



Announcement Summary

Entity name

AUSQUEST LIMITED

Announcement Type

New announcement

Date of this announcement

7/10/2024

The Proposed issue is:

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

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	Unquoted options, each exercisable at \$0.012 and expiring on 11 November 2027.	165,229,845
AQD	ORDINARY FULLY PAID	330,459,690

Ex date

10/10/2024

+Record date

11/10/2024

Offer closing date

4/11/2024

Issue date

11/11/2024

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

AUSQUEST 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**

35091542451

**1.3 ASX issuer code**

AQD

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

7/10/2024

**1.6 The Proposed issue is:**

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

**1.6a The proposed standard +pro rata issue is:**

+ Non-renounceable

Part 3 - Details of proposed entitlement offer issue

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Part 3A - Conditions

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**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

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**+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**

AQD : 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

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**ASX +security code and description**

AQD : ORDINARY FULLY PAID

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

**ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities do not have +CDIs issued over them)**

**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**

5

**What will be done with fractional entitlements?**

Fractions rounded down to the nearest whole number or fractions disregarded

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

330,459,690

**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 0.00800

**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 Entitlement Offer will include a shortfall facility under which eligible shareholders who take up their full entitlements will be invited to apply for additional shares in the Entitlement Offer (Shortfall Facility).

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

Yes

**Describe the scale back arrangements**

The Directors reserve the right to allocate New Securities under the Shortfall Offer at their sole discretion and may reject any Application or allocate an Applicant fewer New Securities under the Shortfall Offer than the number applied for.

**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 do not have +CDIs issued over them)****ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities do not have +CDIs issued over them)****Have you received confirmation from ASX that the terms**



**of the proposed +securities are appropriate and equitable under listing rule 6.1?**

No

**ASX +security code**

New class-code to be confirmed

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

No

**+Security description**

Unquoted options, each exercisable at \$0.012 and expiring on 11 November 2027.

**+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 down to the nearest whole number or fractions disregarded

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

165,229,845

**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 Entitlement Offer will include a shortfall facility under which eligible shareholders who take up their full entitlements will be invited to apply for additional shares in the Entitlement Offer (Shortfall Facility).

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

Yes

**Describe the scale back arrangements**

The Directors reserve the right to allocate New Securities under the Shortfall Offer at their sole discretion and may reject any Application or allocate an Applicant fewer New Securities under the Shortfall Offer than the number applied for.

**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 0.0120

**Expiry date**

11/11/2027



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

AQD : ORDINARY FULLY PAID

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

Upon exercise, each option convert to one fully paid ordinary share (ASX:AQD).

**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.**

A copy of the Rights Offer Prospectus will be announced to the market on 8 October 2024, which sets out the material terms of proposed securities to be issued.

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Part 3C - Timetable

**3C.1 +Record date**

11/10/2024

**3C.2 Ex date**

10/10/2024

**3C.4 Record date**

11/10/2024

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

15/10/2024

**3C.6 Offer closing date**

4/11/2024

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

30/10/2024

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

5/11/2024

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

11/11/2024

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

12/11/2024

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

14/11/2024



## 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?

Euroz Hartleys Limited is the Lead Manager for the Shortfall Offer only.

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

Euroz Hartleys Limited will be entitled to (a) a capital raising fee equal to 6% of the funds raised by them under the Shortfall Offer; (b) if the funds raised by them under the Shortfall Offer are not less than \$600,000 in aggregate, a further 20,000,000 New Options for a subscription price of \$0.00001 per New Option will be issued subject to shareholder approval; (c) if the 20,000,000 Broker Options under (b) are all exercised, an additional unlisted 15,000,000 Options, each exercisable at \$0.016 at a subscription price of \$0.00001 per Option are to be issued (subject to any necessary shareholder approvals and other Listing Rules or regulatory requirements); and (d) an advisory fee of \$5,000 per month during the term of the Broker Mandate.

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

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

Expected expenses under the proposed offer will be set out in section 7.7 of the Prospectus, expected to be lodged with ASIC/ASX on 8 March 2024.

## 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 will be used to carry out exploration programs in Australia and Peru, identifying and investigating new acquisition opportunities that might be of interest to AQD's strategic alliance partner South32 and for general working capital purposes.

### 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

All countries with the exception of Australia and New Zealand.

### 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

Nominees and custodians that hold Shares should note that the Offer is available only to Eligible Shareholders. The Company is not required to determine whether or not any registered holder is acting as a nominee or the identity or residence of any beneficial owners of Shares. If any nominee or custodian is acting on behalf of a foreign person, that holder, in dealing with its beneficiary, will need to assess whether indirect participation by the beneficiary in the Offer is compatible with applicable foreign laws.

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

[www.ausquest.com.au](http://www.ausquest.com.au)



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

Refer to ASX announcement released earlier today, 7 October 2024.

**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