

## TARGET MARKET DETERMINATION

**Made by:** Mako Gold Limited ACN 606 241 829 (**Mako Gold** or **Company**)

**Product:** Unlisted options to acquire fully paid ordinary shares in the capital of the Company, having an exercise price of \$0.02 and expiring on 31 January 2025 (**New Options** or the **product**) offered under a prospectus dated on or about 17 January 2024 as updated by a supplementary prospectus dated 14 February 2024 (together, the **Prospectus**)

**Effective Date:** 14 February 2024

## IMPORANT NOTICE

This document (**TMD**) has been prepared by the Company in relation to the offer of New Options made under the Prospectus as described below.

As Mako Gold is a person who is required to prepare a disclosure document in respect of the New Options, this TMD is required under section 994B of the *Corporations Act 2001* (Cth) (**Corporations Act**) and sets out the information prescribed under that section. This TMD is **not** a disclosure document and the information in this TMD does **not** purport to be complete, comprehensive or to comprise all the information which a potential investor may require in order to determine whether to acquire or deal in New Options, **nor** does it contain all the information which would be required in a disclosure document prepared in accordance with the Corporations Act. This TMD has not been lodged and does not require lodgement with the Australian Securities and Investments Commission (**ASIC**). This TMD must be read in conjunction with the Prospectus.

The information in this TMD is not financial product advice and does not take into account your investment objectives, financial situation or particular needs. Persons interested in acquiring the New Options should carefully read the Prospectus and if you do not fully understand this TMD or the Prospectus or are in doubt as to how to analyse or interpret them, you should seek professional guidance from your stockbroker, lawyer, accountant or other professional advisor before deciding whether to invest in the New Options.

The Prospectus can be obtained from the Company's website at <https://www.makogold.com.au/>.

Capitalised terms used in this TMD have the meaning given to those terms throughout the TMD, or, where not defined in this TMD, have the meaning given to those terms in the Prospectus.

## BACKGROUND

On 17 November 2023, the Company announced a placement of fully paid ordinary shares (**Placement Shares**) to institutional and sophisticated investors (**Placement Participants**) to raise \$2 million (before costs) (**Placement**). Placement Participants will also receive one free attaching option, exercisable at A\$0.02 and expiring on 31 January 2025 (**Placement Options**), for every two Placement Shares issued under the Placement (**Placement Options Offer**).

Alongside the Placement, the Company announced its intention to undertake a share purchase plan (**SPP**), offering existing shareholders in Australia and New Zealand (**Eligible Persons**) the opportunity to acquire ordinary shares in the Company (**SPP Shares**) under the SPP at an issue price of A\$0.01 per SPP Share with one free attaching Option for every 2 SPP Shares issued, having an exercise price of \$0.02 and expiring on 31 January 2025 (**SPP Options**) to raise a further \$500,000 (**SPP Offer**). On 14 February 2024, the Company announced that it would accept oversubscriptions and increase the size of the SPP Offer by \$1,500,000 to raise a total amount of \$2,000,000 under the SPP (**Revised SPP Offer**).

This TMD has been prepared by the Company in relation to the offer of Placement Options and SPP Options (together, the **New Options** or **products**) made under the Placement Options Offer and the Revised SPP Offer respectively (together, the **Offers**).

The Offers are being made by the Company under a transaction specific prospectus lodged with the Australian Securities and Investments Commission (**ASIC**) and dated 17 January 2024 as updated by a supplementary prospectus lodged with ASIC and dated 14 February 2024 (together, the **Prospectus**). As noted above, a copy of the Prospectus is available on the Company's website (<https://www.makogold.com.au/>) and has been released to the Australian Securities Exchange (**ASX**).

The New Options are being offered under the Prospectus so that any resulting Shares issued on exercise of those New Options will also be freely tradeable (due to the operation of *ASIC Corporations (Sale Offers That*

*Do Not Need Disclosure) Instrument 2016/80*). The Company will not seek quotation of the New Options on ASX.

The Offers will be made under, or accompanied by, a copy of the Prospectus. Any recipient of this TMD should carefully read and consider the Prospectus in full and consult their professional adviser if they have any questions regarding the contents of the Prospectus. There is no cooling off period in respect of the issue of the New Options.

Unless otherwise defined in this TMD, capitalised terms have the meaning given to them in the Prospectus.

## TARGET MARKET DETERMINATION

The product is likely to be appropriate for a consumer seeking exposure to mineral exploration in West-Africa and:

1. should exploration be successful, exposure to potential for capital growth;
2. should mineral production commence, exposure to potential for income distribution (if the products are exercised and the resultant Shares are issued); and
3. for inclusion as a part of a diversified portfolio where the consumer has a medium to long term investment timeframe (if the products are exercised and the resultant Shares are issued).

