9 July 2026

Share Trading Policy

1. Introduction

1.1 The securities of Sunrise Energy Metals Limited (**Company**) are listed on the ASX and OTCQX.

1.2 The policy outlines:

(a) when Directors, Designated Officers and other Employees may deal in Company Securities;

(b) when Directors, Designated Officers and other Employees may deal in listed securities of another entity (because they may obtain insider information about another entity's securities while performing their duties for the Group); and,

(c) procedures to reduce the risk of insider trading.

2. Definitions and Abbreviations

Definition	Explanation
Approving Officer	(a) for an Employee or Designated Officer who is not a Director, the Managing Director (MD) / Chief Executive Officer (CEO); (b) for a Director (except the chairperson of the Audit, Finance and Risk Committee (AFRC)), the chairperson of the AFRC; and (c) for the chairperson of the AFRC, the MD / CEO.
ASX	Australian Securities Exchange
Blackout Period	Each period between the first of January, April, July and October and the date of the release of the Company's quarterly results to ASX or such other time as declared by the MD / CEO in writing to Employees and Directors as appropriate.

Company Securities	Includes: (a) shares in the Company or a Group member, (b) options and performance rights over the shares set out in paragraph (a), but excludes the conversion of options or performance rights into the shares set out in paragraph (a) which can be made at any time subject to the terms of the applicable instrument, (c) any other financial products of the Group traded on ASX or any other market; and (d) any derivative or associated instruments the value of which is determined (in whole or in part) by any security listed in paragraph (a), (b) or (c).
Designated Officer	A Director or senior executive engaged in the management of the Group, whether as an Employee or consultant (i.e. key management personnel (KMP))
Employee	Group employees and any contractor or consultant who is regularly engaged by the Group or has been engaged by the Group for at least two continuous weeks over the past year.
Executive Trading Windows	Each four-week period after the date of: (a) 24 hours after the release of the Company's half year results to ASX; (b) 24 hours after the announcement of the Company's full year results to ASX; and (c) 24 hours after the Company's Annual General Meeting (AGM). or such other time as declared by the MD / CEO in writing to all Employees and Directors as appropriate.
Group	The Company and each of its controlled entities.
Insider Information	The meaning given in clause 4.

3. Insider Trading

3.1 If a person has information about securities and the person knows, or ought reasonably to know, that the information is insider information, it is likely to be illegal for the person to:

(a) deal in the securities;

(b) procure another person to deal in the securities; or

(c) give the information to another person who the person knows, or ought reasonably to know, is likely to:

i. deal in the securities; or

ii. procure someone else to deal in the securities.

3.2 Insider trading is a criminal offence. It is punishable by substantial fines or imprisonment or both. A company may also be liable if an employee or director engages in insider trading.

3.3 Insider trading may also attract civil penalties. A court may impose substantial pecuniary penalties for insider trading and order payment of compensation to persons who suffer loss or damage because of insider trading.

4. What is Insider Information?

4.1 Insider Information is information that:

(a) is not generally available; and

(b) if it were generally available, would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of the relevant securities.

4.2 Information is generally available if it:

(a) is readily observable;

(b) has been made known in a manner likely to bring it to the attention of persons who commonly invest in securities of the relevant type and a reasonable period for that information to be disseminated has elapsed since it was made known; or

(c) consists of deductions, conclusions or inferences made or drawn from information falling under paragraphs 4.2(a) or 4.2(b).

5. What is Dealing in Securities?

5.1 Dealing in securities includes:

(a) applying for, acquiring or disposing of, securities;

(b) entering into an agreement to apply for, acquire or dispose of, securities; and

(c) granting, accepting, acquiring, disposing, exercising or discharging an option or other right or obligation to acquire or dispose of securities,

other than acquiring securities pursuant to the Group Employee Incentive Plan.

5.2 A decision to join, or subscribe for Company Securities under, any dividend reinvestment plan or other corporate action open to all shareholders is not dealing in Company Securities.

6. When Employees May Not Deal

6.1 An Employee (who is not a Designated Officer) may not deal or procure another person to deal in Company Securities or the listed securities of another entity if he or she has information that he or she knows, or ought reasonably to know, is insider information in relation to Company Securities or those securities of the other entity.

6.2 Subject to paragraph 10, Employees may not deal in Company Securities during a Blackout Period.

7. When a Designated Officer May Deal

7.1 Subject to paragraph 8.1, a Designated Officer may only deal in Company Securities:

(a) during the Executive Trading Windows, so long as he or she immediately notifies the Approving Officer of the dealing; or

(b) outside the Executive Trading Windows (but, for the avoidance of doubt, not during a Blackout Period), if he or she has complied with paragraph 9.

7.2 A Designated Officer may deal in the listed securities of another entity if he or she does not have information that he or she knows, or ought reasonably to know, is insider information in relation to those securities.

8. When a Designated Officer May Not Deal

8.1 A Designated Officer may not deal or procure another person to deal in Company Securities:

(a) if he or she has information that he or she knows, or ought reasonably to know, is insider information in relation to Company Securities;

(b) during a Blackout Period; or

(c) outside the Executive Trading Windows, if he or she has not complied with paragraph 9.

8.2 A Designated Officer may not deal or procure another person to deal in the listed securities of another entity if he or she has information that he or she knows, or ought reasonably to know, is insider information in relation to those securities.

