

Director / PDMR Shareholding

Serabi announces that on 12 May 2026 the Board of Directors agreed to award in aggregate 458,114 Conditional Share Awards (â€œCSAâ€™sâ€) to employees (including directors) of the Company. The awards are part of the Company's normal annual compensation review and the issuance is made under the Serabi 2020 Restricted Share Plan (the â€œ2020 Planâ€) which was approved by shareholders on 16 June 2020 and adopted by the Board on 10 November 2020.

The awards are subject to a three-year performance period during which time certain performance criteria stipulated by the Board must be attained. The underlying shares to be issued pursuant to each of the Conditional Share Awards will only be issued and the rights transferred to the employees after the completion of the performance period and only in such amount (if any) as is required based on the achievement of the performance criteria.

The performance criteria and targets for the 2026 Awards are summarised below:

Performance measure	Â		Â	
	Performance level	Threshold Vesting	Performance level	Maximum Vesting
Total shareholder return relative to the BMO junior gold index (30%)	Equals the index	At index%	120% of the index	100%
Return on Capital Employed (30%)	13%	0%	20%	100%
Cumulative Free Cash Flow (25%)	Achieve Budget	0%	15% above budget	100%
ESG (15%)	Qualitative assessment based on progress towards ESG activities including water recycling and installation of a tailings filtration system			

A total of 289,178 Conditional Share Awards have been granted by the Board, as recommended by the Remuneration Committee, to directors of the Company as follows:

Director	Award Year	Number of CSAâ€™s
Michael Hodgson	2026	181,269
Colm Howlin	2026	106,162

The remaining 170,683 Conditional Share Awards have been made to other employees of the Company. The number of Conditional Shares awarded was calculated by reference to the 30 day VWAP of the Company's shares on 12 May 2026.

From 2026, a shareholding requirement will be introduced requiring Mike Hodgson and Colm Howlin to build a shareholding of 150% and 135% of salary respectively within five years. Until the shareholding is achieved, the Executive Directors will be required to retain 50% of the net of tax vested shares from all future share awards

Following these latest awards there are 2,202,948 Conditional Share Awards in issue representing 2.91% of the issued share capital of the Company (excluding 573,209 new Ordinary shares to be issued pursuant to the settlement of Conditional Share Awards as announced on 13 May 2026).

About Serabi Gold plc

Serabi Gold plc is a gold exploration, development and production company focused on the prolific TapajÃ's region in Para State, northern Brazil. The Company has consistently produced 30,000 to 40,000 ounces per year with the Palito Complex and is planning to double production in the coming years with the construction of the Coringa Gold project. Serabi Gold plc recently made a copper-gold porphyry discovery on its extensive exploration licence. The Company is headquartered in the United Kingdom with a secondary office in Toronto, Ontario, Canada.

The information contained within this announcement is deemed by the Company to constitute inside information as stipulated under the Market Abuse Regulations (EU) No. 596/2014 as it forms part of UK Domestic Law by virtue of the European Union (Withdrawal) Act 2018.

The person who arranged for the release of this announcement on behalf of the Company was Andrew Khov, Vice President, Investor Relations & Business Development.

Enquiries

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Copies of this announcement are available from the Company's website at www.serabigold.com.

Forward-looking statements

Certain statements in this announcement are, or may be deemed to be, forward looking statements. Forward looking statements are identified by their use of terms and phrases such as "believe", "could", "should", "envisage", "estimate", "intend", "may", "plan", "will" or the negative of those, variations or comparable expressions, including references to assumptions. These forward-looking statements are not based on historical facts but rather on the Directors' current expectations and assumptions regarding the Company's future growth, results of operations, performance, future capital and other expenditures (including the amount, nature and sources of funding thereof), competitive advantages, business prospects and opportunities. Such forward looking statements reflect the Directors' current beliefs and assumptions and are based on information currently available to the Directors. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements including risks associated with vulnerability to general economic and business conditions, competition, environmental and other regulatory changes, actions by governmental authorities, the availability of capital markets, reliance on key personnel, uninsured and underinsured losses and other factors, many of which are beyond the control of the Company. Although any forward-looking statements contained in this announcement are based upon what the Directors believe to be reasonable assumptions, the Company cannot assure investors that actual results will be consistent with such forward looking statements.

Qualified Persons Statement

The scientific and technical information contained within this announcement has been reviewed and approved by Michael Hodgson, a Director of the Company. Mr Hodgson is an Economic Geologist by training with over 30 years' experience in the mining industry. He holds a BSc (Hons) Geology, University of London, a MSc Mining Geology, University of Leicester and is a Fellow of the Institute of Materials, Minerals and Mining and a Chartered Engineer of the Engineering Council of UK, recognizing him as both a Qualified Person for the purposes of Canadian National Instrument 43-101 and by the AIM Guidance Note on Mining and Oil & Gas Companies dated June 2009.

Notice

Beaumont Cornish Limited, which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting as nominated adviser to the Company in relation to the matters referred herein. Beaumont Cornish Limited is acting exclusively for the Company and for no one else in relation to the matters described in this announcement and is not advising any other person and accordingly will not be responsible to anyone other than the Company for providing the protections afforded to clients of Beaumont Cornish Limited, or for providing advice in relation to the contents of this announcement or any matter referred to in it.

Neither the Toronto Stock Exchange, nor any other securities regulatory authority, has approved or disapproved of the contents of this news release.

Attachment

- [RNS - 2026 Conditional Share Awards - v7](#)