid-tier producer** – vision of three district-scale hubs with multiple processing solutions to provide economies of scale, cost efficiencies and geographical synergies
- 5 Strong Board & Management with the **right mix of skills** to execute - **proven mine builders, operators and financing / capital markets**
- 6 **Strong balance sheet** provides platform for **accelerated exploration** across underexplored ground in districts renowned for major deposits



# Provides a platform to achieve a potential re-rating

Significant room for growth in shareholder value through operational delivery of substantial production run-rate

## The EV/Production (FY24e) of ASX-listed junior gold producers



... implies significant room for growth to valuation in line with peers

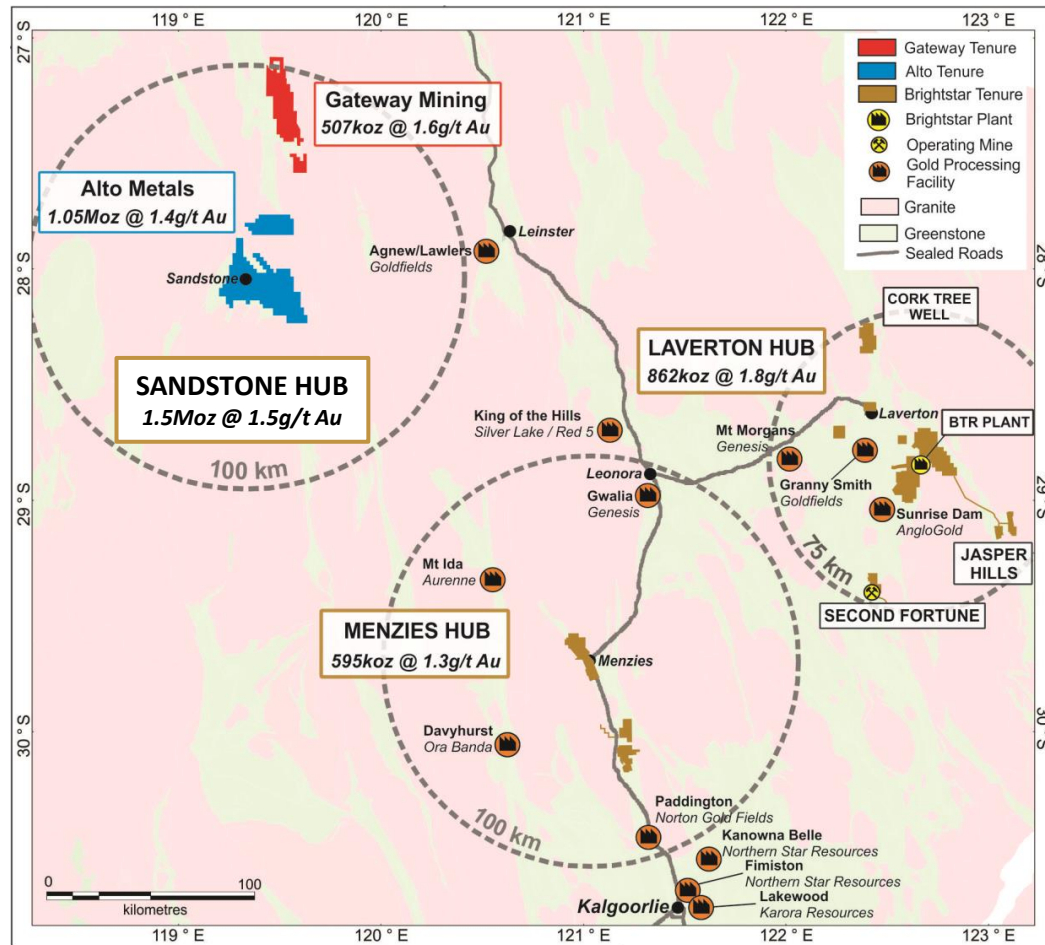
- ASX <150kozpa gold producers trade at an average of **\$10,050 per production ounce**
- Brightstar is an existing small-scale producer with ambitions to be growing **near-term production with a run rate up to 100kozpa**, underpinned by Measured & Indicated Mineral Resources and a low capex start-up utilising a toll treatment approach and its processing plant (on C&M) in Laverton
- Delivery on the production profile indicated by the Scoping Studies for the Menzies & Laverton Gold Projects (Brightstar) and Jasper Hills (Linden) positions Brightstar for a potential re-rating as a junior gold producer
- The outlined low capital requirements may also allow for reduced debt and hedging commitments as a near-term producer



## Project Overviews

# Geographically complementary assets

Focused mining hubs in proven gold districts, existing infrastructure, and a clear low capex path to mid-tier production profile



Assets strategically located proximal to processing infrastructure, sealed highways and well-maintained gravel roads for low-capex optionality

**Sandstone Hub** – Large scale potential with clear pathway to Mineral Resource growth:

- Existing MRE of **1.5Moz @ 1.5g/t Au** through the consolidated Sandstone Project<sup>1</sup>
- Significant scope to materially increase the MRE with focused exploration
- Good infrastructure / road network with Sandstone-Wiluna haul road linking Sandstone and Montague

**Menzies Hub** – multiple toll treating options in the Goldfields:

- Advanced, near-term production potential (Lady Shenton, Yunndaga)
- Four third-party mills within 100km trucking distance
- Immediately adjacent to bitumen Goldfields Highway

**Laverton Hub** – Own processing plant and large third-party mills in the district:

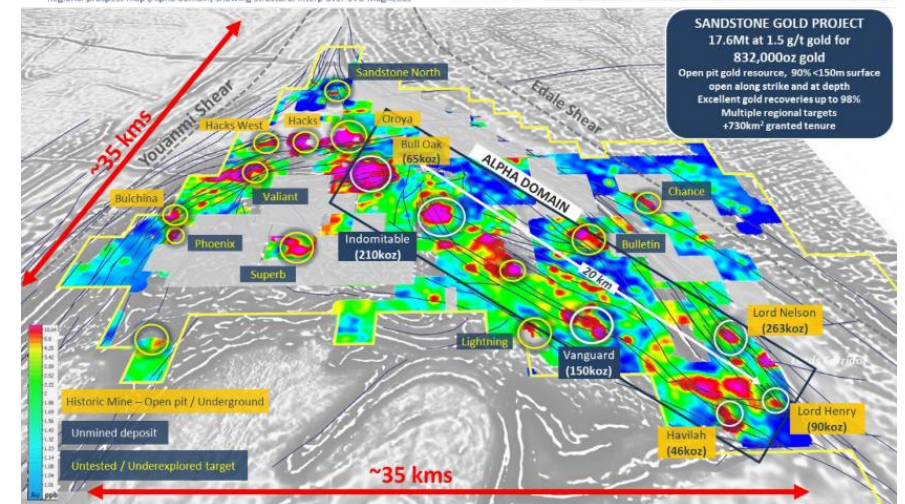
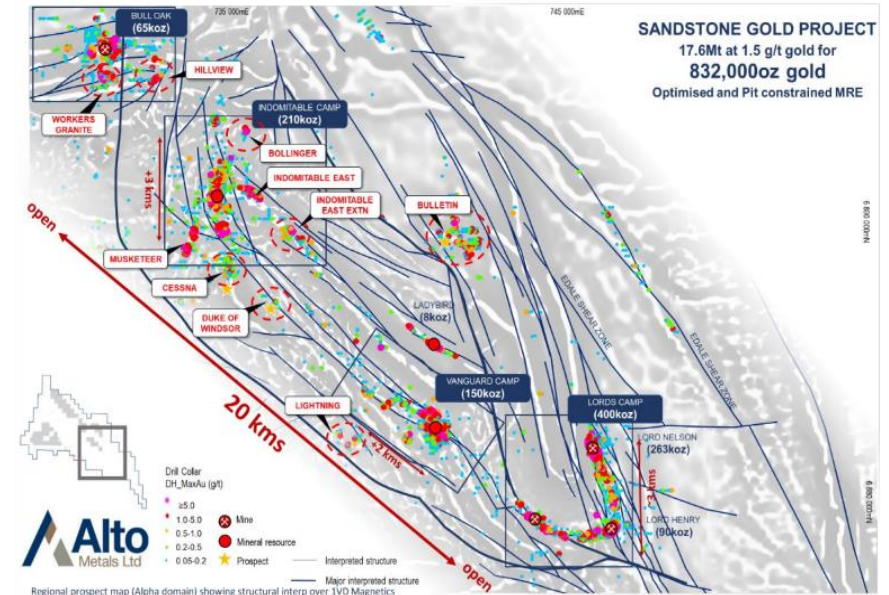
- Brightstar processing plant on care & maintenance
- Brightstar owns **~15Mt @ 1.8g/t Au (862koz Au)** within trucking distance to own mill or multiple third-party mills
- Established haul road network of sealed and unsealed roads (including wholly-owned private haul road linking Jasper Hills to Brightstar plant)

1. See Appendices 3 and 4 for JORC (2012) Mineral Resource tables of Alto and Gateway for the consolidated Sandstone Project

