

Offer Document

NewPeak Metals Limited (ACN 086 958 752)

A non-renounceable rights issue to existing shareholders of NewPeak Metals Limited (**Company or NPM**) of 2 fully paid ordinary New Share for every 7 Shares held at an Issue Price of \$0.015 to raise up to approximately \$529,793 before costs of the Offer.

This document is important and it should be read in its entirety. This document is not a prospectus under the *Corporations Act 2001* (Cth).

This document does not contain all of the information that an investor may require in order to make an informed investment decision regarding the New Shares offered by this document. The New Shares offered by this document should be considered speculative.

This document should be read in its entirety. If after reading this document you have any questions about the Offer or the New Shares then you should consult your stockbroker, accountant or other professional advisor.

Important information

Offer statistics

Number of New Shares to be issued: up to 35,319,542*

Issue Price:\$0.015

*Excludes any New Shares which may be issued in the event that any Performance Rights are converted prior to the Record Date.

Key dates for investors

Record Date for determining entitlements under the Issue:5 June 2024

Offer opens:7 June 2024

Offer expected to close:28 June 2024

Commencement of trading of New Shares on ASX:8 July 2024

Expected date for despatch of New Shareholding statements:9 July 2024

Further details regarding the timetable for the Offer are set out in section 1.3. All dates are subject to change and accordingly are indicative only. In particular, the Company has the right to vary the dates of the Offer, without prior notice.

Important notice

The Offer made pursuant to this Offer Document is for a rights issue of continuously quoted securities (as defined in the *Corporations Act 2001* (Cth) (**Corporations Act**)) of the Company. This Offer Document is not a disclosure document for the purposes of chapter 6D of the *Corporations Act*. The Company is offering the securities under this Offer Document without disclosure to investors under chapter 6D of the *Corporations Act* pursuant to section 708AA of the *Corporations Act*. Accordingly, the level of disclosure contained in this Offer Document is significantly less than that required under a prospectus and Eligible Shareholders should consider all relevant facts and circumstances, including their knowledge of the Company and disclosures made to the ASX and should consult their professional advisors before deciding whether to accept the Offer.

This Offer Document is dated 31 May 2024 and was lodged with the ASX on that date. The ASX does not take any responsibility for the contents of this Offer Document.

Securities will only be issued on the basis of this Offer Document in accordance with the terms set out in this Offer Document.

As at the date of this Offer Document, the Company has complied with:

- the provisions of chapter 2M of the *Corporations Act*, as they apply to the Company; and

- section 674 and section 674A of the *Corporations Act*.

The Offer is only made to those Shareholders who are Eligible Shareholders on the Record Date (being Shareholders who have a registered address in Australia, New Zealand, Luxembourg, Switzerland and Germany) .

No excluded information

As at the date of this Offer Document the Company is not aware of any excluded information of the kind which would require disclosure in this Offer Document pursuant to subsections 708AA(8) and (9) of the *Corporations Act*.

Foreign shareholders

This document does not constitute an offer of New Shares in any jurisdiction in which it would be unlawful. New Shares may not be offered or sold in any country outside Australia except to the extent permitted below.

The Company has decided that it is unreasonable to make offers under the Issue to Shareholders with registered addresses outside of Australia, New Zealand, Luxembourg, Switzerland and Germany having regard to the number of Shareholders in those places, the number and value of the New Shares they would be offered and the cost of complying with the legal and regulatory requirements in those places. Accordingly, the Offer is not being extended to, and does not qualify for distribution or sale by, and no New Shares will be issued to Shareholders having registered addresses outside of Australia, New Zealand, Luxembourg, Switzerland and Germany.

The Company has not made any investigation as to the regulatory requirements that may prevail in the countries, outside of Australia, New Zealand, Luxembourg, Switzerland and Germany , in which the Company's Shareholders may reside. It is the responsibility of overseas Applicants to ensure compliance with all laws of any country relevant to their Acceptance. The Offer may only be accepted by Eligible Shareholders and does not constitute an offer in any place in which or to any person to whom, it would be unlawful to make such an offer.

The distribution of this Offer Document in jurisdictions outside of Australia, New Zealand, Luxembourg, Switzerland and Germany may be restricted by law and persons who come into possession of this Offer Document should seek advice on and observe those restrictions. Any failure to comply with restrictions might constitute a violation of applicable securities laws.

See section 1.16 for further information on Offer restrictions with respect to shareholders who do not have registered addresses in Australia.

The Company will not be appointing a nominee for the purposes of section 615 of the *Corporations Act*.

New Zealand

The New Shares are not being offered to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom the offer of these securities is being made in reliance on the *Financial Markets Conduct (Incidental Offers) Exemption Notice 2021 (New Zealand)*.

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the *Financial Markets Conduct Act 2013 (New Zealand)*. This document is not an investment statement or prospectus under New Zealand law and is not required to, and may not,

contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

European Union (excluding Austria)

This document has not been, and will not be, registered with or approved by any securities regulator within the European Union. Accordingly, this document may not be made available, nor may the New Shares be offered for sale, within the European Union except in circumstances that do not require a prospectus under Article 1(4) of Regulation (EU) 2017/1129 of the European Parliament and the Council of the European Union (the **Prospectus Regulation**).

In accordance with Article 1(4)(a) of the Prospectus Regulation, an offer of Shares within the European Union is limited to persons who are “qualified investors” (as defined in Article 21 of the Prospectus Regulation).

Switzerland

The New Shares may not be publicly offered in Switzerland and will not be listed on the SIX Swiss Exchange or on any other stock exchange or regulated trading facility in Switzerland. Neither this document nor any other offering or marketing material relating to the New Shares constitutes a prospectus or a similar notice, as such terms are understood under art. 35 of the Swiss Financial Services Act or the listing rules of any stock exchange or regulated trading facility in Switzerland.

No offering or marketing material relating to the New Shares has been, nor will be, filed with or approved by any Swiss regulatory authority or authorised review body. In particular, this document will not be filed with, and the offer of Shares will not be supervised by, the Swiss Financial Market Supervisory Authority (FINMA).

Neither this document nor any other offering or marketing material relating to the New Shares may be publicly distributed or otherwise made publicly available in Switzerland. The New Shares will only be offered to investors who qualify as “professional clients” (as defined in the Swiss Financial Services Act). This document is personal to the recipient and not for general circulation in Switzerland.

United States

This document may not be released or distributed in the United States. This document does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. Any securities described in this document have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, registration under the US Securities Act and applicable US state securities laws.

