

# 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

Name of entity

**Saracen Mineral Holdings Limited**

ABN

52 009 215 347

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 lapsing issued or to be issued (if known) or maximum number which may be issued  | (a) Issue of 1,625,000 ordinary shares.<br>(b) Decrease of 1,625,000 performance rights due to vesting of shares per (a) above.<br>(c) Decrease of 60,500 unvested performance rights due to lapsing of performance rights. |
| 3 | Principal terms of the +securities (eg, 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) | Issue of fully paid ordinary shares to employees as part of employee FY17 incentive scheme.   |

4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?	Yes, rank equally with existing fully paid ordinary shares.
	<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>	
5	Issue price or consideration	Nil consideration.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Vesting of performance rights into ordinary shares following achievement of performance criteria over the relevant three year period, pursuant to the performance rights plan approved at the 2016 Saracen AGM.
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	No
6b	The date the security holder resolution under rule 7.1A was passed	N/A
6c	Number of +securities issued without security holder approval under rule 7.1	N/A
6d	Number of +securities issued with security holder approval under rule 7.1A	N/A

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+ 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)	N/A					
6f	Number of securities issued under an exception in rule 7.2	N/A					
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	N/A					
7	Date of entering +securities into uncertificated holdings or despatch of certificates	Ordinary shares 7 August 2019					
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="774 1478 989 1512">Number</th> <th data-bbox="989 1478 1509 1512">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="774 1512 989 1680">822,038,896</td> <td data-bbox="989 1512 1509 1680">Fully paid ordinary shares (SAR)</td> </tr> </tbody> </table>	Number	+Class	822,038,896	Fully paid ordinary shares (SAR)	
Number	+Class						
822,038,896	Fully paid ordinary shares (SAR)						

<p>9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="703 224 895 264">Number</th> <th data-bbox="895 224 1428 264">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="703 264 895 465">4,636,640</td> <td data-bbox="895 264 1428 465">           FY18 Long Term Incentive Plan            Unvested Class A to C Performance Rights         </td> </tr> <tr> <td data-bbox="703 465 895 667">3,785,500</td> <td data-bbox="895 465 1428 667">           FY19 Long Term Incentive Plan            Unvested Class A to D Performance Rights            Retention Performance Rights         </td> </tr> <tr> <td data-bbox="703 667 895 707">2,400,000</td> <td data-bbox="895 667 1428 707">FY19 Unvested Performance Rights</td> </tr> <tr> <td data-bbox="703 707 895 748">2,400,000</td> <td data-bbox="895 707 1428 748">FY20 Unvested Performance Rights</td> </tr> <tr> <td data-bbox="703 748 895 929">2,400,000</td> <td data-bbox="895 748 1428 929">FY21 Unvested Performance Rights</td> </tr> </tbody> </table>	Number	+Class	4,636,640	FY18 Long Term Incentive Plan Unvested Class A to C Performance Rights	3,785,500	FY19 Long Term Incentive Plan Unvested Class A to D Performance Rights Retention Performance Rights	2,400,000	FY19 Unvested Performance Rights	2,400,000	FY20 Unvested Performance Rights	2,400,000	FY21 Unvested Performance Rights
Number	+Class												
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2,400,000	FY21 Unvested Performance Rights												
<p>10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</p>	<p>N/A</p>												

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+ See chapter 19 for defined terms.

## Part 2 - Bonus issue or 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 issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	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

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 prospectus or Product Disclosure Statement 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	+Despatch date	N/A

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+ See chapter 19 for defined terms.

## 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

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

<p>40 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>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>N/A</p>				
<p>41 Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>	<p>N/A</p>				
<p>42 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 38)</p>	<table border="1"> <thead> <tr> <th data-bbox="710 1153 1013 1198">Number</th> <th data-bbox="1013 1153 1316 1198"><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="710 1198 1013 1366" style="text-align: center;">N/A</td> <td data-bbox="1013 1198 1316 1366"></td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	N/A	
Number	<sup>+</sup> Class				
N/A					

**Quotation agreement**

- 1 <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX’s absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.
- 2 We warrant the following to ASX.
  - The issue of the <sup>+</sup>securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those <sup>+</sup>securities should not be granted <sup>+</sup>quotation.

