

ASX Announcement

11 January 2024

Company Announcements Office
Australian Securities Exchange
20 Bridge St
Sydney NSW 2000

Non-Renounceable Pro Rata Entitlement Offer – Dispatch of Offer Documents

GBM Resources Limited (“GBM” or “the Company”) advises that the Prospectus and Entitlement and Acceptance Form for the non-renounceable pro-rata entitlement offer (Offer) lodged with ASX on 3 January 2024 will today be despatched to eligible shareholders, and notifications sent to ineligible shareholders pursuant to ASX Listing Rule 7.7.1(b).

Eligible shareholders that have elected to receive notices from the Company in electronic format will receive details of the Offer via email. Please refer to the attached notifications for further details on how to access the Prospectus and Entitlement and Acceptance Form.

The following timetable is indicative only and subject to change. Subject to the Listing Rules, the Directors reserve the right to vary these dates, including the Closing Date, without prior notice. Any extension of the Closing Date will have a consequential effect on the anticipated date for issue of the New Shares.

Prospectus dispatched to Shareholders & Company announces dispatch has been completed	11 January 2024
Opening Date of Offer	11 January 2024
Last day to extend Closing Date	24 January 2024
Closing Date of Offer	5pm (WST) 30 January 2024
Securities quoted on a deferred settlement basis from market open	31 January 2024
Announcement of results of issue	5 February 2024
Issue date and lodgement of Appendix 2A with ASX applying for quotation of the securities (before noon Sydney time)	5 February 2024

Further information on the Offer can be obtain by contacting the Company Secretary on +61 (0)493 239 674.

This ASX announcement was approved and authorised for release by:

Peter Rohner, Managing Director

For further information please contact:

Investor enquiries

Peter Rohner

Managing Director

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GBZ

MR SAM SAMPLE
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SAMPLETOWN VIC 3000



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11 January 2024

Dear Shareholder

NON-RENOUNCEABLE PRO-RATA ENTITLEMENT ISSUE – NOTIFICATION TO ELIGIBLE SHAREHOLDERS

On 20 December 2023, GBM Resources Limited (**Company**) announced that it would be offering shareholders the opportunity to participate in a non-renounceable pro-rata entitlement offer to raise up to approximately \$1.65 million (before costs) (**Offer**), on the basis of one (1) fully paid ordinary share in the capital of the Company (**New Share**) for every four (4) fully paid ordinary shares held at the record date, at an issue price of \$0.009 per New Share, in addition for each 2 New Shares issued the Company will issue an option exercisable at \$0.015 and expiring 24 months from the date of issue (**New Option**).

If the Offer is fully subscribed, a total of 182,858,232 New Shares and 91,429,116 New Options will be issued (subject to rounding).

Only shareholders with a registered address in Australia, New Zealand, Canada, China, Hong Kong, Singapore, Germany and the United Kingdom will be eligible to participate in the Offer (**Eligible Shareholders**).

The Offer is made to Eligible Shareholders registered at 5.00pm (WST) on the record date of 8 January 2024 (**Record Date**).

The Offer will be made pursuant to a prospectus lodged with ASIC and ASX on 3 January 2024 (**Prospectus**) and which will be available on the Company's website at www.gbmr.com.au and on the ASX website at www.asx.com.au.

Purpose of Offer

Successful completion of the Offer will raise approximately \$1.65 million (before costs).

The proceeds from the Entitlement Offer will be used by the Company will be applied to exploration at the Company's wholly owned Twin Hills and Yandan Gold Projects (including drilling at the Lone Sister and 309 deposits, and regional geochemical and geophysical programs), reduction of convertible note debt and the provision of working capital.

For further specifics of the use of funds please refer to section 3.1 of the Prospectus.

Actions Required by Eligible Shareholders

Participation in the Entitlement Offer is optional.

Full details of the Entitlement Offer are contained in the Prospectus. Eligible shareholders should read the Prospectus in its entirety and consult with their financial or other professional adviser before deciding whether or not to participate.

As an Eligible Shareholder, you may:

- Take up your entitlement in full and also apply for additional securities pursuant to any Shortfall Offer (refer section 2.2 of the Prospectus);
- Take up your entitlement in full without applying for additional securities (refer section 2.2 of the Prospectus);
- Take up part of your entitlement (refer section 2.2 of the Prospectus); or
- If you do not wish to accept all or part of your entitlement, you are not obligated to do anything in response to the Offer.

Subscribing to the Entitlement Offer

You can obtain a copy of the Prospectus and your Personalised Application Form through either of the following means:

1. **ONLINE** – an electronic version of the Prospectus and Personalised Application Form (including BPAY® and EFT payment details) can be accessed via the Company's offer website:

www.computersharecas.com.au/gbzoffer

You will need your holder ID (SRN or HIN) shown on this letter to access the documents online.

