



## Update Summary

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**Entity name**

INVERT GRAPHITE LIMITED

**Announcement Type**

Update to previous announcement

**Date of this announcement**

19/3/2025

**Reason for update to a previous announcement**

Amendment to timetable and the Minimum Subscription under the Capital Raise has increased to 110,000,000 Shares to raise AUD3.3m. Refer InVert Graphite prospectus announced 14 March 2025 for additional updates which further modify certain details below, such as the prospectus noting that the employment agreement with Mr Millanga has now been signed.

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

INVERT GRAPHITE LIMITED

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

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

**1.2 Registered Number Type**

ABN

**Registration Number**

45101955088

**1.3 ASX issuer code**

IVG

**1.4 The announcement is**

Update/amendment to previous announcement

**1.4a Reason for update to a previous announcement**

Amendment to timetable and the Minimum Subscription under the Capital Raise has increased to 110,000,000 Shares to raise AUD3.3m. Refer InVert Graphite prospectus announced 14 March 2025 for additional updates which further modify certain details below, such as the prospectus noting that the employment agreement with Mr Millanga has now been signed.

**1.4b Date of previous announcement to this update**

23/9/2024

**1.5 Date of this announcement**

19/3/2025

**1.6 The Proposed issue is:**

A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

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

Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	20/12/2024	Actual	Yes

**Comments**

InVert Graphite sought and obtained shareholder approval for, among other things, a change in the nature and scale of the Company's activities as a result of the Acquisition and the proposed issue of the various securities as set out in this Appendix 3B. Further information in relation to the Acquisition and the proposed issues of securities is provided in the Company's Prospectus announced 14 March 2025

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	23/4/2025	Estimated	

**Comments**

Refer to the Company's Prospectus announced 14 March 2025 for details of other conditions relevant to the issue of the various securities.

## Part 7B - Issue details

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

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

## Details of +securities proposed to be issued

**ASX +security code and description**

IVG : ORDINARY FULLY PAID

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

116,666,667

**Offer price details**

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

Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 0.03000

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

Yes

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

Existing class

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

No

## Details of +securities proposed to be issued

**ASX +security code and description**

IVG : ORDINARY FULLY PAID

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

76,757,576

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

No

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

- 71,297,968 Consideration Shares to be issued to the vendors of Exceptional Graphite (or their nominee(s)) as consideration for Dominion's acquisition of 100% of the issued capital of Exceptional Graphite;
- 4,459,608 Consideration Shares to be issued to the vendors of Exceptional Graphite Tanzania (or their nominee(s)), as consideration for Exceptional Graphite's and Green Valley's acquisition of 100% of the issued capital of Exceptional Graphite Tanzania; and
- 1,000,000 Consideration Shares to be issued to the vendor of the White Hill Licenses (or its nominee(s)), as consideration for Exceptional Graphite's acquisition of the White Hill Licenses and related mining information.

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

0.030000

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

Yes

**Is the proposed security a 'New class' (+securities in a class that is****Will the proposed issue of this +security include an offer of**



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

**attaching +securities?**  
No

Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

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

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**  
No

**ASX +security code**

New class-code to be confirmed

**+Security description**

Performance Shares

**+Security type**

Performance shares/units

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

3

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

No

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

A condition of the Acquisition is that Exceptional Graphite Tanzania enters into an employment agreement with Hashimu Musedem Millanga, being a vendor of Exceptional Graphite Tanzania, pursuant to which Mr Millanga is to be employed as an Exploration Geologist. Under the terms of that proposed employment agreement, it is proposed that Mr Millanga will be issued three performance shares in the capital of the Company which will be convertible into up to 45 million fully paid ordinary shares in the capital of the Company subject to achievement of vesting conditions.

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

225,000.000000

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

Yes

Performance shares/units details

**+Security currency**

AUD - Australian Dollar

**Will there be +CDIs issued over the +securities?**



No

**Is it a partly paid class of +security?**

No

**Is it a stapled +security?**

No

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

ASX Announcement titled "Dominion to Acquire Tanzanian Critical Mineral Project" available at:

<https://dominion-minerals.com/investors/asx-announcements/#>

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

Existing class

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

No

Details of +securities proposed to be issued

**ASX +security code and description**

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

15,000,000

**Offer price details**

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

No

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

The options are being issued as partial consideration for services provided by the Lead Manager of the Public Offer

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

0.008200

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

Yes

Part 7C - Timetable

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

23/4/2025



## Part 7D - Listing Rule requirements

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

Yes

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

20/12/2024

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

Yes

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

Yes

**7D.3a Please enter, the number and +class of the +restricted securities and the date from which they will cease to be +restricted securities**

Refer to the Company's Prospectus announced on 14 March 2025.

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

No

## Part 7E - Fees and expenses

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

Yes

**7E.1a Who is the lead manager/broker?**

Taylor Collison Limited will be the Lead Manager for the Public Offer

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

A cash fee of 6% of the funds raised pursuant to the Public Offer and the issue of 15,000,000 unlisted broker options - comprising 7,500,000 unlisted broker options with an expiry date of 2 years from the date of issue and an exercise price of A\$0.06 each and 7,500,000 unlisted broker options with an expiry date of 2 years from the date of issue and an exercise price of A\$0.09 each

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

No

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

Refer to the Company's Prospectus announced 14 March 2025 including Section 10.16.

## Part 7F - Further Information

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

Refer to the Company's Prospectus announced 14 March 2025.

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

No

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

For further information in relation to the Acquisition and the Public Offer pursuant to which the securities are to be issued, refer to the Company's prospectus announced 14 March 2025.

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

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

