



Announcement Summary

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**Entity name**

MONGER GOLD LTD

**Announcement Type**

New announcement

**Date of this announcement**

27/6/2022

**The Proposed issue is:**

A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
New class-code to be confirmed	Unquoted Options ex at \$0.35 and exp 3 yr from Commencement Date, subject to vesting conditions	1,000,000
New class-code to be confirmed	Performance Rights	3,000,000

**Proposed +issue date**

25/7/2022

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of +Entity

MONGER GOLD LTD

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

ACN

### Registration Number

644564241

### 1.3 ASX issuer code

MMG

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

27/6/2022

### 1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

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Part 7A - Conditions

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**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

No

Part 7B - Issue details

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**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

Details of +securities proposed to be issued

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**ISIN Code (if Issuer is a 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?**

No

**ASX +security code**

New class-code to be confirmed

**+Security description**

Unquoted Options ex at \$0.35 and exp 3 yr from Commencement Date, subject to vesting conditions

**+Security type**

Options

**Number of +securities proposed to be issued**

1,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Continuos Employment from Commencement Date (25 July 2022)

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

78,304.000000

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

No

**If some of the issued +securities do not rank equally****Is the actual date from which the +securities will rank equally (non-ranking end date) known?**

Yes

**Provide the actual non-ranking end date**

25/1/2024

**Please state the extent to which the +securities do not rank equally:**

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

- 333,333 Options vesting on 6 months of continuous employment from the Commencement Date;  
 - 333,333 Options vesting on 12 months of continuous employment from the Commencement Date; and  
 - 333,334 Options vesting on 18 months of continuous employment from the Commencement Date.

## Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.3500	25/7/2025

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

MMG : ORDINARY FULLY PAID

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

1000000

**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.**

<https://www.asx.com.au/asx/statistics/displayAnnouncement.do?display=pdf&idsId=02535410>

**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



Details of +securities proposed to be issued

**ISIN Code (if Issuer is a 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?**

No

**ASX +security code**

New class-code to be confirmed

**+Security description**

Performance Rights

**+Security type**

Performance shares/units

**Number of +securities proposed to be issued**

3,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Continuous Employment, Share Price, Exploration Drilling, Resource & Scoping Study and A Significant Grant of at least USD\$1M or a Strategic Partnership that the board can determine adds at least USD\$1M of value to the company

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

615,000.000000

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

No

**If some of the issued +securities do not rank equally**

**Is the actual date from which the +securities will rank equally (non-ranking end date) known?**

No

**Provide the estimated non-ranking end period**

Between 6 and 18 Months

**Please state the extent to which the +securities do not rank equally:**

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

Varying vesting Conditions as detailed in <https://www.asx.com.au/asx/statistics/displayAnnouncement.do?display=pdf&idsId=02535410>



Performance shares/units details

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**+Security currency**

AUD - Australian Dollar

**Will there be CDIs issued over the +securities?**

No

**Is it a partly paid class of +security?**

No

**Is it a stapled +security?**

No

**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.**

<https://www.asx.com.au/asx/statistics/displayAnnouncement.do?display=pdf&idsId=02535410>

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Part 7C - Timetable

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**7C.1 Proposed +issue date**

25/7/2022

Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

No

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No



Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

No

**7E.2 Is the proposed issue to be underwritten?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

As per Executive Services Agreement with proposed CEO, Mr Adam Ritchie

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

Refer ASX Announcement - <https://www.asx.com.au/asx/statistics/displayAnnouncement.do?display=pdf&idsId=0253541>  
[Q](#)

Issue as per the Company ESOP