

24 February 2026

Australian Securities Exchange Limited
ASX Compliance, Perth

By email: ListingsCompliancePerth@asx.com.au

Dear ASX,

**RE: QEM Limited (ASX:QEM)
ASX Aware Letter**



In response to your letter dated 23 February 2026, QEM Limited (**Company** or **QEM**) provides the following information (ASX queries are set out in blue 8 font italics):

1. *Does QEM consider the following information, or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?*

1.1 *QEM has received firm commitments to raise \$1.442 million via a Placement.*

Yes

1.2 *The Placement was facilitated by Oakley Capital Partners Pty Ltd, who will receive a 6% cash fee of total funds raised, plus one option for every five options issued to Placement investors*

No

2. *If the answer to any part of question 1 is "no", please advise the basis for that view. Please answer separately for each of the items in question 1 above.*

[In relation to 1.2 above] The Company does not consider the identity of the Placement Lead Manager and the Placement Fee to be material.

3. *When did QEM first become aware of the information referred to in question 1 above? Please answer separately for each of the items in question 1 above*

[In relation to 1.1 above]:

- Late Monday night (16 February 2026) Oakley indicated by email that the Placement book (up to the Company's full ASX placement capacity) had strong support, subject to final allocations and signed (internal) documentation to be undertaken the following day.
- The final number of Shares to be issued (and therefore amount raised) was confirmed during the course Tuesday 17 February 2026 when drafting the ASX announcement, while the Company remained in its two day Trading Halt.

[In relation to 1.2 above]:

- The Company's Managing Director, Mr Robert Cooper, received an email at 11.30am (AEDT) on Friday 13 February 2026 from Oakley expressing preliminary interest in undertaking a capital raising for the Company.
- Mr Cooper spoke with Oakley around 2:20pm (AEDT) on Friday 13 February 2026 to discuss a potential capital raise and suggested that Oakley send through draft terms for the Board to consider.
- The Board held a (Teams) Board meeting at 11:00am (AEDT) on Sunday 15 February 2026, agreeing to consider a capital raising and discuss possible terms.
- A draft term sheet was received from Oakley on Sunday 15 February 2026 at approx. 3:48pm (AEDT).
- Mr Cooper worked with Oakley on the terms until late that night and then a proposal was formally presented to the Board at a (Teams) Board meeting at 6:30am (AEDT) on Monday 16 February 2026.

- For personal use only
- At the (Teams) Board meeting held at 6:30am (AEDT) on Monday 16 February 2026 the proposed terms were broadly agreed by the Board, and the Board resolved to proceed with the capital raising and execute the Term Sheet, subject to a few minor changes. Oakley called Mr Cooper at 7:40am (AEDT) confirming that Oakley had accepted the amendments to the Term Sheet. The Term Sheet was executed at approximately 8.26am (AEDT) on Monday 16 February 2026.
 - A Trading Halt was then requested pre-open on Monday 16 February 2026 to conduct the capital raising.
4. *If QEM first became aware of the information referred to in question 1 before the date of the Announcement, did QEM make any announcement prior to that date which disclosed the information?*
[In relation to 1.1 above]: the firm commitments were confirmed on Tuesday 17 February 2026 while the Company was in Trading Halt.

[In relation to 1.2 above]: the Placement Term Sheet was executed approximately 8.26am (AEDT) on Monday 16 February 2026. A Trading Halt was then requested pre-open on Monday 16 February 2026 to conduct the capital raising.

If not, please explain why the information was not released to the market at an earlier time, commenting specifically on when you believe QEM was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps QEM took to ensure that the information was released promptly and without delay.

As noted above the Company undertook the capital raising while it was in an ASX approved Trading Halt. Once the capital raising commitments had been confirmed, the Company made the announcement on Wednesday morning (18 February 2026) within the ASX approved timeframes.

Please answer separately for each of the items in question 1 above and provide details of the prior announcement if applicable.

