

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

Anson Resources Limited

ABN

46 136 636 005

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 | Ordinary Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 10,145,011 |
| 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) | Fully Paid |

4	Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?	Yes If the additional +securities do not rank equally, please state: <ul style="list-style-type: none"> • 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
5	Issue price or consideration	\$0.06 per share
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Issued as part of the Company's recent Security Purchase Plan
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i	Yes
6b	The date the security holder resolution under rule 7.1A was passed	28 November 2018
6c	Number of +securities issued without security holder approval under rule 7.1	Nil
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil

+ See chapter 19 for defined terms.

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil	
6f	Number of +securities issued under an exception in rule 7.2	10,145,011	
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	7.1	52,302,566
		7.1A	38,350,734
7	<p>+Issue dates</p> <p>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.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	20 May 2019	
8	Number and +class of all +securities quoted on ASX (<i>including</i> the +securities in section 2 if applicable)	Number	+Class
		514,716,323	Ordinary Shares

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	15,681,819	Options exercisable at \$0.20 each on or before 18 July 2020
	9,400,000	Performance Rights
	11,514,105	Options exercisable at \$0.08685 each on or before 16 May 2022
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	n/a	

Part 2 - Pro rata issue

Questions 11 to 33 – Not Applicable

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

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Questions 35 to 37 – Not Applicable

Entities that have ticked box 34(b)

Questions 35 to 37 – Not Applicable

+ See chapter 19 for defined terms.

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 +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:
(~~Director~~/Company secretary)

Date: 20 May 2019

Print name: Tino Kapfumo

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+ See chapter 19 for defined terms.

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

Rule 7.1 – Issues exceeding 15% of capital			
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated			
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	411,894,568		
Add the following:	1,000,000	22 May 2018	Approved by shareholders
	96,838	31 May 2018	Exercise of options
• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2	1,409,755	6 June 2018	Exercise of options
	200,000	12 June 2018	Exercise of options
	66,462	14 June 2018	Exercise of options
	300,000	21 June 2018	Exercise of options
	237,000	28 June 2018	Exercise of options
• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval	709,290	4 July 2018	Exercise of options
	2,770,430	9 July 2018	Exercise of options
	4,598,636	12 July 2018	Exercise of options
	620,909	16 July 2018	Exercise of options
	11,727,274	18 July 2018	Approved by shareholders
• Number of partly paid +ordinary securities that became fully paid in that 12 month period	5,302,028	20 July 2018	Exercise of options
	2,681,000	24 July 2018	Exercise of options
	14,175,688	31 July 2018	Exercise of options
	13,264,895	3 Aug 2018	Exercise of options
Note:	4,648,734	7 Aug 2018	Exercise of options
• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i>	7,658,824	14 Aug 2018	Exercise of options
• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i>	10,145,011	20 May 2019	Security Purchase Plan
	= 81,612,774		
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	Nil		
“A”	493,507,342		

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”																
“B”	0.15 <i>[Note: this value cannot be changed]</i>															
Multiply “A” by 0.15	74,025,652															
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used																
<p><i>Insert</i> 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"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	<table> <tr> <td>1,000,000</td> <td>6 Dec 2018</td> <td>Share Issue</td> </tr> <tr> <td>3,000,000</td> <td>27 Mar 2019</td> <td>Share Issue</td> </tr> <tr> <td>1,208,981</td> <td>17 May 2018</td> <td>Share Issue</td> </tr> <tr> <td>5,000,000</td> <td>17 May 2018</td> <td>Share Issue</td> </tr> <tr> <td>11,514,105</td> <td>17 May 2018</td> <td>Option Issue</td> </tr> </table>	1,000,000	6 Dec 2018	Share Issue	3,000,000	27 Mar 2019	Share Issue	1,208,981	17 May 2018	Share Issue	5,000,000	17 May 2018	Share Issue	11,514,105	17 May 2018	Option Issue
1,000,000	6 Dec 2018	Share Issue														
3,000,000	27 Mar 2019	Share Issue														
1,208,981	17 May 2018	Share Issue														
5,000,000	17 May 2018	Share Issue														
11,514,105	17 May 2018	Option Issue														
“C”	21,723,086															
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1																
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	74,025,652															
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	21,723,086															
Total [“A” x 0.15] – “C”	52,302,566 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>															

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	493,507,342
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	49,350,734
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <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> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	11,000,000 – 11 July 2018 Placement
“E”	11,000,000

+ See chapter 19 for defined terms.

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	49,350,734
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	11,000,000
Total [“A” x 0.10] – “E”	38,350,734 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.