# Sandstone Project – Significant scale with exploration upside

Despite having delineated a meaningful 1.0Moz Au Mineral Resource, significant exploration upside exists at the underexplored Sandstone Gold Project

- Strategic ground position of +740km<sup>2</sup> over the Sandstone Greenstone Belt - a prolific mineralised terrane
  - Located at the confluence of the regionally-significant Younami Shear Zone and the Edale Shear Zone
  - Major structural systems with significant mineralised endowment (1.3Moz Au historically mined and +1.0Moz Au in current MRE)
- Excellent infrastructure
  - Sealed highway to project
  - Local Airstrip
  - NGI interconnecting gas pipeline (under construction)
- Alto's exploration history largely focused on the 'Alpha Domain' with regional exploration
  - 20km long gold corridor that hosts all the Mineral Resources
- Exploration Upside
  - Historical exploration focused on shallow, oxide mineralisation with limited drilling below 100m
  - Current MRE has also focused on near-surface mineralisation.
  - **90% of the MRE is within the top 150m**
  - Limited targeting of higher-grade resources that would support underground mining extraction
- Dedicated, Comprehensive Drill Out :
  - Post completion of the Scheme, Brightstar is proposing an aggressive multi-rig drill out at Sandstone, targeting 50,000m of RC and DD drilling in Year 1



# Montague Project – Strategic, shallow oxide ounces

0.5Moz of Mineral Resources within a +1Moz Au endowed belt immediately adjacent tenure

## Projects being acquired:

- 19 tenements being purchased by Brightstar, covering ~450km<sup>2</sup>
- Tenements to be acquired includes all gold mineral rights
- Gateway and existing third-party arrangements to retain all other commodity rights via a mineral sharing agreement

## Shallow Resources:

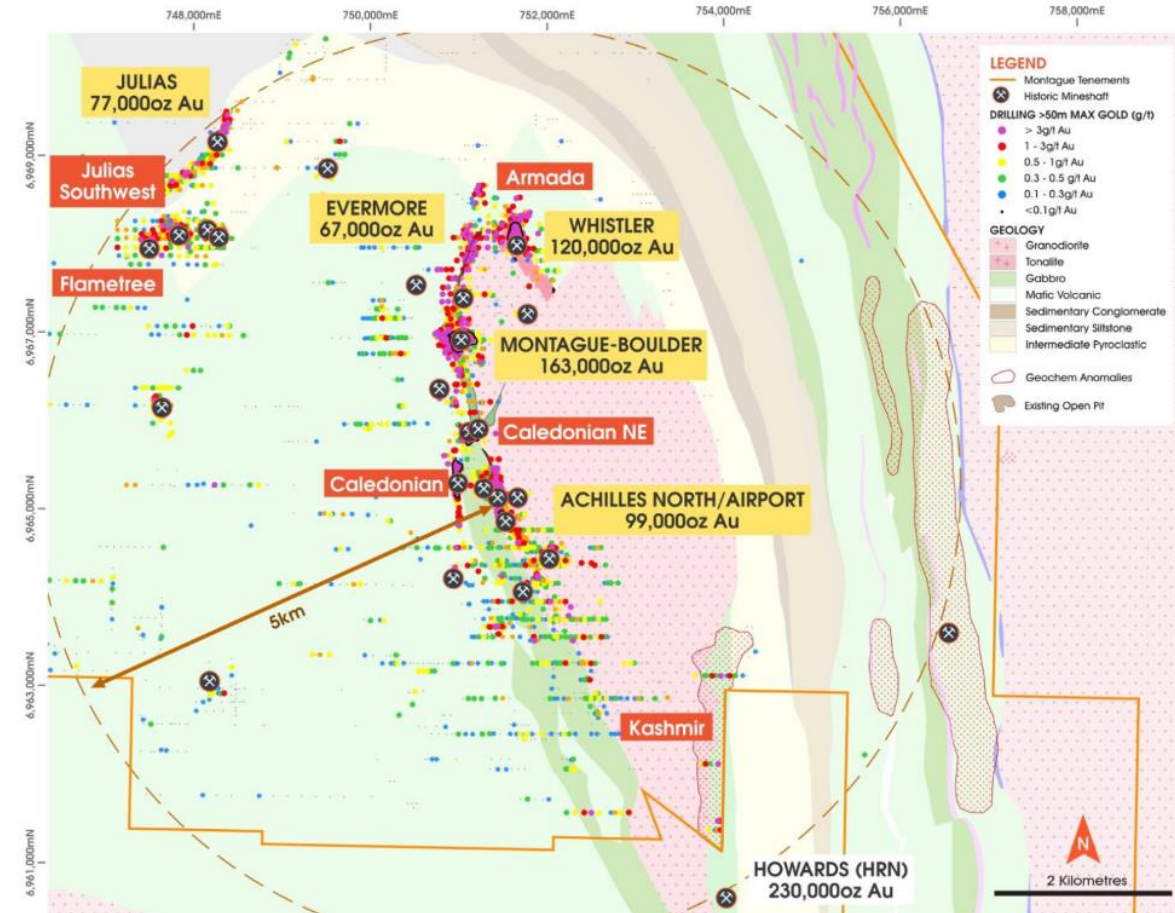
- **Total Mineral Resource of 10Mt @ 1.6g/t Au for 526,000oz**
- Over 70% of the Mineral Resources at Montague are located within the top 100m
- Oxide material ideal for blending into a new, large mill in the district

## Upside and Work streams:

- Work programs to include infill drilling to support mining feasibility studies to fast-track development optionality
- Brownfields 'near-resource' exploration to continue to organically grow the currently defined Mineral Resource
- Portfolio-wide greenfields exploration activities. It is a well-endowed belt – where are there more discoveries?

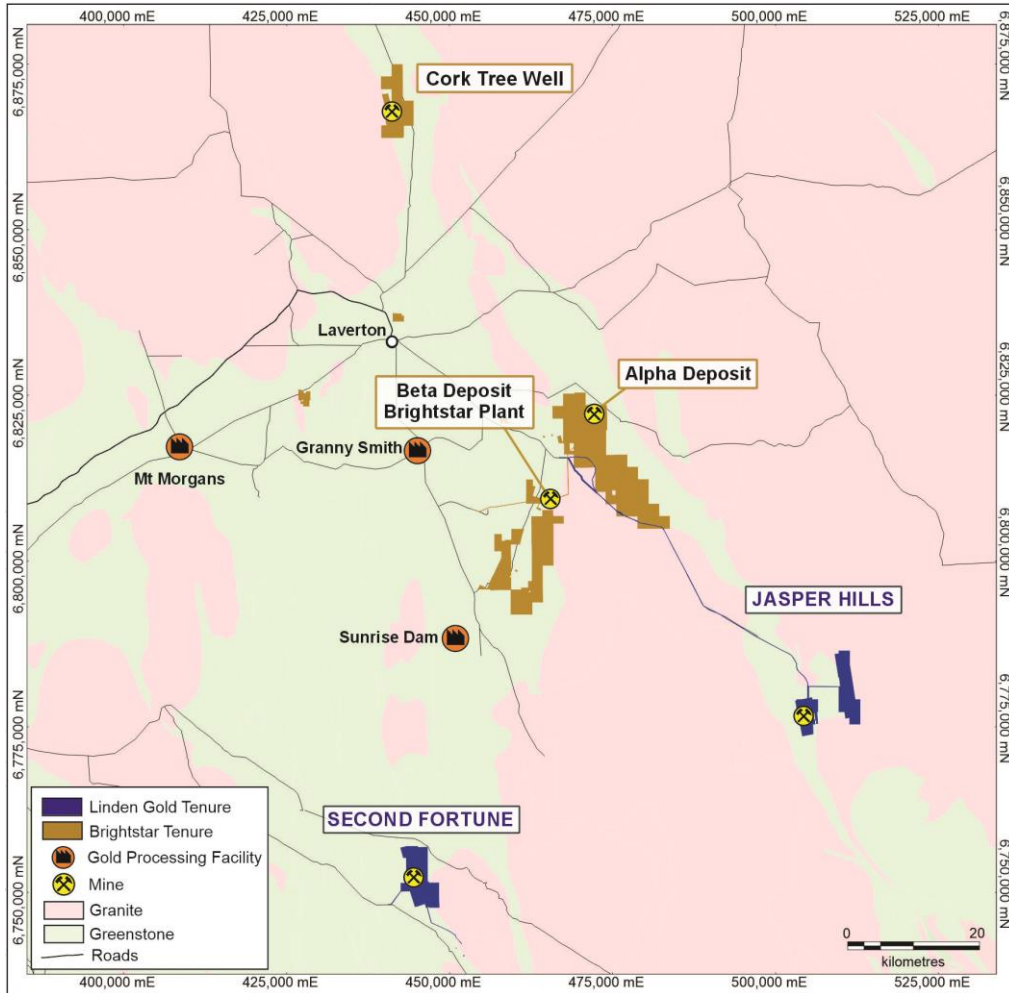
## Infrastructure and Access

- Good infrastructure / road network with Sandstone-Wiluna haul road linking Montague down to Sandstone



