



## Announcement Summary

**Entity name**

AURUMIN LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

18/4/2023

**The Proposed issue is:** A standard pro rata issue (including non-renounceable or renounceable) A placement or other type of issue**Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	OPTION EXPIRING 31-AUGUST-2024 EX \$0.06	98,879,107
AUN	ORDINARY FULLY PAID	98,879,107

**Ex date**

21/4/2023

**+Record date**

24/4/2023

**Offer closing date**

9/5/2023

**Issue date**

16/5/2023

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	OPTIONS EXPIRING 31-AUGUST-2024 EX \$0.06	19,000,000
New class-code to be confirmed	OPTIONS EXPIRING 31-AUGUST-2024 EX \$0.06	30,000,000



**Proposed +issue date**

1/6/2023

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of +Entity

AURUMIN LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

### 1.2 Registered Number Type

ACN

### Registration Number

639427099

### 1.3 ASX issuer code

AUN

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

18/4/2023

### 1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

A placement or other type of issue

### 1.6a The proposed standard +pro rata issue is:

+ Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

**3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?**

No

Part 3B - Offer details

**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

**ASX +security code and description**

AUN : ORDINARY FULLY PAID

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

Yes

**If the entity has quoted company options, do the terms entitle option holders to participate on exercise?**

No

Details of +securities proposed to be issued

**ASX +security code and description**

AUN : ORDINARY FULLY PAID

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)**

**Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)**

**The quantity of additional +securities to be issued**

1

**For a given quantity of +securities held**

2



**What will be done with fractional entitlements?**

Fractions rounded up to the next whole number

**Maximum number of +securities proposed to be issued (subject to rounding)**

98,879,107

#### Offer price details for retail security holders

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security for the retail offer?**

AUD 0.03000

#### Oversubscription & Scale back details

**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

**Describe the limits on over-subscription**

Refer Section 1.2 of the Prospectus dated 18 April 2023.

**Will a scale back be applied if the offer is over-subscribed?**

Yes

**Describe the scale back arrangements**

Refer Section 1.2 of the Prospectus dated 18 April 2023.

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes

Attaching +Security

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**Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?**

New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

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**Details of attaching +securities proposed to be issued**



**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTION EXPIRING 31-AUGUST-2024 EX \$0.06

**+Security type**

Options

**Offer ratio (ratio of attaching securities at which the new +securities will be issued)**

**The quantity of attaching +securities to be issued**

1

**For a given quantity of the new +securities issued**

1

**What will be done with fractional entitlements?**

Fractions rounded up to the next whole number

**Maximum number of +securities proposed to be issued (subject to rounding)**

98,879,107

**Offer price details for retail security holders**

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security for the retail offer?**

AUD 0.00000

**Oversubscription & Scale back details**

**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

**Describe the limits on over-subscription**

Refer Section 1.2 of the Prospectus dated 18 April 2023.

**Will a scale back be applied if the offer is over-subscribed?**

Yes

**Describe the scale back arrangements**

Refer Section 1.2 of the Prospectus dated 18 April 2023.



**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

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Options details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.0600

**Expiry date**

31/8/2024

**Details of the type of +security that will be issued if the option is exercised**

AUN : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

1 AUN fully paid ordinary share.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

<https://aurumin.com.au/investors/asx-announcements/>

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Part 3C - Timetable

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**3C.1 +Record date**

24/4/2023

**3C.2 Ex date**

21/4/2023

**3C.4 Record date**

24/4/2023

**3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue**

27/4/2023

**3C.6 Offer closing date**

9/5/2023

**3C.7 Last day to extend the offer closing date**

4/5/2023



**3C.9 Trading in new +securities commences on a deferred settlement basis**

10/5/2023

**3C.11 +Issue date and last day for entity to announce results of +pro rata issue**

16/5/2023

**3C.12 Date trading starts on a normal T+2 basis**

17/5/2023

**3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis**

19/5/2023

Part 3E - Fees and expenses

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**3E.1 Will there be a lead manager or broker to the proposed offer?**

Yes

**3E.1a Who is the lead manager/broker?**

GBA Capital Pty Ltd

**3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

- (a) a monthly retainer of \$10,000 per month for three months; and
- (b) 5,000,000 options (intended to be quoted) exercisable at \$0.06 each and having an expiry date of 31 August 2024, subject to Shareholder approval (failing which the Company will pay the cash equivalent of the same determined utilising a Black & Scholes valuation of the options).

**3E.2 Is the proposed offer to be underwritten?**

Yes

**3E.2a Who are the underwriter(s)?**

GBA Capital Pty Ltd

**3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?**

The Entitlement Offer is partially underwritten by GBA Capital Pty Ltd for up to 73,333,333 shares and 73,333,333 options equating to \$2,200,000 (before costs).

**3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?**

- (a) an underwriting fee totalling 6% of the underwritten amount pursuant to the Underwriting Agreement;
- (b) 20,000,000 options (intended to be quoted) exercisable at \$0.06 each and having an expiry date of 31 August 2024, subject to Shareholder approval (failing which the Company will pay the cash equivalent of the same determined utilising a Black & Scholes valuation of the options); and
- (c) a selling fee of 6% of the gross proceeds received from the sale of all Remaining Shortfall Securities under the Shortfall Offer.

**3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated**

Refer to ASX announcement dated 19 April 2023.

**3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?**





No

**3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

**3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

## Part 3F - Further Information

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**3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

Funds raised from the Capital Raising will be applied to fund exploration on the Company's projects, partial reduction of the outstanding balance of the Convertible Note Agreement, for general working capital and to pay the costs of the Offers.

**3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?**

No

**3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?**

No

**3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue**

Any shareholders who as at 5:00pm (AWST) on the Record Date do not have a registered address within in Australia, New Zealand and Singapore.

**3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities**

No

**3F.6 URL on the entity's website where investors can download information about the proposed issue**

<https://aurumin.com.au/investors/asx-announcements/>

**3F.7 Any other information the entity wishes to provide about the proposed issue**

**3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?**

Yes

**3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

The publication of a +disclosure document or +PDS for the +securities proposed to be issued



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

No

Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**  
 New class

**Will the proposed issue of this +security include an offer of attaching +securities?**  
 No

Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**  
 No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**  
 Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTIONS EXPIRING 31-AUGUST-2024 EX \$0.06

**+Security type**

Options

**Number of +securities proposed to be issued**

19,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

The options are freely attaching to the placement shares - refer ASX announcement 19 April 2023.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

119,602.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

## Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0600	31/8/2024

**Details of the type of +security that will be issued if the option is exercised**

AUN : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

1 AUN Ordinary Fully Paid Share.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

<https://aurumin.com.au/investors/asx-announcements/>

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTIONS EXPIRING 31-AUGUST-2024 EX \$0.06



**+Security type**

Options

**Number of +securities proposed to be issued**

30,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Partial consideration to the lead manager (for the placement and the entitlement offer) / underwriter.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

190,000.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

Options details

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<b>+Security currency</b>	<b>Exercise price</b>	<b>Expiry date</b>
AUD - Australian Dollar	AUD 0.0600	31/8/2024

**Details of the type of +security that will be issued if the option is exercised**

AUN : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

1 AUN Ordinary Fully Paid Share.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

<https://aurumin.com.au/investors/asx-announcements/>

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Part 7C - Timetable

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**7C.1 Proposed +issue date**

1/6/2023

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Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

Yes

**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

31/5/2023

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

No

**7E.2 Is the proposed issue to be underwritten?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

Partial consideration to the lead manager/underwriter.

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**



**7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

The publication of a +disclosure document or +PDS for the +securities proposed to be issued