How to accept Entitlement to New Shares

Entitlements to New Shares can be accepted in full or in part by making payment of Acceptance money by BPAY® or Electronic Funds Transfer in accordance with the instructions set out in this Offer Document and on the Entitlement and Acceptance Form.

This Offer Document is available in electronic form on the internet at <http://www.newpeak.com.au>. If you wish to obtain a free copy of this Offer Document, please contact the Company by email at dmason@newpeak.com.au or by phone on +61 400 708 329.

Enquiries

If you are an Eligible Shareholder and have any questions in relation to the Offer, please contact your stockbroker or professional adviser. If you have questions in relation to the Shares upon which your Entitlement has been calculated, or how to take up your Entitlement, please contact the Company by email at dmason@newpeak.com.au or by phone +61 400 708 329.

Deciding to accept the Offer

No person named in this Offer Document, nor any other person, guarantees the performance of NPM, the repayment of capital or the payment of a return on the New Shares.

Please read this document carefully before you make a decision to invest. An investment in the Company has a number of specific risks which you should consider before making a decision to invest. Some of these risks are summarised in section 4. This Offer Document is an important document and you should read it in full before deciding whether to invest pursuant to the Offer. You should also have regard to other publicly available information about the Company, including ASX announcements, which can be found at the Company's website: <http://www.newpeak.com.au>

Terms used

A number of terms and abbreviations used in this Offer Document have defined meanings, which are explained in the definitions and glossary in section 6.

Money as expressed in this Offer Document is in Australian dollars unless otherwise indicated.

Forward looking statements

Some of the information contained in this Offer Document constitutes forward-looking statements that are subject to various risks and uncertainties. Forward-looking statements include those containing such words as 'anticipate', 'estimate', 'should', 'will', 'expects', 'plans' or similar expressions. These statements discuss future objectives or expectations concerning results of operations or financial conditions or provide other forward-looking information. The Company's actual results, performance or achievements could be significantly different from the results or objectives expressed in, or implied by, those forward-looking statements. This Offer Document details some important factors that could cause the Company's actual results to differ from the forward-looking statements made in this Offer Document.

No representations

No person is authorised to give any information or to make any representation in connection with the Offer which is not contained in this Offer Document. Any information or representation in connection with the Offer not contained in this Offer Document may not be relied on as having been authorised by the Company or its officers. This Offer Document does not provide investment advice or advice on the taxation consequences of accepting the Offer. The Offer and the information in this Offer Document, do not take into account your investment objectives, financial situation and particular needs (including financial and tax issues) as an investor.

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Chair's letter

31 May 2024

Dear Shareholder,

On behalf of the Directors, I am pleased to invite you to take up your entitlement to new ordinary fully paid shares (**New Shares**) in NewPeak Metals Limited (**NPM** or **Company**) (**Issue**).

The Company is making a non-renounceable rights issue of 2 New Shares for every 7 Shares held in NewPeak Metals Limited on the Record Date at an Issue Price of \$0.015 per New Share, to raise up to approximately \$529,793 before the costs of this Issue (subject to the application of the Debt Conversion Facility) (**Entitlement Offer**). The Issue Price of \$0.015 per New Share represents a 49.34% discount to the 5-day volume-weighted average price for Shares (being \$0.0304) as at 30 May 2024).

It is proposed that the funds raised from the Issue will be applied for the purposes of advancing exploration on the Labrador and Quebec properties in Canada,¹ maintaining the Argentina projects to support planned divestment, consideration of new acquisitions, to cover the costs of the Issue and to provide working capital.

The Directors intend to take up all of their entitlement to New Shares, which may include conversion of outstanding fees, loans and expenses owed to them by the Company, pursuant to the Debt Conversion Facility. If, in addition to being an Eligible Shareholder, you are also a creditor of the Company, you may, at your election, apply all or part of any amount owing to you to subscribe for New Shares under the Debt Conversion Facility.

Pursuant to the *Corporations Act*, NewPeak Metals Limited is not required to prepare a prospectus for the Issue. A summary of the key information with respect to the Issue is set out in this Offer Document. Please read the Offer Document carefully before deciding whether or not to invest. If there is any matter on which you require further information, you should consult your stockbroker, accountant or other professional advisor.

A personalised Entitlement and Acceptance Form is available to download at <https://events.miraql.com/npm-offer> and sets out the number of New Shares you are entitled to subscribe for as an Eligible Shareholder (**Entitlement**). Entitlements to New Shares can be accepted in full or in part by making payment of Acceptance money by BPAY or Electronic Funds Transfer in accordance with the instructions set out below and on the Entitlement and Acceptance Form. Subscription money for the New Shares must be received by the Company at its Share Registry by the Closing Date. Please refer to the timetable for the important dates of the Offer.

The Offer is non-renounceable and therefore your Entitlements will not be tradeable on the ASX or otherwise transferable. In addition to their Entitlement, Eligible Shareholders are also invited to apply for additional New Shares which will be allocated from any Shortfall. There is no minimum subscription for the Offer.

On behalf of the Directors, I thank you for your continued support and I invite you to consider this investment opportunity.

Yours sincerely,



Brian Moller
Chair
NewPeak Metals Limited

¹ To the extent that the acquisition of those tenements is successfully completed (see section 4.3(j)).

1. Offer details

1.1 The Offer

This Offer Document is for the non-renounceable rights issue of approximately 35,319,542 New Shares at an Issue Price of \$0.015 per New Share, on the basis of 2 New Shares for every 7 Shares held by Eligible Shareholders as at the Record Date to raise up to approximately \$529,793 before costs (subject to the application of the Debt Conversion Facility) (**Entitlement Offer**).

The Offer is an offer to Eligible Shareholders only.

The Issue Price of \$0.015 per New Share represents a 49.34% discount to the 5-day volume-weighted average price for Shares (being \$0.0304) as at 30 May 2024).

On the same date as announcing the Issue, the Company lodged an Appendix 3B in relation to the proposed quotation of the New Shares on ASX. Official quotation of the New Shares is expected to occur on or about 8 July 2024, and a further Appendix 2A will be lodged in due course.

The Directors may at any time decide to withdraw this Offer Document and the offer of New Shares made under this Offer Document, in which case the Company will return all Application Money (without interest) within 28 days of giving notice of such withdrawal.

1.2 Minimum subscription

There is no minimum subscription to the Issue.

