

Pre-Quotation Disclosure

Burley Minerals Ltd (ASX: BUR) (Company) makes the following disclosures in accordance with ASX's listing conditions.

Capitalised terms not defined have the meaning given in the Company's prospectus dated 26 May 2021, including the Supplementary prospectus dated 2 June 2021.

Confirmation of Issue of securities

The Company confirms completion of the issue of:

- (a) 30,000,000 Shares at an issue price of \$0.20 each; and
- (b) 1,500,000 Lead Manager Options with an exercise price of \$0.30 each and expiring on 5 July 2023 to the Lead Manager.

Restricted Securities

The Company confirms the following securities will be subject to restriction pursuant to the ASX Listing Rules for the period outlined below:

Class	Number	Restriction Period
Shares	24,456,952	Ending 7 July 2023
Shares	2,220,000	12 months from the date on which the restricted securities were issued (escrow concludes 11 November 2021)
\$0.30 Options expiring 5 July 2023	8,000,000	Ending 7 July 2023
\$0.45 Options expiring 5 July 2024	2,000,000	Ending 7 July 2023
Performance Securities	Up to 30,000,000	Ending 7 July 2023

Capital Structure

The Company's capital structure at the date of admission is:

Security	Number
Shares ¹	61,000,001
\$0.30 Options expiring 5 July 2023	8,000,000
\$0.45 Options expiring 5 July 2024	2,000,000

¹ The total number of Shares on issue is 500,000 less than assumed in the Prospectus due to less shares being issued to the Vendors than assumed. It was assumed that 500,000 Shares could be issued to the Vendors to satisfy Completion Payments however a \$100,000 cash payment for re-imbursement of expenditure was paid to the Vendors instead. Refer to Prospectus Section 14.3 for a summary of the material terms and conditions of the Acquisition Agreement.

Performance Securities

30,000,000 Shares is the maximum number of Shares that can be issued to the Vendors pursuant to the Performance Securities (Deferred Payments) under the Acquisition Agreement upon achievement of the agreed milestones.

By order of the Board

Lisa Wynne

Company Secretary

Burley Minerals Ltd

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Burley Minerals Ltd confirms:

- the Company has satisfied all conditions precedent and completed the agreement between Burley and the vendors of 70% of the issued capital of Novarange Pty Ltd dated 27 April 2021 (**Novarange**) (**Vendors**) (**Agreement**) for the acquisition of a 70% interest in Novarange, including:
 - a) the payment of the option fee of \$95,000 to the Vendors;
 - b) the issue of 20,000,000 shares to the Vendors; and
 - c) the cash payment of \$100,000 as reimbursement to the Vendors.

By order of the Board

Lisa Wynne

Company Secretary

Burley Minerals Ltd