

## ABOUT AIC MINES

AIC Mines is a growth focused Australian resources company. Its strategy is to build a portfolio of gold and copper assets in Australia through exploration, development and acquisition.

AIC Mines owns the Eloise Copper Mine, a high-grade operating underground mine located SE of Cloncurry in North Queensland.

AIC Mines also has significant gold, copper and nickel exploration projects in Western Australia and New South Wales.

## CAPITAL STRUCTURE

Shares on Issue: 312,284,591

## CORPORATE DIRECTORY

**Josef El-Raghy**

Non-Executive Chairman

**Aaron Colleran**

Managing Director & CEO

**Brett Montgomery**

Non-Executive Director

**Tony Wolfe**

Non-Executive Director

**Jon Young**

Non-Executive Director

**Linda Hale**

Company Secretary

## CORPORATE DETAILS

ASX: **A1M**

www.aicmines.com.au

ABN: 11 060 156 452

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E: info@aicmines.com.au

A: A8, 435 Roberts Rd,  
Subiaco, WA, 6008

Share Register:

Computershare Investor Services

## AIC Mines Announces Takeover Offer for Demetallica

**AIC Mines Limited** (ASX: A1M) ("AIC Mines" or the "Company") intends to make an off-market takeover offer (the "Offer") for all of the shares in Demetallica Limited (ASX: DRM) ("Demetallica"). Under the terms of the Offer, AIC Mines will offer Demetallica shareholders 1 AIC Mines share for every 1.5 Demetallica shares held, which values Demetallica at approximately \$36 million or \$0.337 per share<sup>1</sup>.

The Offer represents a substantial and attractive premium of:

- 68% to the closing price of Demetallica Shares of \$0.200 on 16 September 2022<sup>2</sup>
- 58% to the 30 day VWAP of Demetallica Shares of \$0.213 on 16 September 2022<sup>3</sup>
- 35% to the Initial Public Offering price of Demetallica Shares of \$0.25

The price implied by the Offer is higher than Demetallica shares have ever traded.

## HIGHLIGHTS

- A logical combination with a strong strategic rationale. AIC Mines' Eloise copper mine and processing facility is only 4 kilometres from Demetallica's Jericho copper deposit. Combining these assets will provide the quickest and most efficient means of developing, mining and processing the Jericho deposit and potentially other deposits within Demetallica's Chimera project.
- The combination creates a company with enhanced scale, financial strength, market relevance and trading liquidity.
- Potential staged expansion to increase mine life to over 10 years and production to over 20,000tpa Cu and 10,000ozpa Au in concentrate – a 60% increase on the current production rate at Eloise.

Commenting on the Offer, AIC Managing Director Aaron Colleran said:

*"When we acquired the Eloise copper mine in November 2021, we signalled that we could add value through exploration success, resource growth, operational reliability and regional consolidation. We have delivered exploration success and resource growth. We have invested in new equipment and maintenance to improve operational reliability. We are now moving forward with regional consolidation."*

*"Combining AIC Mines and Demetallica is a logical consolidation. The tenement holdings of the two companies adjoin. The Eloise processing facility is only 4 kilometres from Demetallica's Jericho deposit. Combining these assets will provide the quickest and most efficient means of developing and mining the Jericho deposit – to the shared benefit of both AIC Mines and Demetallica shareholders."*

1. Based on the closing share price of AIC Mines of \$0.505 on 16 September 2022, the last trading day prior to the announcement of the Offer and Demetallica 101,985,664 Ordinary Shares; 3,850,000 Zero Exercise Price Options; and 2,000,000 Performance Rights resulting in the potential issue of 71,890,442 AIC Mines shares

2. Based on the AIC Mines closing price of \$0.505 and the Demetallica closing price of \$0.200 on 16 September 2022.

3. VWAP from 8 August 2022 to 16 September 2022.

## Rationale for the Offer

AIC Mines is a growth focused Australian resources company. The Company's strategy is to build a portfolio of gold and copper assets in Australia through exploration, development and acquisition.

In November 2021 AIC Mines completed the transformational acquisition of the Eloise copper mine. It created a new junior copper miner with strong free cashflow with clear ability to add value through exploration success, resource growth, operational reliability and regional consolidation.