1.3 Important dates

Announcement and application for official quotation of New Shares	31 May 2024
Section 708AA notice given to ASX	31 May 2024
Lodge Offer Document with ASX	31 May 2024
Existing Shares quoted on “ex” basis Date	4 June 2024
Record Date for the Issue	5 June 2024 7.00pm (Brisbane time)
Dispatch of Offer Document and Acceptance Form	7 June 2024
Opening Date of Offer	7 June 2024 at 9.00am (Brisbane time)
Last day to extend offer	25 June 2024
Closing Date of Offer	28 June 2024 at 5:00pm (Brisbane time)
Issue of New Shares	5 July 2024
Lodgement of section 708A Notice	5 July 2024
Commencement of trading of New Shares on ASX	8 July 2024
Despatch of New Shares holding statements	9 July 2024

The dates set out in this table are subject to change and are indicative only. The Company reserves the right to alter this timetable at any time, subject to the *Corporations Act* and the Listing Rules, without notice.

The Directors, subject to the requirements of the Listing Rules and the *Corporations Act*, reserve the right to:

- (a) withdraw the Offer without prior notice; or
- (b) vary any of the important dates set out in this Offer, including extending the Offer.

1.4 Purpose of the Issue

The Company is seeking to raise a total of up to approximately \$529,793 (subject to the application of the Debt Conversion Facility).

The Directors intend to apply the proceeds from the Issue to provide funds for the purposes of:

- advancing exploration on the Labrador and Quebec properties in Canada;²
- maintaining the Argentina projects to support planned divestment;
- the costs of the Offer; and
- general corporate costs and working capital.

The proceeds from the Issue (assuming it is fully subscribed) is proposed to be allocated in the following manner:

Proposed use of funds	Assuming Full Subscription (\$)
Exploration on the Labrador and Quebec properties in Canada ¹	\$300,000
Maintaining the Argentina projects to support planned divestment	\$75,000
Consideration of new acquisitions	\$50,000
Estimated costs of the Issue (including legal fees, Share Registry fees, ASX fees and other miscellaneous costs associated with the Offer) ²	\$56,000
Working capital	\$48,793
Total (maximum raising)	\$529,793

1. Assumes that the acquisition of those tenements is successfully completed (see section 4.3(j)).
2. Assumes that the Offer is fully subscribed, and does not take account of brokerage (if any) discussed at section 5.3

Note: the use of funds as listed above is indicative only and is subject to change by the Directors in their discretion having regard to other any factors which may impact on how the funds will best be applied for the Company's business.

² To the extent that the acquisition of those tenements is successfully completed (see section 4.3(j)).

1.5 Risk factors

Eligible Shareholders should be aware that an investment in the Company is subject to investment and other known and unknown risks, including possible loss of income and the principal invested. Investors should carefully read the section on risk factors outlined in section 4. An investment of this kind involves a number of risks, a number of which are specific to the Company and the industry in which it operates.

However, these risks should not be taken to be exhaustive of the risks faced by the Company or its Shareholders. Those risk factors referred to section 4, and others not specifically referred to in section 4, may materially affect the financial performance of the Company and the value of its Shares in the future.

The Company has implemented strategies, actions, systems and safeguards for known risks. However, some risks are beyond its control. Consequently, the prevailing price or value of New Shares issued under the Offer may be more or less than the Issue Price.

The New Shares offered under this Offer carry no guarantee of profitability, dividends, return of capital or the price at which they may trade on ASX. The past performance of the Company should not necessarily be considered a guide to their future performance.

1.6 New Share terms

Each New Share will rank equally with all existing Shares then on issue. Full details of the rights and liabilities attaching to the Shares are set out in the Company's constitution, a copy of which is available for inspection at the Company's registered office during normal business hours.

1.7 No rights trading

Entitlements to New Shares pursuant to the Issue are non-renounceable and accordingly will not be traded on the ASX.

1.8 Acceptance of Entitlement to New Shares

The number of New Shares to which each Eligible Shareholder is entitled is calculated as at the Record Date and is shown on the personalised Entitlement and Acceptance Form available to download at <https://events.miraql.com/npm-offer>. This Offer Document is for the information of Eligible Shareholders who are entitled and may wish to apply for the New Shares. Fractional entitlements will be rounded up to the nearest whole number.

Entitlements to New Shares can be accepted in full or in part by making payment of Acceptance money by BPAY or Electronic Funds Transfer in accordance with the instructions set out below and on the Entitlement and Acceptance Form.

1.9 Not Underwritten

The Offer is not underwritten. This means that the full amount proposed to be raised by the Company under the Offer may not ultimately be raised by the Company.

Any New Shares not taken up by Eligible Shareholders by the Closing Date will form part of the Shortfall (**Shortfall Shares**). Any Shortfall Shares that are not subscribed for by Eligible Shareholders may be placed to professional and sophisticated investors following closure of the Offer.

1.10 **Additional Shares**

Eligible Shareholders that have fully subscribed for their Entitlement under the Offer will be able to subscribe for additional New Shares (**Additional Shares**). Additional Shares will be sourced from Entitlements that were not taken up under the Offer.

Eligible Shareholders can subscribe for Additional Shares through BPAY or Electronic Funds Transfer. There is no guarantee that those Eligible Shareholders will receive the number of Additional Shares applied for.

The Company may reject any application for Additional Shares or allocate fewer Additional Shares than applied for by Eligible Shareholders. Decisions regarding the operation of the issue of Additional Shares and any necessary scale back will be made by the Board. In the event that demand for Additional Shares exceed the number of Additional Shares available, the number of Additional Shares issued to Eligible Shareholders will be scaled back on a pro rata basis.

No Additional Shares will be issued under this Offer Document to an Eligible Shareholder if the issue of the Additional Shares to that Eligible Shareholder would contravene the takeover prohibition in section 606 of the Corporations Act, the Company's Constitution or the Listing Rules.

1.11 **Shortfall Offer**

Any New Shares offered under the Entitlement Offer that are not applied for (i.e. after the allocation of Additional Shares as contemplated in section 1.10) will form the Shortfall Shares. The Board reserves the right to place any Shortfall Shares at their discretion within three months after the Closing Date. The Directors allocation policy in respect of the Shortfall Shares is to encourage the introduction of new investors to the Company by placing the Shortfall Shares with institutional, professional and sophisticated investors whom an offer of Shortfall Shares may be lawfully made without the need for disclosure under Chapter 6D of the Corporations Act.

No Shortfall Shares will be issued to an applicant if the issue of Shortfall Shares would contravene the takeover prohibition in section 606 of the Corporations Act, the Company's constitution or the Listing Rules.

You are referred to Section 2 for further information.

