



Limited • ABN 33 119 826 907

28 July 2020

Dear Shareholder

## **OFFER OF NEW STAVELY SHARES UNDER A SHARE PURCHASE PLAN**

The Directors of Stavely Minerals Limited ("**Company**" or "**Stavely**") are pleased to extend an invitation to each Stavely shareholder registered as at 5:00pm (WST) on 23 July 2020 ("**Record Date**") with a registered address in Australia or New Zealand ("**Eligible Shareholder**") to subscribe for additional fully paid ordinary shares in Stavely ("**Shares**") under the terms and conditions of Stavely's Share Purchase Plan ("**Plan**") set out in Annexure "A" to this letter ("**Offer**").

On 24 July 2020, the Company announced a two-tranche placement of 41,666,667 Shares at a price of \$0.60 per Share to sophisticated, institutional and professional investors, to raise approximately \$25 million ("**Placement**"). The Placement will be issued in two tranches, Tranche 1 consisting of 28 million Shares is being undertaken within the Company's available capacity to issue new securities under Listing Rule 7.1 (11.8 million Shares) and 7.1A (16.2 million Shares), and Tranche 2 consisting of 13.67 million Shares which will be issued subject to Shareholder approval. A general meeting will be held as soon as practicable to approve the issue of the Tranche 2 Shares. Settlement of Tranche 1 is scheduled for 29 July 2020 with allotment to occur on 30 July 2020.

Under this Plan, Eligible Shareholders may purchase up to \$12,000 worth of Shares, irrespective of the size of their shareholding, without incurring brokerage and commission, at a price of 60 cents per Share ("**Subscription Price**"). This is the same price as the Shares issued under the Placement and represents a discount of 14.2% to the volume weighted average trading price ("**VWAP**") of Shares on ASX during the 5 days on which sales were recorded immediately prior to the date of announcement of this Offer (5 day VWAP of \$0.6993).

The total number of Shares to be issued under the Plan will be 5,000,000 Shares, being the number of Shares required to raise \$3,000,000. In conjunction with the Placement, this will provide the Company with additional cash funds of approximately \$28 million (before costs).

The maximum number of Shares that can be issued under the Plan is limited by the ASX Listing Rules to a maximum of 30% of the Company's Share capital (which is currently equal to 64,394,935 Shares). However, the Company will cap the raise under the Plan at \$3,000,000, being 5,000,000 Shares.

Depending on applications received, the Company may, in its absolute discretion, undertake a scale back so that not more than \$3,000,000 is raised. Scale back decisions are made by the Board and are final.

The Plan will not be underwritten.

An application form for the Plan (**Application Form**) is included in this package.

If you currently hold an unmarketable parcel of Shares (being less than \$500 worth of Shares), participation in the Plan may enable you to top up your shareholding to a marketable parcel.

### **Shareholders Eligible to Participate in the Plan**

Participation under the Plan is optional and is available exclusively to shareholders of the Company who are registered as holders of Shares at 5:00pm (WST) on the Record Date and whose registered address is in



Australia or New Zealand ("**Eligible Shareholders**"). The Offer under the Plan is non-renounceable. This means that you cannot transfer your right to subscribe for Shares under the Plan to anyone else.

### **Junior Mineral Exploration Incentive**

Stavely was successful in its application to participate in the Junior Mineral Exploration Incentive Scheme (JMEI) for the 2020/2021 year and as a result may allocate up to \$1,750,000 in exploration tax credits to Australian resident shareholders participating in the Plan, Placement or other capital raisings during the year. Existing shareholders who do not participate in the Plan or the Placement will not be eligible for the distribution of 2020/2021 JMEI tax credits. The precise amount of credit per share will be determined after 30 June 2021 and will be determined based on amounts raised under this Offer, the Placement and other new shares issued during the year to 30 June 2021, together with the amount of eligible exploration for the year, and the tax result for Stavely. The JMEI credits will be issued after the lodgement of the Company's 30 June 2021 tax return, and the JMEI credits will apply to eligible shareholders income tax assessment for the year ended 30 June 2021.

### **Current Activities**

Details of the Stavely's current activities are set out in the announcements made by the Company to the ASX and are available from the ASX (ASX:SVY), or the Company's website at [www.stavely.com.au](http://www.stavely.com.au).

