



A.B.N. 52 007 626 575

Suite 2.03, 1-11 Gordon Street, Cremorne, Victoria, 3121, Australia

28 June 2023

ASX / TSX-V: JRV
OTC: JRVMF

Jervois Global Limited

Accelerated non-renounceable pro rata entitlement offer

Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth) as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73

This notice is given by Jervois Global Limited (ACN 007 626 575) (ASX / TSX-V: JRV) ("**Jervois**") under section 708AA(2)(f) of the Corporations Act 2001 (Cth) ("**Corporations Act**") as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73 ("**ASIC Instruments**").

Jervois today announced a fully underwritten accelerated non-renounceable pro rata entitlement offer ("**Entitlement Offer**") of 1 fully paid ordinary share in Jervois ("**New Share**") for every 3.34 fully paid ordinary shares held as at 7.00pm (Sydney time) on Monday, 3 July 2023 by shareholders with a registered address in Australia, New Zealand and certain other jurisdictions in which Jervois has decided to extend the Entitlement Offer ("**Eligible Shareholders**").

Further details regarding the Entitlement Offer are contained in the announcements released to ASX today by Jervois.

Jervois confirms that:

- 1 the New Shares to be issued under the Entitlement Offer will be offered for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- 2 this notice is being given under section 708AA(2)(f) of the Corporations Act, as modified by the ASIC Instruments;
- 3 as at the date of this notice, Jervois has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to Jervois; and
 - (b) sections 674 and 674A of the Corporations Act;
- 4 as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7)(d) of the Corporations Act; and
- 5 the potential effect that the issue of New Shares under the Entitlement Offer will have on the control of Jervois, and the consequences of that effect, will depend on a number of factors, including investor demand and the extent to which Eligible Shareholders take up their entitlements to New Shares under the Entitlement Offer. However, given:



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- (a) the size and pricing of the Entitlement Offer;
- (b) the structure of the Entitlement Offer as a pro rata issue;
- (c) the underwriting arrangements in place for the Entitlement Offer; and
- (d) the commitments Jervois has received from certain Eligible Shareholders to take up their entitlement under the Entitlement Offer,

Jervois does not expect that the issue of the New Shares under the Entitlement Offer will have a material effect on the control of Jervois, and therefore does not expect any material consequences to flow from that.

AustralianSuper Pty Limited as trustee for AustralianSuper ("**AustralianSuper**") currently has voting power of 18.46% in Jervois. AustralianSuper has provided a commitment to Jervois that it will take up its full entitlement under the Entitlement Offer. AustralianSuper has also agreed to sub-underwrite up to A\$10.6 million of the Entitlement Offer. If AustralianSuper is required to take up its full sub-underwriting commitment, it would increase its voting power in Jervois by 6.54% up to 25%. To the extent AustralianSuper's voting power in Jervois exceeds 20% as a result of its participation in the Entitlement Offer, it will be relying on the exception in Item 10A of section 611 of the Corporations Act as notionally inserted by the Australian Securities and Investments Commission's Corporations (Takeovers – Accelerated Rights Issues) Instrument 2015/1069.

To the extent that any Eligible Shareholder fails to take up their entitlements under the Entitlement Offer, that Eligible Shareholder's percentage holding in Jervois will be diluted by the issue of New Shares under the Entitlement Offer.

Yours faithfully,

Alwyn Davey
Company Secretary

Authorised for release by Jervois Global Limited's Board of Directors.

For further information, please contact:

Investors and analysts

James May
Chief Financial Officer
james.may@jervoisglobal.com

Media

Nathan Ryan
NWR Communications
nathan.ryan@nwrcommunications.com.au
Mob: +61 420 582 887

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