5. *When was Mr. Cooper's participation in the Placement decided? Please provide precise dates and times.*
Mr Cooper raised the potential of participating in the raise at the Board meeting held on Monday morning (16 February 2026), noting that he would decide if and what amount during the course of the day. It was noted that any participation would require shareholder approval and would not reduce the available placement capacity.
At approximately 10.45am (AEDT) on Monday 16 February 2026 Mr Cooper mentioned to Oakley that he was considering participating in the capital raising.
Mr Cooper spoke with the Company's Chairman around 12:30pm (AEDT) on Tuesday 17 February 2026 and confirmed that he would like to take up 1,000,000 Shares (and 500,000 free attaching Options).
Mr Cooper's participation was confirmed with Oakley at approximately 5:25pm (AEDT) on Tuesday 17 February 2026.
6. *When was Oakley Capital Partners Pty Ltd engaged as facilitator in relation to the Placement? In answering this question, please provide precise dates and times in which:*
- 6.1 *The facilitator mandate, or any analogous agreement or arrangement for Oakley Capital Partners Pty Ltd to act as facilitator in relation to the Placement, was agreed between QEM and Oakley Capital Partners Pty Ltd; and*
Please refer to the response above to Question 3 (in relation to 1.2).
- 6.2 *The QEM board resolved to conduct the Placement.*
As noted in above in the response above to Question 3 (in relation to 1.2), the Board resolved to conduct the Placement at a (Teams) Board meeting that commenced at 6:30am (AEDT) on Monday 16 February 2026.
7. *Please confirm that QEM is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.*
QEM can confirm that it continues to comply with the Listing Rules and, in particular, Listing Rule 3.1.

8. *Please confirm that QEM's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of QEM with delegated authority from the board to respond to ASX on disclosure matters.*

QEM's above responses have been authorised and approved by its Board.

Yours sincerely
QEM Limited

A handwritten signature in black ink, appearing to be 'Duncan Cornish', written over a light blue horizontal line.

Duncan Cornish
Company Secretary
By Order of the Board

23 February 2026

Mr Duncan Cornish
Company Secretary
QEM Limited

By email:

Dear Mr Cornish

QEM Limited ('QEM'): ASX Aware Letter

ASX refers to the following:

- A. The change in the price of QEM's securities from an open of \$0.014 to an intraday high of \$0.027 on 12 February 2026, along with a corresponding significant increase in the volume of securities traded on that date.
- B. QEM's response to the ASX price query letter dated 12 February 2026 and released to the ASX Market Announcements Platform ('MAP') at 4:54 PM AEDT on the same date, where QEM provided the following responses to ASX's queries:

"1. QEM is not aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities.

(a) Yes, QEM undertook water bore drilling in September 2025. The Company took the opportunity to sample holes that were primarily completed for water sample boreholes. As such the assays were not considered a high priority.

(b) The samples were sent to the laboratory on 19 September 2025.

(c) QEM were originally provided with an estimated turnaround time indicating that the results would be received in January 2026, which was reported in the December 2025 Quarterly Report.

As part of the (previously announced) strategic Review, and subsequent to the release of the December 2025 Quarterly Report, the Company took the decision to not proceed with the assaying of the samples. This decision will be reported in the March 2026 Quarterly Report.

(d) The sampling was completed in early September 2025 when the water sample boreholes were completed.

[...]

3. The Company is not aware of any other explanation for the recent trading in its securities.

4. QEM can confirm that it continues to comply with the Listing Rules and, in particular, Listing Rule 3.1.

5. QEM's above responses have been authorised and approved by its Board."

- C. The change in the price of QEM's securities from an open of \$0.028 to an intraday high of \$0.041 on 13 February 2026, accompanied by a corresponding increase in the volume of securities traded on that date.
- D. QEM's request for trading halt released on MAP at 9:26 AM AEDT on 16 February 2026, whereby the trading halt was requested *"pending an announcement by the Company [QEM] concerning a capital raising."*
- E. QEM's announcement titled *"Successful Placement to Raise \$1.4 Million"* (the 'Announcement') released on MAP at 9:16 AM AEDT on 18 February 2026 disclosing the following:

