



Announcement Summary

Entity name

HOT CHILI LIMITED

Announcement Type

New announcement

Date of this announcement

6/8/2021

The Proposed issue is:

☒ An offer of securities under a securities purchase plan

☒ A placement or other type of issue

Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan

ASX +security code	+Security description	Maximum Number of +securities to be issued
HCH	ORDINARY FULLY PAID	156,250,000

+Record date

5/8/2021

Offer closing date

10/9/2021

+Issue date

17/9/2021

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
HCH	ORDINARY FULLY PAID	1,093,750,000

Proposed +issue date

12/8/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

HOT CHILI 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

91130955725

1.3 ASX issuer code

HCH

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

6/8/2021

1.6 The Proposed issue is:

- ☒ An offer of +securities under a +securities purchase plan
- ☒ A placement or other type of issue



Part 4 - Details of proposed offer under securities purchase plan

Part 4A - Conditions

4A.1 Do any external approvals need to be obtained or other conditions satisfied before the offer of +securities under the +securities purchase plan issue can proceed on an unconditional basis?

☒ No



Part 4B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

HCH : ORDINARY FULLY PAID

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

HCH : ORDINARY FULLY PAID

Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted

156,250,000

Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?

☒ No

Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?

☒ No

Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?

☒ Yes

Is the minimum acceptance unit based or dollar based?

☒ Dollar based (\$)

Please enter the minimum acceptance value

\$ 2,000

Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?

☒ Yes

Is the maximum acceptance unit based or dollar based?

☒ Dollar based (\$)

Please enter the maximum acceptance value

\$ 15,000



Describe all the applicable parcels available for this offer in number of securities or dollar value

\$2,000
\$5,000
\$10,000
\$15,000

Offer price details

Has the offer price been determined?

☒ Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 0.03200

Oversubscription & Scale back details

Will a scale back be applied if the offer is over-subscribed?

☒ Yes

Describe the scale back arrangements

The applications will be processed on a "first come, first served" basis until the limit is reached.

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

☒ Yes

Part 4C - Timetable

4C.1 Date of announcement of +security purchase plan

6/8/2021

4C.2 +Record date

5/8/2021

4C.3 Date on which offer documents will be made available to investors

16/8/2021

4C.4 Offer open date

17/8/2021

4C.5 Offer closing date

10/9/2021

4C.7 +Issue date and last day for entity to announce results of +security purchase plan offer

17/9/2021



Part 4D - Listing Rule requirements

4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?

☒ Yes

Part 4E - Fees and expenses

4E.1 Will there be a lead manager or broker to the proposed offer?

☒ No

4E.2 Is the proposed offer to be underwritten?

☒ Yes

4E.2a Who are the underwriter(s)?

Veritas Securities Pty Ltd

4E.2b What is the extent of the underwriting (ie the amount or proportion of the issue that is underwritten)?

The total SPP is to be underwritten being \$5.0m

4E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

5% underwriting fee

4E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

1. The S&P/ASX Small Resources Index ([XSR.ASX](#)); or the United States dollar denominated spot price for Gold ([SPTGL.D.FX](#), defined as one troy oz)); or the LME US\$ Denominated Copper Grade A Cash Contract Price (IRESS code: [COPP.LME](#)); is for a period of at least one day more than 10% below that Index as at the close of normal trading on the trading day immediately preceding the date of formation of this agreement.
2. Change of law - announced after the date of agreement.
3. Moratorium - eg. commercial banking activities or security settlement or clearance services.
4. Market disruption- Any adverse change or disruption to the existing financial markets.
5. Hostilities -not existing at date of agreement.

4E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☒ No

4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No

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

Up to 12,500,000 options exercisable at AUD\$0.045c per share with a three year term.



Part 4F - Further Information

4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Cash raised will be applied proportionately to the 3rd option payment to SCM Carola for the Cortadera project and ongoing drilling.

4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

☒ No

4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer

All countries other than Australia.

4F.3 URL on the entity's website where investors can download information about the proposed offer

<https://www.hotchili.net.au/investors/>

4F.4 Any other information the entity wishes to provide about the proposed offer

The SPP forms part of an AUD\$40.0m capital raising in total.



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	15/9/2021	☒ Estimated	

Comments

Tranche 1 does not require approval. Tranche 2 requires approval.

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

HCH : ORDINARY FULLY PAID

Number of +securities proposed to be issued

1,093,750,000

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?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.03200

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

12/8/2021

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?

354,184,879 Ordinary fully paid shares

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?

310,819,632 ordinary fully paid shares

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?

Joint lead brokers being Veritas Securities Pty Ltd and iA Private Wealth Inc.

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

Cash fees of 4.7% across funds raised.

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

80,000,000 Options with a term of 3 years from date of issue and exercise price of AUD\$0.045c (To be approved in general meeting).

Part 7F - Further Information

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

Final payment of US\$15.0m of the SCM Carola Option Agreement, continuation of 40,000 metres of diamond and RC drilling, the Pre-feasibility Study for the Costa Fuego Copper Project, costs of the offer and working capital.

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

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