



Announcement Summary

Entity name

PODIUM MINERALS LIMITED

Announcement Type

New announcement

Date of this announcement

28/11/2023

The Proposed issue is: A standard pro rata issue (including non-renounceable or renounceable) A placement or other type of issue**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	Quoted options exercisable at \$0.06 each on or before 22 December 2026	40,481,844
POD	ORDINARY FULLY PAID	80,963,688

Ex date

30/11/2023

+Record date

1/12/2023

Offer closing date

15/12/2023

Issue date

22/12/2023

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

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Quoted options exercisable at \$0.06 each on or before 22 December 2026	40,481,844
New class-code to be confirmed	Quoted options exercisable at \$0.06 each on or before 22 December 2026	4,750,000



POD	ORDINARY FULLY PAID	9,500,000
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Proposed +issue date

22/12/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

PODIUM MINERALS 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

84009200079

1.3 ASX issuer code

POD

1.4 The announcement is

New announcement

1.5 Date of this announcement

28/11/2023

1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

A placement or other type of issue

1.6a The proposed standard +pro rata issue is:

+ 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

POD : 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)?

Existing class

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

Yes

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

ASX +security code and description

POD : ORDINARY FULLY PAID

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

ISIN Code for the tradable rights created under a renounceable right issue (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities to be issued

2

For a given quantity of +securities held

9



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

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

80,963,688

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 0.02500

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

The Company reserves the right to accept oversubscriptions up to an additional \$0.24 million.

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

Decisions in respect of scale back will be made in accordance with the guidance in ASIC Report 605 Allocations in equity raising transactions.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Attaching +Security

Is the proposed attaching 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

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued



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

ISIN Code for the tradable rights created under a renounceable right 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

Quoted options exercisable at \$0.06 each on or before 22 December 2026

+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

The quantity of attaching +securities to be issued

1

For a given quantity of the new +securities issued

2

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

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

40,481,844

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 0.00000

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

The Company reserves the right to accept oversubscriptions up to an additional \$0.24 million.

Will a scale back be applied if the offer is over-subscribed?

Yes



Describe the scale back arrangements

Decisions in respect of scale back will be made in accordance with the guidance in ASIC Report 605 Allocations in equity raising transactions.

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

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.0600

Expiry date

22/12/2026

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

POD : ORDINARY FULLY PAID

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

One fully paid ordinary share (ASX:POD)

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.

Quoted options exercisable at \$0.06 each on or before 22 December 2026. For the full terms of the Options, please refer to the Prospectus dated 28 November 2023 at <https://www.asx.com.au/markets/company/pod>

Part 3C - Timetable

3C.1 +Record date

1/12/2023

3C.2 Ex date

30/11/2023

3C.3 Date rights trading commences

30/11/2023

3C.4 Record date

1/12/2023



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

6/12/2023

3C.6 Offer closing date

15/12/2023

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

12/12/2023

3C.8 Date rights trading ends

8/12/2023

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

11/12/2023

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

22/12/2023

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

27/12/2023

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

29/12/2023

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?

Canaccord Genuity (Australia) Limited is acting as lead manager, with Cumulus Wealth Pty Ltd acting as co-manager and sub-underwriter of the offer.

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

The lead manager is entitled to a corporate advisory fee of \$80,000 (plus GST), plus 2% of the total gross amount raised under the offer. The lead manager is also entitled to fees for underwriting the offer as detailed below.

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

Yes

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

Canaccord Genuity (Australia) Limited is the lead underwriter of the offer, with Cumulus Wealth Pty Ltd to act as co-manager and act as sub-underwriter through an allocation of \$850,000 of the total amount underwritten.

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

The offer is fully underwritten.



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

The underwriters are entitled to an underwriting fee of 4% of the total gross amount raised under the offer. In addition, the Company has agreed to issue the Underwriter (and/or its nominee(s)) one (1) New Option for every two (2) Shares underwritten by the Underwriter

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

Refer to Section 1.6 of the Prospectus dated 28 November 2023, for a full summary of the termination events in the Underwriting Agreement.

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

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 through the offer will be used upon the investigation of waste rejection strategies to upgrade concentrator feed to the leach process and flowsheet improvements, as well as collection of more sample through a technical drilling campaign.

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

No

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

Estonia, France, Italy, Mongolia, Romania, Singapore, UK and USA

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 the Prospectus dated 28 November 2023 at <https://www.asx.com.au/markets/company/pod>

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

<https://podiumminerals.com/asx-announcements/>

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



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



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

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

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?

Yes

ASX +security code

New class-code to be confirmed

+Security description

Quoted options exercisable at \$0.06 each on or before 22 December 2026

+Security type

Options

Number of +securities proposed to be issued

40,481,844

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**

Securities issued to underwriters on the basis of 1 Option for every 2 Shares underwritten.

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

0.029300

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 0.0600	22/12/2026

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

POD : ORDINARY FULLY PAID

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

One fully paid ordinary share (ASX:POD)

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.

Quoted options exercisable at \$0.06 each on or before 22 December 2026. For the full terms of the Options, please refer to the Prospectus dated 28 November 2023 at <https://www.asx.com.au/markets/company/pod>

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)?

Existing class

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

Yes

Details of +securities proposed to be issued

ASX +security code and description

POD : ORDINARY FULLY PAID

Number of +securities proposed to be issued

9,500,000

Offer price details**Are the +securities proposed to be issued being issued for a cash**



consideration?

Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.02500

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Attaching +Security

Is the proposed attaching 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

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +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?

Yes

ASX +security code

New class-code to be confirmed

+Security description

Quoted options exercisable at \$0.06 each on or before 22 December 2026

+Security type

Options

Number of +securities proposed to be issued

4,750,000

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

Free-attaching option on the basis of 1 New Option for every 2 Placement Shares subscribed for.



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

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

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.0600

Expiry date

22/12/2026

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

POD : ORDINARY FULLY PAID

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

One fully paid ordinary share (ASX:POD)

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.

Quoted options exercisable at \$0.06 each on or before 22 December 2026. For the full terms of the Options, please refer to the Prospectus dated 28 November 2023 at <https://www.asx.com.au/markets/company/pod>

Part 7C - Timetable

7C.1 Proposed +issue date

22/12/2023

Part 7D - Listing Rule requirements

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?

Yes



7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Up to 9,500,000 Placement Shares.
40,481,844 New Options to be issued to underwriters and up to 4,750,000 New Options to be issued as free-attaching options to subscribers of Placement Shares.

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

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

Yes

7E.1a Who is the lead manager/broker?

Canaccord Genuity (Australia) Limited is acting as lead manager, with Cumulus Wealth Pty Ltd acting as co-manager and sub-underwriter of the offer.

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

The lead manager is entitled to a corporate advisory fee of \$80,000 (plus GST), plus 2% of the total gross amount raised under the offer.

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

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

Funds raised through the offer will be used upon the investigation of waste rejection strategies to upgrade concentrator feed to the leach process and flowsheet improvements, as well as collection of more sample through a technical drilling campaign.



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

7F.3 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