

22 May 2026

ASX ANNOUNCEMENT

Non-Compliance with Listing Rule 10.11

Manhattan Gold Corporation Limited (ASX: MHC) ('Manhattan' or 'the Company') advises that it has internally identified an inadvertent non-compliance with ASX Listing Rule 10.11 and after notifying the ASX, has agreed with ASX to undertake remedial action in respect to the non-compliance matter.

On 18 March 2026, the Company announced it had received firm commitments for a A\$3 million (before costs) placement ('**Placement**'). The shares under the Placement were issued as follows:

- Tranche 1: 97,150,000 shares issued on 24 March 2026 – 83,715,659 pursuant to the Company's existing placement capacity under Listing Rule 7.1 and 13,434,341 under Listing Rule 7.1A; and
- Tranche 2: 25,825,000 shares to be issued subject to shareholder approval at a general meeting, including approval for director participation in the Placement.

Due to an administrative oversight, three (3) adult sons of the Non-Executive Chairman Mr Gavin Rezos (the **Related Parties**) were inadvertently included in the Tranche 1 allocations and issued a combined total of 283,333 shares being \$6,800 at the placement price of 2.4c each (the **Shares**). The Company notified the ASX promptly on becoming aware of the non-compliance and confirms that the Related Parties have not traded the Shares. The Company notes that the Shares were issued in very small amounts and did not limit any other subscriptions for securities under the Placement, nor did they impact the outcome of the Placement or the interests of any other shareholders.

Following consultation with ASX, the Company is undertaking the following remedial actions:

- the Company will arrange for the Shares to be disposed of by way of on-market sale(s) to unrelated third parties as soon as practicable. The sale(s) will be conducted in an orderly manner and in accordance with the Company's securities trading policy and applicable laws. The Related Parties have agreed that the profit of the sale(s) will be donated in full to a charitable organisation, to be determined by the Company. The on-market sale of the Shares is expected to be completed no later than 10 business days from the date of this announcement.

A further announcement will be made by the Company upon confirmation of the completion of the sale and nomination of the charity to receive the donation from the sale proceeds.

The Board regrets this oversight and remains committed to maintaining the highest standards of corporate governance and compliance. The Company has commenced a review of its internal processes, policies and controls to ensure compliance with the ASX Listing Rules. Additional procedures will be implemented to ensure that all future issues of securities to related parties are identified and subject to appropriate shareholder approval prior to issue.

Authorised for Release

This announcement has been authorised for release by the Board.

Gavin Rezos, Non-Executive Chairman

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About Manhattan Gold Corporation Ltd

Manhattan Gold Corporation Ltd (ASX: MHC) is an early-stage gold and polymetallic exploration company focused on emerging exploration projects in tier 1 jurisdictions. Current exploration projects include Hook Lake in Nunavut, Canada (665km²) within the Rankin-Ennadai greenstone belt, the second largest greenstone belt in Canada, and Tibooburra in New South Wales, Australia (2,195km²) within the emerging Koonenberry Gold District. The Company is committed to responsible exploration in partnership with Inuit and First Nations communities.

