

## Pre-Quotation Disclosure

**Stellar Metals Limited** (ACN 651 636 065) (ASX: SLB) (**Company** or **Stellar**) provides the following pre-quotation disclosures and confirmations to satisfy the conditions for admission of the Company to the Official List of the ASX and quotation of the Company's fully paid ordinary shares (**Shares**).

Capitalised terms in this announcement have the corresponding meaning as given in the Company's prospectus dated 25 January 2022 (**Prospectus**), unless otherwise specified.

### 1. COMPLETION OF OFFERS AND ISSUE OF SECURITIES

The Company confirms that all conditions precedent to the Public Offer, the Consideration Offer and the Lead Manager Offer (collectively, the **Offers**) made under the Prospectus have been satisfied, and the Offers have closed.

The Company has issued:

- (a) 35,000,000 Shares at an issue price of \$0.20 per Share to raise \$7,000,000 (before costs) pursuant to the Public Offer;
- (b) 6,200,000 Shares to Resource Holdings Pty Ltd and 1,800,000 Shares to BR1 Holdings Pty Ltd pursuant to the Consideration Offer; and
- (c) 4,000,000 Options, exercisable at \$0.30 each on or before the third anniversary of the date of Official Quotation, to the nominees of Cadmon Advisory Pty Ltd pursuant to the Lead Manager Offer.

### 2. COMPLETION OF THE ACQUISITION AGREEMENTS

#### RH1 Share Sale Agreement

The Company confirms that all conditions precedent to the RH1 Share Sale Agreement have been satisfied, completion has occurred under the RH1 Share Sale Agreement, and the Company has issued 6,200,000 Shares to Resource Holdings Pty Ltd under the Consideration Offer.

#### BR2 Share Sale Agreement

The Company confirms that all conditions precedent to the BR2 Share Sale Agreement have been satisfied, completion has occurred under the BR2 Share Sale Agreement, and the Company has issued of 1,800,000 Shares to BR1 Holdings Pty Ltd under the Consideration Offer.

### 3. NO IMPEDIMENTS

The Company confirms that there are no legal, regulatory, statutory or contractual impediments to the Company entering the tenements which form the Projects and carrying out exploration activities such that the Company will be able to spend its cash in accordance with its commitments for the purposes of ASX Listing Rule 1.3.2(b).

#### 4. CAPITAL STRUCTURE

The Company's capital structure as at the date of admission to the Official List of the ASX is set out below:

CLASS OF SECURITY	NUMBER
Fully paid ordinary shares <sup>1</sup>	50,450,001
Options <sup>2</sup>	10,500,000

**Notes:**

1. The rights attaching to the Shares are summarised in Section 10.2 of the Prospectus.
2. Unlisted Options exercisable at \$0.30 on or before the third anniversary of the date of Official Quotation of the Shares.

#### 5. RESTRICTED SECURITIES

The Company confirms that the following securities will be subject to restrictions pursuant to the ASX Listing Rules for the periods outlined below:

Class of Security	Number	Restriction Period
Fully paid ordinary shares	11,150,000	24 months from the date of official quotation
Options	10,500,000	24 months from the date of official quotation
Fully paid ordinary shares	1,800,000	12 months from the date of issue of the securities (being 18 November 2021)

The Company confirms that no securities will be subject to voluntary escrow.

This announcement was authorised for release by the Board of Directors of Stelar Metals Limited.

**Stephen Biggins**  
Non-Executive Chair  
Stelar Metals Limited

#### FOR MORE INFORMATION:

**Colin Skidmore**  
Chief Executive Officer Stelar Metals Limited  
[c.skidmore@stelarmetals.com.au](mailto:c.skidmore@stelarmetals.com.au)  
+61 467 608 539

**Evonne Grosso**  
Media & Investor Relations  
[evonne@nwrcommunications.com.au](mailto:evonne@nwrcommunications.com.au)  
+61 450 603 182