



20 July 2022

ASX:AUN

ABOUT AURUMIN

Aurumin Limited (ACN 639 427 099) (Aurumin or Company) is an Australian exploration company with advanced projects.

AURUMIN BOARD

Piers Lewis

Non Executive Chairman

Brad Valiukas

Managing Director

Shaun Day

Non Executive Director

Darren Holden

Non Executive Director

CAPITAL STRUCTURE

- 139.2 million shares
- 34.5 million options

PROJECTS

- Central Sandstone
- Mt Dimer
- Mt Palmer
- Johnson Range
- Karamindie

CONTACT US

T: +61 8 6555 2950

E: admin@aurumin.com.au

W: www.aurumin.com.au

P: PO Box 446, Subiaco WA 6904

CAPITAL RAISING TO FUND CONTINUED EXPLORATION AT SANDSTONE

Aurumin Limited (ASX: AUN) ("Aurumin" or "the Company") is pleased to announce it is launching a partially underwritten non-renounceable entitlement offer, on the basis of one (1) new fully paid ordinary share (**Share**) for every seven (7) Shares held as at 5.00pm (AWST) on the record date, being 25 July 2022 (**Record Date**) to raise up to \$3.0 million (before costs) at a price of \$0.15 per Share (**Entitlement Offer**).

The Company lodged its prospectus in respect of the Entitlement Offer with ASIC on 19 July 2022 (**Prospectus**).

Capitalised terms used, but not defined, in this announcement have the meaning ascribed to them in the Prospectus.

Participants in the Entitlement Offer and Shortfall Offer will be offered one (1) free attaching option (**Quoted Option**) for every one (1) Share subscribed for and issued under the Entitlement Offer and Shortfall Offer (further details in respect of which are set out below) (**Quoted Option Offer**). The Quoted Options will be exercisable at \$0.25 each and have an expiry date of 18 August 2024. The Quoted Options will be listed on the ASX, subject to ASX approval (further details in respect of which are set out below).

Funds raised from the Offers (and any funds raised on exercise of the Quoted Options) will be applied to fund exploration on the Company's projects, including the Company's wholly owned Central Sandstone Project, general working capital and to pay the costs of the Offers. Further details on the Offers can be found below and in the Prospectus.

The Entitlement Offer, Shortfall Offer and Quoted Option Offer are partially underwritten by Lazarus Corporate Finance Pty Ltd (**Lazarus**) for up to \$2,000,000, being up to 13,333,333 Shares, pursuant to an underwriting agreement between Lazarus and the Company dated 19 July 2022 (**Underwriting Agreement**).

Aurumin's Managing Director, Brad Valiukas, commented:

"The Offers will enable Aurumin to continue to aggressively explore and expand our Sandstone Operations, where we have already completed a first geochemical programme, RC and diamond drilling programmes and expanded our footprint.

"Early results have been good with additional targets from the geochemical programme and a great first diamond drill result at Two Mile Hill that returned 344m @ 1.29g/t. We continue to see the Two Mile Hill underground deposit as a key part of the project going forward, with the scale to potentially underpin future production.

"We look forward to results of the remaining three diamond drill holes and RC drilling and progressing follow up drilling at Sandstone."

Entitlement Offer

Aurumin has offered all eligible shareholders who have a registered address in Australia, New Zealand, Hong Kong, Malaysia and Singapore, Germany, Luxembourg and the United Kingdom the opportunity to participate in a non-renounceable pro rata entitlement offer on the basis of one (1) Share for every seven (7) Shares held at the record date, at an issue price of \$0.15 per Share to raise up to \$3.0 million (before costs).

Shortfall Offer

Pursuant to the Prospectus, Eligible Shareholders will also be entitled to apply for (in excess of their entitlement) any Shares not subscribed for by other Eligible Shareholders in accordance with the Entitlement Offer (**Shortfall Offer**). Applications pursuant to the Shortfall Offer will only be satisfied to the extent that there is a shortfall pursuant to the Entitlement Offer and will be subject to the terms and conditions outlined in the Prospectus.

Quoted Option Offer

Participants in the Entitlement Offer and Shortfall Offer will be offered one (1) Quoted Option for every one (1) Share subscribed for and issued under the Entitlement Offer and Shortfall Offer. The Quoted Options will be exercisable at \$0.25 and have an expiry date of 18 August 2024.

The Company will apply for quotation of the Quoted Options subject to compliance with the requirements of ASX and the ASX Listing Rules, however, the Quoted Options will only be admitted to official quotation by ASX if the conditions for quotation of a new class of securities are satisfied (which include, amongst other things, there being a minimum of 100,000 Quoted Options on issue, with at least 50 holders with a marketable parcel (within the meaning of the ASX Listing Rules)).

If official quotation of the Quoted Options is not granted by ASX within three months of the date of the Prospectus, the Quoted Options (or Shares issued on exercise of the Quoted Options) will be Unquoted Options.