# Laverton Hub: Cork Tree Well, Alpha, Beta

Consolidation of strategic Laverton assets to provide critical mass for potential restart and upgrade of the Brightstar mill



Existing Brightstar Laverton portfolio is spread across multiple project areas:

- **Cork Tree Well** (6.4Mt @ 1.4g/t Au for 303koz Au)
- **Alpha** (1.4Mt @ 2.3g/t Au for 106koz Au)
- **Beta** (1.9Mt @ 1.7g/t Au for 102koz Au)

Current total JORC Mineral Resource Estimate of **9.7Mt @ 1.6g/t Au for 511koz** (52% Measured & Indicated category). All Mineral Resources are on granted Mining Leases

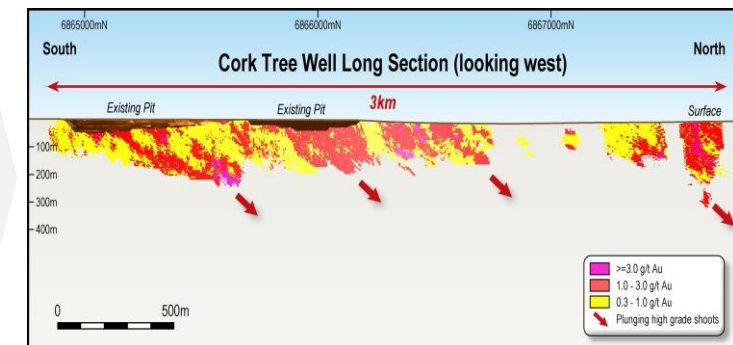
Excellent regional infrastructure including road network and Brightstar's processing plant

September 2023 Brightstar Scoping Study outlined the processing physicals:

- 2.7Mt ore at 2.04g/t Au processed
- **Recovered gold 169koz Au**

Significant exploration upside to grow Resources on underexplored tenure:

- Main project area Cork Tree Well is open at depth and along strike.
- Recent drilling results:
  - **34.4m @ 7.94g/t Au** from 43.5m (CTWMET004)<sup>(1)</sup>
  - **27.6m @ 17.8g/t Au** from 51m (CTWMET003)<sup>(2)</sup>



Cork Tree Well long section

# Laverton Hub: Second Fortune Gold Mine Overview

## Mining:

Under Linden management, the mine was brought out of care & maintenance in 2021 and has subsequently mined +360kt ore @ 3.6g/t Au (incl. lower grade development ore)

Brightstar operates an owner-operator model with its own fleet and workforce at Second Fortune

Second Fortune has a Mineral Resource Estimate head grade of ~ 11g/t Au

- The average ore body width is ~0.6m. Vertically-dipping quartz vein within a sedimentary sequence.
- Ore body is highly visual & consistent

Twin boom jumbo decline development (5mW x 5mH), single boom jumbo ore drives (3mW x 3.7mH)

- Narrow vein mechanised mining (long hole open stoping) utilising split firing technique

Current targeted stope widths of ~1.5m wide.

- Delivers a diluted mined grade of ~3.5 – 4.0g/t Au



Above: Second Fortune Portal

## Exploration:

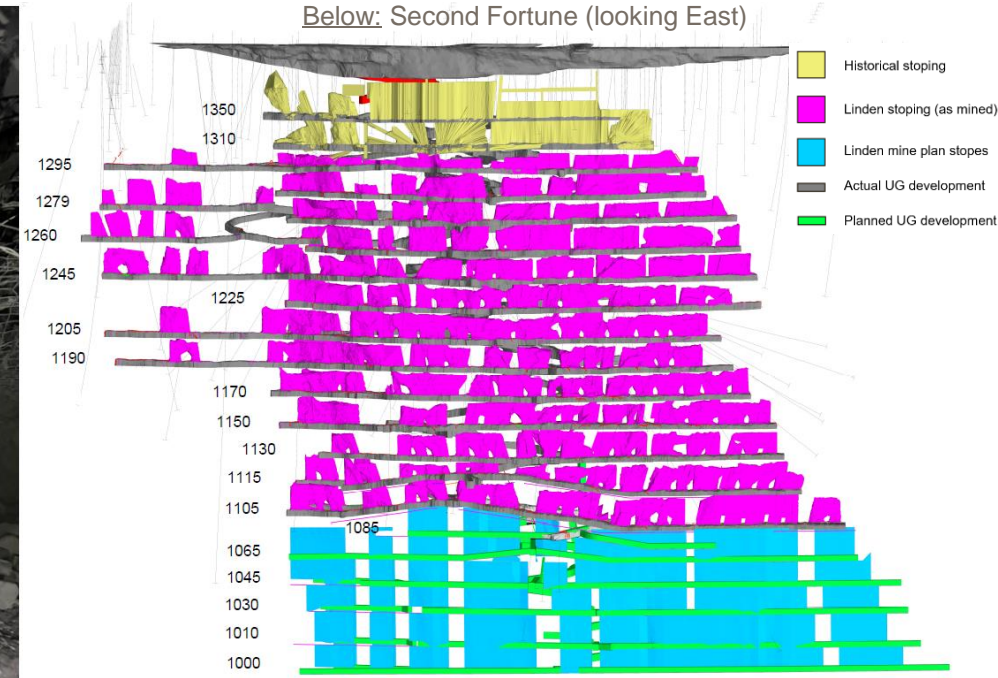
Historical drilling focused on the producing Second Fortune mine

**Limited modern and systematic exploration** has occurred across the ~20km of strike

Abundance of quartz outcroppings and old workings for immediate follow up by Brightstar's geology team

Superb opportunity to leverage existing team, camp & related infrastructure to rapidly assess targets and conduct efficient drilling programs

Majority of prospects on existing Mining Leases which will expedite and de-risk project development activities



Below: Second Fortune (looking East)

# Laverton Hub: Jasper Hills Gold Project

Lord Byron OP provides potential 'base load' processing feed and Fish UG provides potential high-grade +4g/t Au feed

Jasper Hills is located 50km from Brightstar's existing processing facility along a wholly-owned private haul road, allowing unimpeded, direct access to both projects

## Permitted, previously mined and production ready

Last mined by current owners in 2020 with 23,000oz Au mined

### Stage 1 Scoping Study outcomes:

- Pre-production capex of \$12m required (maximum capital drawdown)
- Open pit mine at Lord Byron and underground mine at Fish
- Production of 141koz over four years (35koz pa)
- **LOM EBITDA of \$135m** (@ A\$3,000/oz)

### Lord Byron OP – Base load open pit ounces

- Scoping Study physicals: 2.2Mt production at 1.6g/t Au for 115koz
- Open pit down to 130m below surface. **Stage 1 mines only 34% of Mineral Resources**
- AISC A\$2,058/oz
- Important base load feed for Brightstar plant restart or hungry mills in the district

### Fish UG - High-grade, high margin underground

- Scoping Study physicals: 190kt production at 4.4g/t Au for 26koz
- UG mine down to 150m vertical depth. Inferred resources beyond 150m depth is **upside potential**
- AISC A\$1,802/oz



Lord Byron open pit, last mined in 2020



Fish historic open pit. To be mined as an underground



# Menzies Hub overview

Consists of a tenement holding of a contiguous land package of granted mining leases over a **strike length of +20km**

Majority of deposits are hosted along the Menzies Shear Zone and located **adjacent to Goldfields Highway** in Menzies (130km north of Kalgoorlie)

A series of historically mined high-grade gold deposits that produced **+800,000oz at 19g/t Au** (including 643,000oz @ 22.5g/t Au<sup>(1)</sup> from underground)

Total Current Resource: **13.7Mt @ 1.3g/t Au for 595koz Au<sup>(2)</sup>** (36% Measured and Indicated)

September 2023 Scoping Study showed the simultaneous development of open pit mining at Lady Shenton system and underground mining at Yunndaga:

