

ASX Announcement

Date: 13 December 2019



Nusantara Resources Limited

ABN 69 150 791 290

Registered Office:

20 Kings Park Road
West Perth
Western Australia 6005
Ph: +61 (8) 9460 8600

Issued Capital

168,620,047 shares
47,070,784 options

Substantial Holders

Lion Selection Group	23.3%
PT Indika Energy TBK	21.0%
Australian Super	14.0%

Nusantara Resources Limited is listed on the Australian Stock Exchange – ticker symbol NUS

Dollar values in this report are United States Dollars unless otherwise stated.

Enquiries regarding this report may be directed to:

Mr Greg Foulis
Executive Chairman
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SUCCESSFUL A\$11M EQUITY RAISE TO FUND AWAK MAS DEVELOPMENT STRATEGY

- **A\$11 million in firm commitments for a Placement at A\$0.34 per share**
- **Placement supported by a number of high quality new and existing institutional and sophisticated investors**
- **Strategic partner, Indika Energy, are supporting the Placement and subject to shareholder approval, are committing to take 10.5 million shares for A\$3.57 million to increase their shareholding to 22.9%**
- **In addition, the Company will conduct a Share Purchase Plan (SPP) for eligible shareholders to raise up to A\$2 million (with the ability to accept over subscriptions for up to a further A\$1 million) to be commenced shortly**
- **The funds from the Placement and SPP will:**
 - **be used towards advancing the Awak Mas Gold Project (Project) and general working capital purposes;**
 - **provide flexibility to maintain and active exploration program and consider the exercise of an option to cancel the third-party royalty over the Project;**
 - **be sufficient to meet the Company's Stage 1 commitments alongside Indika Energy's proposed stage 1 investment in 2020 of US\$15 million to take the Project to a decision to mine¹¹.**

Nusantara's Executive Chairman Greg Foulis said: "Nusantara welcomes the strong support we received from both existing and new investors for this equity raising. The proceeds of the Placement, along with the recently announced proposed up to US\$40 million project funding from Indika Energy plus the proposal from PT Petrosea Tbk for up to US\$40 million in Deferred Payments, enable us to significantly progress our development strategy for the Awak Mas Gold Project."

¹ ASX announcement 'Awak Mas Gold Project Funding' dated 9/12/19

About Nusantara Resources

Nusantara is an ASX Listed gold development company with its flagship project comprising of the 1.1 million-ounce Ore Reserve and 2.0 million-ounce Mineral Resource Awak Mas Gold Project located in South Sulawesi, Indonesia.

Placement

Nusantara Resources Limited (**Nusantara** or the **Company**) (ASX: NUS) is pleased to announce that binding commitments have been received from investors with respect to a Placement (**Placement**) to raise gross proceeds of approximately A\$11 million (A\$7.43 million by 18 December 2019 with the balance of A\$3.57 million being issued to Indika Energy's subsidiary subject to shareholder approval).

The Placement comprises approximately 32 million Nusantara shares (**Shares**) to be issued at A\$0.34 per Share. The Placement will be completed using Nusantara's existing placement capacity under ASX Listing Rules 7.1 (4,762,107 shares) and 7.1A (16,777,599 shares) with the remaining 10,500,000 shares subject to shareholder approval.

The issue price of A\$0.34 per Share represents a discount of 8% to the last traded price of the Company's shares prior to the trading halt of 11 December 2019, and a 15% and 13% discount to the volume weighted average market price over the last five and fifteen trading days prior to 11 December 2019.

The Placement was well supported by existing shareholders whilst a number of new, high quality institutional and sophisticated investors will come onto the Company's share register.

Nusantara's strategic partner, PT Indika Energy Tbk and subsidiary PT Indika Mineral Investindo (**Indika Energy**), has committed to taking up 10.5 million shares or A\$3.57 million in the Placement subject to shareholder approval. If approved by shareholders at the meeting and excluding any further issues including issues under the planned SPP, this will result in the Indika Energy group increasing their aggregate shareholding in the Company to 22.9%. A general meeting of shareholders will be called to approve this issue.

Funds raised under the Placement will provide the Company with further cash resources to advance the Awak Mas Gold Project and for general working capital purposes. In particular, Nusantara has committed to investing USD 10 million in stages into the Project Company to fund cancellation of a third-party royalty, exploration and other activities.

Further details of Nusantara's development and funding strategy for Awak Mas, including the recently announced proposed project funding to be provided by Indika Energy, are contained in Nusantara's ASX announcement released on 9 December 2019.

MST Financial Services Pty Limited acted as Lead Manager to the Placement.

Share Purchase Plan

The Company will also be undertaking a Share Purchase Plan to existing eligible shareholders to raise up to A\$2 million with the ability to accept over subscriptions for a further A\$1 million (**SPP**).

Eligible shareholders (being those holders of fully paid ordinary shares with an address in Australia, New Zealand, Indonesia and the United Kingdom as at 5:00pm WST on 12 December 2019) will have the opportunity to apply for up to A\$30,000 worth of Shares in the Company at A\$0.34 per Share, being the same issue price as the Placement.

Shares purchased in the SPP will be free of brokerage and other related transaction costs. Any additional funds raised from the SPP will be applied to advance the Awak Mas Gold Project and for general working capital purposes.

Further details on the SPP including an offer document will be released to ASX later today and are expected to be mailed to eligible Nusantara shareholders.

An indicative timetable for the Placement and SPP is set out in Appendix 1. The timetable remains subject to change at the Company's discretion, subject to compliance with applicable laws and the ASX Listing Rules.

The Shares issued under the Placement and SPP will rank equally with the Company's existing fully paid ordinary shares.

Appendix 1 – Indicative Timetable for Placement and SPP

Key Event	Date
Trading halt request and launch of Placement	Wednesday, 11 December 2019
Record Date for participation in the SPP	5:00pm (WST), Thursday, 12 December 2019
Announcement of Placement, Trading halt lifted and Nusantara shares resume trading	Friday, 13 December 2019
SPP Offer opens	Friday 13 December 2019
Settlement of Placement Shares	Wednesday, 18 December 2019
Issue and Quotation of Placement Shares	Thursday, 19 December 2019
SPP Acceptance Period Closes	Friday, 10 January 2020
Announce results of SPP	Wednesday 15 January 2020
Issue and Quotation of Shares under SPP	Tuesday, 21 January 2020

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This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. The New Shares to be offered and sold in the Placement and the SPP have not been, and will not be, registered under the United States Securities Act of 1933 (the **U.S. Securities Act**), or the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may not be offered or sold to persons in the United States, unless they have been registered under the U.S. Securities Act, or are offered and sold pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws.