Announcement Summary

Entity name

ALDERAN RESOURCES LIMITED

Announcement Type

New announcement

Date of this announcement

Wednesday June 3, 2020

The Proposed issue is:

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
n/a	Convertible notes with a face value of \$1,215,000	1,215,000
AL8	ORDINARY FULLY PAID	18,000,000

Proposed +issue date

Wednesday June 10, 2020

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

ALDERAN RESOURCES LIMITED

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

ABN

55165079201

1.3 ASX issuer code

AL8

1.4 The announcement is

1.5 Date of this announcement

Wednesday June 3, 2020

1.6 The Proposed issue is:

☑ A placement or other type of issue

Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

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

Yes

7A.1a Conditions

Approval/Condition
+Security holder approval

Tuesday June 30, 2020

B the date estimated or actual?

** Approval
received/condition met?

Comments

Shareholder approval will be sought for the conversion of convertible notes into shares as per ASX announcement dated 3 June 2020

Part 7B - Issue details

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? ☑ No

Details of +securities proposed to be issued

ASX +Security Code and Description

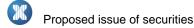
AL8: ORDINARY FULLY PAID

Maximum Number of +securities proposed to be issued

18,000,000

Purpose of the issue

To raise funds to progress exploration at its copper-gold projects in Utah, USA



Offer price details for retail security holders

In what currency is the cash consideration being paid?

What is the issue price per

+security?

AUD - Australian Dollar

AUD 0.05000

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

Oversubscription & Scale back details

May a scale back be applied to this event? ✓ No

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)? New class

Will the proposed issue of this +security include an offer of attaching +securities? ☑ No

Details of +securities proposed to be issued

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

Have you received confirmation from Will the entity be seeking quotation ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1? ☑ No

of the 'new' class of +securities on ASX?

✓ No.

ASX +Security Code

+Security Description

New class-code to be confirmed

Convertible notes with a face value of \$1,215,000

+Security Type

Convertible Debt Securities

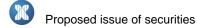
Maximum Number of +securities proposed to be issued

1,215,000

Purpose of the issue

To raise funds to progress exploration at its copper-gold projects in Utah, USA

Offer price details for retail security holders



In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 1.00000

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

Yes

Oversubscription & Scale back details

May a scale back be applied to this event?

ℰ No

Convertible Debt +Securities details

These securities are: Type of security

Converting Convertible Bond

+Security Currency Face Value
AUD - Australian Dollar AUD 1.0000

Interest Rate Type

Zero Coupon

Frequency of Coupon/Interest Payments Per Year

No Payments

s128F of the Income Tax Assessment Act status applicable to the security

s128F exemption status unknown

Is the security Perpetual (ie. No maturity)?

☑ No

Maturity Date

Thursday December 31, 2020

Is the Security Subordinated?

☑ No

Is the Security Secured?

☑ No

Select other features applicable to the security

None of the above

Is a First Trigger Date on which conversion, redemption, call or put can occur (whichever is first) applicable?

☑ No

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

AL8: ORDINARY FULLY PAID

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

The Convertible notes will automatically convert to 24,300,000 shares at 5 cents per share upon the Company receiving shareholder approval for this conversion. The Company intends to seek this shareholder approval at the upcoming extraordinary general meeting of the Company's shareholders scheduled for 9.30am (WST) Tuesday, 30 June 2020. In the event that the Tamra Option Agreements are terminated prior to receiving Shareholder Approval, or Shareholder Approval is not received within 60 days after the issue of the Convertible Notes, the Face Value of each Convertible Note is to be repaid to the Subscriber within 6 months of the expiry of that 60 day period, without interest or penalty.

Part 7C - Timetable

7C.1 Proposed +issue date

Wednesday June 10, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

⊗ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☑ No

7D.1c (i) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?

18,000,000 fully paid ordinary shares

7D.1c (ii) Please explain why the entity has chosen to do a placement rather than a +pro rata issue or an offer under a +security purchase plan in which existing ordinary +security holders would have been eligible to participate

The Company determined that a placement was required to raise the necessary funds in the timeframe to meet the Company's funding commitments under its Option to Joint Venture agreements.

7D.2 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?

✓ No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

☑ No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?
⊗ No

Part 7E - Fees and expenses

7E.1a Who is the lead manager/broker?

BW Equities

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

6% broker fee of funds raised

7E.2 Is the proposed issue to be underwritten? ⊗ No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

⊗ No

7F.2 Any other information the entity wishes to provide about the proposed issue

The Company will issue convertible notes on or prior to the date of issue of the Placement shares and will seek shareholder approval for the conversion of convertible notes into shares at the upcoming shareholder meeting. Terms of the convertible notes are detailed in the ASX announcement dated 3 June 2020.