



26 February 2018

PRE-QUOTATION STATEMENTS

Podium Minerals Limited ACN 009 200 079 (**Company**) is pleased to provide the following pre-quotations disclosures. Capitalised terms in this announcement not otherwise defined have the same meaning as in the Company's prospectus dated 30 November 2017 (**Prospectus**).

Completion of Offers and issues of Securities

The Company advises that it has closed the offers under the Prospectus and has issued 21,160,000 Shares at an issue price of \$0.20 per Share and 63,480,000 Attaching Options under the Rights Issue, Priority Pool, Shortfall Offer and Off-Set Arrangement.

The Company has also issued the following securities:

- 6,000,000 Shares and 3,000,000 Attaching Options under the Consideration Offer, which have subsequently been distributed in-specie to eligible AssetOwl Limited shareholders;
- 3,000,000 Shares to nominees of the Underwriter;
- 1,000,000 Shares to parties assisting with the Offers;
- 1,625,000 Attaching Options under the Converting Loan Fee Offer;
- 2,000,000 unquoted options exercisable at \$0.20 each on or before 21 February 2021; and
- 9,000,000 Performance Rights to Directors and Company executives pursuant to the Employee Incentive Scheme.

The Company's capital structure following completion of the above issues is set out below:

Securities	Number
Shares	94,514,967
Quoted Options ¹	68,105,000
Unquoted Options ²	2,000,000
Performance Rights	9,000,000

Notes:

1. Quoted Options exercisable at \$0.20 each on or before 28 August 2020.
2. Unquoted Options exercisable at \$0.20 each on or before 21 February 2021.

Full terms and conditions of the Attaching Options and Performance Rights on issue are set out in Sections 14.2 and 14.3 of the Prospectus respectively.

Completion of agreements and other confirmations

The Company confirms that the following agreements have completed:

- the agreement between the Company and Ausinox Pty Ltd dated 20 October 2017, including the payment by Ausinox to the Company of \$2,321,658, which has been set off against the same amount that the Company owes Ausinox under a Loan Agreement between the Company and Ausinox dated 27 September 2016; and
- the agreement between the Company and AssetOwl Limited dated 31 October 2017, including the issue by the Company of the Consideration Securities.

The Company confirms that there are no legal, regulatory, statutory or contractual impediments to the Company entering EL26094 and carrying out exploration activities such that the Company will be able to spend its cash in accordance with its commitments for the purposes of Listing Rule 1.3.2(b).

Restricted Securities

The Company advises that the following securities are classified as restricted securities by the ASX:

Number	Type	Escrow period
16,721,672	Fully paid ordinary shares	24 months from the commencement of official quotation, being 28 February 2020
743,389	Quoted options exercisable at \$0.20 each and expiring on 28 August 2020	
9,000,000	Performance Rights	
1,625,000	Quoted options exercisable at \$0.20 each and expiring on 28 August 2020	12 months from the date of issue, being 21 February 2019
2,000,000	Unquoted options exercisable at \$0.20 each and expiring on 21 February 2021	24 months from the commencement of official quotation, being 28 February 2020

Statement of Commitments and Pro Forma Statement of Financial Position

The table below sets out the intended use of funds for the \$5,501,600 raised under the offers.

Use of funds	Amount raised under Offers (\$)
Cash on hand at 30 June 2017	11,603
Funds received	5,501,600
Total funds available	5,513,203

Use of funds	Amount raised under Offers (\$)
Project Expenditure	2,701,283
<i>Drilling</i>	1,370,300
<i>Tenement costs</i>	471,816
<i>Geologists and services</i>	409,167
<i>Management and general</i>	210,000
<i>Geophysics</i>	120,000
<i>Metallurgical test work</i>	120,000
<i>Engineering studies</i>	-
Corporate overheads	1,344,894
IPO and Listing Costs	791,910
Repayment of Converting Loans and reduction of creditors	599,330
Working capital ¹	75,786
Total funds Allocated	5,513,203

On the following page is an updated pro forma statement of financial position based on the actual amount of funds raised under the Prospectus.

PODIUM MINERALS LIMITED**Consolidated Pro Forma Statement of
Financial Position - updated for funds received**