9. Clearance from the Approving Officer

9.1 Before dealing in Company Securities under paragraph 7.1(b), a Designated Officer must first obtain approval from the Approving Officer by completing and forwarding a Request for Approval to Deal in Company securities [Attachment A].

9.2 However, the Approving Officer may not give clearance under paragraph 9.1 if:

(a) there is a matter about which there is insider information in relation to Company Securities (whether or not the Designated Officer knows about the matter) when the Designated Officer requests clearance or proposes to deal in Company Securities; or

(b) the Approving Officer has any other reason to believe that the proposed dealing breaches this policy.

9.3 The Approving Officer must:

(a) keep a written record of:

i. any information received from a Designated Officer in connection with this policy; and

ii. any clearance given under this policy; and

(b) send a copy of the written record to the Company Secretary for keeping.

9.4 The Company Secretary must keep a file of any written record referred to in paragraph 9.3.

10. Exceptional Circumstances

10.1 The Approving Officer may give clearance for an Employee or Designated Officer to Deal in Company Securities in exceptional circumstances where the Employee or Designated Officer would otherwise not be able to do so under this policy. For example, if the Employee or Designated Officer has a pressing financial commitment that cannot otherwise be satisfied.

10.2 Before dealing in Company Securities pursuant to clause 10.1, an Employee or Designated Officer must first obtain approval from the Approving Officer by completing and forwarding a Request for Approval Form to Deal in Company securities [Attachment A].

10.3 The Approving Officer will decide if circumstances are exceptional.

11. Dealing by Associates and Investment Managers

11.1 If an Employee or Designated Officer may not deal in the Company Securities, he or she must prohibit any dealing in the Company Securities by:

(a) any associates; or

(b) any investment manager on their behalf or on behalf of any associates.

11.2 For the purposes of paragraph 11.1, a Designated Officer must:

(a) inform any investment manager or associate of the periods during which the Designated Officer

may and may not deal in Company Securities; and

(b) request any investment manager or associate to inform the Designated Officer immediately after they have dealt in Company Securities.

11.3 A Designated Officer does not have to comply with paragraphs 11.1 and 11.2 to the extent that to do so would breach their obligations of confidence to the Group.

12. Communicating Insider Information

12.1 If an Employee or Designated Officer has information that he or she knows, or ought reasonably to know, is insider information in relation to Company Securities or the listed securities of another entity, the Employee must not directly or indirectly communicate that information to another person if he or she knows, or ought reasonably to know, that the other person would or would be likely to:

(a) deal in Company Securities or those securities of the other entity; or

(b) procure another person to deal in Company Securities or the securities of the other entity.

12.2 An Employee must not inform colleagues (except the Approving Officer) about insider information or its details.

13. Speculative Dealing

13.1 An Employee or Designated Officer may not deal in Company Securities on considerations of a short-term nature.

14. Dealing to limit Economic Risk

Employees and Designated Officers are not permitted to enter into transactions (includes, but is not limited to, hedging arrangements, margin loans and / or share lending arrangements) in Company Securities (or any derivative thereof) which operate to limit the economic risk of holding any security in the Company or any vested or unvested entitlements to securities in the Company under any equity based remuneration schemes offered by the Company (or any member of the Group).

15. Breach of Policy

A breach of this policy by an Employee or Designated Officer is serious and may lead to disciplinary action, including dismissal in serious cases. It may also be a breach of the law.

16. Distribution of Policy

This policy must be distributed to all Employees and Designated Officers.

17. Assistance and Additional Information

Employees who are unsure about any information they may have in their possession, and whether they can use that information for dealing in securities, should contact their Approving Officer.

18. Approved and Adopted

This policy was approved and adopted by the Board on 9 July 2026.

19. Acceptance

I confirm that I have read and understood the Share Trading Policy and agree to abide by the conditions stated.

Signed: _____

Name: _____

Date: _____

Sunrise Energy Metals Limited – Share Trading Policy

ATTACHMENT A – REQUEST FOR APPROVAL TO DEAL IN COMPANY SECURITIES

PART A: For completion by Employee or Designated Officer

Name of Employee or Designated Officer	
Estimated number of securities to be transacted (i.e. number and type of securities)	
Type of Transaction (i.e. sale, purchase, subscription, agreement)	
Proposed Date of Transaction	

I confirm that:

(a) I am not in possession of any unpublished information which, if generally available, might materially affect the price or value of the Company's securities;
(b) I am not involved in any short term or speculative trading in Company securities;
(c) I am not hedging the risk of any fluctuation in value of any unvested entitlement in Company securities;
(d) the transaction in the Company's securities described above does not contravene the rules of the Company concerning dealing in Company securities; and,
(e) I acknowledge that this approval to trade is value for only fourteen (14) days from the date indicated below, unless otherwise revoked earlier by notice in writing.

Signed: _____

Dated: _____

PART B: Approval by Approving Officer

I confirm that I am not aware of any circumstances pursuant to which the Employee or Designated Officer named above is or is likely to be in possession of unpublished information which, if generally available, might materially affect the price or value of the Company's securities.

Signed: _____

Name: _____

Title: _____

Dated: _____

The completed form is to be sent to the Company Secretary.