

22 FEBRUARY 2022
ASX RELEASE

NOTICE UNDER SECTION 708A(5) OF THE CORPORATIONS ACT 2001

This notice is given by MinRex Resources Limited (ASX: MRR) ('MinRex' or the 'Company') in relation to the total issue of 126,315,603 fully paid ordinary shares (**Shares**) as a result of the following:

- 86,437,470 issue of consideration shares pursuant to the Odette Acquisition;
 - 2,187,500 issue of Placement Shares to related parties;
 - 2,671,876 issue of Shares in lieu of Directors' Consulting Fees;
 - 14,018,757 conversion of Unlisted Options;
 - 21,000,000 conversion of Incentive Performance Rights,
- otherwise pursuant to the Appendices 2A released to the market today.

The *Corporations Act 2001* (Cth) (**Act**) restricts the on-sale of securities issued without disclosure unless the sale is exempt under section 708 or 708A of the Act. By giving this notice, the Shares will fall within the exemption in section 708A(5) of the Act.

Pursuant to section 708A(5)(e) of the Act the Company gives notice that:

- a. the Shares were issued without disclosure to investors under Part 6D.2 of the Act;
- b. the Company is providing this notice under paragraph (5)(e) of section 708A of the Act;
- c. as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company;
- d. as at the date of this notice, the Company has complied with section 674 of the Act; and
- e. as at the date of this notice, there is no information:
 - i. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - ii. that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of: (A) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or (B) the rights and liabilities attaching to the Shares.

Company's updated issued capital structure is as follows:

Quoted securities

ASX security code and description	Total number of securities on issue
MRR fully paid ordinary shares	826,710,160

Unquoted securities (total number of each class of securities issued but not quoted on ASX)

ASX security code and description	Total number of securities on issue
MRRAB \$0.04 30 Sept 2022 options	19,833,333
MRRAM \$0.04 31 Oct 2022 options	1,601,772
MRRAO \$0.04 8 Apr 2023 options	58,885,417
MRRAP \$0.045 9 Apr 2023 options	20,500,000
MRRAQ Performance Rights	1,000,000

This ASX announcement has been authorised for release by the Board of MinRex Resources Limited.

-ENDS-

For further information, please contact:

James Bahen

Non-Executive Director

MinRex Resources Limited

T: +61 8 9481 0389

info@minrex.com.au