

SALE OF DEADMAN FLAT PROJECT TO CAPRICORN METALS LTD

HIGHLIGHTS

- Agreement executed for the sale of the Deadman Flat and Perry Creek Project to Capricorn Metals Limited (ASX: CMM)
- Upfront consideration totalling A\$1.5 million of shares in leading ASX gold producer
- Project upside maintained via execution of NSR Royalty and up to A\$2.25 million in contingent milestone payments
- Balance sheet improvement initiatives pave way for further exploration and potential discoveries at the Tin Can Trend

Peregrine Gold Limited ("Peregrine" or the "Company") (ASX: PGD) is pleased to announce it has executed an Agreement, via its wholly owned subsidiary Pilbara Gold Exploration Pty Ltd, to sell its Deadman Flat and Perry Creek Project to Greenmount Resources Pty Ltd, a wholly owned subsidiary of Capricorn Metals Limited (ASX: CMM) ("Transaction").

The Deadman Flat and Perry Creek Project (Figure 1) is located in the most southern part of the Newman Gold Project and west of Capricorn Metals Ltd (Capricorn) Karlawinda Gold Project, comprising tenements E52/3841 and E52/3932 (Tenements).

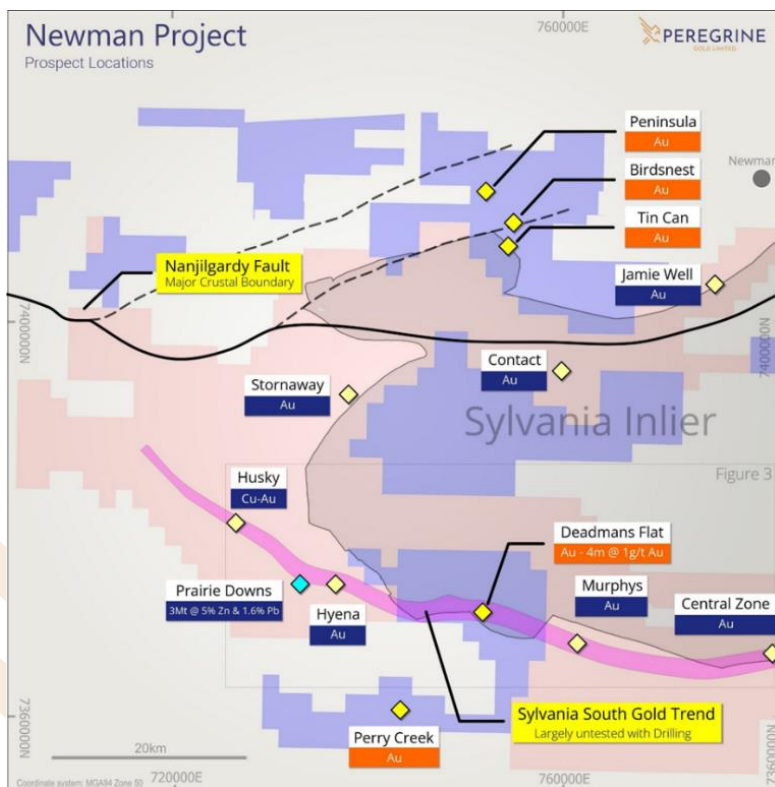


Figure 1: Location of Deadman Flat Project

23 January 2025

The Transaction becomes unconditional, subject to the satisfaction of a 14 day due diligence period commencing from execution of the Agreement and will complete five business days following satisfaction of the due diligence period.

Consideration

The consideration payable for the Transaction comprises:

Upfront

A\$1.5 million (ex GST) in fully paid ordinary shares of Capricorn valued using a deemed issue price equal to the 20 trading day volume weighted average price up to and including the trading day prior to completion.

Resource Payment Milestone

A\$0.75 million (ex GST) payable upon the delineation and announcement of a JORC compliant Mineral Resource Estimate by Capricorn, of at least 200,000 ounces of gold on one or more of the Tenements.

Mining Payment Milestone

A\$0.75 million (ex GST) payable upon Capricorn announcing a board decision has been made to commence a stand-alone commercial mining operation on one or more of the Tenements, limited to one payment per tenement.

Net Smelter Royalty (NSR)

The Company to receive a 1% NSR in respect of the sale of all precious minerals and a 1.5% NSR in respect of the sale of all non-precious minerals extracted from the Tenements.

Technical Director of Peregrine Mr. George Merhi commented:

“The Company is delighted to secure this agreement with Capricorn as it provides our shareholders with a multitude of positives. Not only does the transaction give our shareholders exposure to an ASX leading gold producer, it maintains exposure to exploration success on what we believe to be, very prospective ground.”

“It also comes at a fortuitous time for the Company as we look to expedite our efforts pursuing further discoveries at the exciting Tin Can Trend. With a Non-Renounceable Entitlement Issue near completion, a bolstered balance sheet and a pipeline of exploration avenues, we are excited to increase our gold exposure and deliver more exploration results at a time when gold prices are at or near record highs.”

For further information, please contact:

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This ASX Announcement has been approved in accordance with the Company's published continuous disclosure policy and authorised for release by the Company Board of Directors.

FORWARD LOOKING STATEMENTS

Statements regarding plans with respect to Peregrine's projects are forward-looking statements. There can be no assurance that the Company's plans for development of its projects will proceed as currently expected. These forward-looking statements are based on the Company's expectations and beliefs concerning future events. Forward looking statements are necessarily subject to risks, uncertainties and other factors, many of which are outside the control of the Company, which could cause actual results to differ materially from such statements. The Company makes no undertaking to subsequently update or revise the forward-looking statements made in this announcement, to reflect the circumstances or events after the date of that announcement.