

**ASX ANNOUNCEMENT**

20 SEPTEMBER 2024

**Share Purchase Plan – ASX Waiver from Listing Rule 7.1  
Withdrawal of Resolution 4 (Approval to issue SPP Shares under Listing Rule 7.1)**

Sunstone Metals Ltd (ASX: STM; “Sunstone”) is pleased to announce that the ASX has approved the waiver sought in relation to the Share Purchase Plan (“SPP”) launched on 16 September 2024.

As previously announced, Sunstone applied for the waiver under ASX Listing Rule 7.1 as the offer price of \$0.005 (0.5 cents) per share under the SPP was less than 80% of the 5-day VWAP prior to the announcement date of the SPP on 9 September 2024 (being \$0.0076 (0.76 cents) per share).

As a result of the waiver granted by the ASX, the SPP will not utilise the Company’s available placement capacity under Listing Rule 7.1 and will not require shareholder approval at the upcoming Annual General Meeting.

The waiver from the ASX has been provided on the following conditions:

- The issue price of the SPP is not less than \$0.005 (0.5 cents); and
- The number of shares to be issued under the SPP is not greater than 30% of the number of fully paid ordinary shares already on issue

**SPP timetable**

With the receipt of the waiver from the ASX, the timetable for the SPP is as follows (per the SPP Offer Booklet released on 16 September 2024):

<b>Event</b>	<b>Date</b>
Record date for the SPP (7.00pm Sydney time)	Friday, 6 September 2024
SPP Offer opens	Monday, 16 September 2024
SPP Offer closes (Closing Date)	Monday, 7 October 2024
Announcement of SPP participation results	Monday, 14 October 2024
Allotment of new shares under the SPP	Monday, 14 October 2024
Normal trading of SPP shares and dispatch of holding statements	Tuesday, 15 October 2024
General Meeting for approval of the Placement Options and SPP Options	Thursday, 24 October 2024
Grant of Placement Options and SPP Options	Monday, 26 October 2024

*The above timetable is indicative only and subject to change. The SPP Offer Sunstone reserves the right to amend any or all of these dates (including extending the closing date of the SPP Offer or closing the SPP Offer early) at its absolute discretion and without prior notice subject to the Corporations Act 2001, the ASX Listing Rules and other applicable laws.*

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**Withdrawal of Resolution 4 (Approval to issue SPP Shares under Listing Rule 7.1) at 2024 Annual General Meeting**

As a consequence of receiving the waiver, the Company advises that it has withdrawn Resolution 4 (Approval to issue SPP Shares under Listing Rule 7.1), referred to in the Notice of Meeting from consideration at the 2024 Annual General Meeting (“AGM”) to be held at 10.00am (Brisbane time) on Thursday 24 October 2024.

This Resolution was included for consideration at the AGM in the event the ASX declined the waiver. As the waiver has been received, this Resolution is no longer required.

All other items of business included in the Notice of Meeting provided to shareholders will be put to shareholders at the AGM.

Mr Patrick Duffy, Managing Director of Sunstone Metals Ltd, has authorised this announcement to be lodged with the ASX.

**For further information, please visit [www.sunstonemetals.com.au](http://www.sunstonemetals.com.au)**

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