- 1.1 QEM has received firm commitments to raise \$1.442 million via a Placement.
- 1.2 The Placement was facilitated by Oakley Capital Partners Pty Ltd, who will receive a 6% cash fee of total funds raised, plus one option for every five options issued to Placement investors.
- F. Listing Rule 3.1, which requires a listed entity to immediately give ASX any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities.
- G. The definition of "aware" in Chapter 19 of the Listing Rules, which states that:
- "an entity becomes aware of information if, and as soon as, an officer of the entity (or, in the case of a trust, an officer of the responsible entity) has, or ought reasonably to have, come into possession of the information in the course of the performance of their duties as an officer of that entity."*
- H. Section 4.4 in *Guidance Note 8 Continuous Disclosure: Listing Rules 3.1 – 3.1B* titled "When does an entity become aware of information?"
- I. Listing Rule 3.1A, which sets out exceptions from the requirement to make immediate disclosure as follows.
- "3.1A Listing rule 3.1 does not apply to particular information while each of the following is satisfied in relation to the information:*
- 3.1A.1 One or more of the following 5 situations applies:*
- It would be a breach of a law to disclose the information;*
 - The information concerns an incomplete proposal or negotiation;*
 - The information comprises matters of supposition or is insufficiently definite to warrant disclosure;*
 - The information is generated for the internal management purposes of the entity; or*
 - The information is a trade secret; and*
- 3.1A.2 The information is confidential and ASX has not formed the view that the information has ceased to be confidential; and*
- 3.1A.3 A reasonable person would not expect the information to be disclosed."*
- J. The concept of "confidentiality" detailed in section 5.8 of *Guidance Note 8 Continuous Disclosure: Listing Rules 3.1 – 3.1B*. In particular, the Guidance Note states that:
- "Whether information has the quality of being confidential is a question of fact, not one of the intention or desire of the entity. Accordingly, even though an entity may consider information to be confidential and its disclosure to be a breach of confidence, if it is in fact disclosed by those who know it, then it is no longer a secret and it ceases to be confidential information for the purposes of this rule."*

Request for information

Having regard to the above, ASX asks QEM to respond separately to each of the following questions:

1. Does QEM consider the following information, or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?
 - 1.1 QEM has received firm commitments to raise \$1.442 million via a Placement.
 - 1.2 The Placement was facilitated by Oakley Capital Partners Pty Ltd, who will receive a 6% cash fee of total funds raised, plus one option for every five options issued to Placement investors.

Please answer separately for each of the above.

2. If the answer to any part of question 1 is “no”, please advise the basis for that view.

Please answer separately for each of the items in question 1 above.

3. When did QEM first become aware of the information referred to in question 1 above?

Please answer separately for each of the items in question 1 above.

4. If QEM first became aware of the information referred to in question 1 before the date of the Announcement, did QEM make any announcement prior to that date which disclosed the information? If not, please explain why the information was not released to the market at an earlier time, commenting specifically on when you believe QEM was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps QEM took to ensure that the information was released promptly and without delay.

Please answer separately for each of the items in question 1 above and provide details of the prior announcement if applicable.

5. When was Mr. Cooper’s participation in the Placement decided? Please provide precise dates and times.
6. When was Oakley Capital Partners Pty Ltd engaged as facilitator in relation to the Placement? In answering this question, please provide precise dates and times in which:
 - 6.1 The facilitator mandate, or any analogous agreement or arrangement for Oakley Capital Partners Pty Ltd to act as facilitator in relation to the Placement, was agreed between QEM and Oakley Capital Partners Pty Ltd; and
 - 6.2 The QEM board resolved to conduct the Placement.
7. Please confirm that QEM is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
8. Please confirm that QEM’s responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of QEM with delegated authority from the board to respond to ASX on disclosure matters.

When and where to send your response

This request is made under Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **10:00 AM AWST Thursday, 26 February 2026**.

You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, QEM’s obligation is to disclose the information ‘immediately’. This may require the information to be disclosed before the deadline set out above and may require QEM to request a trading halt immediately if trading in QEM’s securities is not already halted or suspended.

Your response should be sent by e-mail to **ListingsCompliancePerth@asx.com.au**. It should not be sent directly to the ASX Market Announcements Office. This is to allow us to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Suspension

If you are unable to respond to this letter by the time specified above, ASX will likely suspend trading in QEM’s securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to QEM's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*. It should be noted that QEM's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

Release of correspondence between ASX and entity

We reserve the right to release all or any part of this letter, your reply and any other related correspondence between us to the market under listing rule 18.7A. The usual course is for the correspondence to be released to the market.

Yours sincerely

ASX Compliance