

SOUTHERN ALLIANCE MINING LTD.
(Incorporated in the Republic of Singapore)
(Company Registration No. 201931423D)

PROPOSED ACQUISITION OF 40.00% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF MCRE RESOURCES SDN. BHD., BEING A DISCLOSEABLE TRANSACTION AND AN INTERESTED PERSON TRANSACTION UNDER THE CATALIST RULES (THE “PROPOSED ACQUISITION”)

- COMPLETION OF THE PROPOSED ACQUISITION

*Unless otherwise defined, all capitalised terms used in this announcement shall bear the same meanings as ascribed to them in Southern Alliance Mining Ltd.’s (the “**Company**”) circular dated 18 August 2025 (the “**Circular**”) and the announcements dated 17 April 2023, 2 October 2023, 21 March 2024, 31 July 2024, 3 April 2025, 2 September 2025 and 5 September 2025 in relation to the Proposed Acquisition (collectively, the “**Previous Announcements**”).*

1. FULFILMENT OF CONDITIONS PRECEDENT

The Company’s board of directors (the “**Board**” or “**Directors**”) wishes to announce that both the Company and the Vendors have fulfilled all of the Conditions Precedent of the Sale and Purchase Agreement. Please refer to the Previous Announcements for further information regarding, among others, the Conditions Precedent of the Sale and Purchase Agreement.

2. COMPLETION OF THE PROPOSED ACQUISITION

The Board is pleased to announce that SAM Advance Minerals Holding Sdn. Bhd. (“**SAM Advance Minerals**”) has become the beneficial owner of the 40.00% of the issued and paid-up share capital of MCRE Resources Sdn. Bhd. (“**MCRE**”) (“**MCRE Sale Shares**”) as of today. The MCRE Sale Shares will be registered in the name of SAM Advance Minerals in the register of members of MCRE upon the fulfillment of the requisite procedural requirements.

Pursuant to the terms of the Sale and Purchase Agreement, the portion of the Consideration to be settled on Completion comprises the allotment and issuance of 147,982,380 new Shares (“**Consideration Shares**”) to the Vendors in accordance with the following proportions as set out in paragraph 2.3(c) of the Circular, amounting to approximately RM219.0 million (approximately S\$66.2 million¹):

Vendor	Value of Consideration Shares	Number of Consideration Shares
Dato’ Sri Pek	RM94.9 million (equivalent to approximately S\$28.7 million ¹)	64,120,770
Dato’ Teh	RM94.9 million (equivalent to approximately S\$28.7 million ¹)	64,120,770
Dato’ Lee	RM29.2 million	19,740,840

¹ Based on the exchange rate of RM1: S\$0.3021 as at 28 March 2025 as extracted from S&P Capital IQ.

	(equivalent to approximately S\$8.8 million ¹)	
Total	RM219.0 million (equivalent to approximately S\$66.2 million ¹)	147,982,380

In accordance with the foregoing, the Company had on the date of this announcement allotted and issued the Consideration Shares to the respective Vendors in accordance with the abovementioned proportions which represents 23.2% of the Enlarged Share Capital.

Following the allotment and issuance of the Consideration Shares, the total number of issued Shares (excluding treasury shares) of the Company has increased from 488,759,000 Shares to 636,741,380 Shares. The Consideration Shares issued will rank *pari passu* in all aspects with all the existing Shares of the Company and will be listed and quoted on the Catalist Board of the SGX-ST on or around 15 September 2025. Pursuant to the moratorium undertakings as set out in the Circular, each of the Vendors has voluntarily undertaken not to sell, transfer, assign, mortgage, charge, encumber, dispose or otherwise deal with any of the Consideration Shares for a period of 12 months from the date of the allotment and issuance of the Consideration Shares.

Pursuant to the terms of the Sale and Purchase Agreement, the remaining portion of the Consideration, amounting to RM23.40 million (approximately S\$7.07 million¹), shall be paid to the Vendors annually over a period of four (4) years in accordance with the following schedule as set out in paragraph 2.3(d) of the Circular:

	Dato' Sri Pek	Dato' Teh	Dato' Lee	Total
1st anniversary from the Completion Date	RM 1.30 million (equivalent to approximately S\$0.39 million ¹)	RM 1.30 million (equivalent to approximately S\$0.39 million ¹)	RM 0.40 million (equivalent to approximately S\$0.12 million ¹)	RM 3.00 million (equivalent to approximately S\$0.91 million ¹)
2nd anniversary from the Completion Date	RM 1.91 million (equivalent to approximately S\$0.58 million ¹)	RM 1.91 million (equivalent to approximately S\$0.58 million ¹)	RM 0.59 million (equivalent to approximately S\$0.18 million ¹)	RM 4.41 million (equivalent to approximately S\$1.33 million ¹)
3rd anniversary from the Completion Date	RM 3.03 million (equivalent to approximately S\$0.92 million ¹)	RM 3.03 million (equivalent to approximately S\$0.92 million ¹)	RM 0.93 million (equivalent to approximately S\$0.28 million ¹)	RM 6.99 million (equivalent to approximately S\$2.11 million ¹)
4th anniversary from the Completion Date	RM 3.90 million (equivalent to approximately S\$1.18 million ¹)	RM 3.90 million (equivalent to approximately S\$1.18 million ¹)	RM 1.20 million (equivalent to approximately S\$0.36 million ¹)	RM 9.00 million (equivalent to approximately S\$2.72 million ¹)
Total	RM 10.14 million (equivalent to approximately S\$3.06 million¹)	RM 10.14 million (equivalent to approximately S\$3.06 million¹)	RM 3.12 million (equivalent to approximately S\$0.94 million¹)	RM 23.40 million (equivalent to approximately S\$7.07 million¹)

Following the Completion, SAM Advance Minerals has become the beneficial owner of MCRE Sale Shares. Accordingly, MCRE has become an associated company of the Company.

BY ORDER OF THE BOARD

Dato' Sri Pek Kok Sam
Managing Director
12 September 2025

*This announcement has been reviewed by the Company's Sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement. The Sponsor has also not drawn on any specific technical expertise in its review of this announcement.*

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