

Announcement Summary

Entity name

TITAN MINERALS LIMITED

Date of this announcement

Thursday January 12, 2023

The +securities the subject of this notification are:

Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Class G Performance Rights	3,000,000	12/01/2023
New class - code to be confirmed	Class H Performance Rights	3,000,000	12/01/2023
New class - code to be confirmed	Class I Performance Rights	3,000,000	12/01/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

TITAN MINERALS LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

Registration number

ABN

97117790897

1.3 ASX issuer code

TTM

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

12/1/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

Other

Please specify

Performance Rights issued to incoming CEO

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

☑ does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

New +securities

ASX +security code	+Security description	
New class - code to be confirmed	Class G Performance Rights	
+Security type	ISIN code	

Other

Date the +securities the subject of this notification were issued

12/1/2023

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

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

https://www.asx.com.au/asxpdf/20230112/pdf/45klgz5y2hxq58.pdf

Any other information the entity wishes to provide about the +securities the subject of this notification

Will vest upon the Company announcing on the ASX platform a minimum 2,000,000 ounces of gold (Au) or gold equivalent (in accordance with clause 50 of the JORC code) at the Dynasty Gold Project in Ecuador

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Performance rights to be issued to incoming CEO.



Issue details

Number of +securities

3,000,000

Were the +securities issued for a cash consideration?

☑ No

Please describe the consideration being provided for the +securities

Incentive Securities

Purpose of the issue

Other

Additional Details

Incentive Securities

New +securities

ASX +security code

+Security description

New class - code to be confirmed

Class H Performance Rights

+Security type

ISIN code

Other

Date the +securities the subject of this notification were issued

12/1/2023

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

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

https://www.asx.com.au/asxpdf/20230112/pdf/45klgz5y2hxq58.pdf

Any other information the entity wishes to provide about the +securities the subject of this notification

Will vest upon the VWAP of TTM shares being at least \$0.15 for 10 consecutive trading day

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Performance rights to be issued to incoming CEO.



Issue details

Number of +securities

3,000,000

Were the +securities issued for a cash consideration?

☑ No

Please describe the consideration being provided for the +securities

Incentive Securities

Purpose of the issue

Other

Additional Details

Incentive Securities

New +securities

ASX +security code

+Security description

New class - code to be confirmed Class I Performance Rights

+Security type

ISIN code

Other

Date the +securities the subject of this notification were issued

12/1/2023

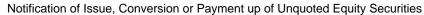
Will all the +securities issued in this class rank equally in all respects from their issue date? ❤ Yes

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

https://www.asx.com.au/asxpdf/20230112/pdf/45klgz5y2hxg58.pdf

Any other information the entity wishes to provide about the +securities the subject of this notification

Will vest upon the executive remaining employed with the Company for 3 years from the commencement date.





Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Performance rights to be issued to incoming CEO.

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Number of +securities

3,000,000

Were the +securities issued for a cash consideration?

☑ No

Please describe the consideration being provided for the +securities

Incentive Securities

Purpose of the issue

Other

Additional Details



Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description Total number of +securities on issue

TTM: ORDINARY FULLY PAID 1,411,273,186

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
TTMAP : OPTION EXPIRING 25-AUG-2024 EX 0.01C	48,600,000
TTMAS : OPTION EXPIRING 31-DEC-2023 EX \$0.175	10,000,000
TTMAQ : OPTION EXPIRING 31-DEC-2023 EX \$0.125	10,000,000
TTMAR : OPTION EXPIRING 31-DEC-2023 EX \$0.15	14,000,000
New class - code to be confirmed : Class G Performance Rights	3,000,000
New class - code to be confirmed : Class H Performance Rights	3,000,000
New class - code to be confirmed : Class I Performance Rights	3,000,000



Part 5 - Other Listing Rule requirements

- 5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1? ⊗ No
- 5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

☑ No

- 5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

9,000,000

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?
⊗ No