Eloise is a high-grade operating underground mine located 60 kilometres southeast of Cloncurry in North Queensland. It commenced production in 1996 and has since produced approximately 353,000t of copper and 174,000oz of gold. AIC Mines has set an FY23 production target<sup>4</sup> for Eloise of approximately 12,500t Cu and 6,000oz Au in concentrate at an AISC of approximately A\$4.50/lb Cu and AIC of A\$5.00/lb Cu.

The combination of the assets of AIC Mines and Demetallica is a logical combination with a strong strategic rationale. The close proximity of AIC Mines' Eloise copper mine and Demetallica's Chimera project (see Figure 1), which includes the Jericho copper resource, creates the opportunity for numerous synergies. Clearly the most significant synergy is the potential to process ore from Demetallica's Chimera project at AIC Mines' Eloise processing facility.

AIC Mines has the underground mining and processing capability, and financing capacity, to rapidly and efficiently develop the copper resources at Demetallica's Chimera project. By receiving AIC Mines shares as Offer consideration Demetallica shareholders will continue to have exposure to the future upside associated with the Jericho copper deposit and Demetallica's other exploration assets while also participating in the value uplift expected to result from the more efficient development of the copper resources at the Chimera project.

The Offer will be conditional on AIC Mines obtaining a relevant interest in at least 50.1% of Demetallica shares and on certain other market standard conditions being fulfilled. These conditions are set out in Annexure A to this announcement.

## Key Benefits of the Offer for Demetallica Shareholders

By accepting the Offer, Demetallica shareholders will receive an up-front benefit in the form of a significant and attractive premium being offered by AIC Mines, and subsequent benefits that will likely become available to all shareholders of the combined company:

- ***Strong strategic rationale based on logical regional consolidation***

AIC Mines' Eloise mine and processing facility is only 4 kilometres from Demetallica's Jericho copper deposit. Combining these assets will provide the quickest and most efficient means of developing and mining the Jericho deposit and potentially other deposits within the Chimera project.

Given the close proximity of the Eloise mine and Chimera project, AIC Mines is the only company that can provide these synergies.

The combination removes inefficient duplication of overhead costs, corporate fees and charges. These savings can be applied to value-adding activities such as mine development and exploration drilling.

- ***Opportunity to become a shareholder in a new growth-oriented Australian copper miner***

The AIC Mines Board and management team have a successful track record of building and managing successful mining companies.

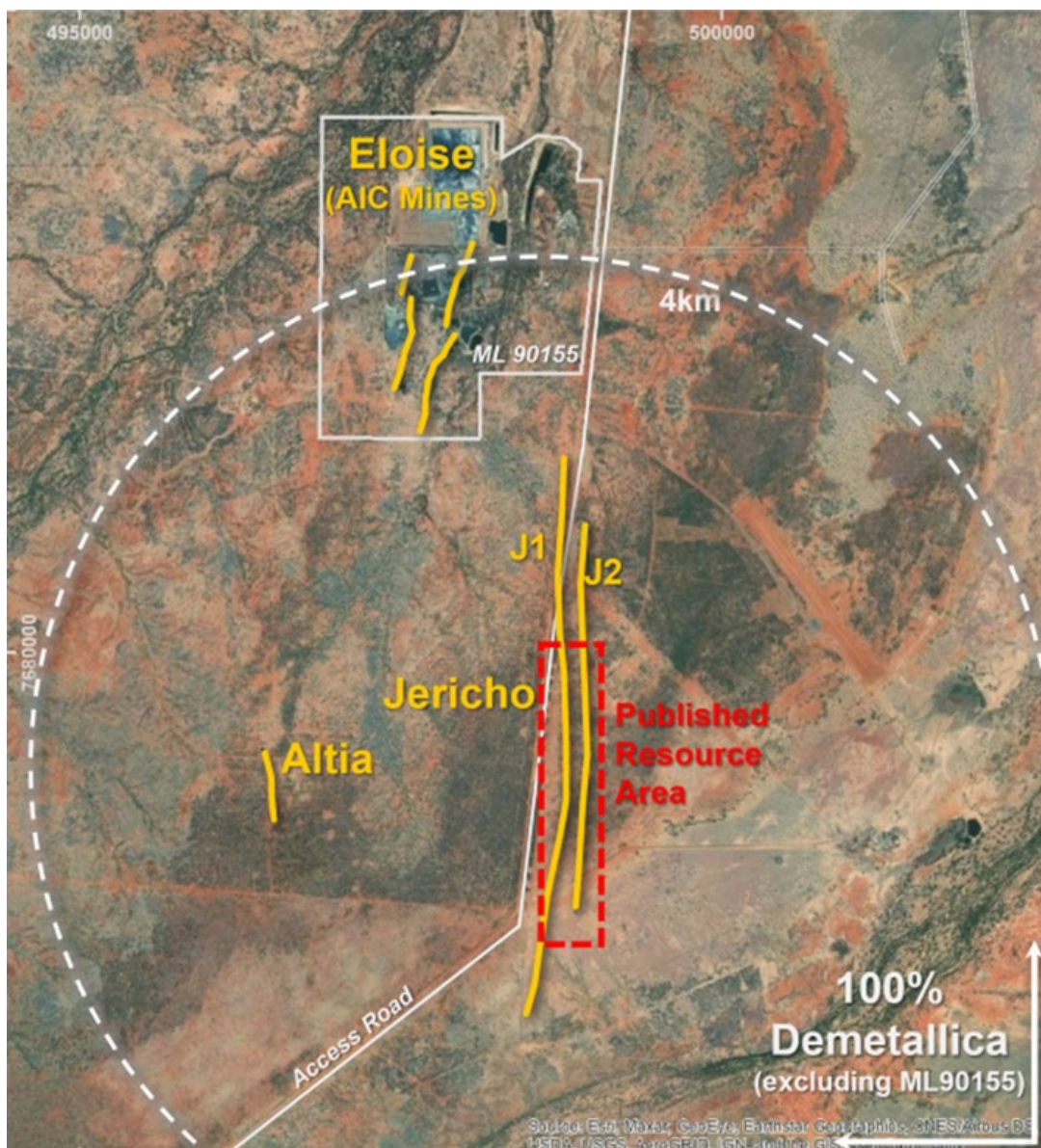
AIC Mines will accelerate development of the Jericho deposit. The risks associated with development are significantly reduced given AIC Mines' mining and processing capability and established infrastructure.