Funds raised by this Offer and the Placement will be used to supplement Stavely's cash requirements to progress drilling programs across the Company's key projects in western Victoria and for working capital purposes.

### **How Much Can You Invest?**

Eligible Shareholders may each apply for a maximum of \$12,000 worth of Shares and a minimum of \$3,000 worth of Shares under the Plan.

### **How to accept this Offer**

To apply for Shares under the Plan, please follow the instructions on the enclosed personalised Application Form.

Eligible Shareholders may participate by selecting only one of the following offers to purchase Shares under the Plan:

	Dollar Value of Shares	No of Shares @ 60 cents
<b>Offer A</b>	\$3,000	5,000
<b>Offer B</b>	\$6,000	10,000
<b>Offer C</b>	\$9,000	15,000
<b>Offer D</b>	\$12,000	20,000

The number of Shares is rounded up to the nearest whole number after dividing the dollar amount by the Subscription Price.

Once an application has been made it cannot be revoked. All Application Forms must be received by the **Closing Date of Friday 7 August 2020**. If the exact amount of money is not tendered with your application, the Company reserves the right to either:

- (a) return your Application Form and/or payment and not allot any Shares to you; or
- (b) allot to you the number of Shares that would have been allotted had you applied for the highest designated amount that is not less than the amount of your payment and refund the excess application money to you by cheque as soon as possible, without interest.

### **Multiple Holdings**

The maximum investment any Eligible Shareholder may apply for will remain \$12,000 even if an Eligible Shareholder receives more than one Offer because the Eligible Shareholder has multiple holdings in the



same name or is both a sole and joint holder of Shares. It is the responsibility of the applicant to ensure that the aggregate of the application price paid for the Shares the subject of the application and any other shares and interests in the class applied for by the applicant under the Plan or any similar arrangement in the 12 months prior to the date of submission does not exceed \$30,000.

### **Custodians and Nominees**

Eligible Shareholders who hold Shares as Custodian or Nominee (**Custodian**) for one or more persons on the Record Date (**Beneficiary**) may apply for up to a maximum amount of \$12,000 worth of Shares in respect of each Beneficiary who is resident in Australia or New Zealand, subject to providing a Custodian Certificate to the Company, as described in the Terms and Conditions enclosed with this letter. Please refer to the Terms and Conditions for more details.

### **Relationship of Issue Price with Market Price**

On the last trading day immediately prior to the announcement date of the Offer, the closing price of the Shares traded on ASX was \$0.67. The market price of Shares in Stavely may rise or fall between the date of this Offer and the date that the Shares are issued to you under the Plan. This means that the Subscription Price you pay for Shares pursuant to this Offer may be either higher or lower than the market price of Shares at the time the Shares are issued to you under this Offer.

By making an application under this Offer and applying for Shares under the Plan, each Eligible Shareholder acknowledges that although the Subscription Price is at a discount to the current market price, Shares are a speculative investment and there is a risk that the price of Shares on ASX may change between the date of the announcement of the Offer and the date of the issue of the Shares under that Offer and that the value of the Shares received under the Plan may rise or fall accordingly.

The Board recommends that you obtain your own financial and taxation advice in relation to the Offer and consider price movements of Shares prior to applying for Shares under this Offer. Stavely's Share price can be found on the ASX website at [www.asx.com.au](http://www.asx.com.au) (ASX code: SVY).

### **Additional Information and Important Dates**

The offer of Shares under the Plan is made in accordance with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 and therefore does not require a prospectus for the purposes of Chapter 6D of the Corporations Act (2001) (Cth) (**Corporations Act**).

The Offer cannot be transferred and the Directors of the Company reserve the right in their absolute discretion to reject, or scale back, on an equitable basis, any application. Shares allotted under the Plan will be issued no later than 10 business days after the Closing Date of the Offer. Application for quotation on ASX of the new Shares will be made immediately following the issue of those Shares.

The maximum amount proposed to be raised under the Offer is \$3,000,000. The Company, however, reserves absolute discretion regarding the final amount raised under the Offer, subject to the ASX Listing Rules.

In the event of oversubscription by the Closing Date the Directors may, in their absolute discretion, scale back applications on an equitable basis. Scale back for Shares held by Custodians will be applied at the level of the underlying Beneficiary.

