



Announcement Summary

Entity name

APPLYFLOW LIMITED

Date of this announcement

Friday June 21, 2024

The +securities the subject of this notification are:

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and are not intended to be quoted, on ASX

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	ORDINARY FULLY PAID RESTRICTED	3,502,499	21/06/2024
New class - code to be confirmed	UNLISTED OPTIONS \$0.25 EXPIRING 31 DEC 2026 RESTRICTED	2,700,000	21/06/2024
New class - code to be confirmed	PERFORMANCE SHARES RESTRICTED	999,999	21/06/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

APPLYFLOW 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

ABN

Registration number

29107371497

1.3 ASX issuer code

AFW

1.4 The announcement is

New announcement

1.5 Date of this announcement

21/6/2024



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B that are not quoted, and are not intended to be quoted, on ASX

Previous Appendix 3B details:

Announcement Date and Time

13-May-2024 18:44

Announcement Title

Update - Update - Proposed issue of securities - AFW

Selected Appendix 3B to submit quotation request

A placement or other type of issue

2.3a.2 Are there any further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B?

No



Part 3A - number and type of +securities the subject of this notification (existing class or new class) where issue has previously been notified to ASX in an Appendix 3B

Placement Details

ASX +security code and description

new unquoted class of security

Date the +securities the subject of this notification were issued

21/6/2024

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

87,562,475 (pre consolidation) unlisted shares, which equates to 3,502,499 (post consolidation) unlisted shares, on a post consolidation basis ASX restricted as follows:

1. 1,252,500 (post consolidation) unlisted shares until 15 Sept 2024; and
2. 999,999 (post consolidation) unlisted shares for 12 months from Company official quotation; and
3. 1,250,000 (post consolidation) unlisted shares for 24 months from Company official quotation.

Issue details

Number of +securities

3,502,499

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

To acquire a portfolio of copper and rare earth exploration projects comprising the Fairfield and Fintry Projects in Canada, with expenditure as outlined in the ASX Release dated 12 March 2024.

ASX +security code and description

new unquoted class of security

Date the +securities the subject of this notification were issued

21/6/2024

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

67,500,000 (pre consolidation) unlisted options, which equates to 2,700,000 (post consolidation) unlisted options, on a post consolidation basis ASX restricted as follows:

1. 900,000 (post consolidation) unlisted options under Incentive Offer, ASX restricted for 12 months from Company official quotation; and
2. 1,800,000 (post consolidation) unlisted options under the Vendor Offer, ASX restricted for 24 months from Company official quotation.



Issue details

Number of +securities

2,700,000

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

1. 900,000 unlisted options under Incentive Offer for nil consideration;
 2. 1,800,000 unlisted options under Vendor Offer to acquire Projects, as outlined in the ASX Release dated 12 Mar 2024.
-

ASX +security code and description

new unquoted class of security

Date the +securities the subject of this notification were issued

21/6/2024

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

- 25,000,000 (pre consolidation) unlisted performance shares, which equates to 1,000,000 (post consolidation) unlisted performance shares of which 999,999 have been issued, on a post consolidation basis ASX restricted as follows:
1. 999,999 (post consolidation) unlisted performance shares under Vendor Offer, ASX restricted for 12 months from Company official quotation.

Issue details

Number of +securities

999,999

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

To acquire a portfolio of copper and rare earth exploration projects comprising the Fairfield and Fintry Projects in Canada, with expenditure as outlined in the ASX Release dated 12 March 2024.



Part 3C - number and type of +securities the subject of this notification (new class)

ASX +security code

New class - code to be confirmed

+Security description

ORDINARY FULLY PAID RESTRICTED

+Security type

Ordinary fully or partly paid shares/units

ISIN code**Date the +securities the subject of this notification were issued**

21/6/2024

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

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

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

Prospectus dated 13 May 2024

<https://stocknessmonster.com/announcements/afw.asx-6A1207349/>

Supplementary Prospectus dated 21 May 2024

<https://stocknessmonster.com/announcements/afw.asx-6A1208456/>

Ordinary fully or partly paid shares/units Details

+Security currency

AUD - Australian Dollar

Are there +CDIs issued over the +securities?

No

Is it a Partly Paid class of +security?

No

Is it a stapled class of +security?

No

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

1. Section 4.1 AFW Share on issue should equal 19,912,823 shares, being 5,915,322 + 13,500,000 + 497,501 as per prior App 2A released.

Issue details

Number of +securities

3,502,499

**ASX +security code**

New class - code to be confirmed

+Security descriptionUNLISTED OPTIONS \$0.25 EXPIRING 31 DEC 2026
RESTRICTED**+Security type**

Options

ISIN code**Date the +securities the subject of this notification were issued**

21/6/2024

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

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

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

Prospectus dated 13 May 2024

<https://stocknessmonster.com/announcements/afw.asx-6A1207349/>

Supplementary Prospectus dated 21 May 2024

<https://stocknessmonster.com/announcements/afw.asx-6A1208456/>

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.25000000

Expiry date

31/12/2026

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

AFW : ORDINARY FULLY PAID

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

Converts into one AFW fully paid ordinary shares for each option.

Issue details

Number of +securities

2,700,000

ASX +security code

New class - code to be confirmed

+Security description

PERFORMANCE SHARES RESTRICTED



+Security type

Other

ISIN code

Date the +securities the subject of this notification were issued

21/6/2024

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.

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

Issue details

Number of +securities

999,999

Part 4 - +Securities on issue

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

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

ASX +security code and description	Total number of +securities on issue
AFW : ORDINARY FULLY PAID	5,915,322

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
AFWAF : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	424,876
New class - code to be confirmed : ORDINARY FULLY PAID RESTRICTED	3,502,499
New class - code to be confirmed : UNLISTED OPTIONS \$0.25 EXPIRING 31 DEC 2026 RESTRICTED	2,700,000
New class - code to be confirmed : PERFORMANCE SHARES RESTRICTED	999,999