

Sandfire Resources America Inc. Announces Incentive Plan Grants

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WHITE SULPHUR SPRINGS, Oct. 02, 2024 - [Sandfire Resources America Inc.](#) ("Sandfire America" or the "Company") announces the grant of a total of 1,774,306 restricted share units ("RSUs") to certain officers of the Company in accordance with the Company's long-term incentive plan. Once vested each RSU entitles the holder thereof to receive either one common share of the Company, the cash equivalent of one common share or a combination of cash and common shares, as determined by the Company, net of applicable withholdings. The RSUs will vest in three equal tranches, on July 1, 2025, 2026 and 2027.

The Company has also granted an aggregate 1,774,306 performance share units ("PSUs") to certain officers of the Company. The PSUs granted to officers will vest upon the achievement of certain key performance indicators as determined by the Board, vesting not before two years after the grant date. Once vested, each PSU entitles the holder thereof to receive either one common share of the Company, the cash equivalent of one common share or a combination of cash and common shares, as determined by the Company, net of applicable withholdings. The PSUs will vest in two equal tranches, on July 1, 2026 and 2027.

Following the above-noted grants, there are 3,548,612 shares issuable on settlement of all outstanding RSUs and PSUs. For further information regarding the Plan, readers are encouraged to review the management information circular prepared for the Company's annual general meeting of shareholders which was held on November 16, 2023, which includes a copy of the Plan, and is available under the Company's profile on SEDAR+ and by visiting the Company's website.

The grant of the RSUs and PSUs is subject to the approval of the TSX Venture Exchange.

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Cautionary Note Regarding Forward-Looking Statements: Certain disclosures in this document constitute "forward looking information" within the meaning of Canadian securities legislation, including statements regarding the Agreement, the Company's financing options and expected outcomes. In making these forward-looking statements, the Company has applied certain factors and assumptions that the Company believes are reasonable, including that the Company will receive required regulatory approvals, and that the Company will be able to secure additional funding to execute its plans. However, the forward-looking statements in this document are subject to numerous risks, uncertainties and other factors, including delays in obtaining or inability to obtain required government or other regulatory approvals or financing. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Readers are cautioned not to place undue reliance on forward-looking statements. The Company does not intend, and expressly disclaims any intention or obligation to, update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by law.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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