	Note	Minimum Subscription			Actual Subscription		
		POD Audited 30-Jun-17	Pro forma Adjustments	Pro forma Unaudited	POD Audited 30-Jun-17	Pro forma Adjustments 22-Feb-18	Pro forma Unaudited
		\$	\$	\$	\$	\$	
CURRENT ASSETS							
Cash and cash equivalents	4	11,603	4,643,814	4,655,417	11,603	4,709,690	4,721,293
Non Current Asset held for Sale	7	3,560,727	0	3,560,727	3,560,727	0	3,560,727
Trade and other receivables	5	28,073	0	28,073	28,073	0	28,073
TOTAL CURRENT ASSETS		3,600,403	4,643,814	8,244,217	3,600,403	4,709,690	8,310,093
NON-CURRENT ASSETS							
Capitalised Project Expenditure	6	6,044,710	1,236,300	7,281,010	6,044,710	1,236,300	7,281,010
Office Equipment		0	0	0	0	0	0
TOTAL NON-CURRENT ASSETS		6,044,710	1,236,300	7,281,010	6,044,710	1,236,300	7,281,010
TOTAL ASSETS		9,645,113	5,880,114	15,525,227	9,645,113	5,945,990	15,591,103
CURRENT LIABILITIES							
Trade and other payables	8	849,189	0	849,189	849,189	0	849,189
Interest-Bearing Loans and Borrowings	9	100,000	160,000	260,000	100,000	160,000	260,000
TOTAL CURRENT LIABILITIES		949,189	160,000	1,109,189	949,189	160,000	1,109,189
NON CURRENT LIABILITIES							
Deferred Trade and other payables	8	384,377	0	384,377	384,377	0	384,377
TOTAL NON CURRENT LIABILITIES		384,377	0	384,377	384,377	0	384,377
TOTAL LIABILITIES		1,333,566	160,000	1,493,566	1,333,566	160,000	1,493,566
NET ASSETS		8,311,547	5,720,114	14,031,661	8,311,547	5,785,990	14,097,537
EQUITY							
Contributed equity	11	17,442,814	4,357,660	21,800,474	17,442,814	4,400,090	21,842,904
Share Based Payment Reserve			3,042,116	3,042,116		3,065,562	3,065,562
Accumulated losses		(9,131,267)	(1,679,662)	(10,810,929)	(9,131,267)	(1,679,662)	(10,810,929)
TOTAL EQUITY		8,311,547	5,720,114	14,031,661	8,311,547	5,785,990	14,097,537

4. Cash and Cash Equivalents

	Notes	Minimum Subscription \$	Actual Subscription \$
Loan funds advanced	2.b)	325,000	325,000
Right issue, Priority Pool Offer	2.d)	5,400,000	5,501,600
Cost of Offer	2.h)	(756,186)	(791,910)
Loan funds offset/repaid	2.b)	(325,000)	(325,000)
Balance of Cash and Cash Equivalent		<u>4,643,814</u>	<u>4,709,690</u>

5. Non-current assets held for sale

		Minimum Subscription \$	Actual Subscription \$
Balance and Pro-Forma balance of non-current assets held for sale (i)		3,560,727	3,560,727

6. Exploration and evaluation costs

	Note	Minimum Subscription \$	Actual Subscription \$
Balance of exploration and evaluation assets at 30 June 2017		6,044,710	6,044,710
Add Pro-Forma adjustment:			
Consideration Offer	2.e)	1,236,300	1,236,300
Balance of exploration and evaluation assets		<u>7,281,010</u>	<u>7,281,010</u>

7. Borrowings

	Note	Minimum Subscription \$	Actual Subscription \$
Balance of borrowings at 30 June 2017		100,000	100,000
Add subsequent events:			
Related Party borrowings	2.a)	160,000	160,000
Add Pro-Form adjustments			
Loan funds advanced	2.b)	325,000	325,000
Repayment / Off set of loans	2.b)	(325,000)	(325,000)
Pro-Forma balance of borrowings		<u>260,000</u>	<u>260,000</u>

8. Contributed equity

	Note	Min Subscription Number of Shares	Minimum Subscription \$	Actual Subscription Number of Shares	Actual Subscription \$
Balance of contributed equity at 30 June 2017 and date of the prospectus		95,032,468	17,442,814	95,032,468	17,442,814
Add Pro Forma adjustments					
Share consolidation 3 for 2	2.c)	<u>(31,677,501)</u>	<u>0</u>	<u>(31,677,501)</u>	<u>0</u>
		63,354,967		63,354,967	
Rights Issue, Priority Pool offer	2.d)	20,769,231	4,153,846	21,160,000	4,232,000
Underwriters shares	2.f)	3,000,000	600,000	3,000,000	600,000
Consideration offer	2.e)	6,000,000	960,000	6,000,000	960,000
Other broker shares	2.g)	<u>1,000,000</u>	<u>200,000</u>	<u>1,000,000</u>	<u>200,000</u>
Contributed Equity		94,124,198	23,356,660	94,514,967	23,434,814
Cost of offer, including underwriter/sealing fees and broker shares	2.f,2g,2h)		<u>(1,556,186)</u>		<u>(1,591,910)</u>
Pro-Forma balance of contributed equity at 30 June 2017		<u>94,124,198</u>	<u>21,800,474</u>	<u>94,514,967</u>	<u>21,842,904</u>

9. Share Based Payment Reserve

	Note	Minimum Subscription \$	Actual Subscription \$
Balance of Share based payment reserve at 30 June 2017			
Add Pro-Forma adjustments			
Right issue, Priority Pool Offer	2.d)	1,246,154	1,269,600
Converting Loan fee Offer	2.j)	149,662	149,662
Consideration Offer	2.e)	276,300	276,300
Settlement Costs - Bailey	2.k)	200,000	200,000
Performance rights	2.i)	<u>1,170,000</u>	<u>1,170,000</u>
Pro-Forma balance of share based payment reserve		<u>3,042,116</u>	<u>3,065,562</u>

10. Accumulated losses

	Note	Minimum Subscription \$	Actual Subscription \$
Balance of accumulated losses at 30 June 2017		9,131,267	9,131,267
Current Yrs Profit/(Loss)	2.a)	<u>160,000</u>	<u>160,000</u>
Add Subsequent events:			
Performance rights (Note 9)	2.i)	1,170,000	1,170,000
Converting Loan fee (Note 9)	2.j)	149,662	149,662
Settlement Cost (Note 9)	2.k)	<u>200,000</u>	<u>200,000</u>
Pro-Forma balance of accumulated losses		<u>10,810,929</u>	<u>10,810,929</u>