<b>Class of consumers that fall within this target market 994B(5)(b)</b>	<p>The New Options have been designed for investors whose likely objectives, financial situation and needs are aligned with the product (including the key attributes).</p> <p>The New Options are for those who:</p> <ul style="list-style-type: none"><li>• are either:<ul style="list-style-type: none"><li>- Placement Participants who are eligible to receive one free attaching Placement Option for every 2 Placement Shares subscribed for under the Placement; or</li><li>- Eligible Persons who apply for SPP Shares under the SPP pursuant to the Prospectus (<b>SPP Participants</b>) and are eligible to receive one free attaching SPP Option for every 2 SPP Shares subscribed for under the SPP;</li></ul></li><li>• seek to profit from an appreciation in the market price of Shares in the Company and/or who have a long term view on the Shares or the underlying assets of the Company and wish to participate in any potential future distribution should mineral exploration be successful and production commence; and</li><li>• are accustomed to participating in speculative investments in the diversified mineral exploration sector.</li></ul> <p>The New Options are issued only to Placement Participants and SPP Participants and consequently have been designed for consumers who:</p> <ul style="list-style-type: none"><li>• have the financial ability to consider the economic risk of the exercise of the New Options;</li><li>• give the speculative nature of the New Options, have adequate means to provide for their current needs and to withstand a loss of the entire investment;</li><li>• have such knowledge and experience in financial and business matters that they are capable of evaluating the merits and risks of exercising the New Options; and</li><li>• have determined that the New Options are a suitable investment.</li></ul> <p>The key product attributes of the New Options are described in the Prospectus and in summary are:</p>
--	---

	<ul style="list-style-type: none"> <li>the holders of New Options will be entitled to one Share upon exercise of each New Option;</li> <li>since the New Options are free attaching options, these securities will be issued to the Placement Participants and the SPP Participants for no additional consideration, and are exercisable at \$0.02 per New Option with an expiry date of 31 January 2025.</li> </ul>
<b>Excluded class of consumers</b> 994B(5)(b)	<p>The New Options have not been designed for retail individuals who:</p> <ul style="list-style-type: none"> <li>require an income stream from their investment;</li> <li>do not ordinarily invest in speculative investments in the mineral exploration sector;</li> <li>are resident outside of Australia or other permitted jurisdictions;</li> <li>are not Placement Participants; and/or</li> <li>are not SPP Participants.</li> </ul>
<b>Conditions and restrictions on distribution</b> 994B(5)(c)	<p>The key restrictions on distribution of New Options are:</p> <ul style="list-style-type: none"> <li>a consumer may only receive New Options if that person: <ul style="list-style-type: none"> <li>is confirmed as being a sophisticated or professional investor in the eligible jurisdictions who participated in the Placement (i.e. a Placement Participant);</li> <li>has applied for SPP Shares under the SPP pursuant to the Prospectus (i.e. is an SPP Participant).</li> <li>(the Corporations Act requires that securities to be issued under the Prospectus must be in response to an application form which the Company has reasonable grounds to believe was included in or accompanied by the Prospectus); and</li> </ul> </li> </ul> <p>Since the New Options are a consumer may not directly apply for New Options (unless they are an SPP Participant or Placement Participant).</p>
<b>Review Triggers</b> 994B(5)(d)	<p>The Company will review this TMD where any event or circumstance has arisen that would suggest this TMD is no longer appropriate (<b>Review Trigger</b>). This may include (but is not limited to):</p> <ul style="list-style-type: none"> <li>where ASIC raises concerns with the Company regarding the adequacy of the design or distribution of the New Options or this TMD;</li> <li>an unreasonable number of consumer complaints or feedback from those who distribute or acquire the product;</li> <li>where any distributor (for example a lead manager or a broker) identifies or receives significant or material feedback from a number of consumers that suggests that the New Options are not the kinds of product that the consumer is accustomed to investing in, such that it is apparent that this TMD is no longer appropriate; and</li> <li>significant adverse changes to the Company's circumstances or the circumstances affecting the New Options.</li> </ul> <p>This TMD will be reviewed within 10 business days upon the occurrence of a Review Trigger.</p>
<b>Periodic Review</b> 994B(5)(e)	<p>As the offer of the New Options is to a discrete class of persons, being the SPP Participants and the Placement Participants, the Company's Prospectus is only open for acceptance for a limited period (until 14 February 2024), the Company will review this TMD no later than 21 February 2024.</p>
<b>Subsequent Review</b> 994B(5)(f)	<p>The Company will undertake a subsequent review no later than 28 February 2024.</p> <p>This TMD will finish after all New Options have been issued under the Prospectus and no later than 4 months after the date of the TMD.</p>

**Reporting  
Requirements**  
994B(5)(g)-(h)

Complaints relating to the New Options should be provided directly to the Company as soon as practicable by any person including distributors of the New Options to [info@makogold.com.au](mailto:info@makogold.com.au). The Company will review all complaints received in relation to the New Options on a continuous basis.

Distributors who become aware of any significant dealings (as that term is described in ASIC Regulatory Guide 274.158) must notify the Company as soon as practicable but no later than 10 business days after the distributor becomes aware of the significant dealing.

Distributors (including any lead manager or broker) who becomes aware of any dealings outside of the target market or receive complaints that would reasonably suggest that the TMD is no longer appropriate must notify the Company as soon as practicable but no later than 10 business days after the distributor becomes aware of the dealing or complaint outside of the target market with such information as reasonably necessary to allow the Company to identify the kinds of persons dealing or giving such complaints.

The Company will not be in a position to determine any dealings that occur upon exercise of the New Options or on-sale of any resultant Share, as it has no capacity to identify the objectives, financial situation and needs of investors who exercise the New Options or acquire the resultant Share.