



Date

7 May 2024

ASX Code

MGA

Shares on Issue

52,710,000

Company Directors

Mr Richard Beazley
Non-Executive Chairperson

Mr Lijun Yang
Managing Director and CEO

Mr Haidong Chi
Non-Executive Director

Mr John Reynolds
Non-Executive Director
Alternate to Mr Haidong Chi

Mr Peter Stern
Non-Executive Director

Chief Financial Officer

Ms Rebecca Broughton

Company Secretary

Ms Rebecca Broughton

Contact Details

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DESPATCH OF PROSPECTUS AND ENTITLEMENT & ACCEPTANCE FORM

Global multi-metal resource exploration company MetalsGrove Mining Limited (ASX: MGA) (**MGA** or the **Company**) refers to its non-renounceable entitlement issue of one (1) New Share for every one (1) existing Share, with one (1) attaching option, first announced to ASX on 29 April 2024 (**Offer**). The Offer is made under a prospectus lodged with ASIC on 29 April 2024 (**Prospectus**).

Details of the electronic link by which persons holding shares at 7.00pm (AEST) on Thursday, 2 May 2024 (**Eligible Shareholders**) can access the Prospectus and personalised entitlement and acceptable forms were despatched to Eligible Shareholders today.

The Prospectus includes an Entitlement and Acceptance Form outlining Eligible Shareholders' entitlement under the Offer. The closing date for the Offer is 5.00pm (AEST) Monday 20 May 2024 (unless extended).

As there were no persons holding shares on the record date with an address outside Australia or New Zealand, no shareholders were deemed to be ineligible.

Further details of the Offer, including details on how eligible shareholders may accept the Offer, are set out in the Prospectus. Eligible Shareholders should consider the Prospectus in deciding whether to acquire securities under the Offer and follow the instructions set out in the personalised application form that accompanies the Prospectus.

The letter to Eligible Shareholders accompanies this announcement.

-ENDS-

Authorised for release by the MetalsGrove Mining Limited Board of Directors.

About MetalsGrove

MetalsGrove Mining Limited (ASX: MGA) is a global multi-metal resource exploration company focused on exploring its portfolio of high-quality lithium projects in Zimbabwe and multi-metals projects, including rare earth, copper-gold, manganese, and base metal projects in Western Australia and the Northern Territory of Australia.



7 May 2024

Dear shareholder

Important notice

On 29 April 2024, MetalsGrove Mining Limited (**MGA** or the **Company**) announced a pro-rata non-renounceable Entitlement Issue of new fully paid ordinary shares (**Entitlement Issue**). Under the Entitlement Issue, eligible shareholders are entitled to subscribe for 1 New Share for every 1 existing Share held at 7:00pm Australian Eastern Standard Time (**AEST**) on 2 May 2024 (**Record Date**), at the Offer Price of \$0.04 per New Share to raise up to approximately \$2.1 million before issue costs. For each New Share issued, the holder will also receive 1 attaching Option.

A prospectus dated 29 April 2024 (**Prospectus**) for the Entitlement Issue was lodged with ASIC on that day and is available to view on the ASX website.

An electronic copy of the Prospectus and your Entitlement and Acceptance Form is available and accessible by you (using your Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**) from your latest Holding Statement, and your postcode) at the following link: <https://investor.automic.com.au>. Shareholders wishing to obtain a paper copy of the Prospectus should call MGA's share registry, Automic Registry Services (**Automic**) on 1300 288 664 or emailing hello@automicgroup.com.au and asking them to mail a paper copy of the Prospectus and your Entitlement and Acceptance Form to you free of charge.

Shareholders should read the Prospectus in full prior to making an application under the Entitlement Issue. Your application under the Entitlement Issue must be made by making payment in accordance with the personalised payment instructions on your Entitlement and Acceptance Form which is available through the online facility of Automic.

You do not need to return your Entitlement and Acceptance Form.

To download the Prospectus and your Entitlement and Acceptance Form, you have the following three choices:

<p>I already have an online account with Automic</p>	<p>https://investor.automic.com.au</p> <p>Select: “Existing Users Sign In”.</p> <p>Once you have successfully signed in, click on “Documents and Statements”.</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p>Do not return your Entitlement and Acceptance Form.</p>
<p>I don’t have an online account with Automic – but wish to register for one</p>	<p>https://investor.automic.com.au/#/signup</p> <p>Select: MGA from the dropdown list in the ISSUER field. Enter your holder number SRN / HIN (from your latest Holding Statement). Enter your Postcode (Aust only) or Country of Residence (if not Australia). Tick box “I am not a robot”, then Next Complete prompts.</p> <p>Once you have successfully signed in, click on “Documents and Statements”.</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p>Do not return your Entitlement and Acceptance Form.</p>
<p>I don’t have an online account with Automic – but want to use Automic for this Offer only</p>	<p>https://investor.automic.com.au/#/loginsah</p> <p>Select: MGA from the dropdown list in the ISSUER field.</p> <p>Enter your holder number SRN / HIN (from your latest Holding Statement). Enter your Postcode (Aust only) or Country of Residence (if not Australia). Tick box “I am not a robot”, then Access.</p> <p>Once you have successfully signed in, click on “Documents and Statements”.</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p>Do not return your Entitlement and Acceptance Form.</p>

If you are unable to access <https://investor.automic.com.au> online, you can obtain a copy of the Prospectus and your Entitlement and Acceptance Form – initially by calling Automic Group on 1300 288 664 or emailing hello@automicgroup.com.au and asking them to mail a paper copy of the Prospectus and your Entitlement and Acceptance Form to you free of charge. After your request has been acknowledged by Automic you will need to provide your SRN or HIN and postcode to complete this request. To apply under the Entitlement Issue using these paper copy documents, you will still need to make payment via BPAY® or via Electronic Funds Transfer (EFT).

The Entitlement Issue closes at 5:00 pm (AEST time) on 20 May 2024.

Announcement of the Offer and Lodgement of Appendix 3B with ASX	29 April 2024
Lodgement of Prospectus with ASIC and ASX	29 April 2024
Ex date - Shares trade ex Entitlement (Ex Date)	1 May 2024
Record date to determine Entitlement (Record Date)	7pm AEST 2 May 2024
Prospectus with Entitlement and Acceptance Form dispatched and Offer opens	7 May 2024
Last day to extend the Closing Date (Before noon Sydney time)	15 May 2024
Closing date for acceptances (receipt of payment)	5pm AEST 20 May 2024
Securities quoted on a deferred settlement basis	21 May 2024
Notify ASX of results of the Offer Issue of New Securities and lodge Appendix 2A	27 May 2024
Normal trading of New Securities expected to commence; dispatch of shareholding statements	28 May 2024
Last date to issue Shortfall Shares (see section 8.5)	20 August 2024

These dates are indicative only and subject to change. MGA reserves the right to change any date including to extend the closing date of the Entitlement Issue, to close the Entitlement Issue early, to accept late acceptances either generally or in particular cases, or to withdraw or reduce the size of the Entitlement Issue without notice. Any extension of the closing date will have a consequential effect on the issue date of new shares.

If you have any query or question about the Entitlement Issue, please contact MGA's share registrar as follows:

Automic Registry Services

Email: hello@automicgroup.com.au

Phone: 1300 288 664 (within Australia), or +61 2 9698 5414 (international) between 8:30 am and 6:00pm (AEST) Monday to Friday.

Yours faithfully

Lijun Yang
Managing Director and CEO
MetalsGrove Mining Limited