



Announcement Summary

Entity name

PODIUM MINERALS LIMITED

Announcement Type

New announcement

Date of this announcement

25/10/2024

The Proposed issue is:

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

A placement or other type of issue

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
PODOA	OPTION EXPIRING 22-DEC-2026	37,895,566
POD	ORDINARY FULLY PAID	113,686,696

Ex date

29/10/2024

+Record date

30/10/2024

Offer closing date

14/11/2024

Issue date

21/11/2024

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
PODOA	OPTION EXPIRING 22-DEC-2026	37,895,566

Proposed +issue date

26/11/2024

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

PODIUM MINERALS 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

84009200079

1.3 ASX issuer code

POD

1.4 The announcement is

New announcement

1.5 Date of this announcement

25/10/2024

1.6 The Proposed issue is:

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

A placement or other type of issue

1.6a The proposed standard +pro rata issue is:

+ Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

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

+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

POD : 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?

Yes

Details of +securities proposed to be issued

ASX +security code and description

POD : 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

1

For a given quantity of +securities held

4



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

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

113,686,696

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 0.03200

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

Allocation of any shortfall under the offer will be at the discretion of the Board in accordance with the details as set out in Section 2.7 of the Prospectus.

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

Yes

Describe the scale back arrangements

A scale-back will be applied to applications under the Shortfall Offer on a pro-rata basis to the respective shareholdings of Eligible Shareholders.

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)?

Existing class

Attaching +Security - Existing class (additional +securities in a class that is already quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ASX +security code and description

PODOA : OPTION EXPIRING 22-DEC-2026

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 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

3

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

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

37,895,566

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

Allocation of any shortfall under the offer will be at the discretion of the Board in accordance with the details as set out in Section 2.7 of the Prospectus.

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

Yes

Describe the scale back arrangements

A scale-back will be applied to applications under the Shortfall Offer on a pro-rata basis to the respective shareholdings of Eligible Shareholders.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Details of company options where holders entitled to participate in the offer

ASX +security code and description

PODOA : OPTION EXPIRING 22-DEC-2026

Date Option must be exercised by

25/10/2024



Part 3C - Timetable

3C.1 +Record date

30/10/2024

3C.2 Ex date

29/10/2024

3C.4 Record date

30/10/2024

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

4/11/2024

3C.6 Offer closing date

14/11/2024

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

11/11/2024

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

15/11/2024

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

21/11/2024

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

22/11/2024

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

26/11/2024

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?

Canaccord Genuity (Australia) Limited (AFSL 234 666) (Canaccord) and Cumulus Wealth Pty Ltd (AFSL 524450) (Cumulus Wealth) have been appointed as joint lead managers to the Offer (together, the Joint Lead Managers)

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

The Company has agreed to pay the joint lead managers a corporate advisory fee of \$100,000 plus GST for its services in managing the Offer.

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



Yes

3E.2a Who are the underwriter(s)?

Canaccord Genuity (Australia) Limited (AFSL 234 666)

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

The Offer is fully underwritten.

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

In addition to the fees paid to the lead managers for acting as lead managers, the Company has agreed to pay the Underwriter:

- (a) an issue management fee equal to 2% of the total gross amount raised under the Offer;
- (b) an underwriting fee equal to 4% of the total gross amount raised under the Offer; and
- (c) the issue the Underwriter (or their nominee/s) 37,895,566 New Options (PODOA).

In addition, the Company agrees to reimburse the Underwriter for all costs, expenses and disbursements (including any applicable GST) reasonably incurred by the Underwriter in relation to the Offer and the Underwriting Agreement, including legal fees up to a maximum of \$10,000.

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

Refer to Section 6.4 of the Prospectus dated 25 October 2024 for a full summary of the termination events in the Underwriting Agreement.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

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

Part 3F - Further Information**3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

The funds received from this Entitlement Offer will allow Podium to pursue the project development activities and build on the achievements to date in the flotation circuit.

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

Estonia, France, Italy, Mongolia, Romania, Switzerland & United States of America.

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

Refer to Section 2.10 of the Prospectus dated 25 October 2024.

3F.6 URL on the entity's website where investors can download information about the proposed issue<https://podiumminerals.com/asx-announcements/>**3F.7 Any other information the entity wishes to provide about the proposed issue**



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



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	25/11/2024	Estimated	No

Comments

The Company has agreed to issue 37,895,566 New Options (PODOA) to the Underwriter (or its nominee/s) in part consideration for underwriting the Offer.

21,590,666 of the New Options to be issued to the Underwriter pursuant to the Underwriter Offer will be issued using the Company's Listing Rule 7.1 placement capacity.

16,304,900 of the New Options to be issued to the Underwriter pursuant to the Underwriter Offer will be issued subject to Shareholder approval. The Company is intending to seek Shareholder approval for the issue of these New Options to the Underwriter at its AGM.

Part 7B - Issue details

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

Details of +securities proposed to be issued

ASX +security code and description

PODOA : OPTION EXPIRING 22-DEC-2026

Number of +securities proposed to be issued

37,895,566

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No



Please describe the consideration being provided for the +securities

As part consideration for agreeing to underwrite the Offer.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

0.018000

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)?

Part 7C - Timetable

7C.1 Proposed +issue date

26/11/2024

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

21,590,666 of the New Options to be issued to the Underwriter pursuant to the Underwriter Offer will be issued using the Company's Listing Rule 7.1 placement capacity.

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

Yes



7E.1a Who is the lead manager/broker?

Canaccord Genuity (Australia) Limited (AFSL 234 666) (Canaccord) and Cumulus Wealth Pty Ltd (AFSL 524450) (Cumulus Wealth) have been appointed as joint lead managers to the Offer (together, the Joint Lead Managers)

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

No additional fees will be incurred in connection to the issue of the New Options to the Underwriter(s).

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

As part consideration for agreeing to underwrite the Offer.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

7F.3 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