



HIPO Resources Limited

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29 May 2020

Dear Option Holder,

### Expiry of Options - HIPOA

You are a registered holder of the above-mentioned listed options in Hipo Resources Limited (**HIPO or Company**) expiring 30 June 2020 (**Option**).

1. These Options entitle you to acquire one fully paid ordinary share in the capital of HIPO for each Option you choose to exercise.
2. The exercise price for these options is \$0.02 each.
3. The due date for payment is 5.00pm WST on Friday, 26<sup>th</sup> June 2020 (**Due Date**).
4. There is no obligation upon the holder to exercise their Options, however if payment is not received by the Due Date the Options will lapse and all rights under the options will cease at that time.
5. The Options will cease to be quoted on ASX from close of trading on 24 June 2020.
6. The market price of the Company's ordinary securities on the ASX was \$0.016 on 28 May 2020, being the last trading day in HIPO prior to the dispatch of this letter.
7. During the three months preceding the date of this letter the the highest market price of the Company's shares was \$0.017 per share (on 28 February 2020) and the lowest market price was \$0.008 per share (on 18 March 2020).

If you wish to exercise your Options, then you must complete the attached application for shares on exercise of options form and forward it together with payment of \$0.02 per Option exercised to be received no later than 5.00pm WST on 26 June 2020 to the Company's share registrar.

#### Computershare Investor Services Pty Limited

GPO Box D182,  
Perth WA 6840

The Company encourages you to seek your own professional advice in deciding whether or not to exercise your Options.

If you have any queries regarding the exercise of your Options, please contact the Company Secretary, Dan Smith on +61 8 9486 4036.

Sincerely,

Maurice Feilich  
Executive Chairman  
Hipo Resources Limited

# Hipo Resources Limited

ABN 55 147 106 974

Registered name and address

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## Application Form on Exercise of Options Expiring 30 June 2020

To the Directors, Hipo Resources Limited

I/We hereby exercise  option(s) and hand you herewith my/our cheque for \$

being \$0.02 per share on application for  ordinary shares in the capital of the Company.

I/We request that you allot me that number of shares and I/we agree to accept that number of shares on the terms below and the Constitution of the Company, and I/we authorise you to place my/our name on the register.

My/Our SRN/HIN (as shown on my/our Issuer Sponsored holding statement or CHESS holdings statement) is

### Sign Here – This section must be signed for your instructions to be executed

I/We authorise you to act in accordance with my/our instructions set out above.

**Individual or Securityholder 1**

**Director**

**Securityholder 2**

**Director/Company Secretary**

**Securityholder 3**

**Sole Director and  
Sole Company Secretary**

*Note: when signed under Power of Attorney, the attorney states that they have not received a notice of revocation.*

*Computershare Investor Services Pty Limited needs to sight a certified copy of the Power of Attorney.*

**Contact Name**

**Contact Telephone Number**

**Day/Date**

**Month**

**Year**

**Terms and Conditions of  
Options Attached**

### LODGEMENT INSTRUCTIONS

Cheques shall be in Australian currency made payable to Hipo Resources Limited and crossed "Not Negotiable".  
The application for shares on exercise of the options with the appropriate remittance should be lodged at the Company's Registry,  
Computershare Investor Services Pty Limited, GPO Box D182, Perth WA 6840.

## TERMS AND CONDITIONS FOR LISTED OPTIONS EXPIRING 30 JUNE 2020

The Options are subject to the below terms and conditions:

- (a) **Entitlement**  
Each Option entitles the holder to subscribe for one Share upon exercise of the Option.
- (b) **Exercise Price**  
Subject to paragraph (j), the amount payable upon exercise of each Option will be \$0.02 (Exercise Price)
- (c) **Expiry Date**  
Each Option will expire at 5:00 pm (WST) on 30 June 2020 (Expiry Date). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.
- (d) **Exercise Period**  
The Options are exercisable at any time on or prior to the Expiry Date (Exercise Period).
- (e) **Notice of Exercise**  
The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option statement (Notice of Exercise) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
- (f) **Exercise Date**  
A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (Exercise Date).
- (g) **Timing of issue of Shares on exercise**  
Within 15 Business Days after the Exercise Date, the Company will:
- (i) allot and issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;
  - (ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and
  - (iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.
- If a notice delivered under (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.
- (h) **Shares issued on exercise**  
Shares issued on exercise of the Options rank equally with the then issued shares of the Company.
- (i) **Quotation of Shares issued on exercise**  
If admitted to the official list of ASX at the time, application will be made by the Company to ASX for quotation of the Shares issued upon the exercise of the Options.
- (j) **Reconstruction of capital**  
If at any time the issued capital of the Company is reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.
- (k) **Participation in new issues**  
There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.
- (l) **Change in exercise price**  
An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.
- (m) **Quoted**  
The Company will apply for quotation of the Options on ASX.
- (n) **Transferability**  
The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.