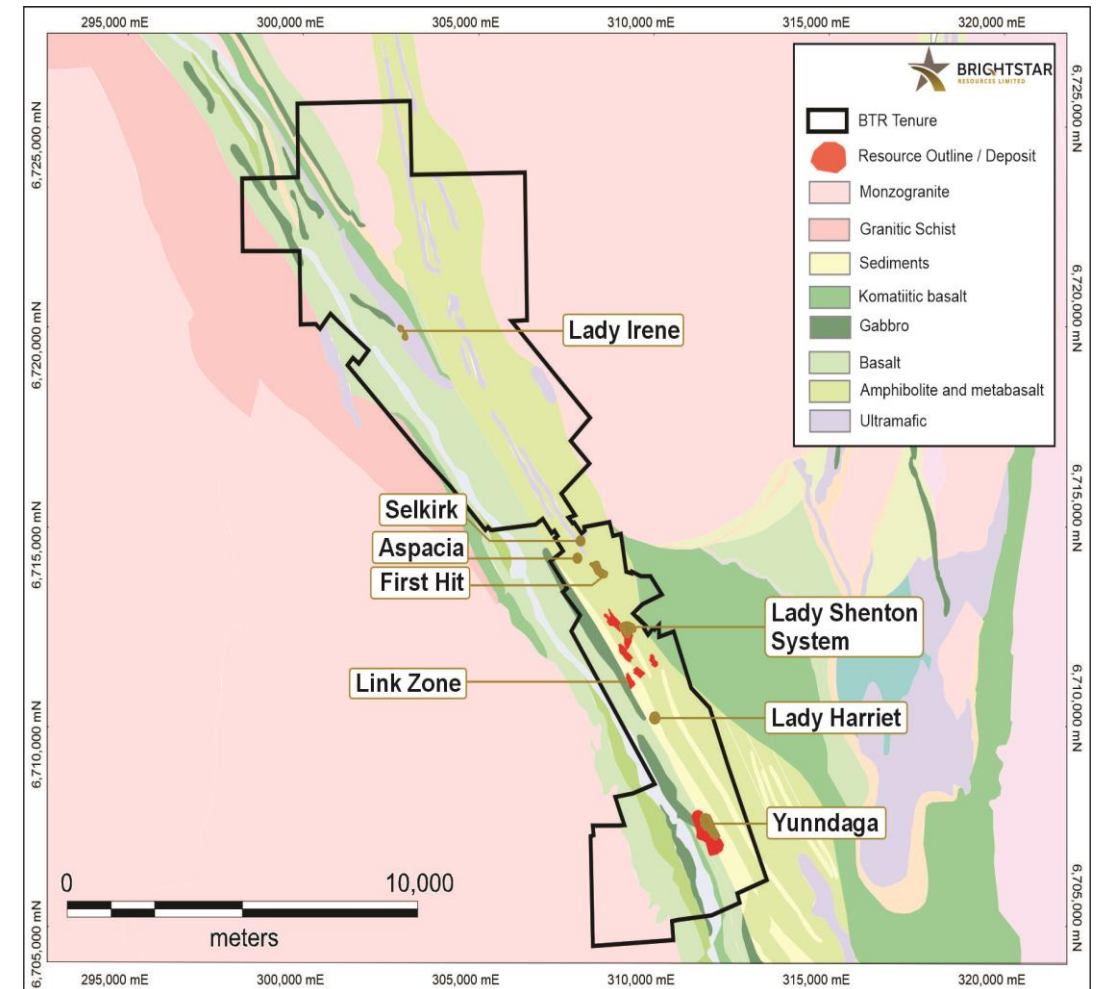
- 1.9Mt @ 1.63g/t Au (**100koz**) in open pit mining at Lady Shenton
- 650kt @ 2.91g/t (**60koz**) in underground mining at Yunndaga
- Low capex of \$22m

Despite a long and successful mining history, exploration drilling at Menzies was historically focused on:

- Near mine exploration in and around the active mining centres; or
- Shallow exploration investigating for large, low-grade oxide targets

Significant opportunities to find virgin discoveries and brownfields Mineral Resource growth:

- Targeting **high-grade underground resource opportunities** at Aspacia and First Hit



# Laverton processing strategy

## Assessment of enlarged processing scenario

**Current site infrastructure has an independent replacement valuation of \$60m<sup>(1)</sup>**

The 2023 Scoping Study articulated a refurbishment and expansion study to upgrade to 480ktpa of fresh rock throughput

**Total Capital Cost \$18.5m<sup>(2)</sup>**

- Replace entire crushing circuit and upgrade existing grinding circuit
- Services upgrades including power reticulation, electrics and instrumentation upgrades
- Installation of administration buildings and associated NPI

**Immediate focus: Assess maximum throughput upgrade for Brightstar, Second Fortune & Jasper Hill ore sources**

**Current Brightstar mine plan delivers +5 year LOM** processing Brightstar-only ore through upgraded & refurbished plant (480ktpa)

Significant scope to increase mine life and **gold production profile per annum** through:

- Access to increased head grades from underground mines (Second Fortune, Fish)
- Strategic expansions of infrastructure
- Prioritising high-grade feed sources to Brightstar plant

Logical and pragmatic rationale to assess **options for increasing throughput** in the combined Pre-Feasibility Study to significantly increase production profile

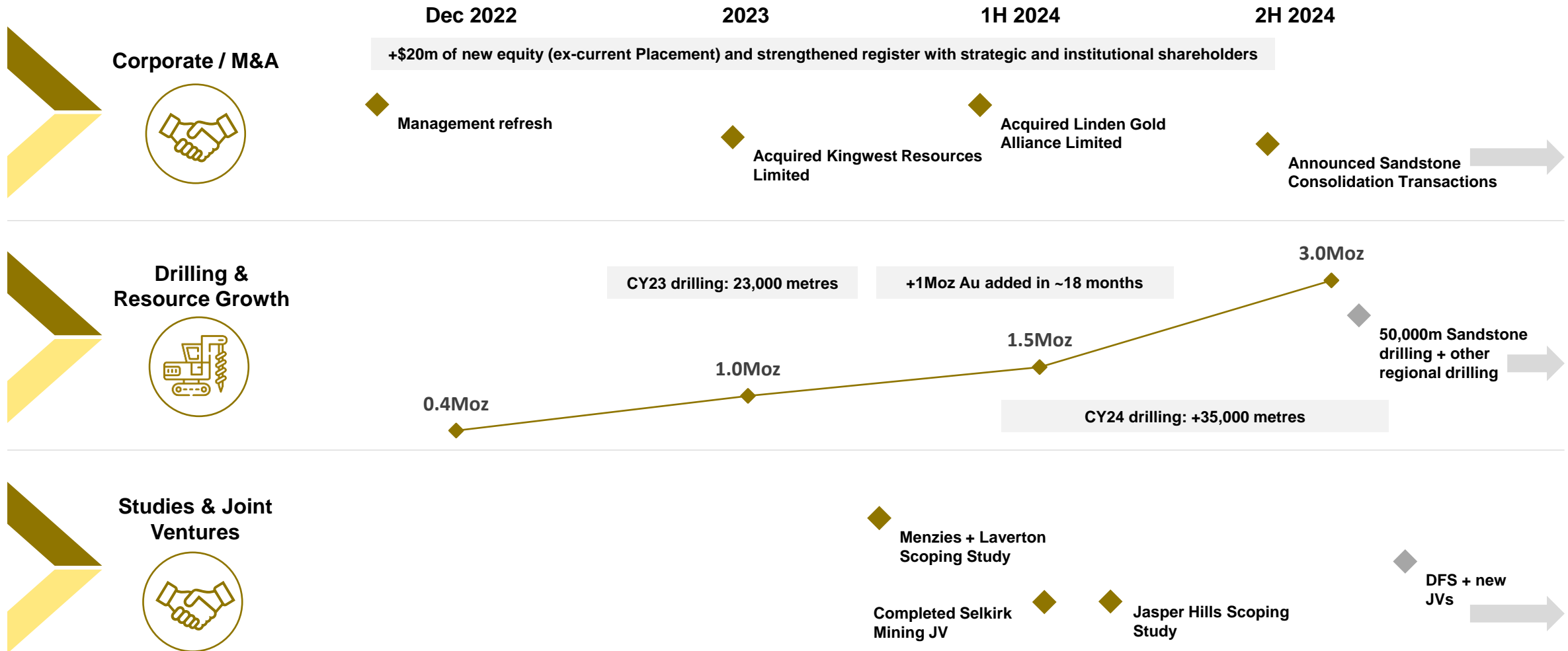
Recent opportunistic purchase of second-hand CIL tanks and a 52-room accommodation camp expected to **decrease capex and fast-track development<sup>(3)</sup>**



Brightstar processing plant

# Active business in a rising gold price environment

Track record in meaningful advancement of strategic initiatives – next catalysts in sight