If the Company rejects or scales back an application or purported application, the Company will promptly return to the shareholder the relevant application monies, without interest.

### **Foreign offer restrictions**

This document may not be released or distributed in any country other than Australia and New Zealand. This document does not constitute an offer to sell, or a solicitation of an offer to buy, securities in any other country. In particular, any securities described in this document have not been, and will not be, registered under the US Securities Act of 1933 (as amended) and may not be offered or sold in the United States except



in transactions exempt from, or not subject to, registration under the US Securities Act and applicable US state securities laws.

### New Zealand Shareholders

The Shares offered under the Plan are not being offered or sold to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand and to whom the Offer is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016 (as amended) (New Zealand).

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (New Zealand). This document is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

### Indicative Timetable

Event	Date*
Record Date for Share Purchase Plan (5.00pm) (WST)	Thursday 23 July 2020
Announcement of the Plan and Placement and lodge Appendix 3B	Friday 24 July 2020
Dispatch Share Purchase Plan booklet to shareholders and release Offer Letter on the ASX	Tuesday 28 July 2020
Opening Date of the Share Purchase Plan	Tuesday 28 July 2020
Issue of Shares under Placement Tranche 1, lodge Appendix 2A and Cleansing Notice lodged with ASX	Thursday 30 July 2020
Closing Date of the Share Purchase Plan (5.00pm) (WST)	Friday 7 August 2020
Announcement of results of Share Purchase Plan	Wednesday 12 August 2020
Issue of Shares under Plan and lodge Appendix 2A	Friday 14 August 2020
Quotation of new Shares issued under the Share Purchase Plan on ASX	Friday 14 August 2020

**\*These dates are indicative only. Stavely may vary the dates and times of the Offer without notice. Stavely reserves the right to close the Plan early. Accordingly, Eligible Shareholders wishing to subscribe under the Offer are encouraged to submit their Application Forms as early as possible.**

If you are unsure about any aspect of this Offer, the Company recommends you seek professional advice.

Please contact the Company Secretary, Amanda Sparks, on (08) 9287 7630 or by email to [info@stavely.com.au](mailto:info@stavely.com.au) if you have any queries in relation to this Offer or how to accept it.

Yours sincerely

**Chris Cairns**  
**Executive Chairman**

### IMPORTANT NOTICE

The Plan does not take into account your individual investment objectives, financial situation or particular needs. If you are in any doubt about the action you should take, please consult your financial, taxation or other adviser accordingly.

These materials do not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or to, or for the account or benefit of, any U.S. Person (as defined in Regulation S under the U.S. Securities Act of 1933, as amended (the "Securities Act")) ("U.S. Person"). The Shares have not been and will not be registered under the Securities Act or the securities laws of any state or other jurisdiction of the United States and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. Persons absent registration or in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and applicable state securities laws.

## Annexure “A”

### Terms and Conditions of the Share Purchase Plan of Stavely Minerals Limited

#### Purpose

The purpose of the Share Purchase Plan (the “**Plan**”), which will be conducted in conjunction with the Placement, is to offer shareholders of Stavely Minerals Limited (“**Stavely**” or “**the Company**”) the opportunity to acquire additional fully paid ordinary shares in Stavely (“**Shares**”) up to a maximum of \$12,000 (which shall not exceed \$30,000 when combined with any Shares issued under any share purchase plan in the 12 months preceding the date of the Plan) and a minimum of \$3,000 worth of Shares (“**Offer**”).

The issue price of \$0.60 per Share under the Plan is at a discount of 14.2% to the volume weighted average market price for Shares over the last 5 days on which sales in the Shares were recorded on the financial market operated by ASX Limited (**ASX**) before the day on which the Plan was announced which was \$0.6993. The Company seeks to raise a maximum of \$3,000,000 under the Plan (before costs). The Shares will also be issued without the need to pay brokerage costs and without the need for the Company to issue a prospectus. The Plan is governed upon such terms and conditions as the board of directors of the Company, in its absolute discretion, sees fit.

#### No Financial Advice

This document does not provide financial advice and has been prepared without taking account of any person’s investment objectives, financial situation or particular needs. You should consider the appropriateness of participating in the Plan having regard to your investment objectives, financial situation or particular needs. Shareholders should seek independent financial and taxation advice before making any investment decision in relation to these matters.

