

Board update and change to Chief Executive Officer Incentives

Canyon Resources Ltd (**Canyon** or the **Company**) advises that as part of the evolution of the Company, Company founder Mr Phillip Gallagher, has now concluded his role as Managing Director of the Company.

To drive the development of the Minim Martap Bauxite Project, Canyon CEO Mr Jean-Sebastien Boutet, an experienced bauxite executive, will lead the Company and will drive the funding and construction phases of the Project.

As previously advised to ASX, Mr Gallagher was to continue serving as a Non-Executive Director of Canyon, however, the Company and Mr Gallagher have elected for Mr Gallagher to step away from the Board effective immediately. Mr Gallagher will continue to provide consulting services to assist Mr Boutet and the Company as required.

Mr Gallagher was a founder of Canyon Resources and has been the Managing Director for the past 12 years since the Company's listing on ASX in June 2010. During this time, the Company has secured the world class Minim Martap Bauxite Project in Cameroon and has advanced the Project from an exploration project to the recent completion of a Bankable Feasibility Study.

Commenting on the transition, Canyon Chairman, Cliff Lawrenson said:

"On behalf of the Board, I would like to acknowledge Phil's significant effort and contribution to Canyon since the Company's founding. Canyon has begun the next phase of its evolution from explorer to producer and the Company is most fortunate to have Mr Jean-Sebastien Boutet in the role of CEO."

"Jean-Sebastien has significant experience in the operation and marketing of West African bauxite projects and the Board is confident that he is the right person to lead Canyon into the next phase of development at the Minim Martap Project. The recent release of the positive Minim Martap Bankable Feasibility Study and successful capital raise, sets a platform for the Company's ongoing progress and development."

Alteration to Chief Executive Officer Incentives

As part of Chief Executive Officer, Mr Boutet's, Executive Services Agreement, Mr Boutet is entitled to participate in the Company's Long Term Incentive Plan via the issue of Performance Rights. As previously announced (see ASX release dated 16 November 2021), certain Performance Rights proposed to be issued to Mr Boutet contained vesting conditions based on the attainment of 10-day VWAP prices as follows:

- 1mm performance rights vesting upon the achievement of a 10-day Volume Weighted Average Price (**VWAP**) of \$0.20;
- 1mm performance rights vesting upon the achievement of a 10-day VWAP of \$0.30;
- 1mm performance rights vesting upon the achievement of a 10-day VWAP of \$0.40; and
- 1mm performance rights vesting upon the achievement of a 10-day VWAP of \$0.50.

To date, these Performance Rights are yet to be issued to Mr Boutet.

The Board has determined that in order to provide appropriate, ongoing incentive to Mr Boutet in his role of Chief Executive Officer, these vesting conditions for the above Performance Rights be adjusted as follows:

- 1mm performance rights vesting upon the achievement of a 10-day Volume Weighted Average Price (**VWAP**) of \$0.10;
- 1mm performance rights vesting upon the achievement of a 10-day VWAP of \$0.15;
- 1mm performance rights vesting upon the achievement of a 10-day VWAP of \$0.20; and
- 1mm performance rights vesting upon the achievement of a 10-day VWAP of \$0.25.

The terms of the remaining Performance Rights proposed to be issued to Mr Boutet remain as set out in the ASX release dated 16 November 2021.

This announcement has been approved for release by the Board of Canyon Resources Limited

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