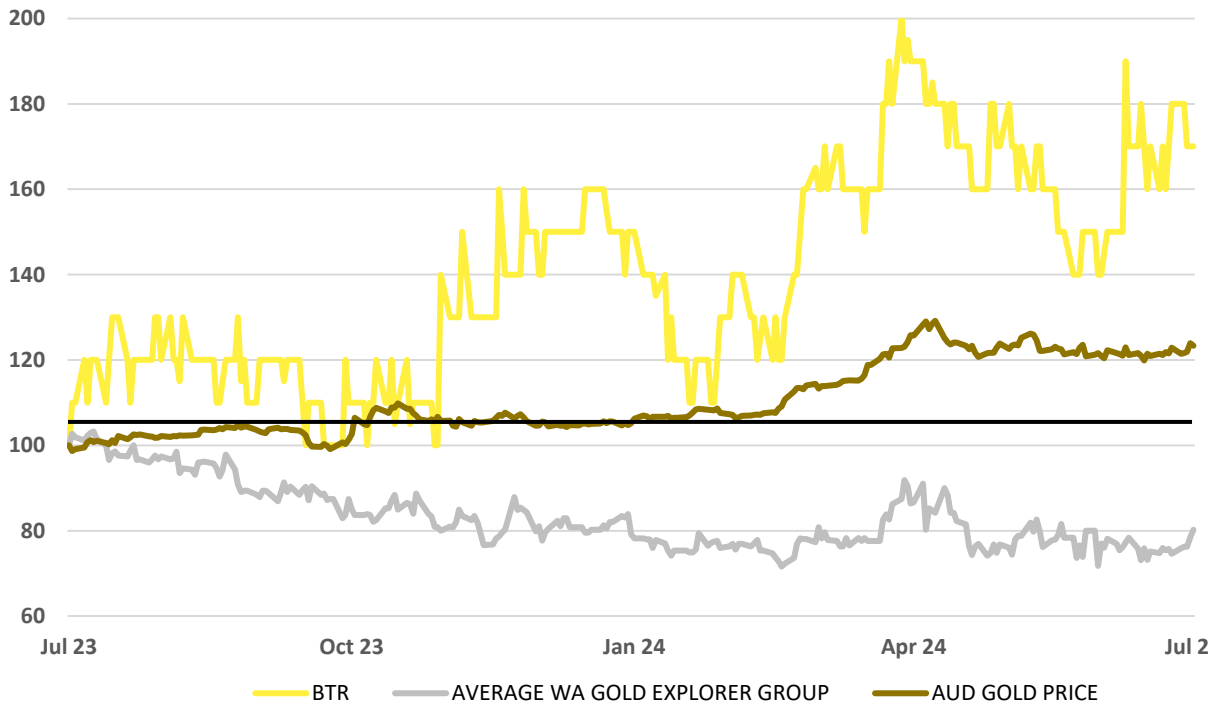


# A Bright spot despite a challenging equity market

Over the past 12 months, the AUD gold price has rallied 20% - despite this strengthening commodity backdrop, equity valuations and interest remains subdued:

AUD Gold price - **up 20%**  
 WA Gold Producer average<sup>1</sup> - **up 52%**  
 Van Eck GDX and GDXJ Indices - **52 week highs**  
 WA Gold Explorer average<sup>2</sup> - **down 20%**

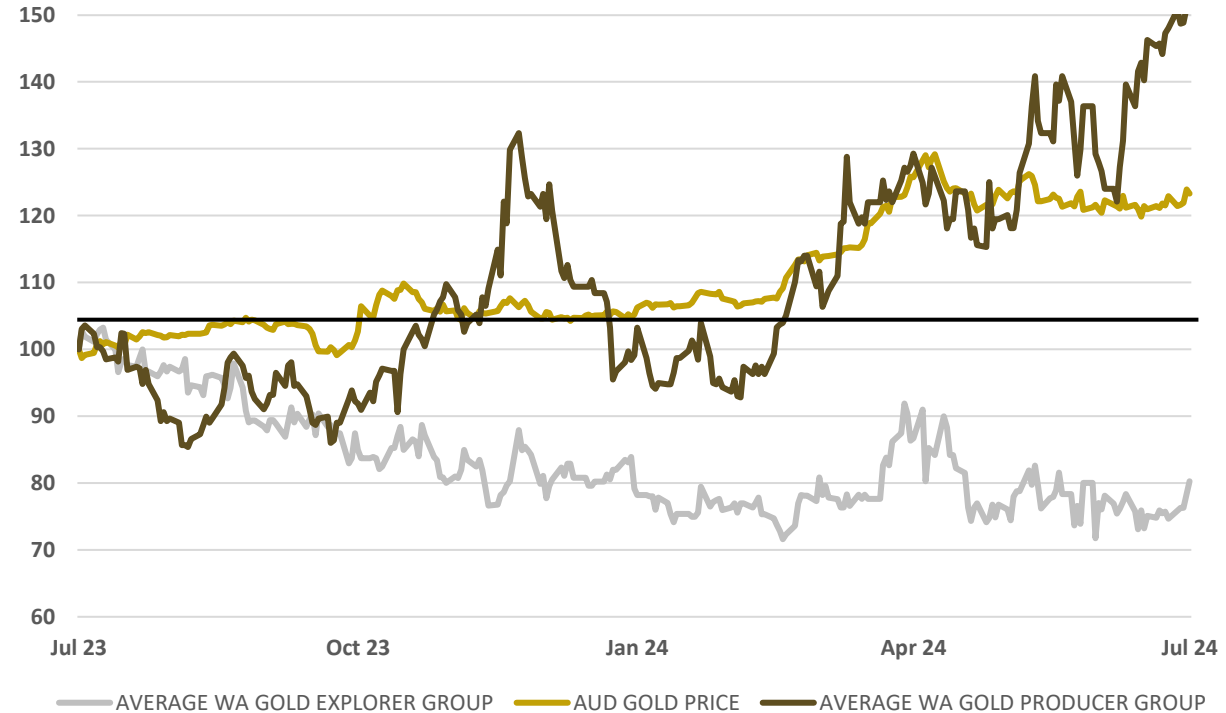
LAST 12 MONTHS – WA GOLD EXPLORERS PERFORMANCE<sup>1</sup>



**1. Explorer peer set includes**

MM8.ASX, BC8.ASX, AAR.ASX, AUC.ASX, AME.ASX, GML.ASX, MAT.ASX, GBR.ASX, RXL.ASX, WA8.ASX, MEK.ASX, OAU.ASX, HRZ.ASX

LAST 12 MONTHS - WA GOLD PRODUCERS PERFORMANCE<sup>2</sup>



**2. Producer peer set includes**

CYL.ASX, BCN.ASX, OBM.ASX, GMD.ASX, CMM.ASX, EMR.ASX, PNR.ASX, RMS.ASX, WGX.SX, BGL.ASX



# Appendices

# Appendix 1: Board of Directors

## **RICHARD CROOKES** NON-EXEC CHAIRMAN

Mr Crookes has over 35 years' experience in the resources and investments industries. He is a geologist by training having previously worked as the Chief Geologist and Mining Manager of Ernest Henry Mining in Australia.

Mr Crookes is Managing Partner of Lionhead Resources, a Critical Minerals Investment Fund and formerly an Investment Director at EMR Capital. Prior to that he was an Executive Director in Macquarie Bank's Metals Energy Capital (MEC) division where he managed all aspects of the bank's principal investments in mining and metals companies.

## **ALEX ROVIRA** MANAGING DIRECTOR

Mr Rovira is a qualified geologist and an experienced investment banker having focused on the metals and mining sector since 2013.

Mr Rovira has experience in ASX equity capital markets activities, including capital raisings, IPOs and merger and acquisitions.

## **ANDREW RICH** EXECUTIVE DIRECTOR

Mr Rich is a degree qualified Mining Engineer from the WA School of Mines and has obtained a WA First Class Mine Managers Certificate.

Mr Rich has a strong background in underground gold mining with experience predominantly in the development of underground mines at Ramelius Resources (ASX:RMS) and Westgold Resources (ASX:WGX).

## **JONATHAN DOWNES** NON-EXEC DIRECTOR

Mr Downes has over 30 years' experience in the minerals industry and has worked in various geological and corporate capacities. Experienced with gold and base metals, he has been intimately involved with the exploration process through to production.

Mr Downes is currently the Managing Director of Kaiser Reef Limited, a high grade gold producer in Victoria.

## **ASHLEY FRASER** NON-EXEC DIRECTOR

Mr Fraser is an accomplished mining professional with over 30 years experience across gold and bulk commodities.

Mr Fraser was a founder of Orionstone (who merged with Emeco in a \$660M consolidation) and is a founder/owner of Blue Cap Mining and Blue Cap Equities.

## **MATTHEW BOWLES** NON-EXEC DIRECTOR (PROPOSED)

Mr Bowles is a senior corporate finance executive with extensive public corporate advisory, private equity and capital markets experience in the resources sector. Mr Bowles has successfully negotiated domestic and cross border corporate funding, joint venture and M&A transactions for a number of ASX listed companies in Africa, the Americas and Australia.

# Appendix 2: Brightstar Mineral Resources

Location	Cut-off	Measured			Indicated			Inferred			Total		
		g/t Au	kt	g/t Au	koz	kt	g/t Au	koz	kt	g/t Au	koz	kt	g/t Au
Alpha	0.50	623	1.6	33	374	2.1	25	455	3.3	48	1,452	2.3	106
Beta	0.50	345	1.7	19	576	1.6	29	961	1.7	54	1,882	1.7	102
Cork Tree Well	0.50	-	-	-	3,036	1.6	157	3,501	1.3	146	6,537	1.4	303
Jasper Hills	0.50	479	2.1	33	1,306	2.1	87	3,133	1.7	173	4,918	1.9	293
Second Fortune	2.50	17	16.9	9	78	8.2	21	71	12.3	28	166	10.9	58
<b>Laverton Hub sub-total</b>		<b>1,464</b>	<b>2.0</b>	<b>94</b>	<b>5,370</b>	<b>1.8</b>	<b>319</b>	<b>8,121</b>	<b>1.7</b>	<b>449</b>	<b>14,955</b>	<b>1.8</b>	<b>862</b>
Lady Shenton System (Pericles, Lady Shenton, Stirling)	0.50	-	-	-	2,770	1.3	119	4,200	1.3	171	6,970	1.2	287
Yunndaga	0.50	-	-	-	1,270	1.3	53	2,050	1.4	90	3,320	1.3	144
Yunndaga (UG)	2.00	-	-	-	-	-	-	110	3.3	12	110	3.3	12
Aspacia	0.50	-	-	-	137	1.7	7	1,238	1.6	62	1,375	1.6	70
Lady Harriet System (Warrior, Lady Harriet, Bellenger)	0.50	-	-	-	520	1.3	22	590	1.1	21	1,110	1.2	43
Link Zone	0.50	-	-	-	145	1.2	6	470	1.0	16	615	1.1	21
Selkirk	0.50	-	-	-	30	6.3	6	140	1.2	5	170	2.1	12
Lady Irene	0.50	-	-	-	-	-	-	100	1.7	6	100	1.7	6
<b>Menzies Hub sub-total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>4,872</b>	<b>1.4</b>	<b>213</b>	<b>8,898</b>	<b>1.3</b>	<b>383</b>	<b>13,770</b>	<b>1.3</b>	<b>595</b>
<b>Brightstar total</b>		<b>1,464</b>	<b>2.0</b>	<b>94</b>	<b>10,242</b>	<b>1.6</b>	<b>532</b>	<b>17,019</b>	<b>1.5</b>	<b>832</b>	<b>28,725</b>	<b>1.6</b>	<b>1,457</b>