#### Shareholders Eligible to Participate

Holders of Shares that are registered with an Australian or New Zealand address at the Record Date are eligible shareholders (**Eligible Shareholders**) and may participate in the Plan, unless such registered shareholder holds Shares on behalf of another person who resides outside Australia or New Zealand. Due to foreign securities laws, it is not practical for shareholders (or beneficial shareholders) resident in other countries to be offered the opportunity to participate in the Plan.

Participation in the Plan is optional and is subject to these Terms and Conditions. Offers made under the Plan are non-renounceable (i.e. Eligible Shareholders may not transfer their rights to any Shares offered under the Plan). Eligible Shareholders who wish to take up Shares issued under the Plan agree to be bound by the Company’s constitution in respect of Shares issued under the Plan.

An offer may, at the discretion of the directors of the Company (**Directors**), be made under the Plan once a year. The maximum amount which any shareholder may subscribe for in any consecutive 12-month period is \$30,000. The Directors may also determine in their discretion the minimum amount for participation, the multiple of Shares to be offered under the Plan and the period the offer is available to Eligible Shareholders.

#### How much can you invest?

Subject to the terms applicable to custodians, trustees and nominees outlined below, under the Plan, you may subscribe for A\$3,000, A\$6,000, A\$9,000 or A\$12,000 worth of Shares. This limitation applies even if you receive more than one Application Form or if you hold Shares in Stavely in more than one capacity as both a sole and joint holder. Please refer to the information in the table below.

<b>Single Holders</b>	If you are the only registered holder of a holding of Shares, but you receive more than one offer under the Plan (for example, due to multiple registered holdings in the same name), you may only apply for one maximum parcel of Shares.
<b>Joint Holders</b>	If you are recorded with one or more other persons as the joint holder of a holding of Shares, that joint holding is considered to be a single registered holding for the purpose of the Plan, and the joint holders are entitled to participate in the Plan in respect of that single holding only. If the same joint holders receive more than one Offer under the Plan due to multiple registered joint holdings or single holdings in either name, you may only apply in aggregate for one maximum parcel of Shares.

<p><b>Custodians, Trustees and Nominees</b></p>	<p>If you are an Eligible Shareholder and hold Shares as a custodian (as defined in ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 (<b>ASIC CI 2019/547</b>) (refer below) (<b>Custodian</b>) or in any more specific ASIC relief granted to the Company in relation to the Plan), you may apply for up to \$12,000 worth of new Shares for each beneficiary for whom you act as custodian provided you complete and submit, together with an Application Form, a certificate (<b>Custodian Certificate</b>) with the following information:</p> <ul style="list-style-type: none"> <li>(a) that you held Shares on behalf of: <ul style="list-style-type: none"> <li>(i) one or more other persons that are not custodians; and/or</li> <li>(ii) another custodian (<b>Downstream Custodian</b>) that holds beneficial interests in Shares on behalf of one or more other persons who are resident in Australia or New Zealand, to which those beneficial interests relate,</li> </ul> <p>(each a <b>Participating Beneficiary</b>) at the Record Date who have subsequently instructed you, and/or the Downstream Custodian, to apply for Shares under the Plan on their behalf;</p> </li> <li>(b) the number of Participating Beneficiaries and their names and addresses;</li> <li>(c) the number of Shares that you hold on behalf of each Participating Beneficiary;</li> <li>(d) the number or dollar amount of Shares that each Participating Beneficiary has instructed you, either directly or indirectly through a Downstream Custodian, to apply for on their behalf;</li> <li>(e) that the application price for Shares applied under the Offer for each Participating Beneficiary for whom you act in addition to the application price for any other Shares issued to you as custodian (as a result of instruction given to you as Custodian or a Downstream Custodian) for that Participating Beneficiary under any arrangement similar to the Plan in the prior 12 months does not exceed \$30,000;</li> <li>(f) that a copy of the written offer document was given to each Participating Beneficiary; and</li> <li>(g) where you hold Shares on behalf of a Participating Beneficiary indirectly, through one or more Downstream Custodians, the name and address of each Downstream Custodian.</li> </ul> <p>For the purposes of ASIC CI 2019/547 you are a '<b>Custodian</b>' if you provide a custodial or depository service in relation to shares of a body or interests in a registered scheme and you:</p> <ul style="list-style-type: none"> <li>(a) hold an Australian financial services licence covering the provision of a custodial or depository service;</li> <li>(b) are exempt from the requirement to hold an Australian financial services licence covering the provision of a custodial or depository service;</li> <li>(c) hold an Australian financial services licence covering the operation of an IDPS or is a responsible entity of an IDPS-like scheme;</li> <li>(d) are a trustee of a self-managed superannuation fund or a superannuation master trust; or</li> <li>(e) are a registered holder of shares or interests in the class and is noted on the register of members of the body or scheme as holding the shares or interests on account of another person.</li> </ul> <p>If you hold Shares as a trustee or nominee for another person or persons but are not a Custodian as defined above, you cannot participate for beneficiaries in the manner described above. In this case, the rules for multiple single holdings (above) apply.</p> <p>Custodians should request a Custodian Certificate when making an application on behalf of Participating Beneficiaries. To request a Custodian Certificate and if you would like further information on how to apply, you should contact the Company's share registry at any time from 8.30am to 5.00pm Monday to Friday during the Offer period.</p>
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The Company reserves the right to reject any application for Shares to the extent it considers that the application (whether alone or in conjunction with other applications) does not comply with these requirements. The Company reserves the right to reject applications in accordance with these Terms and Conditions.