4. See Production and Cost Outlook as provided in AIC Mines announcement "Quarterly Activities Report for the Period Ending 30 June 2022" as released to ASX on 20 July 2022.

The combination of AIC Mines and Demetallica creates a company with enhanced scale, financial strength, market relevance and trading liquidity. AIC Mines has the financing capacity to accelerate the development of the Jericho copper deposit and to pay the outstanding milestone payments that Demetallica must make to complete the acquisition of the Chimera project.

- ***A better outcome for the environment and the community***

Consolidating the assets of AIC Mines and Demetallica will eliminate wasteful duplication of infrastructure and allow for a smaller development footprint with reduced environmental impact. It also represents the quickest path to production for the Jericho copper deposit so that benefits of employment, commercial opportunities and royalties will flow to local communities more quickly and with greater certainty.



**Figure 1. The Eloise copper mine and processing facility is located only 4 kilometres from Demetallica’s Jericho copper deposit. Combining these assets will provide the quickest and most efficient means of developing and mining the Jericho copper deposit.**

Further information about the benefits and risk factors relating to the Offer will be set out in AIC Mines’ Bidder’s Statement.

## The Combined Group

Upon AIC Mines acquiring all of the Demetallica shares under the Offer, AIC Mines will have approximately 384,175,033 shares on issue<sup>5</sup> and Demetallica shareholders will own approximately 18.7% of the Combined Group (on an undiluted basis).

All of the assets of the Combined Group are located in Australia. The cornerstone asset, the Eloise mine, is located in the Mt Isa – Cloncurry region, one of the most significant copper producing regions in the world (see Figure 2).



**Figure 2. Map showing the location of assets of the Combined Group.**

Importantly the Combined Group will consolidate a 100% interest in the Eloise mining and processing infrastructure and the copper resources at the Chimera project. Combining these assets will provide the quickest and most efficient means of developing and mining the Jericho copper deposit and potentially other deposits within the Chimera project, subject to permitting.

