

*This announcement contains inside information for the purposes of Article 7 of the UK version of Regulation (EU) No 596/2014 which is part of UK law by virtue of the European Union (Withdrawal) Act 2018, as amended ("MAR"). Upon the publication of this announcement via a Regulatory Information Service, this inside information is now considered to be in the public domain.*

19 January 2026

**Nativo Resources Plc**  
("Nativo" or the "Company")

**Issue of Equity for CLN Conversion  
&  
Total Voting Rights**

Nativo Resources plc (LON:NTVO), a gold-focused mining company with interests in Peru, announces it has received a conversion notice in respect of a portion of the convertible loan notes ("CLN") held by Spartan Fund Limited (SAC) (the "CLN Holder") pursuant to the debt restructuring announced on 21 January 2025. The details follow below:

|                                                                                        |                                                                                                                                                                                          |
|----------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Principal amount of CLN prior to conversion:                                           | £405,250                                                                                                                                                                                 |
| Amount converted on 16/01/2026:                                                        | £100,000                                                                                                                                                                                 |
| Ordinary shares to be issued to CLN Holder in respect of the portion of CLN converted: | 16,137,361                                                                                                                                                                               |
| Price at which CLN converted:                                                          | £0.0061968                                                                                                                                                                               |
| Principal amount of CLN remaining:                                                     | £305,250                                                                                                                                                                                 |
| Maturity:                                                                              | January 2028                                                                                                                                                                             |
| Coupon:                                                                                | 5% payable in cash, quarterly in arrears                                                                                                                                                 |
| Conversion terms:                                                                      | CLN Holder may convert all or part of the principal at any time into Ordinary Shares at a 20% premium over the average share price of the 5 trading days prior to the date of conversion |

**Admission and Total Voting Rights**

Application has been made to the London Stock Exchange for the 16,137,361 new Ordinary shares to be admitted to trading on AIM ("Admission") and it is expected that such Admission will take place at 8.00 a.m. on or around on 23 January 2026.

In accordance with the provision of the Disclosure Guidance and Transparency Rules of the Financial Conduct Authority, the Company confirms that, following the issue of the above new Ordinary shares, its issued Ordinary share capital will comprise 593,203,500 Ordinary Shares. All the Ordinary Shares have equal voting rights and none of the Ordinary Shares are held in Treasury. The total number of voting rights in the Company will therefore be 593,203,500. The above figure may be used by shareholders as the denominator for the calculations to determine if they are required to notify their interests in, or a change to their interest in, the Company.

**For further information please contact:**

**Nativo Resources**  
Stephen Birrell, Chief Executive Officer

Via Vigo Consulting  
[nativo@vigoconsulting.com](mailto:nativo@vigoconsulting.com)

**Zeus (Nominated Adviser and Joint Broker)**  
James Joyce  
James Bavister

Tel: +44 (0)20 3829 5000

**AlbR Capital Limited (Joint Broker)**  
Duncan Vasey  
Lucy Williams  
Rose Greensmith

Tel: +44 (0)20 7469 0930

**Vigo Consulting (Investor Relations)**  
Ben Simons  
Peter Jacob  
Anna Sutton

Tel: +44 (0)20 7390 0234  
[nativo@vigoconsulting.com](mailto:nativo@vigoconsulting.com)

**About Nativo Resources plc**

Nativo has interests in gold projects in Peru. The Company's strategy is based on three core activities: primary gold mining, gold ore processing, and the recovery of gold from tailings. The Company has already acquired or optioned several projects for development and has identified additional opportunities for expansion. Nativo's nearest-term objective is to scale operations on the Tesoro Gold Concession, focusing on the Bonanza and Morrocota mines. Nativo intends to allocate portions of free cash flow from mining and processing activities and future fundraises to Bitcoin

intend to execute purchases of up to £100 million in the aggregate and processing purchases and related transfers in respect of such purchases, and to hold Bitcoin as a long-term treasury reserve asset.

Follow us on social media:

LinkedIn: <https://uk.linkedin.com/company/nativoresources-plc>  
X (Twitter): <https://x.com/nativoresources>

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact [ms@seg.com](mailto:ms@seg.com) or visit [www.ms.com](http://www.ms.com).

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our [Privacy Policy](#).

END

IOEBlMFTMTJBBLF