



ASX Announcement

26 September 2024

Issue of Performance Rights

Chalice Mining Limited ("Chalice" or "the Company", ASX: CHN) advises that it has issued 3,523,565 Performance Rights for 2024/2025 Performance Rights ("Performance Rights") to Executive Key Management Personnel and employees of the Company under the terms of the Employee Securities Incentive Plan ("Plan").

In addition to the above issue, Alex Dorsch, Managing Director and Chief Executive Officer, has been awarded, 696,458 Performance Rights under the same terms and conditions. The issuance of the Performance Rights to Mr Dorsch is conditional upon receiving shareholder approval, which will be sought at the Company's 2024 Annual General Meeting.

The Performance Rights are subject to performance and vesting conditions as determined by the Board. For further details on these conditions, please refer to the attached Annexure A. The performance measurement period for the Performance Rights will commence on 1 July 2024 and conclude on 30 June 2027, which is the measurement date. These Performance Rights are issued for no consideration and any vested Performance Rights will expire on 30 June 2030.

If the Performance Rights vest and are exercised, each participant will be issued one fully paid ordinary share in the Company for each Performance Right.

For further information regarding the Performance Rights, please refer to the "Notification Regarding Unquoted Securities" that will be released to the ASX following this announcement.

This announcement has been authorised for release by the Disclosure Committee.

For further information, please visit www.chalicemining.com, or contact:

Corporate Enquiries

Ben Goldbloom
GM Corporate Development
Chalice Mining Limited
+61 8 9322 3960

info@chalicemining.com

Media Enquiries

Nicholas Read
Principal and Managing Director
Read Corporate Investor Relations
+61 8 9388 1474

info@readcorporate.com.au

Follow our communications

LinkedIn: [chalice-mining](https://www.linkedin.com/company/chalice-mining)
Twitter: [@chalicemining](https://twitter.com/chalicemining)

Registered Office
ABN 47 116 648 956

Level 3, 46 Colin Street, West Perth
WA 6005, Australia
PO Box 428, West Perth WA 6872

T: +61 8 9322 3960

info@chalicemining.com
www.chalicemining.com

[@chalicemining](https://twitter.com/chalicemining)
 [chalice-mining](https://www.linkedin.com/company/chalice-mining)

ANNEXURE A – PERFORMANCE RIGHTS
PERFORMANCE AND VESTING CONDITIONS

The measurement date for the 2024/2025 Performance Rights is set at 30 June 2027. The following table outlines the key business objectives and the weightings of the performance conditions:

No. FY2024-25 Performance Conditions and Weightings

1. Exploration, Project Definition, Pre-development and Strategic (Max. weighting 40%)

Generate significant value, on an existing or new asset (either operated or non-operated), through the achievement of several strategic objectives that exceed stretch targets as pre-determined by the Board, including:

- « Make a material new discovery which shows the potential to be economic;
- « Complete a Feasibility Study for the Gonnevillle Project;
- « Obtain all major regulatory approvals required to make a Final Investment Decision on the Gonnevillle Project; and
- « Sell or divest a material asset (as part of an asset sale, joint venture or corporate transaction).

2. Absolute Total Shareholder Return (TSR) measure (maximum weighting 30%)

A proportional LTI payment shall be made which is directly proportional to the Total Shareholder Return (TSR) from 1 July 2024 to 30 June 2027. The proportion paid is calculated as:

- « If 3-yr TSR <10% p.a (equivalent to <33.1% increase in share price) – 0%
- « If 3-yr TSR between 10-30% p.a (equivalent to 33.1-119.7% increase in share price) - weighting pro-rata between 5-30%
- « If 3-yr TSR >30% p.a (equivalent to >119.7% increase in share price) – weighting 30%

3. Relative TSR compared to peer group. (maximum weighting 30%)

A proportional LTI payment shall be made where the TSR exceeds the median TSR of the ASX 300 Metals and Mining Index, between 1 July 2024 and 30 June 2027. The proportion paid is calculated as:

- « If TSR <50th percentile – 0%
- « If TSR between 50th and 75th percentile - weighting pro-rata between 5-30%
- « If TSR >75th percentile – weighting 30%

As an illustrative example: If the TSR is at the 65th percentile, 20% of the performance measure would be deemed to have been met – calculated as $((65\% - 50\%) / (75\% - 50\%)) \times (30\% - 5\%) + 5\%$.

Board Discretion

Where required, the Board may, acting reasonably and in good faith, use its discretion to vary the LTI maximum weightings. For example, where a sale of an asset occurs prior to estimating resources or reserves (i.e. a milestone is unable to be met), the Board may allocate the attributable weighting to other milestones.