Announcement Summary

Entity name

LEPIDICO LTD

Announcement Type

New announcement

Date of this announcement

Monday April 20, 2020

The Proposed issue is:

☑ A standard pro rata issue (including non-renounceable or renounceable)

Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
n/a	Options	257,426,023
LPD	ORDINARY FULLY PAID	514,852,045

Ex date

Thursday April 23, 2020

+Record date

Friday April 24, 2020

Offer closing date

Tuesday May 12, 2020

Issue date

Monday May 18, 2020

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

LEPIDICO LTD

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

Registration Number

ACN

008894442

1.3 ASX issuer code

LPD

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

Monday April 20, 2020

1.6 The Proposed issue is:

☑ A standard +pro rata issue (non-renounceable or renounceable)

1.6a The proposed standard +pro rata issue is:

Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☑ No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +Security Code and Description

LPD: ORDINARY FULLY PAID

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities? ☑ Yes If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

✓ Yes

Details of +securities proposed to be issued

ASX +Security Code and Description

LPD: ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the tradable rights created under a renounceable right issue (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities For a given quantity of +securities to be issued held

1 9

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum Number of +securities proposed to be issued

514,852,045

Purpose of the issue

The Company intends to apply the net funds raised from the Entitlements Offer as follows:

- a) production development including Pilot Plant operation
- b) securing offtake, reagents & debt financing options for Phase 1 Project
- c) Mineral resource development and gold exploration, Namibia, and
- d) Working capital.

Offer price details for retail security holders

Issue Currency Offer Price per +security Estimated or Actual?

AUD - Australian Dollar AUD 0.00700

Oversubscription & Scale back details

Are +security holders allowed to oversubscribe?

⊗ Yes

Provide the oversubscription details

The Company will allow Eligible Shareholders (excluding related parties of the Company) to apply for Shares and New Options under the Shortfall Offer subject to such applications received by the Closing Date.

May a scale back be applied to this event?

✓ Yes

Provide the scale back details

The Directors do not intend to refuse an application for Shortfall Securities from Eligible Shareholders other than in circumstances of oversubscription or where acceptance may result in a breach of the Corporations Act.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

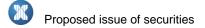
Attaching +Security

Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?

⊗ New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued



ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the tradable rights created under a renounceable right issue (if Issuer is foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms Will the entity be seeking quotation of the 'new' class of of the proposed +securities are appropriate and

+securities on ASX?

equitable under listing rule 6.1? ☑ No

✓ Yes

ASX +Security Code

+Security Description

New class-code to be confirmed

Options

+Security Type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

The quantity of attaching +securities to be issued

For a given quantity of the new +securities issued

1

2

What will be done with fractional entitlements?

Maximum Number of +securities proposed to be issued

257,426,023

Fractions rounded up to the next whole number

Offer price details for retail security holders

Issue Currency Offer Price per +security

AUD - Australian Dollar AUD 0.00000

Estimated or Actual?

Actual

Oversubscription & Scale back details

Are +security holders allowed to oversubscribe?

✓ Yes

Provide the oversubscription details

Eligible Shareholders may apply for oversubscriptions under the Entitlement Offer for New Shares at the Entitlement Offer price, with attaching free options on a 1:2 basis.

May a scale back be applied to this event?

☑ No

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Options details

+Security Currency

AUD - Australian Dollar

Exercise Price

Expiry date

AUD 0.0200

Wednesday May 18, 2022

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

LPD: ORDINARY FULLY PAID

Please provide any further information relating to the principal terms of the +securities

Refer to Prospectus.

Details of company options where holders entitled to participate in the offer

ASX +Security Code and Description

LPDOA: OPTION EXPIRING 30-SEP-2020

Date Option must be exercised by

Wednesday April 22, 2020

ASX +Security Code and Description

LPDOB: OPTION EXPIRING 05-JUN-2022

Date Option must be exercised by

Wednesday April 22, 2020

Part 3C - Timetable

3C.1 +Record date

Friday April 24, 2020

3C.2 Ex date

Thursday April 23, 2020

3C.3 Date rights trading commences

Thursday April 23, 2020

3C.4 Record date

Friday April 24, 2020



3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

Tuesday April 28, 2020

3C.6 Offer closing date

Tuesday May 12, 2020

3C.7 Last day to extend the offer closing date

Thursday May 7, 2020

3C.8 Date rights trading ends

Tuesday May 5, 2020

3C.9 Trading in new +securities commences on a deferred settlement basis

Wednesday May 6, 2020

3C.10 Last day for entity to announce the results of the offer to ASX, including the number and percentage of +securities taken up by existing +security holders and any shortfall taken up by underwriters or other investors

Thursday May 14, 2020

3C.11 Issue date

Monday May 18, 2020

3C.12 Date trading starts on a normal T+2 basis

Tuesday May 19, 2020

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

Thursday May 21, 2020

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer? ✓ Yes

3E.1a Who is the lead manager/broker?

Mahe Capital Pty Ltd

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Lead Manager fee of \$60,000 plus 1% of amount raised under the Offer and 5% Placement Fee on shortfall placed in addition to the underwritten amount.

3E.2 Is the proposed offer to be underwritten?

Yes

3E.2a Who are the underwriter(s)?

Mahe Capital Pty Ltd



Proposed issue of securities

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

\$1,500,000

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

Underwriting fee of 5% of the underwritten amount.

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

Refer to section 8.4 of the Prospectus.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☑ No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Legal fees, ASX and Share Registry Fees.

Part 3F - Further Information

3F.1 The purposes for which the entity intends to use the cash raised by the proposed issue

Net funds are intended to be applied to Phase 1 Project Product (P1P) development, qualification & offtake (incl. Pilot Plant operation), securing a P1P debt finance package, Mineral resource development and gold exploration, and working capital.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☑ No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?
⊗ No

3F.4 Countries in which the entity has security holders who will not be eligible to participate in the proposed issue

Brunei Darussalam, Canada, China, Germany, Hong Kong, Indonesia, Ireland, Japan, Korea, Malaysia, Namibia, Saudi Arabia, Singapore, Switzerland, UAE, USA.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

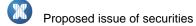
Yes

3F.5a Please provide further details

The offer will be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing securities.

3F.6 URL on the entity's website where investors can download information about the proposed issue

The Prospectus will be made available on the Company's website at: www.lepidico.com.



3F.7 Any other information the entity wishes to provide about the proposed issue

Refer Prospectus.