

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company New World Resources Limited (**NWC**)

ACN/ARSN/APFRN ACN 108 456 444

NFPFRN (if applicable) N/A

1. Details of substantial holder (1)

Name Kinterra Capital GP Corp. II in its capacity as general partner of the Kinterra Critical Materials & Infrastructure Opportunities Fund II, LP and each of the persons/entities listed in Annexure A (the **Kinterra Group Members**)

ACN/ARSN/APFRN (if applicable) N/A

NFPFRN (if applicable) N/A

There was a change in the interests of the substantial holder on 21 / 07 / 2025

The previous notice was given to the company, or the responsible entity for a registered scheme, or the operator of a notified foreign passport fund on 10 / 07 / 2025

The previous notice was dated 10 / 07 / 2025

2. Previous and present voting power

The total number of votes attached to all the voting shares or interests in the company, scheme or fund that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company, scheme or fund, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares in NWC (Shares)	689,716,143	19.30% (based on a total of 3,573,855,366 Shares on issue)	759,128,200	21.23% (based on a total of 3,575,676,653 Shares on issue)

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company, scheme or fund, since the substantial holder was last required to give a substantial holding notice to the company, scheme or fund are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
See Annexure B					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Kinterra Capital GP Corp. II	Kinterra Capital GP Corp. II	Kinterra Capital GP Corp. II	Relevant interest under section 608(1) of the Corporations Act 2001 (Cth) (the Corporations Act)	759,128,200 Shares	759,128,200
The Kinterra Group Members	Kinterra Capital GP Corp. II	Kinterra Capital GP Corp. II	Relevant interest under section 608(3) of the Corporations Act	As above	As above

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting securities in the company, scheme or fund are as follows:

Name and ACN/ARSN/APFRN (if applicable) and NFPFRN (if applicable)	Nature of association
N/A	N/A

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Kinterra Capital GP Corp. II and the Kinterra Group Members	See Annexure A

Signature

print name Cheryl Brandon capacity Director

sign here 

date 22 / 07 / 2025

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate, scheme or fund multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money or otherwise, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

This is Annexure A (of one page) referred to in the Form 604: Notice of change of interests of substantial holder in relation to the change of interests of Kinterra Capital GP Corp. II and the Kinterra Group Members, as substantial holders, in respect of New World Resources Limited dated 21 July 2025.

Entity	Address
Kinterra Critical Materials & Infrastructure Opportunities Fund II, LP	Ugland House, Grand Cayman, Cayman Islands KY1-1104
Kinterra Capital GP Corp. II	Ugland House, Grand Cayman, Cayman Islands KY1-1104
Cheryl Brandon	3930-22 Adelaide St. West, Toronto, ON, M5H 4E3
Kamal Toor	3930-22 Adelaide St. West, Toronto, ON, M5H 4E3

Signature

print name Cheryl Brandon capacity Director

sign here  date 22 / 07 / 2025

Annexure B

This is Annexure B (of one page) referred to in the Form 604: Notice of change of interests of substantial holder in relation to the change of interests of Kinterra Capital GP Corp. II and the Kinterra Group Members, as substantial holders, in respect of New World Resources Limited dated 21 July 2025.

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
10 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	Acquisition of Shares resulting from acceptances of the off-market takeover offer made by Kinterra Capital GP Corp. II under its bidder's statement dated 26 June 2025, as supplemented by its supplementary bidder's statements dated 30 June 2025, 10 July 2025 and 14 July 2025 (the Offer)	\$0.066 per Share, subject to the terms of the Offer	3,014,912 Shares	3,014,912
11 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	Acquisition of Shares resulting from acceptances of the Offer	\$0.066 per Share, subject to the terms of the Offer	435,163 Shares	435,163
14 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	Acquisition of Shares resulting from acceptances of the Offer	\$0.066 per Share, subject to the terms of the Offer	90,000 Shares	90,000
15 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	Acquisition of Shares resulting from acceptances of the Offer	\$0.066 per Share, subject to the terms of the Offer	738,832 Shares	738,832
16 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	Acquisition of Shares resulting from acceptances of the Offer	\$0.066 per Share, subject to the terms of the Offer	685,022 Shares	685,022
17 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	Acquisition of Shares resulting from acceptances of the Offer	\$0.066 per Share, subject to the terms of the Offer	110,310 Shares	110,310
18 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	Acquisition of Shares resulting from acceptances of the Offer	\$0.066 per Share, subject to the terms of the Offer	61,065 Shares	61,065
21 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	Acquisition of Shares resulting from acceptances of the Offer	\$0.066 per Share, subject to the terms of the Offer	61,859,439 Shares	61,859,439
21 / 07 / 2025	Kinterra Capital GP Corp. II and the Kinterra Group Members	On-market purchase of Shares	\$0.066 per Share	2,417,314 Shares	2,417,314

Signature

print name Cheryl Brandon

capacity Director

sign here



date 22 / 07 / 2025