This Presentation contains references to Brightstar's JORC Mineral Resources, extracted from the ASX announcements titled "Maiden Link Zone Mineral Resource Estimate" dated 15 November 2023, "Cork Tree Mineral Resource Upgrade Delivers 1Moz Group MRE" dated 23 June 2023 and "Auralia Review" dated 10 September 2020, and ASX announcements for Kingwest Resources Limited titled, "High grade drilling results and high grade resource estimation from the Menzies Goldfield" dated 13 December 2022 and "Menzies JORC gold resources surpass 500,000 ounces" dated 26 April 2022.

This Presentation contains references to Linden's JORC (2012) Mineral Resources, as reported in the announcement released by Brightstar on 25 March 2024 titled "Brightstar makes Recommended Takeover Offer for Linden Gold Alliance Limited".

# Appendix 3: Sandstone Mineral Resources



Location	Cut-off	Measured			Indicated			Inferred			Total		
CONSTRAINED (April 2023)	g/t Au	Mt	g/t Au	koz	Mt	g/t Au	koz	Mt	g/t Au	koz	Mt	g/t Au	koz
Lord Nelson	0.50	-	-	-	1.5	2.1	100	3.5	1.4	163	5.0	1.6	263
Lord Henry	0.50	-	-	-	1.6	1.5	77	0.3	1.2	13	1.9	1.4	90
Vanguard Camp	0.50	-	-	-	0.4	2.0	26	1.9	1.6	124	2.3	2	150
Havilah Camp	0.50	-	-	-	-	-	-	1.0	1.5	46	1.0	1.5	46
Indomitable Camp	0.50	-	-	-	0.8	0.9	23	4.6	1.1	187	5.4	1.2	210
Bull Oak	0.50	-	-	-	-	-	-	1.9	1.1	65	1.9	1.1	65
Ladybird	0.50	-	-	-	-	-	-	0.1	1.9	8	0.1	1.9	8
<b>Total</b>		-	-	-	<b>4.3</b>	<b>1.6</b>	<b>226</b>	<b>13.3</b>	<b>1.3</b>	<b>606</b>	<b>17.6</b>	<b>1.5</b>	<b>832</b>

Location	Cut-off	Measured			Indicated			Inferred			Total		
UNCONSTRAINED (April 2023)	g/t Au	Mt	g/t Au	koz	Mt	g/t Au	koz	Mt	g/t Au	koz	Mt	g/t Au	koz
Lord Nelson	0.50	-	-	-	1.5	2.1	100	4.1	1.4	191	5.6	1.6	291
Lord Henry	0.50	-	-	-	1.6	1.5	78	0.6	1.1	20	2.2	1.4	98
Vanguard Camp	0.50	-	-	-	0.4	2.0	26	3.4	1.4	191	3.8	1.5	217
Havilah Camp	0.50	-	-	-	-	-	-	1.2	1.3	54	1.2	1.3	54
Indomitable Camp	0.50	-	-	-	0.8	0.9	23	7.3	0.9	265	8.1	0.9	288
Bull Oak	0.50	-	-	-	-	-	-	2.5	1.1	90	2.5	1.1	90
Ladybird	0.50	-	-	-	-	-	-	0.1	1.9	8	0.1	1.9	8
<b>Total</b>		-	-	-	<b>4.3</b>	<b>1.6</b>	<b>227</b>	<b>19.2</b>	<b>1.3</b>	<b>819</b>	<b>23.5</b>	<b>1.4</b>	<b>1,046</b>

Mineral Resources reported at a cut-off grade of 0.5 g/t gold and are constrained within a A\$2,500/oz optimised pit shells based on mining parameters and operating costs typical for Australian open pit extraction deposits of a similar scale and geology. Mineral Resources for Lord Henry, Vanguard Camp, Havilah Camp, Piper, Tiger Moth and Ladybird deposits have not been updated. Minor discrepancies may occur due to rounding of appropriate significant figures.

The references in this presentation to Mineral Resource estimates for the Sandstone Gold Project were reported in accordance with Listing Rule 5.8 in the following announcements: (a): Lord Nelson, Indomitable Camp, Bull Oak: announcement titled: "Significant increase in shallow gold resources at Sandstone Gold Project" 3 Apr 2023; (b): Indomitable & Vanguard Camp: announcement titled: "Maiden Gold Resource at Indomitable & Vanguard Camps, Sandstone WA" 25 Sep 2018; (c): Havilah & Ladybird: announcement titled: "Alto increases Total Mineral Resource Estimate to 290,000oz, Sandstone Gold Project" 11 June 2019; and (d): Lord Henry, Lord Nelson, Vanguard Camp & Havilah Camp: announcement titled: "Sandstone Mineral Resource increased to 635,000oz of gold" 23 March 2022. Alto confirms that the material assumptions and technical parameters disclosed in the announcement continue to apply and have not materially changed. Alto confirms that it is not aware of any new information or data that materially affects the information included in the previous market announcements and that all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.



# Appendix 4: Montague Gold Project Mineral Resources



Location	Cut-off	Measured			Indicated			Inferred			Total		
		g/t Au	Mt	g/t Au	koz	Mt	g/t Au	koz	Mt	g/t Au	koz	Mt	g/t Au
Montague-Boulder	0.60	-	-	-	0.5	4.0	67	2.6	1.2	96	3.1	1.6	163
Whistler	0.50	-	-	-	-	-	-	1.7	2.2	120	1.7	2.2	120
Evermore	0.60	-	-	-	-	-	-	1.3	1.6	67	1.3	1.6	67
Achilles Nth/Airport	0.60	-	-	-	0.2	2.0	14	1.8	1.4	85	2.1	1.5	99
Julias (75% attributable basis)	0.60	-	-	-	1.1	1.4	46	0.4	1.0	12	1.4	1.3	58
<b>Total</b>		-	-	-	<b>1.8</b>	<b>2.2</b>	<b>127</b>	<b>7.8</b>	<b>1.5</b>	<b>380</b>	<b>9.6</b>	<b>1.6</b>	<b>507</b>

This Presentation contains references to JORC (2012) Mineral Resources, as reported by Alto and Brightstar in their joint announcement released on 1 August 2024 titled "Brightstar and Alto enter into Scheme Implementation Deed; Brightstar acquires gold rights to Montague Gold Project from Gateway; Brightstar Placement to raise \$24 million".

Brightstar confirms that the material assumptions and technical parameters disclosed in the announcement continue to apply and have not materially changed. Brightstar confirms that it is not aware of any new information or data that materially affects the information included in the previous market announcements and that all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

# Appendix 5: Montague Gold Project Acquisition

<b>Structure</b>	<ul style="list-style-type: none"><li>• Acquisition of 100% of the Montague Gold Project Tenements owned by Gateway<sup>1</sup></li><li>• Acquisition to be completed in new Brightstar SPV – Montague Gold Project Pty Ltd</li><li>• Non-gold mineral rights sold back to Gateway / other entities</li></ul>
<b>Consideration</b>	<ul style="list-style-type: none"><li>• Total consideration of \$12.0m (equating to a transaction acquisition multiple of \$30/oz) comprising:<ul style="list-style-type: none"><li>○ \$7.0m in Brightstar Shares at an issue price of \$0.015 for total of 467m Brightstar Shares (<b>Upfront Shares</b>);</li><li>○ \$5.0m in cash payable on completion of the Placement (<b>Upfront Cash</b>); and</li><li>○ \$2.0m in cash or Brightstar Shares (at Brightstar's election) upon total JORC (2012) Mineral Resources at the Montague Gold Project exceeding 1.0Moz or first commercial production being declared (<b>Contingent Payment</b>).</li></ul></li></ul>
<b>Timing &amp; Conditions</b>	<ul style="list-style-type: none"><li>• The Upfront Shares and Upfront Cash payments will be issued to Gateway on completion of the Placement</li></ul>

