



ASX Announcement
26 May 2021

DISPATCH OF RIGHTS ISSUE OFFER DOCUMENTS

Boadicea Resources Ltd (ASX: BOA) (**Boadicea** or the **Company**) is pleased to confirm the dispatch today of letters to shareholders providing details of how to access the Prospectus as lodged with ASX and ASIC on 18 May 2021, including the Entitlement and Acceptance Form online, for the Company's pro rata renounceable rights issue of shares and options to raise \$2.98 million before costs (**Rights Issue**).

The Rights Issue will be offered to shareholders registered at the Record Date of 21 May 2021 with a registered address in Australia or New Zealand (**Eligible Shareholders**) on the basis of one (1) new fully paid ordinary share (**New Share**) for every five (5) shares held, together with one (1) free attaching option for every one (1) New Share subscribed for and issued. The free attaching options will be exercisable at \$0.42 each and expire at 5pm (AEST) on 30 June 2024 (**New Options**). The Company will apply for the New Options to be quoted on the ASX.

Funds raised from the Offer will be utilised to accelerate the Company's planned exploration activities, to pursue opportunistic business development projects, for general working capital and expenses of the Offer.

As previously announced, CoPeak Corporate Pty Ltd as Trustee for Peak Asset Management Unit Trust (corporate authorised representative of AFSL 244040) has been engaged to act as lead manager and underwriter to the Offer.

Due to ongoing delays in postal services, the Company encourages shareholders wherever possible to register for online access to the Company's share registry, Automic, by visiting at www.investor.automic.com.au/#/home and following the prompts. Eligible Shareholders are able to download their personalised Entitlement and Acceptance Form from the Automic investor site, which includes instructions on how to make payment for New Shares by BPAY® or electronic funds transfer (EFT).

Shareholders can also trade their rights (ASX trading code: BOAR) until 4 June 2021.

The Closing Date for the Rights Issue is 5pm (AEST) on Friday, 11 June 2021.

Attached to this ASX Announcement is a copy of the letter that was sent to Eligible Shareholders today. Eligible Shareholders are encouraged to participate in the Rights Issue.

If you have any queries regarding the Entitlement Issue, please contact your financial advisor or Jon Reynolds, the Company's Managing Director, by email at info@boadicea.net.au.

This announcement was authorised by the Board of Boadicea Resources Ltd.

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Contact Information:

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26 May 2021

Dear Shareholder,

PRO RATA RENOUNCEABLE ENTITLEMENT ISSUE

As announced on 18 May 2021, Boadicea Resources Ltd (ACN 149 582 687) (**Boadicea** or the **Company**) is undertaking a fully underwritten pro rata renounceable entitlement issue to shareholders of 12,429,129 new fully paid ordinary shares (**New Shares**) at an issue price of \$0.24 each, together with free attaching options on a one-for-one basis, with an exercise price of \$0.42 per option and expiry date of 30 June 2024 (**New Option**) to raise \$2,982,996 before costs (**Entitlement Issue** or **Offer**). The Company lodged a Prospectus for the Offer (**Prospectus**) with ASIC on 18 May 2021.

CoPeak Corporate Pty Ltd as Trustee for Peak Asset Management Unit Trust (corporate authorised representative of AFSL 244040) (**Peak**) has been engaged to act as Lead Manager and Underwriter to the Offer. Peak will be paid a management fee of 1% of the total amount raised under the Entitlement Issue, together with an underwriting fee of 5% on any shortfall placed. The Company will also issue Peak 4,000,000 New Options for underwriting services.

Funds raised from the Offer will be utilised to accelerate the Company's planned exploration activities, to pursue opportunistic business development projects, for general working capital and expenses of the Offer.

The Entitlement Issue will be offered to shareholders of the Company registered at the Record Date (as defined below) with a registered address in Australia or New Zealand (**Eligible Shareholders**) on the basis of one (1) New Share for every five (5) shares held, together with one (1) free attaching New Option for every New Share subscribed for and issued.

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company already on issue. All shares issued on conversion of the New Options will rank equally with the shares on issue at the date of the Prospectus.

