

4 March 2022

Notice Under Section 708A of the Corporations Act 2001 Cth

Pantera Minerals Limited (**'the Company'** or **'Pantera'**) gives notice pursuant to section 708A(5)(e) of the Corporations Act 2001 Cth (**'the Act'**) that it has issued 1,000,000 fully paid ordinary shares in the capital of the Company (**Consideration Shares**) as part consideration for the acquisition of the Hellcat Project (**Project Acquisition**). Please refer to the Company's announcement on 23 December 2021 and Appendix 2A lodged today (4 March 2022) for further detail.

Placement

In conjunction with the Project Acquisition, the Company raised \$1.5 million via of a two-tranche placement to professional and sophisticated investors through the issue of 7,500,000 Shares at an issue price of \$0.20 with free attaching options on a one for one basis, exercisable at \$0.25 and expiring on 1 May 2026 (**Placement Options**) (**Placement**). The Placement was completed in two tranches with the first tranche of 4,350,000 Shares being issued under the Company's existing placement capacity pursuant to ASX Listing Rule 7.1, and the issue of the second tranche of the remaining of 3,150,000 Shares and the Placement Options were approved by shareholders at the Extraordinary General Meeting, held on 18 February 2022 (**EGM**).

PAC Partners Limited (**PAC**) acted as Lead Manager to the Placement. As part consideration for lead manager services, the Company issued PAC 1,875,000 options on the same terms as the Placement Options (**Lead Manager Options**) which were also approved at the EGM.

Appendix 2A clarification and subsequent suspension of Options class

On 25 February 2022, the Company released an Appendix 2A pursuant to which the Company applied for quotation of the second tranche of Shares, Placement Options and Lead Manager Options (**Appendix 2A**).

The Company would like to make the market aware that it made an error in applying for quotation of the Placement Options and Lead Manager Options. It was not the Company's intention to apply for quotation of the Placement Options and Lead Manager Options at that time.

In response to the Company becoming aware of the error in the Appendix 2A, the Company requested that its share registry move the Placement Options and Lead Manager Options into a class of unquoted securities.

On 2 March 2022, ASX Limited released a market announcement suspending the quotation of the Placement Options and Lead Manager Options (ASX: **PFE0**).

The Company would like to make it clear that the suspension only applies to PFE0 and does not apply to any other quoted securities of PFE, including the Consideration Shares the subject of this Cleansing Notice.

In accordance with section 708A(5)(e) of the Act, the Company gives notice that:

1. The Consideration Shares were issued without disclosure to investors under Part 6D.2 of the Act;
2. 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 and section 674 of the Act; and
3. As at the date of this notice, there is no information that is 'excluded' information within the meanings of section 708A(7) and 708A(8) of the Act, being information:
 - a). that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules;
 - b). that investors and their professional advisers would reasonably require for the purposes of making an informed assessment of:
 - i. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - ii. the rights and liabilities attaching to the Consideration Shares.

This announcement has been authorised and approved for release by the Board.

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