



## ASX Announcement

19 January 2018

### COMPANY DETAILS

**ABN:** 62 147 346 334

### **PRINCIPAL AND REGISTERED OFFICE**

Parkway Minerals NL  
Level 1, 675 Murray St.  
West Perth WA 6005

### **POSTAL ADDRESS**

PO Box 1088  
West Perth WA 6872

**W** [www.parkwayminerals.com.au](http://www.parkwayminerals.com.au)

**E** [info@parkwayminerals.com.au](mailto:info@parkwayminerals.com.au)

**P** +61 8 9479 5386

**F** +61 8 9475 0847

### **ASX CODE**

PWN

### **FRANKFURT CODE**

A1JH27

### **OTC PINK CODE**

PWNNY

### **CORPORATE INFORMATION**

**18 January 2018**

534M Ordinary shares  
123M Partly paid shares  
17M Listed Options  
4M Unlisted options

### **BOARD OF DIRECTORS**

**Adrian Griffin**

(Non-Executive Chairman)

**Patrick McManus**

(Managing Director)

**Chew Wai Chuen**

(Non-Executive Director)

**Natalia Streltsova**

(Non-Executive Director)

### APPENDIX 3B

Parkway Minerals (**Parkway**, or **PWN**) is pleased to announce that it has entered into a Controlled Placement Agreement (**CPA**) with Acuity Capital. The CPA will provide PWN with up to \$3 million of standby equity capital over the coming 3 years.

PWN retains full control of all aspects of the placement process: having sole discretion as to whether or not to utilize the CPA, the quantum of issued shares the minimum issue price of shares and the timing of each placement tranche, if any. There are no requirements for PWN to utilize the CPA and PWN may terminate the CPA at any time, without cost or penalty.

Acuity Capital and the CPA do not place any restrictions, at any time, on PWN raising capital through other methods. If PWN utilizes the CPA, PWN is able to set a floor price ( at its sole discretion) and the final issue price will be calculated as the greater of that floor price, set by PWN, and a 10% discount to a Volume weighted Average Price (VWAP) over a period of PWN's choosing ( at the sole discretion of PWN).

As collateral for the CPA, PWN has agreed to place 24 million shares from its LR7.1 capacity at nil consideration to Acuity Capital (collateral shares). Acuity Capital will return the Collateral Shares to PWN, for nil consideration, at the end of the term of the CPA. Further, PWN may, at any time, cancel the CPA and buy back the Collateral Shares for nil consideration (subject to shareholder approval).

As part payment for this facility PWN has issued 1 million shares to Acuity Capital.

PWN also advises the issue of shares under the Director and Senior Management Fee and Remuneration Sacrifice Share Plan and the issue of options as approved at the Annual General Meeting.

**Notice under section 708A(5)(e) of the Corporations Act 2001**

PWN has issued and allotted 34,107,566 fully paid ordinary shares and 10,000,000 options in the capital of the Company at issue prices as outlined in the attached Appendix 3B. Accordingly, the Company gives notice under section 708A(5)(e)(i) of the Corporations Act 2001 (Cth) (Act) that:

1. the abovementioned shares were issued without disclosure to investors under Part 6D.2 of the Act;
2. as at the date of this notice the Company has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to the Company; and
  - (ii) section 674 of the Act; and
3. as at the date of this notice there is no information to be disclosed which is “excluded information” as defined in subsection 708A(7) of the Act that is reasonable for investors and their professional advisers to find in a disclosure document.