Following completion of the Offer, based on the number of shares currently on issue, the Company will have issued approximately 12,429,129 New Shares and 16,429,129 New Options, inclusive of the 4,000,000 New Options to be issued to Peak in consideration for the Lead Manager services provided to the Company in relation to the Offer, resulting in a total issued capital of 74,574,895 shares and 16,429,129 options.

How to Apply for New Shares and New Options under the Offer

An electronic copy of the Prospectus, along with information with respect to applying for your entitlement under the Offer, is accessible at www.investor.automic.com.au/#/home.

If you have already registered, you can log in under “Existing Users Sign In”. If you haven’t registered, you can sign in by clicking on “Single Holding Access” or you can click “Register” to create a logon. Once you have logged in, click on “Documents & Statements” and then click on “Download” to the right of the Boadicea Rights Issue Form pdf to download and view the Prospectus and your personalised Entitlement and Acceptance Form.

You will need to provide your Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**) and postcode to register or to sign in through Single Holding Access. Follow the instructions provided including making payment by BPAY® or EFT. Your electronic acceptance of the Offer should be made by making payment via BPAY® or EFT. Payment by cash or cheque will not be accepted.

The number of New Shares to which you are entitled (your **Entitlement**) is shown on your personalised Entitlement and Acceptance Form which, along with the Prospectus, is available at www.investor.automic.com.au/#/home. If you have acquired or sold any Entitlements (rights) since rights trading commenced, the number of entitlements showing on your personalised Entitlement and Acceptance Form may no longer be correct, however the correct number will be showing alongside your Boadicea shareholding on Automic’s investor portal. To ensure you accept and make payment on the correct number of entitlements, you should first contact your Broker to confirm their internal process for settlement of any acquired rights.

If you have a general query about the Offer or you are unable to access Automic’s investor portal at www.investor.automic.com.au/#/home online, you can obtain a copy of the Prospectus and your personalised Entitlement and Acceptance Form by calling Automic on 1300 288 644 (within Australia) or +61 2 9698 5414 (outside of Australia) or by emailing corporate.actions@automic.com.au between 9am and 5pm (AEST) Monday to Friday.

For the purposes of calculating each Eligible Shareholders’ entitlement, fractions of Entitlements have been rounded up to the nearest whole number of New Shares.

Actions Required of Eligible Shareholders

If you wish to take up part or all of your Entitlement, your acceptance of the Offer must be made by making payment using the payment instructions on the Entitlement and Acceptance Form which can be accessed at www.investor.automic.com.au/#/home.

As an Eligible Shareholder, you may:

- Accept your full Entitlement; or
- Accept part of your Entitlement; or
- Sell part or all of your Entitlements on ASX; or
- If you do not wish to accept part or all of your Entitlement, you are not obliged to do anything.

Please refer to the Prospectus for further information.

Key Dates of the Offer

Event	Proposed Date
Lodgement of Prospectus with ASIC	18 May 2021 (pre market open)
Lodgement of Prospectus and Appendix 3B with ASX	18 May 2021 (pre market open)
Ex date	20 May 2021
Rights start trading	20 May 2021
Record Date for determining Entitlements	21 May 2021
Offer opening date, Prospectus sent out to Shareholders and Company announces this has been completed	26 May 2021
Rights stop trading	4 June 2021
Securities quoted on a deferred settlement basis	7 June 2021
Last day to extend the Closing Date	8 June 2021
Closing Date as at 5:00pm	11 June 2021
ASX and Underwriter notified of under subscriptions	15 June 2021
Issue date and lodgement of Appendix 2A with ASX applying for quotation of the New Shares and New Options	21 June 2021
Quotation of Shares and Options issued under the Offer	22 June 2021

* These dates are indicative only and may change, subject to compliance with the Corporations Act and the ASX Listing Rules.

** The Directors may extend the Closing Date by giving at least 3 Business Days' notice to ASX prior to the Closing Date. Accordingly, the date the Shares and Options are expected to commence trading on ASX may vary.

If you have any queries regarding the Entitlement Issue, please contact your financial advisor or Jon Reynolds, the Company's Managing Director, by email at info@boadicea.net.au.

Yours faithfully



Jon Reynolds
Managing Director
Boadicea Resources Ltd