



ASX ANNOUNCEMENT

11 February 2026

Firm Commitments received for \$1.446 million under Placement

HIGHLIGHTS

- \$1.446 million (before costs) in firm commitments received.
- Strong bids received, with support from new and existing sophisticated investors, as well as welcoming new Australian high net worth/family office investors to the register.
- Proceeds from the Placement will be used towards the Company's existing projects, for working capital purposes, and to identify and assess new complimentary project opportunities.
- Highly experienced resource executives Steve Parsons and Michael Naylor have been appointed as consultants as part of the Company's strategy to drive growth through exploration and acquisition.

Great Dirt Resources Ltd (ASX:GR8) ("the Company" or "Great Dirt") is pleased to announce that it has received binding commitments for a placement of 9,333,333 new shares at an issue price of \$0.155 per share (**New Share/s**), to raise ~\$1.45 million (before costs) ("Placement"). Westar Capital Limited (AFSL 255789) ("Westar") acted as Lead Manager to the Placement, which has been strongly supported.

The Company has arranged the Placement of 9,333,333 New Shares at an issue price of \$0.155 per New Share, to sophisticated, professional and other investors pursuant to section 708 of the *Corporations Act 2001* (Cth).

The offer price of \$0.155 represents a 24% discount to the 15-day VWAP of \$0.204.

The issue of the New Shares will not be subject to shareholder approval and will be made utilising the Company's combined 7.1 and 7.1A placement capacity under Australian Securities Exchange (ASX) Listing Rules.

Mr Parsons and Mr Naylor have both cornerstoned the Placement, on the same terms as other participants and each provided firm commitments to subscribe for 2,240,000 New Shares (4,480,000 in total across both Mr Parsons and Mr Naylor).

Managing Director Marty Helean commented:

"The Placement will provide additional funds for our existing projects and importantly allow us to identify and assess new project opportunities to drive growth. We welcome Steve and Michael who bring a wealth of experience and thank our new and existing shareholders for their ongoing support."

As part of the consultant agreements with Mr Parsons and Mr Naylor, and subject to shareholder approval, the Company has agreed to issue up to a total of 21,230,738 performance rights under the Company's employee securities incentive plan as follows:

- up to 12,144,786 performance rights to Mr Parsons (or his nominee/s); and
- up to 9,085,952 performance rights to Mr Naylor (or his nominee/s),

(together, the **Performance Rights**).

The Performance Rights will vest upon the price of the Company's shares achieving a volume weighted average price of \$0.35 or above, measured over a period of 20 consecutive trading days, following their date of issue. The Performance Rights will expire 3 years from the date of issue.

The Company intends to convene a general meeting seeking shareholder approval for the issue of the Performance Rights, anticipated to be held in early April 2026 (**General Meeting**). Further details on the General Meeting time and venue will be provided in the notice of meeting to be despatched to shareholders shortly.

New Shares issued under the Placement will be fully paid ordinary shares in the Company and will rank equally with shares currently on issue.

Settlement and issue of the New Shares is expected to occur on or around Wednesday, 18 February 2026.

Westar or its nominee/s will receive a management fee of 6% on gross funds raised under the Placement.

This announcement effectively lifts the trading halt requested on 9 February 2026. The Company is not aware of any reason why the ASX would not allow trading to commence immediately.

Authorised for release to the ASX by the Board of Great Dirt Resources LTD.

For further information, please visit or contact:

 www.greatdirt.com.au

 info@greatdirt.com.au

About Great Dirt Resources Ltd

Great Dirt's **Doherty and Basin Projects** are contained within EL 9527, located near the Barraba township, in northern NSW. These projects are prospective for high-grade manganese, with both projects having produced metallurgical and battery grade manganese historically. The Doherty Project comprises the old Doherty and Junior Mines, plus other workings and occurrences of manganese. The Basin Project contains several smaller manganese workings.

From 1941, for two decades, mines of the Doherty Project produced around 9,000 tonnes of battery and metallurgical grade manganese, both from opencut and underground operations. The battery grade ore was delivered to Eveready in Sydney for use in dry cell batteries, the metallurgical grade ore was purchased by BHP for use in steel production.

Great Dirt believes that historical work, while having discovered manganese, is unlikely to have located all sources in the area. Floaters, large rock fragments in the soil profile, of high-grade manganese ore reported outside known mine areas are a direct indication of unidentified manganese mineralisation. Additionally, notes on the mineral occurrences of the area refer to extensions and deposits along strike that were not mined.

A program of modern, systematic, geochemical and geophysical surveys will test known targets and their extents and could locate previously unrecognised blind deposits. Subsurface geophysical methods and drilling is likely to yield further targets that could be developed into projects to produce metallurgical and battery grade manganese.

Following a successful ballot application and exploration licence grant, Great Dirt has expanded its WA portfolio to include a position in one of the most prominent lithium regions in Western Australia and worldwide. Tenement E45/6863 – 'Pilbara Project' is located approximately 43km from Pilbara Minerals (ASX:PLS), Pilgangoora Lithium Project, one of the largest hard-rock lithium deposits in the world.



Competent Person's Statement

Information in this announcement that relates to exploration results is based on and fairly represents information and supporting documentation prepared and compiled by Mr Michael Leu, who is a Member of the Australian Institute of Geoscientists and a Member of the Australasian Institute of Mining and Metallurgy. Mr Leu is the geological consultant for Great Dirt Resources Ltd. Mr Michael Leu has sufficient experience, which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person, as defined in the 2012 Edition of the Australasian Code for Reporting Exploration Results, Mineral Resources and Ore Reserves. Mr Michael Leu consents to the inclusion in the announcement of the matters based on this information in the form and context in which it appears.

No New Information

Except where explicitly stated, this announcement contains references to prior exploration results, all of which have been cross-referenced to previous market announcements made by the Company. The Company confirms that it is not aware of any new information or data that materially affects the information included in the relevant market announcements.

Forward Looking Statement

This report contains forward looking statements concerning the projects owned by Great Dirt Resources Ltd. If applicable, statements concerning mining reserves and resources may also be deemed to be forward looking statements in that they involve estimates based on specific assumptions. Forward-looking statements are not statements of historical fact and actual events and results may differ materially from those described in the forward-looking statements as a result of a variety of risks, uncertainties and other factors. Forward looking statements are based on management's beliefs, opinions and estimates as of the dates the forward looking statements are made and no obligation is assumed to update forward looking statements if these beliefs, opinions, and estimates should change or to reflect other future developments.