For further information contact:

Parkway Minerals NL:  
Patrick McManus  
Managing Director  
Tel: +61 (08) 9479 5386  
Email: [info@parkwayminerals.com.au](mailto:info@parkwayminerals.com.au)  
Web: [www.parkwayminerals.com.au](http://www.parkwayminerals.com.au)

**About Parkway Minerals**

*Parkway Minerals (ASX: PWN) is a company focused on developing fertiliser feedstock projects. The Company holds 1,900km<sup>2</sup> of exploration licenses and applications over Lake Barlee, where it is exploring a sulphate of potash project from the brines in the lake, north of Southern Cross in Western Australia.*

*The Company has a major land holding over one of the world’s largest known glauconite deposits, with exploration licenses and applications covering an area of over 1,050km<sup>2</sup> in the greensand deposits of the Dandaragan Trough, in Western Australia’s Perth Basin. The area is prospective for both phosphate and potash. Previous exploration indicates glauconite sediments are widespread for more than 150km along strike and 30km in width. A pre-feasibility study is in progress for stage 1, production of phosphate fertilisers. The project is well situated in relation to infrastructure, with close access to rail, power and gas. A successful commercial outcome will allow the Company to become a major contributor to the potash and phosphate markets at a time of heightened regional demand.*

*The Company owns 19.25M shares (26%) of Davenport Resources, which owns a potash exploration project in the South Harz region of Thuringia, in Central Germany. The region has been a potash producing area for over 100 years.*

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Parkway Minerals NL

ABN

62 147 346 334

We (the entity) give ASX the following information.

#### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |   |  |
|---|---|--|
| 1 | +Class of +securities issued or to be issued  | (i) Ordinary fully paid shares<br>(ii) Ordinary fully paid shares<br>(iii) Ordinary fully paid shares<br>(iv) Ordinary fully paid shares<br>(v) Broker options<br>(vi) Broker options  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (i) 8,710,229 Ordinary fully paid shares<br>(ii) 397,337 Ordinary fully paid shares<br>(iii) 24,000,000 Ordinary fully paid shares<br>(iv) 1,000,000 Ordinary fully paid shares<br>(v) 500,000 Broker Options<br>(vi) 500,000 Broker Options |

+ See chapter 19 for defined terms.

<p>3 Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)</p>	<p>(i)–(iv) Ordinary fully paid shares (v) Options exercisable at \$0.02 on or before 20 September 2019 (vi) Options exercisable at \$0.04 on or before 20 September 2019</p>
<p>4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>(i)–(vi) Yes (v)–(vi) No, however any ordinary fully paid shares issued upon exercise of the options, will rank equally with existing ordinary fully paid shares.</p>
<p>5 Issue price or consideration</p>	<p>(i) \$0.0112 per share (ii) \$0.0111 per share (iii) Nil – collateral shares issued pursuant to the Controlled Placement Facility with Acuity (iv) \$0.015 (v) Nil (vi) Nil</p>

+ See chapter 19 for defined terms.

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<ul style="list-style-type: none"> <li>(i) Director &amp; Senior Management Fee &amp; Remuneration Sacrifice Share Plan</li> <li>(ii) Director &amp; Senior Management Fee &amp; Remuneration Sacrifice Share Plan</li> <li>(iii) Collateral shares issued pursuant to the Controlled Placement Facility with Acuity</li> <li>(iv) Part payment of transaction fee pursuant to the Controlled Placement Facility with Acuity</li> <li>(v) Payment to brokers for services in relation to the placement completion on 20 September 2017</li> <li>(vi) Payment to brokers for services in relation to the placement completion on 20 September 2017</li> </ul>
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?  If Yes, complete sections 6b – 6h <i>in relation to the +securities the subject of this Appendix 3B</i> , and comply with section 6i	Yes
6b	The date the security holder resolution under rule 7.1A was passed	30 November 2017
6c	Number of +securities issued without security holder approval under rule 7.1	24,000,000 ordinary fully paid shares 1,000,000 ordinary fully paid shares
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	1,000,000 broker options as approved by shareholders at the annual general meeting held 30 November 2017
6f	Number of +securities issued under an exception in rule 7.2	9,107,566 ordinary fully paid shares

+ See chapter 19 for defined terms.

6g If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.

N/A

6h If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements

N/A

6i Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements

Refer to Annexure 1

7 +Issue dates

Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.