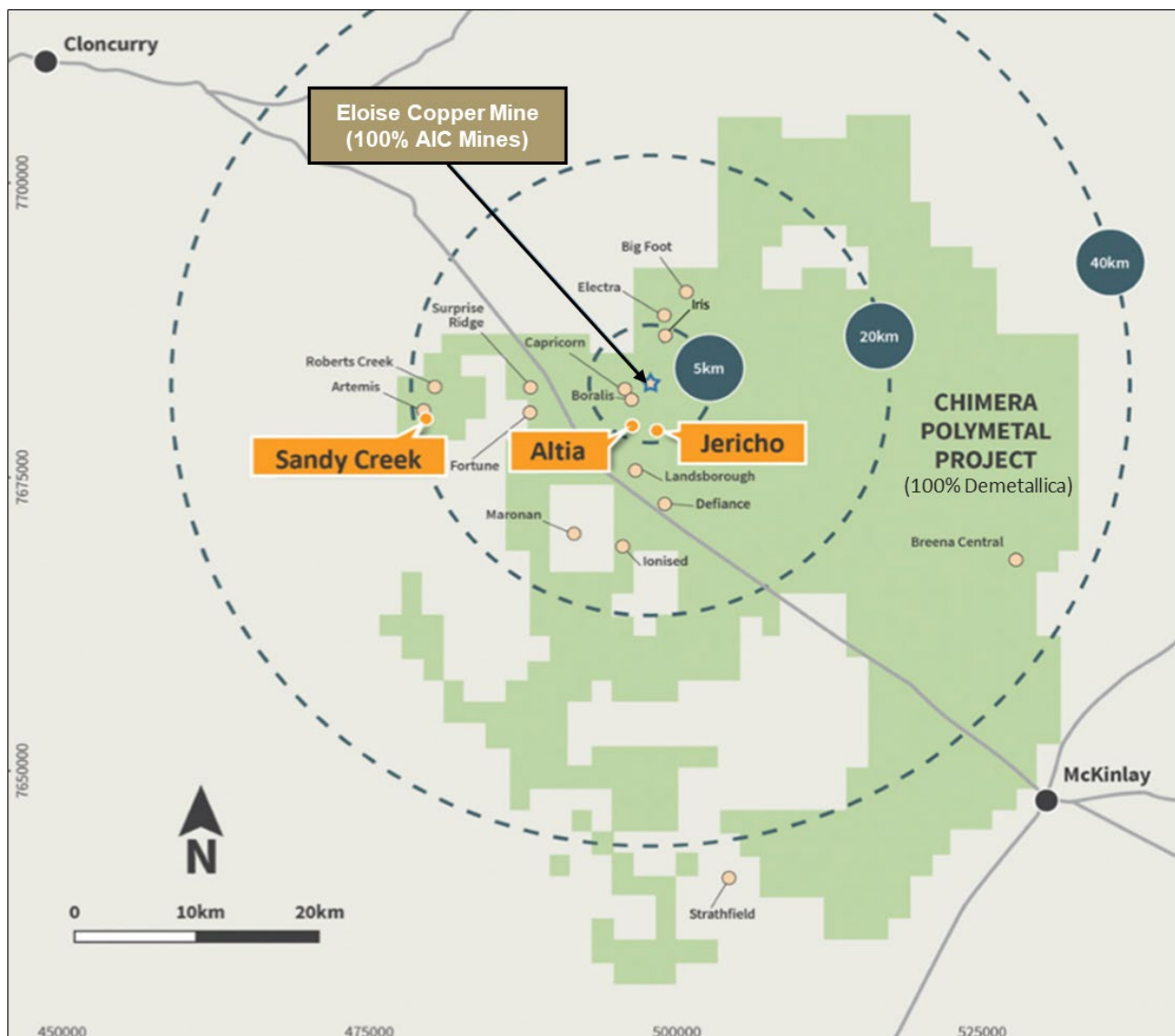
The combination of the Eloise mine and the Jericho project:

- Has combined resources<sup>6</sup> of 245,000t Cu and 188,100oz Au.
- Increases mine life to +10 years.
- Provides potential to increase annual production to over 20,000t copper and 10,000oz gold in concentrate, based on a staged expansion of the Eloise processing facility to 1.4Mtpa – a 60% increase on the current production rate.
- Potential economies of scale to reduce AISC.
- Contiguous 2,072km<sup>2</sup> tenement holding increases exploration prospectivity (see Figure 3).

5. Assumes all Demetallica Performance Rights and Zero Exercise Price Options are exercised or are otherwise acquired under the Offer

6. Eloise Mineral Resources see AIC Mines announcement "Increase in Mineral Resources and Ore Reserves at Eloise" as released to ASX on 22 August 2022. Jericho Mineral Resource see Demetallica Prospectus as released to ASX on 24 May 2022 for full JORC (2012) disclosure.