1.12 Participation of Directors under the Offer

All Directors either personally or through related entities presently intend to participate in the Offer. Directors currently have the following holdings of Shares:

Director	Current Shareholding	Entitlement	Intention
David Mason	5,635,026 ¹	1,610,007	To accept full entitlement ²
Brian Moller	994,707 ¹	284,202	To accept full entitlement ²
Andrew Gladman	366,000 ¹	104,571	To accept full entitlement ²

Notes:

1. All Shares are held either by the director or by a related entity of the director.
2. Each of the above Directors have agreed to take up their entitlement in full either through cash consideration or by converting debt owed to them via the Debt Conversion Facility (see section 2.2).

1.13 Allotment and allocation policy

The Company will proceed to allocate New Shares as soon as possible after the Closing Date and receiving ASX permission for official quotation of the New Shares.

In the case that there is less than full subscription by Eligible Shareholders to their Entitlements under this Offer Document, the Directors reserve the right, as contemplated within the Listing Rules, to issue any Shortfall at their discretion. Successful Applicants will be notified in writing of the number of New Shares allocated to them as soon as possible following the allocation being made.

It is the responsibility of Applicants to confirm the number of New Shares allocated to them prior to trading in New Shares. Applicants who sell New Shares before they receive notice of the number of New Shares allocated to them do so at their own risk.

1.14 ASX listing

The Company will apply to the ASX for the New Shares to be issued pursuant to this Offer Document to be listed for official quotation by the ASX. If granted, quotation of the New Shares will commence as soon as practicable after allotment of the New Shares to Applicants. It is the responsibility of the Applicants to determine their allocation of New Shares prior to trading.

Should the New Shares not be granted official quotation on the ASX within three months after the date of this Offer Document, none of the New Shares offered under this Offer Document will be issued and all acceptance money will be refunded without interest to Applicants within the time prescribed by the *Corporations Act*.

1.15 CHESS

The Company will apply for the New Shares to participate in CHESS, in accordance with the ASX Listing Rules and ASX Settlement Operating Rules.

The Company will not issue certificates to Shareholders with respect to the New Shares. After allotment of the New Shares, Shareholders who are issuer sponsored will be provided with an

issuer sponsored statement and those who are CHESS Holders will receive an allotment advice.

The CHESS statements, which are similar in style to bank account statements, will set out the number of New Shares allotted to each successful applicant pursuant to this Offer Document. The statement will also advise holders of their holder identification number. Further statements will be provided to holders which reflect any changes in their holding in the Company during a particular month.

1.16 Overseas Shareholders

The Company has not made investigations as to the regulatory requirements that may prevail in the countries outside of Australia, New Zealand, Germany, Luxembourg and Switzerland in which the Company's Shareholders reside.

This Offer Document and accompanying forms do not, and are not intended to, constitute an offer of New Shares in any place outside of Australia, New Zealand, Germany, Luxembourg and Switzerland in which, or to any person to whom, it would not be lawful to make such an offer or to issue this Offer or that Form.

The distribution of this Offer Document and the accompanying form in jurisdictions outside of Australia, New Zealand, Germany, Luxembourg and Switzerland may be restricted by law and persons who come into possession of this Offer Document and the accompanying form should seek advice on and observe those restrictions. Any failure to comply with those restrictions may constitute a violation of applicable securities laws.

The Company has decided that it is unreasonable to make offers under the Issue to Shareholders with registered addresses outside of Australia, New Zealand, Germany, Luxembourg and Switzerland (**Ineligible Shareholders**) having regard to the number of Shareholders in those places, the number and value of the New Shares they would be offered and the cost of complying with the legal and regulatory requirements in those places. Accordingly, the Offer is not being extended to, and does not qualify for distribution or sale by, Ineligible Shareholders and no New Shares will be issued to Ineligible Shareholders.

In particular this Offer is not made in the United States or to persons (including nominees or custodians) acting for the account or benefit of a person in the United States, or to any person who is ineligible under applicable securities laws in any country to receive an offer under the Offer Document without any requirement for a prospectus to be lodged or registered.

1.17 Notice to nominees and custodians

Nominees and custodians may not distribute any part of this document in the United States or in any other country outside of Australia, New Zealand, Germany, Luxembourg and Switzerland, except as set forth in the Important Information section at the start of this Offer Document.

1.18 Electronic Offer Document

An electronic version of this Offer Document is available on the Internet at <http://www.newpeak.com.au>.

The Entitlement and Acceptance Form may only be distributed together with a complete and unaltered copy of the Offer Document. The Company will not accept a completed Entitlement and Acceptance Form if it has reason to believe that the investor has not received a complete paper copy or electronic copy of the Offer Document or if it has reason to believe that the Entitlement and Acceptance Form or electronic copy of the Offer Document has been altered or tampered with in any way.

While the Company believes that it is extremely unlikely that in the Offer period the electronic version of the Offer Document will be tampered with or altered in any way, the Company cannot give any absolute assurance that it will not be the case. Any investor in doubt concerning the validity or integrity of an electronic copy of the Offer Document should immediately request a paper copy of the Offer Document directly from the Company or the Share Registry.

2. How to apply

2.1 Eligible Shareholder choices

Eligible Shareholders may:

- (a) accept all of their Entitlement;
- (b) accept all of their Entitlement and apply for Additional Shares;
- (c) accept only part of their Entitlement; or
- (d) take no action in respect of their Entitlement and allow their Entitlement to lapse. This will mean that they will have no right to subscribe for the New Shares pursuant to this Offer.

The number of New Shares to which Eligible Shareholders are entitled to is shown on the Entitlement and Acceptance Form which accompanies this Offer Document and is available to download at <https://events.miraqle.com/npm-offer>.

2.2 Debt Conversion Facility

Eligible Shareholders who are also creditors of the Company (**Creditor Shareholders**), may elect to take up their Entitlement by means of the conversion of some or all of the existing debt owed to them by the Company (**Debt Conversion Facility**).

The conversion will be undertaken on a dollar for dollar basis at the Issue Price, and, in the case of any fractional entitlements, the number of New Shares arising from the conversion of the debt shall be rounded up to the nearest whole number. The election to settle the Application Monies owing in respect of your Entitlement by conversion of an existing debt, is provided for on the Entitlement and Acceptance Form.

For clarity, the Debt Conversion Facility does not enable any Creditor Shareholders to take up more New Shares under the Entitlement Offer than if the facility was not available.