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+ See chapter 19 for defined terms.

- 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 not available now, 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:

(Company Secretary)

Date: 9 August 2019

Print name:

Jeremy Ryan

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# Appendix 3Y

## Change of Director's Interest Notice

*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 30/09/01 Amended 01/01/11

Name of entity: <b>SARACEN MINERAL HOLDINGS LIMITED</b>
ABN: <b>52 009 215 347</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Raleigh Finlayson
Date of last notice	17 December 2018

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Raleigh Finlayson as beneficiary of the Finlayson Family Trust.
Date of change	7 August 2019

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p>No. of securities held prior to change</p>	<p>Indirect through the Finlayson Family Trust:</p> <ul style="list-style-type: none"> <li>• 4,016,819 Ordinary Shares</li> </ul> <p>FY17 Long Term Incentive Plans</p> <ul style="list-style-type: none"> <li>• 74,000 Class A Performance Rights (unvested);</li> <li>• 37,000 Class B Performance Rights (unvested);</li> <li>• 74,000 Class C Performance Rights (unvested).</li> </ul> <p>FY18 Long Term Incentive Plan</p> <ul style="list-style-type: none"> <li>• 330,000 Class A Performance Rights (unvested);</li> <li>• 132,000 Class B Performance Rights (unvested);</li> <li>• 198,000 Class C Performance Rights (unvested).</li> </ul> <p>FY19 Long Term Incentive Plan</p> <ul style="list-style-type: none"> <li>• 76,250 Class A Performance Rights (unvested);</li> <li>• 76,250 Class B Performance Rights (unvested);</li> <li>• 76,250 Class C Performance Rights (unvested);</li> <li>• 76,250 Class D Performance Rights (unvested).</li> </ul> <p>Retention Performance Rights</p> <ul style="list-style-type: none"> <li>• 500,000 FY19 Performance Rights (unvested);</li> <li>• 500,000 FY20 Performance Rights (unvested);</li> <li>• 500,000 FY21 Performance Rights (unvested).</li> </ul>
<p>Class</p>	<p>As per below</p>
<p>Number acquired</p>	<ul style="list-style-type: none"> <li>• 185,000 ordinary shares.</li> </ul>
<p>Number disposed</p>	<p>N/A</p>
<p>Value/Consideration  <small>Note: If consideration is non-cash, provide details and estimated valuation</small></p>	<p>Nil</p>

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p>No. of securities held after change</p>	<p>Indirect through the Finlayson Family Trust:</p> <ul style="list-style-type: none"> <li>• 4,201,819 Ordinary Shares</li> </ul> <p>FY18 Long Term Incentive Plan</p> <ul style="list-style-type: none"> <li>• 330,000 Class A Performance Rights (unvested);</li> <li>• 132,000 Class B Performance Rights (unvested);</li> <li>• 198,000 Class C Performance Rights (unvested).</li> </ul> <p>FY19 Long Term Incentive Plan</p> <ul style="list-style-type: none"> <li>• 76,250 Class A Performance Rights (unvested);</li> <li>• 76,250 Class B Performance Rights (unvested);</li> <li>• 76,250 Class C Performance Rights (unvested);</li> <li>• 76,250 Class D Performance Rights (unvested).</li> </ul> <p>Retention Performance Rights</p> <ul style="list-style-type: none"> <li>• 500,000 FY19 Performance Rights (unvested);</li> <li>• 500,000 FY20 Performance Rights (unvested);</li> <li>• 500,000 FY21 Performance Rights (unvested).</li> </ul>
<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Vesting of performance rights into ordinary shares following achievement of performance criteria over the relevant three year period, pursuant to the performance rights plan approved at the 2016 Saracen AGM.</p>

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A

+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

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Date of change	N/A
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

### Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

**Date:** 9 August 2019

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+ See chapter 19 for defined terms.