



Announcement Summary

Entity name

DMC MINING LIMITED.

Announcement Type

New announcement

Date of this announcement

22/4/2022

The Proposed issue is:

☒ A standard pro rata issue (including non-renounceable or renounceable)

Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	DMMO - Options exercisable at \$0.20, expiring 30/04/2026	25,575,000

Ex date

5/5/2022

+Record date

6/5/2022

Offer closing date

20/5/2022

Issue date

27/5/2022

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

DMC MINING 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

25648372516

1.3 ASX issuer code

DMM

1.4 The announcement is☒ New announcement**1.5 Date of this announcement**

22/4/2022

1.6 The Proposed issue is:☒ A standard +pro rata issue (non-renounceable or renounceable)**1.6a The proposed standard +pro rata issue is:**☒ + Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

☒ No

Part 3B - 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

DMM : ORDINARY FULLY PAID

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)?

☒ New class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

☒ No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

☒ No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

☒ Yes

ASX +security code

New class-code to be confirmed

+Security description

DMMO - Options exercisable at \$0.20, expiring 30/04/2026

**+Security type**

Options

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)**The quantity of additional +securities to be issued**

1

For a given quantity of +securities held

2

What will be done with fractional entitlements?

Fractions rounded down to the nearest whole number or fractions disregarded

Maximum number of +securities proposed to be issued (subject to rounding)

25,575,000

Offer price details for retail security holders**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.00500

Oversubscription & Scale back details**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**☒ Yes**Describe the limits on over-subscription**

Eligible shareholders will be entitled to apply for Loyalty Options that are not taken up pursuant to a Shortfall offer.

Will a scale back be applied if the offer is over-subscribed?☒ Yes**Describe the scale back arrangements**

The Directors and the Underwriter reserve the right to issue to an Applicant a lesser number of Shortfall Options than the number for which the Applicant applies, or to reject an Application for Shortfall Options, or to not proceed with placing the Shortfall Options.

Will all the +securities issued in this class rank equally in all respects from their issue date?☒ Yes

Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.2000	30/4/2026

Details of the type of +security that will be issued if the option is exercised

DMM : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share (ASX:DMM)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

The full terms and conditions of the Loyalty Options are set out in Section 5.1 of the Loyalty Options Prospectus dated 22 April 2022, an electronic copy of which is available on the Company's website at www.dmcmining.com.au

Part 3C - Timetable**3C.1 +Record date**

6/5/2022

3C.2 Ex date

5/5/2022

3C.4 Record date

6/5/2022

3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

11/5/2022

3C.6 Offer closing date

20/5/2022

3C.7 Last day to extend the offer closing date

17/5/2022

3C.9 Trading in new +securities commences on a deferred settlement basis

23/5/2022

3C.11 +Issue date and last day for entity to announce results of +pro rata issue

27/5/2022



3C.12 Date trading starts on a normal T+2 basis

30/5/2022

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

1/6/2022

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

☒ Yes

3E.1a Who is the lead manager/broker?

CPS Capital Group Pty Ltd

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

2,400,000 Lead Manager Options exercisable at \$0.20 each on or before 30 April 2026 for nil consideration, on the same terms as the Loyalty Options offered under the Loyalty Options Prospectus. See Section 5.9 of the Loyalty Options Prospectus dated 22 April 2022 for further details.

3E.2 Is the proposed offer to be underwritten?

☒ Yes

3E.2a Who are the underwriter(s)?

CPS Capital Group Pty Ltd

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

The Underwriter has agreed to partially underwrite the Shortfall Offer up to a maximum of 50% of the Shortfall (if any)

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

Pursuant to the terms of the Lead Manager Mandate as detailed in Section 5.9 of the Loyalty Options Prospectus, an underwriting fee of 6% (plus GST) of the total gross proceeds of the Loyalty Options Offer

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

None

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☒ No

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

☒ No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

None



Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Funds raised under the Offers are intended to be used for costs of the Offers, continued development of the Company's existing projects and working capital.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☒ Yes

3F.2a Please explain how holdings on different registers or subregisters will be aggregated for the purposes of determining entitlements.

Restricted securities on the issuer sponsored register will be aggregated with CHES

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

☒ No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Countries other than Australia and New Zealand

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

☒ Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

Refer to Section 1.16 of the Loyalty Option Prospectus

3F.6 URL on the entity's website where investors can download information about the proposed issue

www.dmcmining.com.au

3F.7 Any other information the entity wishes to provide about the proposed issue

None

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

☒ Yes

3F.9 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