Details of those directors who intend to participate in the Offer and who are also Creditor Shareholders (either directly or by way of the holdings of related entities) are set out below:

Creditor	Amount Owing by Company	Entitlement and Value	Intention
David Mason	\$48,257.10 in outstanding expenses owed for the period from January 2024 to April 2024.	1,610,007 Shares (total value of \$24,150.11)	David Mason intends to take up his full entitlement by means of the conversion of the existing debt (to the extent required) owed to him by the Company or by cash consideration.
Brian Moller	Brian Moller is owed \$8,332 in outstanding fees from 31 March 2024 to 31 May 2024	284,202 Shares (total value of \$4,263.03)	Brian Moller intends to take up his full entitlement by means of the conversion of the existing debt (to the extent required) owed to him by the Company or by cash consideration.

Creditor	Amount Owing by Company	Entitlement and Value	Intention
Andrew Gladman	Andrew Gladman is owed \$8,332 in outstanding fees from 31 March 2024 to 31 May 2024	104,571 Shares (total value of \$1,568.57)	Andrew Gladman intends to take up his full entitlement by means of the conversion of the existing debt (to the extent required) owed to him by the Company or by cash consideration.

2.3 How to Accept your Entitlement

Payment of Application Monies will only be accepted in Australian currency and as follows:

(a) by BPAY®

Eligible Shareholders can make their payment by BPAY® in accordance with the instructions set out in their personalised Entitlement and Acceptance Form that can be downloaded at <https://events.miraqle.com/npm-offer>.

It is the responsibility of the Eligible Shareholder to ensure that their BPAY® payment is received by no later than 5:00pm (Brisbane time) on the Closing Date using the reference number on the Entitlement and Acceptance Form. You should be aware that your financial institution may implement earlier cut-off times with regards to electronic payment and you should therefore take this into consideration when making payment.

The reference number is used to identify your holding. If you have multiple holdings you will have multiple reference numbers. You must use the reference number on each Entitlement and Acceptance Form to pay for each holding separately.

Eligible Shareholders making a payment by BPAY® are not required to return their Entitlement and Acceptance Form;

or

(b) by electronic funds transfer (EFT).

Eligible Shareholders who are unable to pay in accordance with the processes set out above, may pay via EFT in accordance with the instructions set out in their personalised Entitlement and Acceptance Form available to download at <https://events.miraqle.com/npm-offer>.

Eligible Shareholders paying via EFT must use their SRN/HIN as the reference number for their deposit. If you do not use your SRN/HIN, your application will not be able to be processed.

The SRN/HIN is used to identify your holding. If you have multiple holdings you will have SRN/HINs. You must use the SRN/HIN for each holding and pay for each holding separately.

It is the responsibility of the Eligible Shareholder to ensure that their EFT payment is received by no later than 5:00pm (Brisbane time) on the Closing Date using the BSB and account number on the Entitlement and Acceptance Form. You should be aware that your financial institution may implement earlier cut-off times with regards to electronic payment and you should therefore take this into consideration when making

payment. You will also need to ensure that you are aware of any transfer fees with your Financial Institution as we are only able to process the AUD funds received.

Eligible Shareholders making a payment via EFT are not required to return their Entitlement and Acceptance Form.

If you cannot make payment in the manner required by your Entitlement and Acceptance Form, please contact the Share Registry on +61 1300 554 474 (toll free within Australia) for further instructions.

No brokerage, handling fees or stamp duty is payable by Applicants in respect of their applications for New Shares under this Offer Document. The amount payable on acceptance will not vary during the period of the Offer and no further amount is payable on allotment. Application Money will be held in trust in a subscription account until allotment of the New Shares. The subscription account will be established and kept by the Company on behalf of the Applicants. Any interest earned on the Application Money will be retained by the Company irrespective of whether allotment takes place.

If you do not wish to accept all or any part of your Entitlement, do not take any further action and that part of your Entitlement will lapse. If you do not take up all of your Entitlement in accordance with the instructions set out above, any New Shares that you would have otherwise been entitled to under the Offer may be issued by the Directors to third parties. See sections 1.9 and 3.3 for further details.

2.4 Additional Shares

Eligible Shareholders who take up their full Entitlement under the Offer may also apply for Additional Shares. Additional Shares will only be available to the extent of the shortfall between Applications received from Eligible Shareholders for their Entitlement and the number of New Shares proposed to be issued under the Offer.

Should you wish to apply for Additional Shares, the Application must be made in accordance with the instructions referred to in this Offer Document and on the Entitlement and Acceptance Form.

If you wish to apply for Additional Shares, use the BPAY facility as outlined in the Entitlement and Acceptance Form so that your proceeds are received by no later than 5:00pm Brisbane time on the Closing Date. You will not need to return the Entitlement and Acceptance Form. By paying for more shares than your Entitlement, you will be making an application for the excess shares as Shortfall Shares.

If you apply for Additional Shares and your Application is successful (in whole or part), your Additional Shares will be issued at the same time that other New Shares are issued under the Offer. There is no guarantee that you will receive any Additional Shares.

2.5 Binding effect of Entitlement and Acceptance Form

A payment made through BPAY or EFT, constitutes a binding offer to acquire New Shares on the terms and conditions set out in this Offer Document and, once lodged or paid, cannot be withdrawn. The Directors' decision whether to treat an acceptance as valid and how to construe, amend or complete the Entitlement and Acceptance Form is final.

By making a payment by BPAY or EFT, you will also be deemed to have acknowledged, represented and warranted on behalf of each person on whose account you are acting that:

- (a) you are an Eligible Shareholder and are not in the United States and are not a person (including nominees or custodians) acting for the account or benefit of a person in the

United States and are not otherwise a person to whom it would be illegal to make an offer or issue New Shares under the Offer;

- (b) you acknowledge that the New Shares have not been, and will not be, registered under the US Securities Act or under the laws of any other jurisdiction outside of Australia, New Zealand, Germany, Luxembourg and Switzerland.
- (c) you have not and will not send any materials relating to the Offer to any person in the United States or to any person (including nominees or custodians) acting for the account or benefit of a person in the United States.

3. Control issues arising from the Offer on the Company

3.1 Present position

At the date of this Offer Document the Company is of the view that there is no one entity who controls the Company.

The Shareholders who hold more than 5% of the Shares prior to the date of this Offer Document are as follows:

Name	Shares	%
Gerhard Redelinghuys ¹ ,	14,343,628	11.60%
Neil Stuart ²	12,173,276	9.85%
AusVan Battery Metals Pty Ltd	10,000,000	8.09%
DGR Global Limited	8,034,007	6.50%

Note:

1. Including Shares held by associated entities (namely, Gerhard Redelinghuys as trustee for the Redelinghuys Super Fund and Redel Resources Pty Ltd)
2. Including Shares held by associated entities (namely, Australian Geoscientists Pty LTd and Fairground Pty Ltd).

