

Lithium Plus Minerals Ltd ACN 653 574 219

Pre-quotation disclosure

The following information is required to be provided to ASX Limited for release to the market in connection with the official quotation of the fully paid ordinary shares in Lithium Plus Minerals Ltd ACN 653 574 219 (the **Company**).

Capitalised terms used in this notice and not otherwise defined in this notice have the same meaning as in the prospectus dated 15 March 2022 (**Prospectus**).

1. Issue of securities

The Company confirms that the public offer under the Prospectus (the **Offer**) has completed. On 13 April 2022, the Company issued:

- (a) 40,000,000 shares at an issue price of \$0.25 per share;
- (b) 4,000,000 options to Canaccord Genuity (Australia) Limited, exercisable at \$0.3125 each and expiring on 3 years from the date of admission of the Company to the Official List of ASX; and
- (c) 2,600,000 performance rights.

The Company confirms that \$2,200,000 was received from Suzhou CATH Energy Technologies Co Ltd (**CATH**) on 15 February 2022 and 8,800,000 shares were issued to CATH under the Offer.

2. Statement of commitments

The Company intends to apply funds raised from the Offer, together with existing cash reserves, over the first two years following admission of the Company to the Official List as follows:

Activity	Amount \$	%
Exploration program and expenditures	\$6,850,000	66.2%
Administration expenses ¹	\$1,600,000	15.5%
Costs of Offer	\$1,031,000	10%
Working Capital	\$859,258	8.3%
Total funds	\$10,340,258	100%

Note 1. This includes the operating lease commitments for the Level 6, 22 Pitt Street, NSW 2000 premise.

3. Confirmation

The Company confirms that there are no legal, regulatory, statutory or contractual impediments to the Company holding the tenements and carrying out exploration activities,

such that the Company will be able to spend its cash in accordance with its commitments set out above, for the purposes of Listing Rule 1.3.2(b).

4. **Capital structure and restricted securities**

The Company's capital structure as at completion of the Offer is set out as follows:

Security	Number
Ordinary Fully Paid Shares	44,618,200
Ordinary Fully Paid Shares, escrowed for 12 months until 4 November 2022	180,000
Ordinary Fully Paid Shares, escrowed for 12 months until 6 December 2022	900,000
Ordinary Fully Paid Shares, escrowed for 12 months until 9 December 2022	1,950,000
Ordinary Fully Paid Shares, escrowed for 12 months until 31 December 2022	3,000,000
Ordinary Fully Paid Shares, escrowed for 24 months from quotation	46,351,800
Options exercisable at \$0.25 each, escrowed for 24 months from quotation	6,000,000
Options exercisable at \$0.3125 each, escrowed for 24 months from quotation	4,000,000
Performance rights expiring on 10 March 2027, escrowed for 24 months from quotation	2,600,000
TOTAL	109,600,000

5. **Waivers granted to the Company**

ASX has granted the Company a waiver from listing rule 1.1 condition 12 on the terms set out below.

Waiver decision

Based solely on the information provided by the Company, ASX has granted the Company a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 2,600,000 performance rights to be issued to directors and CFO and company secretary of the Company (**Performance Rights**) with an exercise price of less than \$0.20 on the condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Prospectus.

ASX has considered Listing Rule 1.1 condition 12 only and makes no statement as to the Company's compliance with other listing rules.

Basis for waiver decision

If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.

Facts / reasons for granting the waiver

In the present case, the number of Performance Rights will represent approximately 2.9% of the ordinary shares on issue at the time of admission on an undiluted basis based on minimum subscription and 2.7% of the ordinary shares on issue at the time of admission based on maximum subscription. The Performance Rights are fixed in number and are being issued to the directors and CFO and company secretary of the Company for the purpose of remuneration and will only convert on satisfactory performance of the relevant milestones. Therefore the Performance Rights are unlikely to have any impact on the trading price of the Company's shares.

It is considered that the existence of Performance Rights will not undermine the existence of the 20 cent rule in the circumstances. The waiver is granted on the condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Company's prospectus.

6. Other disclosures

Copies of the following documents will be released separately:

- (a) Appendix 1A and Information Form and Checklist lodged with ASX on 16 March 2022
- (b) Information Form and Checklist Annexure 1 (Mining Entities)
- (c) Prospectus dated 15 March 2022
- (d) Constitution
- (e) Audited accounts for the half year ended 31 December 2021;
- (f) Pro-forma statement of financial position based on the actual amount of funds raised under the Prospectus;
- (g) Incentive Performance Rights Plan;
- (h) Corporate Governance Statement;
- (i) Securities Trading Policy;
- (j) Statement of the 20 largest Shareholders
- (k) Distribution Schedule