### **Price of Shares**

The Subscription Price of Shares to be offered under the Plan is \$0.60 per Share which is a discount of 14.2% of the average market price for the Shares over the last 5 days on which sales in the Shares were recorded before the day on which the Plan was announced, being \$0.6993.

### **Applications and Notices**

At the discretion of the Directors, the Company will send Eligible Shareholders a letter of offer and acceptance procedures, inviting them to subscribe for Shares under the Plan, and accompanied by these Terms and Conditions of the Plan and an Application Form. Applications will not be accepted after the Closing Date of the Offer. Over subscriptions to an Offer may be refunded without interest.

Notices and statements made by the Company to participants may be given in any manner prescribed by its Constitution.

### **Issue of Shares**

Shares to be issued under the Plan will be issued as soon as reasonably practicable after the closing date specified by the Directors of the Company in the relevant offer.

Shares issued under the Plan will rank equally in all respects with all other fully paid ordinary shares in the capital of the Company from the date of issue.

Shareholding statements or CHESS notification will be issued in respect of all Shares issued under the Plan. The Company will, promptly after the issue of Shares under the Plan, make application for those Shares to be listed for quotation on the official list of ASX.

### **Raising Amount and Scale back**

The Company seeks to raise a maximum of \$3,000,000 under the Plan. However, the maximum number of Shares that can be issued in accordance with the ASX Listing Rules is 64,394,935 Shares. The Company reserves absolute discretion regarding the final amount raised under the Plan.

In the event of an oversubscription by the Closing Date, the Directors may, in their absolute discretion, scale-back all applications on an equitable basis. If the Company rejects or scales-back an application or purported application, the Company will promptly return to the shareholder the relevant application monies, without interest.

### **Acknowledgement**

By returning an Application Form with a cheque, bank draft, money order or making a payment via BPAY, you:

- (a) irrevocably and unconditionally agree to the terms and conditions of the Plan and the terms and conditions of the Application Form and agree not to do any act or thing that would be contrary to the spirit, intention or purpose of the Plan;
- (b) warrant that all details and statements in your application are true and complete and not misleading;
- (c) agree that your application will be irrevocable and unconditional (that is, it cannot be withdrawn even if the market price of the Shares is less than the Price);
- (d) warrant that you are an Eligible Shareholder and are eligible to participate in the Plan;
- (e) acknowledge that no interest will be paid on any application monies held pending the issue of Shares under the Plan or subsequently refunded to you for any reason;
- (f) acknowledge that the Company and its officers and agents, are not liable for any consequences of the exercise or non-exercise of its discretions referred to in these terms and conditions;
- (g) acknowledge and agree that if you are acting as a trustee, nominee or Custodian, each beneficial holder on whose behalf you are participating is resident in Australia or New Zealand, and you have not sent these Terms and Conditions, an Offer Document, or any materials relating to the Plan, to any person outside Australia and New Zealand;
- (h) if you are applying on your own behalf (and not as a Custodian), acknowledge and agree that:
  - (i) you are not applying for Shares with an application price of more than \$12,000 under the Plan (including by instructing a Custodian to acquire Shares on your behalf under the Plan); and
  - (ii) the total of the application price for the following does not exceed \$30,000:



