

ASX ANNOUNCEMENT

ASX RELEASE: 14 December 2022

Cleansing Notice under Section 708A(5)(e) of the Corporations Act 2001 & ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547

Xantippe Resources Limited (ASX: XTC) (Xantippe, XTC, or the Company) advises that it has issued 1,236,675,445 fully paid ordinary shares in the Company (New Shares) on 14 December 2022 at an issue price of 0.6 cents per share under the placement announced on 7 December 2022.

The Company hereby provides notification under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Act**) of the issue. The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or section 708A of the Act. Through the release of this notice by the Company, a sale of the New Shares will fall within the exemption in section 708A(5) of the Act and they will be able to be traded immediately.

The Company also hereby provides notification under the ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 (**ASIC Instrument**). The Company is offering fully paid ordinary shares under a Share Purchase Plan (SPP) to raise up to \$8 million (before costs). The SPP will be offered in accordance with the ASIC Instrument and an SPP booklet will be dispatched to eligible shareholders of the Company.

For the purposes of section 708A(6) of the Act and the ASIC Instrument, the Company gives notice that:

1. the Company issued the New Shares under the placement and will make offers to issue fully paid ordinary shares under the SPP, without disclosure to investors under Part 6D.2 of the Act;
2. this notice is being given under section 708A(5)(e) of the Act;
3. as at the date of this notice the Company has complied with:
 - a. the provisions of Chapter 2M of the Act as they apply to the Company; and
 - b. section 674 of the Corporations Act.
4. as at the date of this notice there is no information that is “excluded information” within the meaning of sections 708A(7) and 708A(8) of the Act that is required to be set out in this notice.

This announcement has been approved for release by the Board.

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For further information please contact:

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All dollar amounts are in reference to Australian dollars unless otherwise indicated.

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This document contains forward-looking statements including certain forecast financial information. The words "anticipate", "believe", "expect", "project", "forecast", "estimate", "outlook", "upside", "likely", "intend", "should", "could", "may", "target", "plan", and other similar expressions are intended to identify forward-looking statements. The forward-looking statements are made only as at the date of this announcement and involve known and unknown risks, uncertainties, assumptions and other factors, many of which are beyond the control of the Company and its directors. Such statements are not guarantees of future performance and actual results may differ materially from anticipated result, performance or achievements expressed or implied by the forward-looking statements. Other than as required by law, although they believe there is a reasonable basis for the forward-looking statements, neither the Company nor any other person (including any director, officer, or employee of the Company or any related body corporate) gives any representation, assurance or guarantee (express or implied) as to the accuracy or completeness of each forward-looking statement or that the occurrence of any event, result or performance.