3.2 Capital structure

Assuming full subscription under the Offer, the share capital structure of the Company immediately following the Issue assuming the Issue is fully subscribed will be as follows:

	Shares	
	Number	%
Ordinary Shares on issue at the date of the Offer Document ¹	123,618,399	78%
Maximum number of New Shares under the Offer Document ¹	35,319,542	22%
Total:	158,937,941	100%

Notes:

1. The above figures assume that none of the 2,600,000 Performance Rights currently on issue are converted prior to the Record Date. If all Performance Rights on issue as at the date of this Offer Document were exercised and converted to Shares prior to the Record Date, the Company's issued shares would increase to 126,218,399 resulting in a further 742,857 New Shares being available to Eligible Shareholders under this Offer Document. Assuming the Offer is fully subscribed, this would increase the Company's total Shares on issue after completion of the Offer to 162,280,798 Shares.

As at the date of this Offer Document, the Company has a total of 2,600,000 Performance Rights on issue as follows:

Name	No of performance rights	Grant date	Vesting date and exercisable date	Expiry date	Fair value per right at grant date
Boyd White	2,500,000	25/01/2023	The Company must enter and complete a new resource and mining exploration-based acquisition transaction*	25/01/2025	\$0.00053
John Haley	100,000	25/01/2023	The Company must enter and complete a new resource and mining exploration-based acquisition transaction	25/01/2025	\$0.00053

Notes:

**Boyd White is no longer employed by the Company and given his employment has ceased, the Company considers that it is highly unlikely that these performance rights will vest.*

3.3 Potential effect of the Offer

The Offer is a pro-rata offer so that if all Eligible Shareholders take up their Entitlements and none of the Performance Rights are converted to Shares, the voting power of all Eligible Shareholders will remain the same. In that event, there will be no actual or potential effect or consequences arising from the Offer on the control of the Company.

However, Eligible Shareholders who do not take up all of their Entitlements will have their interest in the Company diluted. In addition, the proportional shareholdings of Shareholders who are not resident in Australia, New Zealand, Germany, Luxembourg and Switzerland may be diluted as those Shareholders are not entitled to participate in the Offer.

While the final percentage interests held by Shareholders of the Company is entirely dependent on the extent to which they are Eligible Shareholders, and to the extent to which the other Eligible Shareholders take up their Entitlements, the Company expects that the potential effect of the issue of New Shares under the Offer on the control of the Company will be minimal.

In the event of a Shortfall, the Directors reserve the right to place the Shortfall at their sole discretion subject to the provisions of the *Corporations Act* and the Listing Rules.

4. Risk factors

4.1 Introduction

The activities of the Company, as in any business, are subject to risks which may impact on its future performance. The Company has appropriate actions, systems and safeguards for known risks, however, some are outside its control.

Prior to making any decision to accept the Offer, Eligible Shareholders should carefully consider the risk factors which the Company has previously disclosed (many of which are listed below), as well as those risks of which the Eligible Shareholder is aware, or should be aware of through their own knowledge and enquiries.

Some of the risks may be mitigated by the Company using safeguards and appropriate systems and taking certain actions. However, as noted above and previously, some of the risks are outside the control of the Company and are not capable of mitigation. There are also general risks associated with any investment in shares.

The risks listed below (and previously disclosed by the Company) should not be taken as exhaustive of the risks faced by the Company. Factors other than those listed may in the future materially affect the financial performance of the Company and the value of the New Shares. Eligible Shareholders should read this Offer Document in its entirety and consult their stockbroker, accountant or other professional advisor without delay before deciding whether to accept the Offer.

4.2 General risks

The New Shares that are to be issued pursuant to the Offer are speculative because of the nature of the mining industry generally. The value of shares can go up as well as down and a dividend may or may not be paid in the future, depending on the Company's operating successes. As the holding of the Company's securities can involve certain risks, Eligible Shareholders in doubt as to the course they should follow should consult their stockbroker, accountant or other professional advisor without delay.

A summary of the major general risks are described below:

(a) Nature of investment

Any potential investor should be aware that subscribing for New Shares involves risks. The New Shares to be issued pursuant to this Offer carry no guarantee with respect to the payment of dividends, return on capital or the market value of those New Shares. An Applicant may not be able to recoup his or her initial investment. More specifically, the risks are that:

- (1) the price at which the Applicant is able to sell the New Shares is less than the price paid due to changes in market circumstances;
- (2) the Applicant is unable to sell the New Shares; and
- (3) the Company is placed in receivership or liquidation making it reasonably foreseeable that Shareholders could receive none, or only some of their initial investment.

(b) Dilution

Eligible Shareholders should be aware that to the extent that they do not accept their Entitlements in full, a Shortfall will arise and all or part of any Shortfall may be placed by the Company to other parties, in which case, their interest in the Company may be

diluted. Further, the Entitlement Offer is not being extended to Shareholders with registered addresses outside of Australia, New Zealand, Germany, Luxembourg and Switzerland and the holdings of those Shareholders in the Company will be diluted by the Entitlement Offer.

(c) **Stock market**

The New Shares may trade on the ASX at higher or lower prices than the Issue Price following listing. Investors who decide to sell their New Shares after listing may not receive the entire amount of their original investment.

The Shares are currently listed on the ASX. However, there can be no guarantee that there is or will be an active market in the Shares or that the price of the New Shares will increase.

The price at which the New Shares trade on the ASX may be affected by the financial performance of the Company and by external factors over which the Directors and the Company have no control. These factors include movements on international share markets, local interest rates and exchange rates, domestic and international economic conditions, government taxation, market supply and demand and other legal, regulatory or policy changes.

(d) **Economic factors**

The operating and financial performance of the Company is influenced by a variety of general economic and business conditions including the levels of consumer confidence and spending, business confidence and investment, employment, inflation, interest rates, exchange rates, access to debt and capital markets, fiscal policy, monetary policy and regulatory policies. A prolonged deterioration in any number of the above factors may have a material adverse impact on the Company's business and financial performance.

(e) **Management actions**

The Directors will, to the best of their knowledge, experience and ability (in conjunction with their management) endeavour to anticipate, identify and manage the risks inherent in the activities of the Company, but without assuming any personal liability for same, with the aim of eliminating, avoiding and mitigating the impact of risks on the performance of the Company and its securities.

(f) **Unforeseen expenses**

While the Company is not aware of any expenses that may need to be incurred that have not been taken into account, if such expenses were subsequently incurred, the expenditure proposals of the Company may be adversely affected.