**Figure 3. Map showing location of priority targets and other prospects of interest within the Chimera Polymetal Project (green shading) and proximity to the Eloise copper mine.**

### Process and Timing

AIC Mines' Bidder's Statement has today been lodged with ASIC and will be sent to Demetallica shareholders in approximately two weeks' time. Following the dispatch of the Bidder's Statement the Offer will open for acceptance by Demetallica shareholders.

The Offer relates to all Demetallica Shares that exist, or will exist, at 7.00pm (Sydney time) on 20 September 2022 (the **Register Date**) and to all Demetallica Shares issued before the end of the Offer Period as a result of the exercise of any Demetallica Options or the acceleration of Demetallica Performance Rights that are on issue at the Register Date.

Further information about the Offer is set out in AIC Mines' Bidder's Statement.

Argonaut PCF is acting as financial advisor and HopgoodGanim as legal advisor to AIC Mines.

### Authorisation

This announcement has been approved for issue by, and enquiries regarding this announcement may be directed to Aaron Colleran, Managing Director, via email at [info@aicmines.com.au](mailto:info@aicmines.com.au).

## **About the Eloise Copper Mine**

Eloise is a high-grade operating underground mine located 60 kilometres southeast of Cloncurry in North Queensland. It commenced production in 1996 and has since produced approximately 353,000t of copper and 174,000oz of gold. AIC Mines acquired the mine in November 2021.

Current operations consist of an underground mine accessed via decline. The upper levels of the mine (above 1,190m below surface) are extracted by longhole open stoping and the lower levels are extracted by sublevel caving. Eloise is an owner-miner operation with a mining contractor used only for underground development.

Processing is via conventional crushing, grinding and sulphide flotation with capacity to treat up to 750,000tpa. Metallurgically the ore is very consistent as the ore mineralogy at Eloise is almost exclusively chalcopyrite. Processing achieves high copper recoveries (generally 94% - 95%) and produces a clean concentrate. The concentrate has significant by-product credits from gold and silver.

AIC Mines has set a FY23 production target for Eloise of approximately 12,500t Cu and 6,000oz Au in concentrate at an AISC of approximately A\$4.50/lb Cu and AIC of A\$5.00/lb Cu.

## **Forward-Looking Statements**

This Announcement includes “forward-looking statements” as that term within the meaning of securities laws of applicable jurisdictions. Forward-looking statements involve known and unknown risks, uncertainties and other factors that are in some cases beyond AIC Mines’ control. These forward-looking statements include, but are not limited to, all statements other than statements of historical facts contained in this announcement, including, without limitation, those regarding AIC Mines’ future expectations. Readers can identify forward-looking statements by terminology such as “aim,” “anticipate,” “assume,” “believe,” “continue,” “could,” “estimate,” “expect,” “forecast,” “intend,” “may,” “plan,” “potential,” “predict,” “project,” “risk,” “should,” “will” or “would” and other similar expressions. Risks, uncertainties and other factors may cause AIC Mines’ actual results, performance, or achievements to differ materially from those expressed or implied by the forward-looking statements (and from past results, performance or achievements). These factors include, but are not limited to, the failure to complete the project in the time frame and within estimated costs currently planned; the failure of AIC Mines’ suppliers, service providers and partners to fulfil their obligations under supply and other agreements; unforeseen geological, physical or meteorological conditions, natural disasters or cyclones; changes in the regulatory environment, industrial disputes, labour shortages, political and other factors; the inability to obtain additional financing, if required, on commercially suitable terms; and global and regional economic conditions. Readers are cautioned not to place undue reliance on forward-looking statements. Although AIC Mines believes that its expectations reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that actual results will be consistent with these forward-looking statements.

## **JORC Compliance Statement**

Full details of the Eloise Copper Mine Mineral Resource and Ore Reserve estimate contained in this announcement are provided in AIC Mines’ ASX announcement dated 22 August 2022 and titled “Increase in Mineral Resources and Ore Reserves at Eloise Copper Mine”.

AIC Mines confirms that it is not aware of any new information or data that materially affects the information included in the relevant market announcement and the Company confirms that all material assumptions and technical parameters underpinning the mineral resource and ore reserve estimates in the relevant market announcement continue to apply and have not materially changed.