# Appendix 6: Peer Comparison & References

CODE	COMPANY	STAGE	MARKET CAP (A\$M)	CASH (A\$M)	EV (A\$M)	SHARE PRICE	MEASURED (Koz)	INDICATED (Koz)	INFERRED (Koz)	TOTAL RESOURCE (Moz)	GRADE (g/t)	\$EV/oz	SOURCE	DATE
MAU	Magnetic Resources	Resource	\$327.7	\$9.0	\$318.7	\$1.270	-	203	402	1.33	1.7	\$240	Investor Presentation	9/07/2024
GBR	Great Boulder Resources	Resource	\$30.9	\$4.0	\$26.9	\$0.051	-	340	327	0.67	2.8	\$40	Investor Presentation - May 2024	7/05/2024
AAR	Astral Resources	Scoping Study	\$71.8	\$5.0	\$66.8	\$0.077	-	790	591	1.38	1.1	\$48	RIU Sydney Investor Presentation	8/05/2024
MEK	Meeka Gold	DFS	\$51.9	\$3.0	\$51.1	\$0.042	55	570	590	1.22	2.8	\$42	DFS Summary Presentation	30/05/2024
BC8	Black Cat Syndicate	Pre-Feasibility	\$152.5	\$30.0	\$136.5	\$0.345	50	1161	1195	2.40	2.8	\$57	Noosa Mining Conference Presentation	19/07/2024
BTR	Brightstar Resources	Scoping Study	\$75.3	\$10.0	\$65.3	\$0.016	52	411	554	1.45	1.6	\$45	Bidders Statement	29/04/2024
RXL	Rox Resources	Pre-Feasibility	\$24.4	\$6.0	\$18.4	\$0.060	-	1561	741	2.30	4.4	\$8	Investor Presentation - Youanmi PFS	24/07/2024
HRZ	Horizon Minerals	Pre-Feasibility	\$42.5	\$9.0	\$41.0	\$0.038	63	791	386	1.24	1.6	\$33	Group Mineral Resources Statement	25/07/2024
AME	Alto Metals	Resource	\$22.4	\$2.0	\$20.4	\$0.031	-	226	606	1.11	1.4	\$18	RIU Gold Coast Investor Presentation	19/06/2024
MAT	Matsa Resources	Resource	\$14.9	\$1.0	\$18.4	\$0.027	37	334	509	0.94	2.5	\$20	RIU Sydney Investor Presentation	7/05/2024
AUC	Ausgold	Pre-Feasibility	\$124.7	\$36.0	\$91.7	\$0.035	1352	1067	620	3.04	1.1	\$30	Corporate Presentation June	6/06/2024
HRN	Horizon Gold	Resource	\$40.6	\$0.2	\$40.4	\$0.280	-	1346	791	2.14	1.5	\$19	Scoping Study Presentation	22/03/2024
WA8	Warriedar Resources	Resource	\$48.4	\$4.0	\$44.4	\$0.070	20	441	485	0.95	1.5	\$47	Investor Presentation Update	23/07/2024
STN	Saturn Metals	Resource	\$51.7	\$10.0	\$41.7	\$0.185	82	912	845	1.84	0.5	\$23	Investor Presentation	16/06/2024
MM8	Medallion Metals	Pre-Feasibility	\$18.5	\$2.5	\$18.9	\$0.060	-	790	510	1.30	2.1	\$15	RIU Sydney Investor Presentation	8/05/2024
GML	Gateway Mining	Resource	\$9.1	\$1.0	\$8.1	\$0.023	-	142	384	0.51	1.6	\$16	Investor Presentation June 2024	18/06/2024
KIN	Kin Mining	Resource	\$80.1	\$70.0	\$10.1	\$0.068	0	430.1	501.9	0.93	1.3	\$11	RRS Investor Presentation	4/04/2024
<b>AVERAGE</b>												<b>A\$41/oz</b>		

# Appendix 7: Recent M&A References

## Pre-production WA Gold M&A Peer Comparison Information & References

Acquirer	Target	Stage	Date	Deal Value (\$m)	EV/oz (\$/oz)	Measured (koz)	Indicated (koz)	Inferred (koz)	Total Resource (koz)	Grade (g/t Au)	Source
Northern Star Resources Limited	Strickland Minerals Limited	Resource Development	Jun-23	\$61.0	\$176	-	264	82	346	1.6	Sale of Millrose Project 26/06/2023
Ramelius Resources Limited	Musgrave Minerals Limited	Pre-Feasibility Study	Jul-23	\$201.0	\$217	-	435	492	927	2.3	Bid Implementation Agreement 03/07/2023
Beacon Minerals	Ora Banda Mining Limited	Pre-Feasibility Study	Mar-23	\$12.5	\$39	23	221	73	318	2.0	Beacon Acquires Lady Ida Gold Project 24/03/2023
Ramelius Resources Limited	Breaker Resources NL	Resource Development	Mar-23	\$55.7	\$33	-	778	906	1,684	1.7	Ramelius Makes Recommended Takeover Offer for Breaker 20/03/2023
Catalyst Metals Limited	Vango Mining Limited	Definitive Feasibility Study	Jan-23	\$66.0	\$66	663	339	-	1,002	3.0	Recommended bid to acquire Vango Mining 19/01/2023
St Barbara Limited	Bardoc Gold Limited	Definitive Feasibility Study	Dec-21	\$148.2	\$48	11	2,044	1,018	3,073	1.7	St Barbara to acquire Bardoc Gold via Scheme of Arrangement 20/12/2021
Gascoyne Resources Limited	Firefly Resources Limited	Resource Development	Nov-21	\$44.6	\$226	-	157	40	197	1.5	Merger Presentation 16/06/2021
Ramelius Resources Limited	Spectrum Metals Limited	Resource Development	Feb-20	\$338.5	\$951	-	268	88	356	13.8	Ramelius Makes Recommended Takeover Offer for Spectrum Metals 10/02/2020
Aurenne	Alt Resources Limited	Pre-Feasibility Study	Aug-20	\$32.1	\$56	80	278	213	571	1.54	Alt Receives All Cash Off Market Bid from Aurenne Group 07/05/2020
<b>Average</b>				<b>\$201*</b>							

Average includes Ramelius-Spectrum takeover multiple. Excluding this the average is \$106/oz.

Source: Respective ASX disclosures as per listed release date in above table.

All projects are located in Western Australia and were at the pre-development stage at the time of transaction.

# Appendix 8: Production Peer Comparison

## Production Peers Information & References

ASX Code	Company	Market Capitalisation* (\$m)	Cash** (\$m)	Debt*** (\$m)	Enterprise Value (\$m)	JunQ'24 Production (koz)	Annualised Production (JunQ'24) (koz)	EV/Production (JunQ'24 Annualised) (\$/oz)	Source
EMR	Emerald	2,631	163	-	2,468.4	21.6	114.1	<b>21,638</b>	ASX Announcement 08/07/24: "Record Full Year Production of 114koz Achieved at Okvau Gold Mine"
CMM	Capricorn	2,020	125.0	-	1,894.8	16.8	113.0	<b>16,767</b>	ASX Announcement 04/07/24: "Karlwinda Gold Project FY24 Gold Production 113koz"
OBM	Ora Banda	835	31.5	4	808.0	19.3	77.1	<b>10,482</b>	ASX Announcement 23/07/24: "June 2024 – Quarterly Activities Report"
BCN	Beacon	98	5.59	9.4	101.2	3.9	15.7	<b>6,439</b>	ASX Announcement 16/07/24: "Jaurdi Gold Project June Quarter Production Update"
PNR	Pantoro	600	103.9	18.8	515.1	20.8	83.2	<b>6,190</b>	ASX Announcement 11/07/24: "Quarterly Operations Update"
ALK	Alkane	326	54.5	54	325.9	17,319	43.6	<b>4,704</b>	ASX Announcement 4/07/24: "Tomingley FY24 production update"
CYL	Catalyst	364	37.0	5.5	332.3	27.5	110.0	<b>3,021</b>	ASX Announcement 10/07/24: "Catalyst achieves full year production of 110koz"
<b>Average</b>							<b>82.0</b>	<b>10,056</b>	

\*As at 26 July 2024 (source: IRESS)

\*\*June 2024 Quarterly

\*\*\*As listed in 'Source' column

# Appendix 9: Key Risks

The following risks have been identified as being key risks specific to an investment in Brightstar on the assumption the transactions with Alto (**Scheme**) and Gateway are successful (**Combined Group**) and the mining industry more generally. These risks have the potential to have a significant adverse impact on the Combined Group and may affect the Combined Group's financial position, prospects and price of its listed securities.

## **Future capital requirements**

The Combined Group will require further financing to continue its exploration and development activities. Brightstar has advanced multiple Scoping Studies which have been released on the ASX. These Scoping Studies outline further drilling and feasibility assessment and subject to these works, The Combined Group will require further funding to develop these projects.

If Brightstar is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations or scale back its exploration, development and production programs, as the case may be. Any additional equity financing that the Combined Group may undertake in the future may dilute existing shareholdings. Debt financing, if available, may involve restrictions on financing and operation activities. There can be no assurance that the Combined Group will be able to obtain additional financing when required in the future, or that the terms and the time in which any such financing can be obtained will be acceptable to the Combined Group. This may have an adverse effect on the Combined Group's financial position and prospects.