- (A) the Shares the subject of the application;
  - (B) any other Shares issued to you under the Plan or any similar arrangement in the 12 months before the application (excluding Shares applied for but not issued);
  - (C) any other Shares which you have instructed a Custodian to acquire on your behalf under the Plan; and
  - (D) any other Shares issued to a Custodian in the 12 months before the application as a result of an instruction given by you to the Custodian to apply for Shares on your behalf under an arrangement similar to the Plan.
- (i) if you are a Custodian and are applying on behalf of a Participating Beneficiary on whose behalf you hold Shares, acknowledge and agree that:
- (i) you are a Custodian (defined above);
  - (ii) you hold Shares (directly or indirectly) on behalf of one or more Participating Beneficiaries;
  - (iii) you held Shares on behalf of the Participating Beneficiary as at the Record Date who has instructed you to apply for Shares on their behalf under the Plan;
  - (iv) each Participating Beneficiary on whose behalf you are applying for Shares has been given a copy of this document;
  - (v) the application price for the Shares applied for on behalf of the Participating Beneficiary, and any other Shares applied for on their behalf under a similar arrangement in the previous 12 months (excluding shares applied for but not issued), does not exceed \$30,000; and
  - (vi) the information in the Custodian Certificate submitted with your Application Form is true, correct and not misleading;
- (j) agree to be bound by the constitution of the Company (as amended from time to time);
- (k) acknowledge that none of the Company, its advisers or agents, has provided you with any financial product or investment advice or taxation advice in relation to the Plan, or has any obligation to provide such advice; and
- (l) authorise the Company, and its officers and agents, to correct minor or easily rectified errors in, or omissions from, your Application Form and to complete the Application Form by the insertion of any missing minor detail.

#### **Cost of Participation**

No brokerage, commission, or other transaction costs will be payable by participants in respect of the application for, and issue of, Shares under the Plan.

#### **Modification and Termination of the Plan**

Stavely may modify or terminate the Plan at any time before the issue of the Shares under the Plan. If Stavely does this, it will notify the ASX. The omission to give notice of any modification to, or termination of, the Plan or the failure of ASX to receive such notice, will not invalidate the modification or termination.

Without limiting the above, Stavely may issue to any person fewer Shares than the person applied for under the Plan if the issue of the Shares applied for would contravene any applicable law or the Listing Rules of ASX.

#### **Dispute Resolution**

Stavely may settle in any manner it thinks fit any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the Plan whether generally or in relation to any participant, application or Shares and the decision of Stavely will be conclusive and binding on all shareholders and other persons to whom that determination relates.

Stavely reserves the right to waive strict compliance with any provision of these terms and conditions. The powers of Stavely under these conditions may be exercised by the Directors of Stavely or any delegate of the Directors of Stavely.

#### **Questions and Contact Details**

If you have any questions regarding the Plan or how to deal with this Offer, please contact your stockbroker or professional adviser or Amanda Sparks, Company Secretary on (08) 9287 7630.







SVY  
MR SAM SAMPLE  
123 SAMPLE STREET  
SAMPLETOWN VIC 3000




## For all enquiries:

**Phone:**  
 Company Secretary (08) 9287 7630

**Web:**  
 [www.investorcentre.com/contact](http://www.investorcentre.com/contact)

**Email:**  
 [info@stavely.com.au](mailto:info@stavely.com.au)

## Make your payment:

 See overleaf for details of the Offer and how to make your payment

# Share Purchase Plan Application Form

 **Your payment must be received by 5:00pm (WST) Friday 7 August 2020**

This is an important document that requires your immediate attention.

It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

By making payment you agree to be bound by the Constitution of Stavely Minerals Limited and that the submission of this payment constitutes an irrevocable offer by you to subscribe for Stavely Minerals Limited shares on the terms of the Share Purchase Plan (SPP).