2. **PAPER** - Request a paper copy of the Prospectus and the Personalised Application Form by calling GBM Resources on **0493 239 674 (within Australia)** or **+61 493 239 674 (outside Australia) between 9.00am and 5.00pm (AEDT)**

Eligible shareholders that have elected to receive notices from the Company in electronic format will receive details of the Entitlement Offer via email.

Indicative timetable

The following timetable is indicative only and subject to change. Subject to the Listing Rules, the Directors reserve the right to vary these dates, including the Closing Date, without prior notice. Any extension of the Closing Date will have a consequential effect on the anticipated date for issue of the New Options.

Event	Date*
Opening Date	11 January 2024
Last day to extend the Closing Date	24 January 2024
Closing Date (5pm WST)**	30 January 2024
Notification to ASX of under subscriptions	5 February 2024
Entitlement Offer Securities issued	5 February 2024

* *These dates are indicative only. The Directors reserve the right to vary the key dates without prior notice, subject to the Listing Rules.*

** *The Directors may extend the Closing Date by giving at least three Business Days' notice to ASX prior to the Closing Date.*

Possible Dilutive Effect

The dilutionary effect of the Offer on your shareholding will depend on whether you elect to subscribe for some or all of your entitlement, and the total number of securities applied for by Eligible Shareholders pursuant to the Offer.

Please refer to section 1.8 of the Prospectus for further details of the potential dilutive effect

Shortfall Offer

Any New Shares or New Options applied for in excess of your entitlement will be applied for under the Shortfall Offer and will be issued in accordance with the terms and the allocation policy described in section 2.6 of the Prospectus.

Further information on the Entitlement Offer can be obtain by contacting the Company Secretary on +61 (0) 493 239 674.

On behalf of the Board of GBM Resources Limited

Peter Rohner
Managing Director



11 January 2024

Dear Shareholder

NON-RENOUNCEABLE RIGHTS ISSUE – NOTIFICATION TO INELIGIBLE SHAREHOLDERS

On 20 December 2023, GBM Resources Limited (**Company**) announced that it would be offering shareholders the opportunity to participate in a non-renounceable pro-rata entitlement offer to raise up to approximately \$1.65 million (before costs) (**Offer**), on the basis of one (1) fully paid ordinary share in the capital of the Company (**New Share**) for every four (4) fully paid ordinary shares held at the record date, at an issue price of \$0.009 per New Share, in addition for each 2 New Shares issued the Company will issue an option exercisable at \$0.015 and expiring 24 months from the date of issue (**New Option**).

If the Offer is fully subscribed, a total of 182,858,232 New Shares and 91,429,116 New Options will be issued (subject to rounding).

Only shareholders with a registered address in Australia, New Zealand, Canada, China, Hong Kong, Singapore, Germany and the United Kingdom will be eligible to participate in the Offer (**Eligible Shareholders**).

The Offer is made to Eligible Shareholders registered at 5.00pm (WST) on the record date of 8 January 2024 (**Record Date**).

The Offer will be made pursuant to a prospectus lodged with ASIC and ASX on 3 January 2024 (**Prospectus**) and which will be available on the Company's website at www.gbmr.com.au and on the ASX website at www.asx.com.au.

Purpose of Offer

Successful completion of the Offer will raise approximately \$1.65 million (before costs).

The proceeds from the Entitlement Offer will be used by the Company will be applied to exploration at the Company's wholly owned Twin Hills and Yandan Gold Projects (including drilling at the Lone Sister and 309 deposits, and regional geochemical and geophysical programs), reduction of convertible note debt and the provision of working capital. For further specifics of the use of funds please refer to section 3.1 of the Prospectus.

Ineligible Shareholders

The Company has determined that it would be unreasonable to extend participation in the Offer to shareholders who do not have a registered address in Australia, New Zealand, Canada, China, Hong Kong, Singapore, Germany and the United Kingdom (**Ineligible Shareholders**).

As such, you are not eligible to participate in the Offer and you will not be sent a copy of the Prospectus. This decision was made pursuant to listing Rule 7.7.1(a) of the ASX Listing Rules and considering:

- (a) the number of Ineligible Shareholders;
- (b) the number and value of New Shares that would otherwise be offered to Ineligible Shareholders; and
- (c) the cost of complying with overseas legal and regulatory requirements.

For your information only, details of the Offer are contained in the Prospectus which has been lodged with ASX on 3 January 2024. The Prospectus is available on the Company's website at www.gbmr.com.au and on the ASX website at www.asx.com.au.

On behalf of the Board of GBM Resources Limited

Peter Rohner
Managing Director