



Announcement Summary

Entity name

CASTLE MINERALS LIMITED

Announcement Type

New announcement

Date of this announcement

3/3/2025

The Proposed issue is:

A placement or other type of issue

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
New class-code to be confirmed	OPTIONS EXPIRING 31-MAY-2028 EX \$0.12	25,875,000
New class-code to be confirmed	OPTIONS EXPIRING 31-MAY-2028 EX \$0.12	10,233,333
CDT	ORDINARY FULLY PAID	51,750,000

Proposed +issue date

15/4/2025

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**

CASTLE 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**

83116095802

**1.3 ASX issuer code**

CDT

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

3/3/2025

**1.6 The Proposed issue is:**

A placement or other type of issue



## 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	8/4/2025	Estimated	

## Comments

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	14/4/2025	Estimated	

## Comments

The placement is conditional on completion of the consolidation and shareholder approval (please refer to the announcement and Appendix 3A.3 dated 3 March 2025).

PLEASE NOTE THIS APPENDIX 3B IS PRESENTED ON A POST-CONSOLIDATION BASIS.

## 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**

CDT : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

51,750,000

**Offer price details****Are the +securities proposed to be issued being issued for a cash**

**consideration?**

Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 0.06000

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

No

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

No

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTIONS EXPIRING 31-MAY-2028 EX \$0.12

**+Security type**

Options

**Number of +securities proposed to be issued**

25,875,000

**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**

n/a

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities****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 0.1200

**Expiry date**

31/5/2028

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

CDT : ORDINARY FULLY PAID

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

1 fully paid ordinary share will be issued for every 1 option exercised.

**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.**

**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)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a 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

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

No

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTIONS EXPIRING 31-MAY-2028 EX \$0.12

**+Security type**

Options

**Number of +securities proposed to be issued**

10,233,333

**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**

The options form part of the fees payable to the Sole Lead Manager for the placement.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities****Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

## Options details

<b>+Security currency</b>	<b>Exercise price</b>	<b>Expiry date</b>
AUD - Australian Dollar	AUD 0.1200	31/5/2028

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

CDT : ORDINARY FULLY PAID

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

1 fully paid ordinary share will be issued for every 1 option exercised.

**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.**

## Part 7C - Timetable

**7C.1 Proposed +issue date**

15/4/2025

## 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?**

Yes

**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

8/4/2025

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

Yes

**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?

Euroz Hartleys Limited

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

The Sole Lead Manager will receive a 6% fee for monies raised from the issue of New Shares under the Placement and 10,233,333 options to be issued on the same terms as the Options issued under the Placement. The Company will also retain the services of the Sole Lead Manager for a period of up to 12 months from completion of the Placement at a cost of \$6,000 per month.

### 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

Legal fees, share registry fees, ASX/ASIC fees, printing fees.

## Part 7F - Further Information

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

The Placement proceeds will be applied to a follow-up RC drill program at Kpali & Kandia Gold Projects as well as test several other high conviction prospects on the Wa Gold Project, in northern Ghana, and working capital.

### 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

Please refer to separate announcement.

The Company will comply with secondary sale provisions for shares issued under the Placement by virtue of a cleansing notice.

All options pursuant to the Placement will be issued under a disclosure document.

### 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 cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)