In addition, by making payment you certify that the aggregate of the application price paid by you for:

- the New Shares the subject of the payment slip overleaf; and
- any other shares and interests in the class applied for by you under the SPP or any similar arrangement in the 12 months prior to the date of submission of the payment, does not exceed \$30,000.

Stavely Minerals Limited may make determinations in any manner it thinks fit, in relation to any difficulties which may arise in connection with the SPP whether generally or in relation to any participant or application.

Any determinations by Stavely Minerals Limited will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates. Stavely Minerals Limited reserves the right to waive strict compliance with any provision of the terms and conditions of the SPP, to amend or vary those terms and conditions or to suspend or terminate the SPP at any time. Any such amendment, suspension or termination will be binding on all Eligible Shareholders even where Stavely Minerals Limited does not notify you of that event.

## Step 1: Registration Name & Offer Details

Details of the shareholding and the Offer are shown overleaf.

Please check the details provided and update your address via [www.investorcentre.com](http://www.investorcentre.com) if any of the details are incorrect.

If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

## Step 2: Make Your Payment

Your payment must correspond to one of the options detailed overleaf. You may choose one option only. Note that the amount chosen may be subject to scale back in accordance with the terms of the SPP.

Choose one of the payment methods shown below.

**BPAY®:** See overleaf. Do not return the payment slip or application form with BPAY payment.

**By Mail:** Complete the reverse side of this payment slip and detach and return with your payment. Make your cheque, bank draft or money order payable in Australian dollars to "**Stavely Minerals Limited**" and cross "**Not Negotiable**". The cheque must be drawn from an Australian bank. Cash is not accepted.

Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques received may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s) to the payment slip. Receipts will not be forwarded. Funds cannot be debited directly from your account.

Entering your contact details is not compulsory, but will assist us if we need to contact you.

Stavely Minerals Limited Share Purchase Plan Application Form  
Payment must be received by 5:00pm (WST) Friday 7 August 2020

© Registered to BPAY Pty Limited ABN 69 079 137 518

**Turn over for details of the Offer →**

STEP 1

Registration Name & Offer Details

Registration Name:

MR SAM SAMPLE  
123 SAMPLE STREET  
SAMPLETOWN VIC 3000

Entitlement No: 12345678

Offer Details:

Record date:

5:00pm (WST) Thursday 23 July 2020

Minimum value available to purchase:

\$3,000

Maximum value available to purchase:

\$12,000

STEP 2

Make Your Payment by 5:00pm (WST) Friday 7 August 2020

To avoid postal delay make your payment via BPAY either online or by phone with your bank using the payment details below.

BPAY

Bill

er

Code: 326603

Ref No: 1234 5678 9123 4567 89

Contact your financial institution to make your payment from your cheque or savings account.

Neither Computershare Investor Services Pty Limited (CIS) nor Stavelly Minerals Limited accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by this time. Eligible Shareholders should use the customer reference number shown on this Application Form when making a BPAY payment.

Cheque, bank draft or money order

✉

Make your cheque, bank draft or money order payable to "Stavelly Minerals Limited" and cross "Not Negotiable".

Return your payment with the below payment slip to:

Computershare Investor Services Pty Limited

GPO BOX 505 Melbourne Victoria 3001 Australia

MAIL

Neither CIS nor Stavelly Minerals Limited accepts any responsibility if you lodge the payment slip below at any other address or by any other means.

Privacy Notice

The personal information you provide on this form is collected by CIS, as registrar for the securities issuer (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing privacy@computershare.com.au. We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at privacy@computershare.com.au or see our Privacy Policy at www.computershare.com/au/privacy-policies.

Detach here only if paying by cheque, bank draft or money order

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Purchase Details for Stavelly Minerals Limited (choose one option)

☐ \$3,000 worth of securities

OR

☐ \$6,000 worth of securities

OR

☐ \$9,000 worth of securities

☐ \$12,000 worth of securities

Entitlement No: 12345678

MR SAM SAMPLE

123 SAMPLE STREET

SAMPLETOWN VIC 3000

123456789123456789+0000000001-3051+14

Contact & Cheque Details

Contact Name

Daytime Telephone

Drawer

Cheque Number

BSB Number

Account Number

Amount of Cheque