(g) **Additional capital requirements**

The Company's ability to effectively implement its business strategy over time may depend in part on its ability to raise additional funds. There can be no assurance that any such equity or debt funding will be available to the Company on favourable terms or at all. If adequate funds are not available on acceptable terms, the Company may not be able to take advantage of opportunities or otherwise respond to competitive pressures.

4.3 Risks specific to an investment in the Company

In addition to the general risks noted in section 4.2, Eligible Shareholders should be aware of risks specific to an investment in the Company, which may include, but are not limited to the following:

(a) **Regulatory risk and government policy**

The availability and rights to explore and mine, as well as industry profitability generally, can be affected by changes in government policy that are beyond the control of NPM.

The relevant government departments in the countries in which NPM has interests do conduct reviews from time to time of policies in connection with the granting and administration of mining tenements. Whilst NPM remains confident that the required appointments will be made, no assurance can be given as to the timing or outcome.

Changing attitudes to environmental, land care, cultural heritage or traditional religious artefacts and indigenous land rights issues, together with the nature of the political process, provide the possibility for future policy changes. There is a risk that such changes may affect the Company's exploration plans or, indeed its rights and/or obligations with respect to the tenements.

(b) **Exploration and evaluation risk**

Exploration and development are high risk undertakings and even if an apparently viable deposit is identified, there is no guarantee that it can be economically exploited. There can be no assurance that exploration will result in the discovery of an economic deposit and a number of factors outside the control of the Company can affect this outcome. The success of the Company is dependent on exploration success.

(c) **Operational risks and costs**

Prosperity for NPM and its subsidiaries will depend largely upon an efficient and successful implementation of all the aspects of exploration, developments, business activities and management of commercial factors.

Exploration has been and will continue to be hampered on occasions by unforeseen weather events, accidents, unforeseen cost changes, environmental considerations, natural events and other incidents beyond the control of NPM.

By its nature, the business of exploration is a highly speculative endeavour and involves significant risks. The Company's performance depends on the successful exploration and/or acquisition of resources or reserves, competent operational management and efficient financial management. Further, the nature of exploration can sometimes result in industrial accidents and other incidents beyond the control of the Company.

The exploration and mining activities of the Company may be affected by a number of factors, including but not limited to geological conditions, seasonal weather patterns, technical difficulties and failures, continued availability of the necessary technical equipment, plant and appropriately skilled and experienced technicians, adverse changes in government policy or legislation and access to the required level of funding.

(d) **Environmental regulations and risks**

National and local environmental laws and regulations affect nearly all of the operations of the Company. These laws and regulations set various standards regulating certain aspects of health and environmental quality, provide for penalties and other liabilities for the violation of such standards and establish, in certain circumstances, obligations to remediate current and former facilities and locations where operations are or were conducted. The Company will minimise the potential impact of these laws and regulations by taking steps to ensure compliance occurs and, where possible, by carrying appropriate insurance.

Significant liability could be imposed on the Company for damages, clean up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous owners of properties acquired by the Company or non-compliance with environmental laws or regulations.

(e) **Sovereign risks**

Any future material adverse changes in government policies or legislation in Australia, Argentina, Sweden or any other jurisdiction in which the Company undertakes or may undertake operations that affect foreign ownership, mineral exploration, development or mining activities, may affect the viability and profitability of the Company and its projects.

(f) **Commodity prices**

NPM's prospects and perceived value will be influenced from time to time by the prevailing short-term prices of the commodities targeted in its exploration programs. Commodity prices fluctuate and are affected by factors including supply and demand for mineral products, hedge activities associated with commodity markets, the costs of production and general global economic and financial market conditions.

These factors may cause volatility, which in turn, may affect the Company's ability to finance its future exploration and/or bring Company's to market.

(g) **Title Risk**

The exploration and prospecting permits and claims in which the Company has now, or may, in the future, acquire an interest, are subject to applicable local laws and regulations. There is no guarantee that any claims, applications or conversions in which the Company has a current or potential interest will be granted.

All of the projects in which the Company has an interest in will be subject to application for claim renewal from time to time. Renewal of the term of each claim is subject to applicable legislation. If the claim is not renewed for any reason, the Company may suffer significant damage through loss of the opportunity to develop and discover any mineral resources on that claim.

Although the Company has taken steps to verify the title to the resource properties in which it has or has a right to acquire an interest in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee title. Title to resource properties may be subject to unregistered prior agreements or transfers, and may also be affected by undetected defects or the rights of indigenous peoples.

(h) **Feasibility and development risks**

Given the early stage of the Company's projects, there will be a complex, multidisciplinary process to be undertaken to complete a feasibility study to support any development proposal. There is a risk that the feasibility study and associated

technical works will not achieve the results expected. There is also a risk that even if a positive feasibility study is produced, the project may not be successfully developed for commercial or financial reasons.

(i) **Climate risk**

There are a number of climate-related factors that may affect the operations and proposed activities of the Company. The climate change risks particularly attributable to the Company include:

- (a) the emergence of new or expanded regulations associated with the transition to a lower-carbon economy and market changes related to climate change mitigation. The Company may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples sit amongst an array of possible restraints on industry that may further impact the Company and its profitability. While the Company will endeavour to manage these risks and limit any consequential impacts, there can be no guarantee that the Company will not be impacted by these occurrences; and
- (b) climate change may cause certain physical and environmental risks that cannot be predicted by the Company, including events such as increased severity of weather patterns and incidence of extreme weather events and longer-term physical risks such as shifting climate patterns. All these risks associated with climate change may significantly change the industry in which the Company operates.

(j) **Canadian Uranium Risk**

The Company intends on acquiring tenements in Labrador and Quebec (**Acquisition**) from Emma Fairhurst and Wayne Holmstead (**Canadian Uranium Vendors**), which is subject to execution and completion of a contract with the Canadian Uranium Vendors (**Acquisition Agreement**).

The Company has agreed to issue the Canadian Uranium Vendors shares in the Company (**Consideration Shares**) as consideration for the Acquisition and the issue of the Consideration Shares is subject to shareholder approval at the Company's upcoming Extraordinary General Meeting.

Completion of the Acquisition Agreement will be dependent upon shareholders approving the issue of the Consideration Shares to the Canadian Uranium Vendors at the upcoming Extraordinary General Meeting.

As such, no assurance can be given that shareholder approval will be obtained and that the Acquisition Agreement will be executed and fully performed by the parties.

