

TITAN DISTRIBUTES PROSPECTUS

On 29 November 2023, Titan Minerals Limited (ASX: TTM) (**Titan** or the **Company**) announced an accelerated non-renounceable pro rata entitlement offer to eligible shareholders on the basis of one (1) new fully paid ordinary share in the Titan (**New Share**) for every six (6) existing Titan shares held, to raise up to approximately \$7.6 million (before costs) (**Entitlement Offer**).

Under the Entitlement Offer, eligible shareholders will also receive one (1) free attaching option for every New Share issued, exercisable at \$0.035 per option and expiring on 31 January 2025 (**Attaching Option**). For every two (2) Attaching Options subscribed for and issued, eligible shareholders will also receive, for nil consideration, one (1) additional option exercisable at \$0.07 per option and expiring on 31 January 2027 (subject to the satisfaction of the vesting condition as detailed in the Prospectus) (**Bonus Option**). The New Shares, Attaching Options and Bonus Options together comprise the **New Securities**.

On 1 December 2023, the Company announced the successful completion of the institutional component of the Entitlement Offer (**Institutional Entitlement Offer**), together with completion of bookbuild process managed by Canaccord Genuity (Australia) Limited as the lead manager to the Entitlement Offer (**Bookbuild**).

The Institutional Entitlement Offer and Bookbuild raised gross proceeds of approximately \$4.1 million at the offer price of \$0.03 per New Share (**Offer Price**).

The retail component of the Entitlement Offer (**Retail Entitlement Offer**) opens today (Wednesday, 6 December 2023) and will close at 5.00pm (AWST) on Wednesday, 20 December 2023 (unless extended or withdrawn).

Retail shareholders with a registered address in Australia or New Zealand as at 4.00pm (AWST) on Friday, 1 December 2023 (**Record Date**) (**Eligible Retail Shareholders**) will be invited to participate in the Retail Entitlement Offer. The eligibility criteria is detailed in the transaction specific prospectus (**Prospectus**), a copy of which was lodged with ASIC and the ASX on 29 November 2023. The Company lodged a supplementary prospectus with ASIC and the ASX on 30 November 2023 (**Supplementary Prospectus**) to amend the terms of the of the Attaching Options and the Bonus Options, such that the Attaching Options will expire on 31 January 2025 and the Bonus Options will expire on 31 January 2027 (rather than 12 months and three years from the date of issue, respectively).

The Company confirms that the following documents will be distributed today:

- for Eligible Retail Shareholders who have nominated to receive documents from the Company electronically, an email providing access to the Retail Entitlement Offer, along with their accompanying personalised entitlement and acceptance form by electronic means;
- for all other Eligible Retail Shareholders, a letter via post notifying them of the Retail Entitlement Offer and providing instructions on how to access the Prospectus, along with their accompanying personalised entitlement and acceptance form; and
- for ineligible retail shareholders, a letter notifying them of the Retail Entitlement Offer and their ineligibility to participate in the Retail Entitlement Offer.

Eligible Retail Shareholders can access the Prospectus (together with the Supplementary Prospectus), along with their accompanying personalised entitlement and acceptance form online at <https://investor.automic.com.au/#/home>.

Eligible Retail Shareholders wishing to participate in the Retail Entitlement Offer should carefully read the Prospectus (together with the Supplementary Prospectus) and accompanying entitlement and acceptance form before deciding whether to apply for New Securities under the Retail Entitlement Offer.

Electronic Communications

In order to be able to receive electronic communications from the Company in the future, please review and update your shareholder details online at <https://investor.automic.com.au>. This method allows the Company to keep you informed without delay, is environmentally friendly, and reduces the Company's print and mail costs.

Indicative Timetable

Further details of the Entitlement Offer timetable are outlined below:

Event	Date
Prospectus (together with the Supplementary Prospectus) made available to Eligible Shareholders	Wednesday, 6 December 2023
Retail Entitlement Offer Opening Date	Wednesday, 6 December 2023
Settlement of New Securities under the Institutional Entitlement Offer	Wednesday, 6 December 2023
Issue of New Securities under the Institutional Entitlement Offer and commencement of trading of New Shares issued under the Institutional Entitlement Offer	Thursday, 7 December 2023
Last day to extend the Retail Entitlement Offer Closing Date	Friday, 15 December 2023
Retail Entitlement Offer Closing Date (at 5.00pm AWST)	Wednesday, 20 December 2023
Announcement results of Retail Entitlement Offer	Wednesday, 27 December 2023
Settlement of New Securities under the Retail Entitlement Offer	Thursday, 28 December 2023
Issue of New Securities under the Retail Entitlement Offer	Friday, 29 December 2023
Commencement of trading of New Shares issued under the Retail Entitlement Offer	Tuesday, 2 January 2024

Note: This timetable is indicative only and subject to change. The Company reserves the right to amend the timetable for the Entitlement Offer without notice, subject to the Corporations Act, the ASX Listing Rules and other applicable laws. In particular, Titan reserves the right to extend the closing date for the Retail Entitlement Offer at any time, to accept late applications under the Entitlement Offer (either generally or in particular cases) and to withdraw the Retail Entitlement Offer without prior notice. Any extension of the closing date for the Retail Entitlement Offer will have a consequential effect on the issue date of New Securities under the Retail Entitlement Offer. The commencement of quotation of New Shares is subject to confirmation from ASX. The Company also reserves the right not to proceed with the Entitlement Offer in whole or in part at any time prior to

allotment and issue of the relevant New Securities. In that event, the relevant application monies (without interest) must be returned in full to applicants.

If you have any questions in relation to the Entitlement Offer, please contact Automic Share Registry on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) from 5.30am to 4.00pm (AWST), Monday to Friday or email corporate.actions@automicgroup.com.au. For other questions, you should consult your broker, solicitor, accountant, financial adviser, or other professional adviser.

-ENDS-

Released with the authority of the Board.

For further information on the company and our projects, please visit: **www.titanminerals.com.au**