## **Operational Risk**

The Combined Group's exploration and development activities will be subject to numerous operational risks, many of which are beyond the Combined Group's control. The Combined Group's operations may be curtailed, delayed or cancelled as a result of factors such as adverse weather conditions, mechanical difficulties, shortages in or increases in the costs of consumables, spare parts, plant and equipment, external services failure (such including energy and water supply), industrial disputes and action, difficulties in commissioning and operating plant and equipment, IT system failures, mechanical failure or plant breakdown, and compliance with governmental requirements.

The Combined Group will endeavour to take appropriate action to mitigate these operational risks (including by ensuring legislative compliance, properly documenting arrangements with counterparties, and adopting industry best practice policies and procedures) or to insure against them, but the occurrence of any one or a combination of these events may have a material adverse effect on the Combined Group's performance and the value of its assets.

## **Mining Risk and Mineral Resource Estimates**

When compared with many industrial and commercial operations, mining and mineral processing projects are relatively high risk. This is particularly so where new technologies are employed. Each orebody is unique. The nature of mineralisation, the occurrence and grade of the ore, as well as its behaviour during mining and processing can never be wholly predicted. The Mineral Resource estimates contained in this presentation are estimates only and no assurance can be given that any particular level of recovery of gold or other minerals will in fact be realised or that an identified mineral deposit will ever qualify as a commercially mineable (or viable) ore body which can be economically exploited.

## **Exploration and development**

Exploration is a high risk activity that requires large amounts of expenditure over extended periods of time. The Combined Group's exploration activities would be subject to all the hazards and risks normally encountered in the exploration of minerals, including climatic conditions, hazards of operating vehicles and plant, risks associated with operating in remote areas and other similar considerations. Conclusions drawn during exploration and development are subject to the uncertainties associated with all sampling techniques and to the risk of incorrect interpretation of geological, geochemical, geophysical, drilling and other data. There can be no assurance that any exploration or development activity in regard to the Combined Group's properties, or any properties that may be acquired in the future, will result in the discovery or exploitation of an economic resource.

## **Operational and technical risks**

The operations of the Combined Group may be affected by various factors, including failure to locate or identify mineral deposits, failure to achieve predicted grades and/or resources in exploration and mining, operational and technical difficulties encountered in mining and extraction, difficulties in commissioning and operating plant and equipment, mechanical failure or plant breakdown, unanticipated metallurgical or recovery problems which may affect extraction costs, adverse weather conditions, industrial and environmental accidents, industrial disputes, and unexpected shortages or increases in the costs of consumables, spare parts, plant and equipment.

## **Mine development**

Possible future development of a mining operation at any of the Combined Group's projects would be dependent on a number of factors including, but not limited to, the acquisition and/or delineation of economically recoverable mineralisation, favourable geological conditions, receiving the necessary approvals from all relevant authorities and parties, seasonal weather patterns, unanticipated technical and operational difficulties encountered in extraction and production activities, mechanical failure of operating plant and equipment, shortages or increases in the price of consumables, spare parts and plant and equipment, cost overruns, access to the required level of funding and contracting risk from third parties providing essential services.

The Company's operations may be disrupted by a variety of risks and hazards which are beyond its control, including environmental hazards, industrial accidents, technical failures, labour disputes, unusual or unexpected rock formations, flooding and extended interruptions due to inclement of hazardous weather conditions and fires, explosions or accidents. No assurance can be given that the Combined Group would achieve commercial viability through the development or mining of its projects and treatment of ore.

## **Gold price fluctuations**

The potential revenues of Brightstar are exposed to fluctuations in the gold price. Volatility in the gold price creates revenue uncertainty and a fall in the spot gold price could adversely impact on the financial performance, financial position and prospects of the Company. A declining gold price can also impact operations by requiring a reassessment of the feasibility of mine plans and certain projects and initiatives. The development of new ore bodies, commencement of development projects and the ongoing commitment to exploration projects can all potentially be impacted by a decline in the prevailing gold price. Even if a project is ultimately determined to be economically viable, the need to conduct such a reassessment could potentially cause substantial delays and/or may interrupt operations, which may have a material adverse effect on the results of operations and the financial condition of Brightstar.

# Appendix 9: Key Risks

## Foreign exchange risk

The Company has an Australian dollar presentation currency for reporting purposes. However, gold is sold throughout the world based principally on the U.S. dollar price, and most of Brightstar's revenues are realised in, or linked to, U.S. dollars. Brightstar is therefore exposed to fluctuations in foreign currency exchange rates.

## Environmental risks

The operations and proposed activities on the tenements are subject to Australian laws and regulation concerning the environment. As with most exploration projects and mining operations, Brightstar's activities are expected to have an impact on the environment. It is the Company's intention to conduct its activities to the highest standard of environmental including compliance with all environmental laws. Exploration work will be carried out in a way that has minimal impact on the environment. The Company has made provision for environmental rehabilitation of the tenements. This is an estimate of the costs which may not fully account for the actual cost of rehabilitating the tenements in due course. A number of the granted tenements owned by Brightstar are subject to overlapping tenement applications by third parties. Brightstar has objected to these applications. There is a risk that if any of the overlapping tenement applications are granted and an appropriate access agreement is not entered into that Brightstar's right to use and enjoy its granted tenements may be adversely affected.

## Tenure risks

The Combined Group cannot guarantee additional applications for tenements made by the Combined Group will ultimately be granted, in whole or in part. Further the Combined Group cannot guarantee that renewals of valid tenements will be granted on a timely basis, or at all.

## Native title and Aboriginal Heritage risks

It is possible that there may be areas over which legitimate common law native title or Aboriginal heritage rights of Aboriginal Australians exist in relation to the tenements that the Combined Group has, or may acquire, an interest in. Where native title exists, the ability of the Combined Group to obtain the consent of any relevant land owner, or to progress from the exploration phase to the development and mining phases of the operation, may be adversely affected.

## Partners and contractors

The Combined Group would rely significantly on strategic relationships with other entities and also on a good relationship with regulatory and government departments and other interest holders. The Combined Group would also rely on third parties to provide essential contracting services. There can be no assurance that its existing relationships will continue to be maintained or that new ones will be successfully formed and the Combined Group could be adversely affected by changes to such relationships or difficulties in forming new ones.

## Key personnel

Alto and Brightstar are reliant on a number of key senior management staff. Loss of such personnel may have an adverse impact on performance. The Western Australian mining sector has been subject to material cost increases and skill shortages. These factors have adversely affected costs, profit margins and the availability of appropriately qualified staff to operate mining projects across the industry. Brightstar cannot guarantee its underlying cost assumptions and continued access to skilled personnel to efficiently and effectively operate its mining operations. However, this risk is mitigated by the fact that the gold sector is international in nature and has a significant depth of suitably qualified alternative personnel. Notwithstanding this, there may be periods of time where a particular position remains vacant while a suitable replacement is identified and appointed.

## Litigation risks

The Combined Group is exposed to possible litigation risks including contractual disputes and employee claims. Further, the Combined Group may be involved in disputes with other parties in the future which may result in litigation. Any such claim or dispute if proven may impact adversely on the Combined Group's operations, financial performance and financial position.

## Equity market conditions

Securities listed on the stock market, and in particular securities of gold producing companies, can experience extreme price and volume fluctuations that are often unrelated to the operating performances of such companies. The market price of securities may fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general.

## Changes in government policy and legislation

Any material adverse changes in relevant government policies or legislation of Australia may affect the viability and profitability of the Combined Group, and consequent returns to investors. The activities of the Combined Group will be subject to various federal, state and local laws governing prospecting, development, production, taxes, labour standards and occupational health and safety, and other matters.

## Regulatory risks

The Combined Group's activities would be subject to extensive laws and regulations relating to numerous matters including taxation, employee relations, health and worker safety, waste disposal, protection of the environment and other matters. The Combined Group would require permits from regulatory authorities to authorise the Combined Group's operations. Obtaining necessary permits can be a time consuming process and there is a risk that Combined Group would not obtain these permits on acceptable terms, in a timely manner or at all. The costs and delays associated with obtaining necessary permits and complying with these permits and applicable laws and regulations could materially delay or restrict the Combined Group from proceeding with the development of a project or the operation or development of a mine. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in material fines, penalties or other liabilities. In extreme cases, failure could result in suspension of the Combined Group's activities or forfeiture of one or more of its tenements.

## Integration risk

The long term success of the Combined Group will depend, amongst other things, on the success of management in integrating the respective businesses and the strength of management of the Combined Group. There is no guarantee that the businesses of the Combined Group will be able to be integrated successfully within a reasonable period of time. There are risks that any integration of the businesses of Alto and the Company may take longer than expected and that anticipated efficiencies and benefits of that integration may be less than estimated. These risks include possible differences in the management culture of the two groups, inability to achieve synergy benefits and cost savings, and the potential loss of key personnel. Any failure by the Combined Group to ensure implementation costs remain below those anticipated may have a material adverse effect on the financial performance and position, and prospects, of the Combined Group.