# **Announcement Summary**

# **Entity name**

MINBOS RESOURCES LIMITED

# **Announcement Type**

New announcement

## Date of this announcement

Thursday February 18, 2021

# The Proposed issue is:

# Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
n/a	Placement Options, exercise price \$0.15, expiry 2 years from issue	45,625,000
n/a	Corporate Options, exercise price \$0.15, expiry 2 years from issue.	20,000,000
MNB	ORDINARY FULLY PAID	91,250,000

# Proposed +issue date

Friday February 26, 2021

Refer to next page for full details of the announcement

# Part 1 - Entity and announcement details

## 1.1 Name of +Entity

MINBOS RESOURCES 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.

## 1.2 Registered Number Type

**Registration Number** 

ACN

141175493

1.3 ASX issuer code

MNB

1.4 The announcement is

## 1.5 Date of this announcement

Thursday February 18, 2021

## 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 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or	** Approval
+Security holder approval	Wednesday March 31, 2021	actual?	received/condition met?
,			No

#### Comments

Placement Options, Corporate Options as well as Directors participation (2,500,000 shares) in the placement are subject to shareholder approval in the upcoming general meeting.

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? ☑ Yes

Details of +securities proposed to be issued

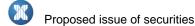
## ASX +security code and description

MNB: ORDINARY FULLY PAID

Number of +securities proposed to be issued

91,250,000

# 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?

What is the issue price per

+security?

AUD - Australian Dollar

AUD 0.08000

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

Yes

## Attaching +Security

Is the proposed attaching 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)? New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms Will the entity be seeking quotation of the 'new' class of of the proposed +securities are appropriate and equitable under listing rule 6.1? ☑ No

+securities on ASX?

Yes

ASX +security code

+Security description

New class-code to be confirmed

Placement Options, exercise price \$0.15, expiry 2 years from issue

+Security type

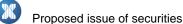
**Options** 

Number of +securities proposed to be issued

45.625.000

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

Subject to Shareholder approval, one free attaching option for every two Placement shares, with an exercise price of \$0.15, expiry 2 years from issue.

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

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

Options details

+Security currency

AUD - Australian Dollar

**Exercise price** 

**Expiry date** 

AUD 0.1500

Details of the type of +security that will be issued if the option is exercised

MNB: ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One option can be converted to one fully paid ordinary share ( ASX:MNB )

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.

An announcement was lodged on the 18th February 2021. Further details will be provided in the notice of general meeting in due course.

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)? New class

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

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Have you received confirmation from Will the entity be seeking quotation ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1? ☑ No

of the 'new' class of +securities on ASX? ☑ No



## Proposed issue of securities

ASX +security code +Security description

New class-code to be confirmed Corporate Options, exercise price \$0.15, expiry 2 years from issue.

+Security type

**Options** 

Number of +securities proposed to be issued

20,000,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?  $\ensuremath{\mathfrak{C}}$  No

Please describe the consideration being provided for the +securities

Subject to Shareholder approval, options has an exercise price of \$0.15, expiry 2 years from issue, at a cost of \$0.0001 each.

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

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

✓ Yes

# Options details

+Security currency Exercise price Expiry date

AUD - Australian Dollar AUD 0.0150

Details of the type of +security that will be issued if the option is exercised

MNB: ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One option can be converted to one fully paid ordinary share (ASX:MNB)

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.

An announcement was lodged on the 18th February 2021. Further details will be provided in the notice of general meeting in due course.

Part 7C - Timetable

## 7C.1 Proposed +issue date

Friday February 26, 2021

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? 
☑ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1? 

✓ Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

55,448,684

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)? 

✓ Yes

7D.1c (i) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?

35,801,316

7D.1c (ii) Please explain why the entity has chosen to do a placement rather than a +pro rata issue or an offer under a +security purchase plan in which existing ordinary +security holders would have been eligible to participate

The use of additional placement facility allows the Company to complete the placement in a more timely manner and minimise transaction costs and risks.

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? 

☑ No

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?

CPS Capital Group Pty Ltd

# Proposed issue of securities

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

- 1. Management Fee of 2% of total gross proceeds of Placement, plus GST; and
- 2. Placing Fee of 4% of total gross proceeds of Placement, plus GST: and
- 3. Subject to successful completion of Placement, CPD and/or its nominees, will receive 20,000,000 options, exercise

general meeting.); ar	ng 2 years from issue, at a cost of	\$0.0001 ( Corporate 0	Options - subject to sha	areholders approva
0 ,.	advisory fee of \$6,000, plus GST,	for a minimum of 12 m	onths	
7E.2 Is the proposed ⓒ No	issue to be underwritten?			
7E.4 Details of any o	her material fees or costs to be	incurred by the entit	y in connection with	the proposed issu
7F - Further Information 7F.01 The purpose(s)	for which the entity is issuing t	he securities		
7F.01 The purpose(s		Definitive Feasibility S	Study (DFS) activities f	or the Cabinda
7F.01 The purpose(s) Funds raised from the Phosphate project, A	for which the entity is issuing to placement will be used to further	Definitive Feasibility Spurposes.		