Shareholders should consider that the investment in the Company is speculative and should consult their professional advisers before deciding whether to apply for the New Shares.

5. Additional information

5.1 Section 708AA Corporations Act

NewPeak Metals Limited is a disclosing entity and therefore subject to regular reporting and disclosure obligations under the *Corporations Act*. Under those obligations, the Company is obliged to comply with all applicable continuous disclosure and reporting requirements in the Listing Rules.

This Offer is being undertaken pursuant to section 708AA of the *Corporations Act*. This section enables disclosing entities to undertake a rights issue in relation to securities in a class of securities which has been quoted by ASX at all times during the 12 months before the date of the Offer. Apart from formal matters a notice under section 708AA(2)(f) need only:

- (a) contain information that is excluded information as at the date of the Offer Document pursuant to section 708AA(8) and (9); and
- (b) state:
 - (1) the potential effect the issue of the New Shares will have on the control of the Company; and
 - (2) the consequences of that effect.

A notice under section 708AA(2)(f) was lodged with the ASX on 31 May 2024 .

5.2 Rights and liabilities attaching to New Shares

The New Shares will have from issue the same rights attaching to all existing Shares on issue. The rights attaching to ownership of the New Shares are set out in the Company's Constitution, a copy of which is available for inspection at the registered office of the Company during business hours.

This Offer Document does not contain a summary of the principal rights and liabilities of holders of the New Shares.

5.3 Expenses of the Offer

All expenses connected with the Offer are being borne by the Company. Total expenses of the Offer are estimated to be in the order of \$56,000 (assuming that the Offer is fully subscribed).

In addition the Company may if it deems it necessary for the placement of any Shortfall, pay stockbrokers' fees which will be equal to a percentage of the Issue Price (including GST) of New Shares issued under the Shortfall.

5.4 Consents and disclaimers

Written consents to the issue of this Offer Document have been given and at the time of this Offer Document have not been withdrawn by the following parties:

Link Market Services Limited has given and has not withdrawn its consent to be named in this Offer Document as the Share Registry of the Company in the form and context in which it is named. It has had no involvement in the preparation of any part of this Offer Document other than recording its name as share registrar to the Company and it takes no responsibility for any part of the Offer Document other than the references to its name.

HopgoodGanim Lawyers has given and has not withdrawn its consent to be named in this Offer Document as solicitors to the Offer in the form and context in which it is named. It takes no responsibility for any part of the Offer Document other than references to its name.

5.5 **Directors' statement**

This Offer Document is issued by NewPeak Metals Limited. Each director has consented to the lodgement of the Offer Document with ASX.

Signed on the date of this Offer Document on behalf of NewPeak Metals Limited by:

A handwritten signature in black ink, appearing to read 'B Moller', with a stylized flourish at the end.

.....
Brian Moller
Director

6. Definitions and glossary

Terms and abbreviations used in this Offer Document have the following meaning:

Acceptance	An acceptance of Entitlements
Additional Shares	Means the New Shares that Eligible Shareholders may apply for in excess of their Entitlement under section 1.10 of this Offer Document.
Applicant	A person who submits payment via BPAY or EFT in accordance with their Entitlement and Acceptance Form
Application Money	The Issue Price multiplied by the number of New Shares applied for
ASX	ASX Limited ACN 008 624 691
ASX Settlement Operating Rules	The operating rules of ASX Settlement Pty Ltd
Board	The board of Directors of the Company
CHESS	means the Clearing House Electronic Sub-register System, an automated transfer and settlement system for transactions in securities quoted on the ASX under which transfers are effected in paperless form.
Closing Date	The date by which valid acceptances must be received by the Share Registrar being 5.00pm Brisbane or such other date determined by the Board
Company or NewPeak Metals Limited	NewPeak Metals Limited ACN 068 958 752.
Constitution	The Constitution of the Company
Corporations Act	<i>Corporations Act 2001</i> (Cth)
Creditor Shareholders	Eligible Shareholders who are also creditors of the Company.
Debt Conversion Facility	A facility pursuant to which Creditor Shareholders may elect to take up their Entitlement by means of the conversion of some or all of the existing debt owed to them by the Company.
Directors	The Directors of the Company
Eligible Shareholder	A shareholder of the Company that holds shares in the Company on the Record Date whose registered address is in Australia, New Zealand, Germany, Luxembourg or Switzerland.
Entitlement and Acceptance Form or Form	An entitlement and acceptance form in the form available to download at https://events.miraqle.com/npm-offer .
Entitlements	The entitlement to accept New Shares under this Offer Document
Existing Options	All existing options to subscribe for Shares currently on issue as at the date of this Offer Document
Ineligible Shareholder	A Shareholder who is not an Eligible Shareholder

Issue or Offer	The offer and issue of New Shares in accordance with this Offer Document
Issue Price	\$0.015 for each New Share applied for
Listing Rules	The official listing rules of the ASX
New Shares	the Shares proposed to be issued to Eligible Shareholders under the Offer
Opening Date	The date of commencement of the Offer, expected to be 7 June 2024
Offer Document	This Offer Document dated 31 May 2024 as modified or varied by the Company
Performance Rights	Performance rights on issue in the Company from time to time
Record Date	7:00pm on 5 June 2024
Register	The share register of the Company
Relevant Interest	Has the meaning given to that term in the <i>Corporations Act</i>
Securities	Has the same meaning as in section 92 of the <i>Corporations Act</i>
Share Registry	Link Market Services Limited
Shares	The ordinary shares on issue in the Company from time to time
Shareholder or Shareholders	The holders of Shares from time to time
Shortfall	Those New Shares for which the Entitlement lapses
Shortfall Shares	Those New Shares not taken up under the Entitlement Offer which will form the Shortfall.
US Securities Act	The US Securities Act of 1933, as amended.

Corporate directory

Directors	Solicitors to the Offer
<p>Mr Brian Moller (Non-Executive Chairman) Mr Andrew Gladman (Non-Executive Director) Mr David Mason (Executive Director) Mr John Haley (Company Secretary)</p>	<p>HopgoodGanim Lawyers Level 8 Waterfront Place 1 Eagle Street Brisbane QLD 4000 Tel: +61 7 3024 0000 www.hopgoodganim.com.au</p>
Administration and Registered Office	Share Registry
<p>NewPeak Metals Limited Level 27 111 Eagle Street Brisbane Qld 4000 Tel: +61 7 3303 0650 www.newpeak.com.au</p>	<p>Link Market Services Limited Level 21 10 Eagle Street Brisbane Qld 4000 Tel: 1800 502 355 www.linkmarketservices.com.au</p>