

ASX Announcement

14 March 2019

Jeremy Sinclair appointed MD as part of Board changes to underpin project development and production

David Flanagan to become Executive Chairman

HIGHLIGHTS

- **Highly experienced mining executive and project developer Jeremy Sinclair appointed Managing Director**
- **David Flanagan to transition from MD to Executive Chairman and continues to lead the project funding strategy**
- **Jeff Dowling to move from Chairman to Lead Independent Director**
- **Brett Smith will not seek re-election as a director at the AGM in May 2019**
- **Gilbert George to step down from the Board at the AGM in May 2019**

Battery Minerals Limited (ASX: BAT) is pleased to announce key Board changes aimed at providing additional skills and resources to finalise project financing for its Montepuez graphite project in Mozambique, progress and complete project development and begin production at Montepuez.

Jeremy Sinclair, former Chief Operating Officer at Atlas Iron, has been appointed Managing Director. Mr. Sinclair replaces David Flanagan, who will transition to the role of Executive Chairman.

Jeff Dowling will move from Chairman to Lead Independent Director while Brett Smith and Gilbert George will step down from the Board at the Company's AGM in May 2019.

The changes reflect Battery Minerals' evolving corporate and operational demands as it finalises project funding, completes construction, commissioning and ramp-up, and fulfills the binding sales agreements it has in place with leading graphite customers.

As part of the changes, Mr. Flanagan's salary will be reduced by ~57 per cent. This, along with the departures of Mr. Smith and Mr. George, will mean that the Company's total Board remuneration will not increase as a result of the appointments.

Mr. Flanagan said Mr. Sinclair will bring a wealth of project development skills to Battery Minerals as it completes project financing and construction of Montepuez.

"We need to ensure we have optimal skills, experience and people-power to take full advantage of the unique market opportunity presented to us.

"We are in the process of finalising project funding and building the project while managing relationships with customers, investors and the Mozambican Government.

"This requires our team to be active across four continents – Africa, Australia, Asia and North America simultaneously.

"I worked closely with Jeremy at Atlas Iron and I know that his great depth of resource project development and operations knowledge, his experience in managing approvals processes and his understanding of customers and their individual needs will be invaluable as we unlock this opportunity."

Mr. Sinclair is a Mining Engineer with 25 years of diverse experience across operations, project delivery, corporate leadership, and consulting in Australia and Africa.

Most recently he was Chief Operating Officer at Atlas Iron, a position he held from 2011 to 2018, and before then, General Manager of the Atlas Pilbara Operations from 2007. Prior to that, he held key management roles in the Pilbara iron ore operations of Rio Tinto.

Mr. Sinclair will commence with Battery Minerals on Monday 8th April 2019.

Mr. Sinclair said, "This Company has an enormous opportunity thanks to the quality of the Montepuez project and the extremely strong outlook for graphite on the back of the lithium battery boom,"

"I'm really looking forward to working with David Flanagan again and the exciting team he has put together to deliver the Montepuez graphite project for the benefit of our shareholders," Mr. Sinclair said.

"The modular staged approach to developing Montepuez presents low execution risk and significant opportunity for incremental improvement and growth."

Mr. Flanagan thanked Mr. Dowling for his outstanding leadership as Chairman and said he was delighted that Mr. Dowling would remain a Director.

He also thanked Mr. Smith and Mr. George, both of whom have been with Battery Minerals since 2012. Mr. Smith and Mr. George have made an enormous contribution to the Company's acquisition and development of its world-class graphite assets in Mozambique.

Mr. George, who has helped the Company forge relationships with Japanese prospects, will continue to assist in a consultancy capacity in this respect.

David Flanagan will move into the role of Executive Chairman effective Monday, 8th April 2019 and he will continue to drive the completion of the current project financing as a number one priority for the business.

Material terms effective from 8 April 2019

<p>David Flanagan</p> <ul style="list-style-type: none"> • Executive Chairman • Commencement date 8th April 2019 • Total fixed remuneration including statutory superannuation - \$200,000pa • Termination notice by Company: 6 months' notice in writing or payment in lieu. Termination notice by executive: 6 months' notice in writing
<p>Jeremy Sinclair</p> <ul style="list-style-type: none"> • Total fixed remuneration including statutory superannuation - \$400,000pa • Managing Director and Chief Executive Officer • Commencement date 8th April 2019 • Subject to shareholder approval, 50 million incentive options vesting on delivery of a number of financial and production milestones as part of the corporate growth strategy. • Termination notice by Company: 6 months' notice in writing or payment in lieu. Termination notice by executive: 6 months' notice in writing
<p>Jeff Dowling</p> <ul style="list-style-type: none"> • Non-Executive Director • Total fixed remuneration including statutory superannuation – \$45,000pa • Effective date 8th April 2019

The above Board changes will not result in an increase in the corporate or administration costs of the Company.

The combination of Mr. Sinclair, our recently appointed CFO, Mr. Nick Day (October 2018), and our COO, Mr. Ben Van Roon, along with the rest of the management team, gives Battery Minerals a highly experienced project financing, project development and operations team to complete project financing, and then build and operate its Montepuez graphite project.

Background Information on Battery Minerals

Battery Minerals Limited (“Battery Minerals”) is an ASX listed Australian company with two world-class graphite deposits in Mozambique, being Montepuez and Balama Central. Battery Minerals has produced high quality graphite flake concentrate at multiple laboratories. Subject to completing project financing, Battery Minerals intends to commence graphite flake concentrate production from its Montepuez Graphite Project at rates of ~50,000tpa at an average flake concentrate grade of 96% TGC.

In December 2017 and January 2018, Battery Minerals signed four binding offtake agreements for up to 41,000tpa of graphite concentrate, representing over 80% of Montepuez’s forecast annual production. In H1 FY2018, the Mozambican Government has granted Battery Minerals a Mining Licence and it has also accepted the Company’s Environmental Impact Assessment (EIA) for the Montepuez Graphite Project.

As Battery Minerals executes subsequent expansions, subject to the completion of all necessary studies, permits, construction, financing arrangements, infrastructure access, it expects production to grow to over 100,000 tonnes per annum graphite flake concentrate from its Montepuez Graphite Project.

Battery Minerals has also now announced a feasibility study on its Balama Central project, which comprises a Stage 1 production rate of 58,000tpa (B1).

Combined with Montepuez and subject to continued positive economic, social and technical investigations, Balama Central provides scope for self-funded growth from a ~50,000tpa production-rate to at least 150,000tpa.

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