Purpose

The Offers provide eligible shareholders with the opportunity to take up new Shares (and Quoted Options) proportional to their shareholding and mitigate the effect of dilution. Eligible shareholders who do not take up their entitlement under the Entitlement Offer in full or in part, will not receive any value in respect to those entitlements not taken up.

Further details in respect of the Offers (including an offer timetable) can be found in the Prospectus.

Underwriting Agreement

The Entitlement Offer, Shortfall Offer and Quoted Option Offer are partially underwritten by Lazarus for up to \$2,000,000, being up to 13,333,333 Shares pursuant to the Underwriting Agreement.

Any Shares and Quoted Options which are not taken up in accordance with the Offers may be placed by the Company (in consultation with Lazarus) within three months of the Closing Date (**Remaining Shortfall Securities**)

The obligations of Lazarus pursuant to the Underwriting Agreement are subject to various conditions precedent.

Pursuant to the Underwriting Agreement, Lazarus will receive the following aggregate consideration (in addition to reimbursement for expenses properly incurred by Lazarus in performing its obligations thereunder):

- (a) a management fee of 2% of the gross proceeds pursuant the Capital Raising;
- (b) an underwriting fee totalling 4% of the underwritten amount;
- (c) a selling fee of 6% of the gross proceeds received from the sale of all Remaining Shortfall Securities; and
- (d) 2,000,000 Quoted Options, to be issued under the Company's ASX Listing Rule 7.1 capacity.

In consideration for the foreign nominee services to be provided by Lazarus, the Company has agreed to pay Lazarus a fee of 2% of the aggregate price for the nominee securities.

The obligation of Lazarus to underwrite the Entitlement Offer is subject to certain absolute rights of termination (including certain market, commodity and share price falls) and qualified rights of termination on giving written notice to the Company (including where the Company suffers an insolvency event, the Company breaches the Underwriting Agreement or the Company suffers a material adverse change). The Underwriting Agreement otherwise contains terms and conditions considered standard for an agreement of this nature.

Proposed timetable for the Offers

Event	Date
Lodgement of Appendix 3B with ASX	19 July 2022 (after market)
Lodgement of Prospectus with the ASIC and ASX	19 July 2022 (after market)
Ex-date	22 July 2022
Record Date for determining Entitlements	25 July 2022
Despatch of Prospectus and Entitlement Form	28 July 2022
Opening date for Offers	28 July 2022
Last day to extend the Closing Date of the Offers	Before noon (Sydney time) on 8 August 2022
Closing Date of Offers as at 5.00pm (AWST)*	11 August 2022
Computershare to provide interim result of Entitlement Offer and Shortfall Offer	15 August 2022
ASX and Underwriter notified of under subscriptions pursuant to the Offers and announcement of results of Entitlement Offer	17 August 2022

Issue Date and lodgement of Appendix 2A with ASX applying for quotation of Shares and Quoted Options subscribed for under the Offers	18 August 2022
Quotation of Securities issued under the Offers*	19 August 2022
Underwriter subscribes for up to 13,333,333 Shares and 13,333,333 Quoted Options (comprising the shortfall of Securities remaining after the Closing Date of the Entitlement Offer and Shortfall Offer) and 2,000,000 Underwriter Options under the Underwriting Agreement	24 August 2022
Issue Date and lodgement of Appendix 2A with ASX applying for quotation of Shares and Quoted Options (including Underwriter Options) subscribed for by the Underwriter pursuant the Underwriting Agreement	25 August 2022
Quotation of Securities issued to the Underwriter under the Underwriting Agreement*	26 August 2022
Issue of Remaining Shortfall Securities	By no later than 11 November 2022

* All dates (other than the date of the Prospectus and the date of lodgement of the Prospectus with ASIC and ASX) are indicative only. The Directors may extend the Closing Date in respect of the Entitlement Offer and Shortfall Offer by giving at least 3 Business Days' notice to ASX prior to the Closing Date. As such the date the Shares issued under the Offers are expected to commence trading on ASX may vary.

Authorisation for release

The Aurumin Board has authorised this announcement for release.

For further information, please contact

Brad Valiukas

Managing Director

T: +61 (8) 6555 2950

E admin@aurumin.com.au

W www.aurumin.com.au

Competent Person Statement

The information in this announcement that relates to exploration results, data quality, geological interpretations and mineral resources for the Central Sandstone Project were first released in the Company's announcements 16 December 2021, 25 March 2022, 28 April 2022, 2 May 2022, 9 June 2022, 21 June 2022 and 11 July 2022. The Company confirms that it is not aware of any new information or data that materially affects the information included in the announcement and confirms that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.

Subscribe for Announcements

To keep abreast of the Company's latest announcements and developments available to investors please subscribe to our mailing list at <https://aurumin.com.au/contact/>.