Cross reference: item 33 of Appendix 3B.

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	Number	+Class
8	Number and +class of all +securities quoted on ASX ( <i>including</i> the +securities in section 2 if applicable)	533,592,200 Ordinary Fully paid shares
		123,300,321 Ordinary Partly paid shares (paid to \$0.001, unpaid \$0.049)
		17,750,000 \$0.07 listed options expiring 30 November 2018

	Number	+Class
9	Number and +class of all +securities not quoted on ASX ( <i>including</i> the +securities in section 2 if applicable)	3,054,503 \$0.0375 unlisted options expiring 30 June 2019
		500,000 \$0.02 ulisted options expiring 20 September 2019
		500,000 \$0.04 ulisted options expiring 20 September 2019

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

N/A

+ See chapter 19 for defined terms.

## Part 2 - Pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the *securities will be offered	N/A
14	*Class of *securities to which the offer relates	N/A
15	*Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A

+ See chapter 19 for defined terms.

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	*Issue date	N/A

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of \*securities  
(tick one)

(a)  \*Securities described in Part 1

(b)  All other \*securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

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+ See chapter 19 for defined terms.



### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

- 35  If the \*securities are \*equity securities, the names of the 20 largest holders of the additional \*securities, and the number and percentage of additional \*securities held by those holders
- 36  If the \*securities are \*equity securities, a distribution schedule of the additional \*securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over
- 37  A copy of any trust deed for the additional \*securities

### Entities that have ticked box 34(b)

- 38 Number of \*securities for which \*quotation is sought
- 39 \*Class of \*securities for which quotation is sought
- 40 Do the \*securities rank equally in all respects from the \*issue date with an existing \*class of quoted \*securities?
- If the additional \*securities do not rank equally, please state:
- the date from which they do
  - the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
  - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
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+ See chapter 19 for defined terms.

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another +security, clearly identify that other +security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)		

**Quotation agreement**

1 +Quotation of our additional +securities is in ASX’s absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before

+ See chapter 19 for defined terms.

\*quotation of the \*securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Patrick McManus  
(Director)

Date: 19 January 2018

Print name: Patrick McManus

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## Appendix 3B – Annexure 1

### Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

#### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b><i>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</i></b>	
<b><i>Insert</i></b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	349,522,788
<b><i>Add</i></b> the following: <ul style="list-style-type: none"> <li>• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 <div style="float: right; text-align: right;">18,037,261 5,720,763 52,700,000</div> </li> <li>• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval <div style="float: right; text-align: right;">88,332,151</div> </li> <li>• Number of partly paid +ordinary securities that became fully paid in that 12 month period <div style="float: right; text-align: right;">-</div> </li> </ul> <p><b><i>Note:</i></b></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b><i>Subtract</i></b> the number of fully paid +ordinary securities cancelled during that 12 month period	5,720,763
<b>“A”</b>	508,592,200

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	76,288,830
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><b>Note:</b></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<p>24,000,000</p> <p>1,000,000</p>
<b>“C”</b>	25,000,000
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	76,288,830
<p><b>Subtract “C”</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	25,000,000
<b>Total [“A” x 0.15] – “C”</b>	51,288,830 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	508,592,200
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	50,859,220
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <b>Notes:</b> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities – not just ordinary securities</i></li> <li>• <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	Nil
<b>“E”</b>	Nil

+ See chapter 19 for defined terms.

<b>Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A</b>	
<p>"A" x 0.10 <i>Note: number must be same as shown in Step 2</i></p>	50,859,220
<p><b>Subtract "E"</b> <i>Note: number must be same as shown in Step 3</i></p>	Nil
<p><b>Total</b> ["A" x 0.10] – "E"</p>	<p style="text-align: center;">50,859,220</p> <p style="text-align: center;"><i>Note: this is the remaining placement capacity under rule 7.1A</i></p>

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+ See chapter 19 for defined terms.