AIC Mines has not independently verified the information relating to Demetallica’s Mineral Resources contained in this announcement. Please refer to the Demetallica Prospectus dated 8 April 2022 (released to ASX on 24 May 2022) for full JOR for further details and for the Competent Person’s Statement relating to Demetallica’s Mineral Resources.

## **Disclaimer**

The information in this document about Demetallica has been prepared based on publicly available information. Accordingly, AIC Mines does not, subject to the Corporations Act, make any representation or warranty, express or implied, as to the accuracy or completeness of this information.

## Annexure A

### Terms of the Offer and Offer Conditions

#### 1. Summary of the Offer

The Offer is to all holders of ordinary shares of the capital of Demetallica Limited (ACN 061 595 051) (**Demetallica**) including ordinary shares that are issued during the Offer Period as a result of conversion of Demetallica Performance Shares or the exercise of Demetallica Options.

The consideration offered is one (1) AIC Mines Share for every one and a half (1.5) Demetallica Shares, on the terms and conditions set out in this Offer.

#### 2. Summary of the Conditions of the Offer

- (a) **Minimum ownership** – At or before the end of the Offer Period, AIC Mines and its related bodies corporate together have relevant interests in at least 50.1% of all the Demetallica Shares.
- (b) **No Regulatory Action** – Between the Announcement Date and the end of the Offer Period:
  - i. there is not in effect any preliminary or final decision, order or decree issued by a Public Authority;
  - ii. no action or investigation is commenced by any Public Authority ; and
  - iii. no application is made to any Public Authority (other than by AIC Mines or any of its related bodies corporate),  
(other than an application to, or a decision or order of, ASIC or the Takeovers Panel under, or relating to a breach of Chapter 6A, 6B or 6C of the Corporations Act or relating to unacceptable circumstances within the meaning of section 657A of the Corporations Act in consequence of, or in connection with, the Offer) which restrains, impedes or prohibits (or if granted could restrain, impede or prohibit), or otherwise materially adversely impacts upon, the making of the Offer, the acquisition of Demetallica Shares under the Offer or any transaction contemplated by the Bidder's Statement, the Offer or the rights of AIC Mines in respect of Demetallica, or requires the divestiture by any entity within the AIC Mines Group of any Demetallica Shares, or requires the divestiture of any assets of the AIC Mines Group or Demetallica Group.
- (c) **No material adverse change** – Between the Announcement Date and the end of the Offer Period (each inclusive), no event, change or condition occurs, is announced or becomes known to the Bidder (whether or not it becomes public) where that event, change or condition has or has resulted in, or could reasonably be expected to have or result in:
  - i. without limiting the generality of sub-paragraph (ii) below, liabilities, or an adverse effect on the financial or trading position, or profitability of Demetallica, taken as a whole, of an amount which (when aggregated with any other event, change or condition) would or could reasonably be expected to result in a diminution of Demetallica Group's Net Assets by more than the Specified Amount;
  - ii. a material adverse effect on:
    - the prospects of Demetallica Group, taken as a whole; or
    - the status or terms of any material approvals, licences, tenements or permits issued by any Public Authority to any entity within Demetallica Group, other than changes, events or conditions:
      - fully and fairly disclosed by Demetallica in an ASX announcement;
      - which do not relate specifically to Demetallica Group and which are beyond the control of Demetallica and which arise from changes in commodity prices, exchange rates or interest rates or general economic or business conditions.
- (d) **No material acquisitions, disposals or new commitments** – Between the Announcement Date and the end of the Offer Period (each inclusive), neither Demetallica nor any Subsidiary of Demetallica, other than with the prior written consent of the Bidder:

- i. acquires, offers to acquire or agrees to acquire one or more entities, businesses or assets (or any interest in one or more entities, businesses or assets) for an amount in aggregate greater than the Specified Amount;
- ii. disposes of, offers to dispose of or agrees to dispose of one or more entities, businesses or assets (or any interest in one or more entities, businesses or assets) for an amount, or in respect of which the book value is, in aggregate, greater than the Specified Amount;
- iii. enters into, agrees to enter into or announces any agreement to enter into any contract, commitment or arrangement, joint venture or partnership that:
  - requires payments, expenditure or the foregoing of revenue by Demetallica and/or any of its Subsidiaries of an amount in excess of the Specified Amount on any individual basis or which is, in aggregate, greater than the Specified Amount; or
  - is material in the context of Demetallica Group and is not in the ordinary course of business;
- iv. provides or agrees to provide financial accommodation or a guarantee, other than to entities within Demetallica Group for any amount, or receives financial accommodation other than from entities within Demetallica Group for any amount;
- v. enters into, amends, or agrees to enter into or amend any material contract, commitment or other arrangement with a related party (as defined in section 228 of the Corporations Act) of Demetallica;
- vi. gives or agrees to give any Encumbrance over any of its assets (or an interest in any of its assets), other than liens in the ordinary and usual course of business;
- vii. does any of the following in respect of the Tenements:
  - enters into, agrees to enter into or announces any agreement to enter into any contract, commitment or arrangement (including without limitation any ore sale, ore processing, joint venture, partnership, farm-in, royalty, marketing, or off-take agreement) in relation to any of the Tenements;
  - relinquishes, sells or disposes of any interest or creates any Encumbrance over any of the Tenements;
  - takes any action or omits to take any action that results in or may reasonably be expected to result in a breach of the terms any of the Tenements or any environmental authority relating to any of the Tenements; or
  - takes any action or omits to take any action that results in or may reasonably be expected to result in the surrender of any of the Tenements or any environmental authority relating to any of the Tenements; or
  - without limiting sub-paragraphs above:
    - enters into, offers to enter into, agrees to enter into or announces any agreement for any transaction; or
    - is otherwise affected by any transaction or proposal, under which any third party would acquire any legal or economic interest in, or there would be any material diminution in, the rights granted under any mineral tenement held by any entity within Demetallica Group,
    - announces an intention to do any of the matters referred to in the sub-paragraphs above,

other than as fully and fairly disclosed by Demetallica in an ASX announcement.

- (e) **No prescribed occurrences** – During the period from the date on which the Bidder's Statement is given to the Demetallica and the end of the Offer Period (each inclusive), there is no Prescribed Occurrence.
- (f) **No prescribed occurrences between the Announcement Date and date of the Bidder's Statement** – During the period from the Announcement Date to the date that is the day before the date of the Bidder's Statement (each inclusive), there is no Prescribed Occurrence.



### 3. Conditions Generally

- (a) **Conditions are separate** – Each of the conditions is a distinct and separate condition and shall not merge on completion of any contract arising from acceptance of the Offer.
- (b) **Conditions Subsequent** – Each of the conditions is a condition subsequent. The breach or non-fulfilment of such a condition shall not prevent a contract to purchase shares arising from acceptance of the Offer. However, if AIC Mines has not:
  - i. declared all Offers to be free from conditions before the date applicable under section 650F(1) of the Corporations Act; and
  - ii. the conditions have not been fulfilled at the end of the offer period, all contracts resulting from the acceptance of Offers and all acceptances that have not resulted in binding contracts are void.
- (c) **Benefit of conditions** – Subject to the provisions of the Corporations Act, AIC Mines alone is entitled to the benefit of the conditions and any breach or non-fulfilment of any of those conditions may be relied upon only by AIC Mines, and AIC Mines may waive (generally or in respect of a particular event) the breach or non-fulfilment of that condition.
- (d) **Freeing Offer from conditions** – Subject to section 650F of the Corporations Act, AIC Mines may, at any time at its sole discretion, declare the Offer free from all or any of the conditions by giving notice in writing to Demetallica. The notice may be given in relation to the conditions not later than seven days before the end of the offer period.
- (e) **Status notice** – The date for giving the notice required by section 630(3) of the Corporations Act on the status of the conditions to the Offer is the date seven days before the end of the offer period, subject to variation in accordance with section 630(2) of the Corporations Act if the period during which the Offer remains open for acceptance is extended.

### 4. Glossary of Terms

In this announcement and annexure the following words have these meanings unless the contrary intention or the context otherwise requires:

**AIC Mines** or Company or Bidder means AIC Mines Limited (ACN 060 156 452).

**AIC Mines Group** means AIC Mines and its Subsidiaries.

**AIC Mines Shares** means ordinary fully paid shares in AIC Mines.

**Announcement Date** means the date on which the Offer was announced to ASX by AIC Mines, namely 19 September 2022.

**ASIC** means Australian Securities and Investments Commission.

**ASX** means ASX Limited.

**A\$ or \$** means Australian dollars.

**Combined Group** means AIC Mines and its affiliated companies (including Demetallica and Demetallica's subsidiaries) which will exist as a result of the takeover bid as constituted by this Offer, should the Offer be 100% successful.

**Corporations Act** means the Corporations Act 2001 (Cth).

**Demetallica** means Demetallica Limited (ACN 061 595 051).

**Demetallica Group** means Demetallica and its Subsidiaries.

**Demetallica Options** means the JLM Options and the Zero Exercise Price Options.

**Demetallica Performance Rights** means the performance rights issued by Demetallica.

**Demetallica Prospectus** means the prospectus for an offer of up to a total of 60 million Shares at an issue price of \$0.25 per Share to raise up to \$15 million dated 8 April 2022 and lodged with the ASIC on that date.

**Demetallica Shares** or **Shares** means the issued fully paid ordinary shares in the capital of Demetallica and includes all Rights attaching to them and the term Demetallica Share or Share shall have a corresponding meaning.

**Encumbrance** means an interest or power:

- (a) reserved in or over any interest in any asset including any retention of title; or
- (b) created or otherwise arising in or over any interest in any asset under a bill of sale, mortgage, charge, lien, pledge, trust or power, by way of security for the payment of debt or any other monetary obligation or the performance of any other obligation and includes any agreement to grant or create any of the above.

**JLM Options** means the options to subscribe for Demetallica Shares issued to joint lead managers of the Demetallica initial public offering, on completion of the Demetallica ASX listing exercisable at 37.5 cents and expiring on 26 May 2026

**Offer** means AIC Mines' offer to acquire Demetallica Shares.

**Offer Date** means the date on which the Offer is first made to shareholders of Demetallica.

**Offer Period** means the period during which the Offer will remain open for acceptance.

**Prescribed Occurrence** means the occurrence of any of the following:

- (a) Demetallica converts all or any of its shares into a larger or smaller number of shares under section 254H of the Corporations Act;
- (b) Demetallica or a Subsidiary of Demetallica resolves to reduce its share capital in any way;
- (c) Demetallica or a Subsidiary of Demetallica enters into a buy-back agreement or resolves to approve the terms of a buy-back agreement under section 257C(1) or 257D(1) of the Corporations Act;
- (d) Demetallica or a Subsidiary of Demetallica issues shares (other than as a result of the exercise of Options) or grants an option over its shares, or agrees to make such an issue or grant such an option;
- (e) Demetallica or a Subsidiary of Demetallica issues, or agrees to issue, convertible notes;
- (f) Demetallica or a Subsidiary of Demetallica disposes, or agrees to dispose, of the whole, or a substantial part, of its business or property;
- (g) Demetallica or a Subsidiary of Demetallica charges, or agrees to charge, the whole, or a substantial part, of its business or property;
- (h) Demetallica or a Subsidiary of Demetallica resolves to be wound up;
- (i) a liquidator or provisional liquidator of Demetallica or of a Subsidiary of Demetallica is appointed;
- (j) a court makes an order for the winding up of Demetallica or of a Subsidiary of Demetallica;
- (k) an administrator of Demetallica or of a Subsidiary of Demetallica is appointed under section 436A, 436B or 436C of the Corporations Act;
- (l) Demetallica or a Subsidiary of Demetallica executes a deed of company arrangement; or
- (m) a receiver, or a receiver and manager, is appointed in relation to the whole, or a substantial part, of the property of Demetallica or a Subsidiary of Demetallica.

**Public Authority** means any federal, provincial, state or other government, governmental or public department, court, tribunal, administrative, statutory or judicial entity, arbitral body, securities commission or stock exchange (such as ASX).

**Register Date** means 7.00pm (Sydney time) on 20 September 2022 being the time and date set by the Bidder under section 633(2) of the Corporations Act.

**Specified Amount** means \$1,000,000.

**Subsidiary** shall have the meaning ascribed to it in the Corporations Act.

**Takeovers Panel** means the takeovers panel having powers under Part 6.10 of the Corporations Act.

**Tenements** means the Demetallica Group tenements as listed in the quarterly report for the period ended 30 June 2022 as announced by Demetallica to the ASX on 22 July 2022 and any other tenement in respect of which a member of the Demetallica Group holds any right title or interest.

**Zero Exercise Price Options** means the options to subscribe for Demetallica Shares issued to employees of Demetallica under employee short term and long term incentive scheme and vesting on achievement of individual KPIs within the period to 30 June 2023 (short term) and 30 June 2025 (long term).