

Announcement Summary

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**Entity name**

ODYSSEY ENERGY LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Friday September 4, 2020

**The Proposed issue is:**☒ A placement or other type of issue**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	Unlisted incentive options exercisable at A\$0.02, expiring 3 years from date of issue.	50,000,000
n/a	Unlisted incentive options exercisable at A\$0.04, expiring 3 years from date of issue.	38,500,000
n/a	Unlisted incentive options exercisable at A\$0.07, expiring 3 years from date of issue.	11,000,000
n/a	Unlisted incentive options exercisable at A\$0.010, expiring 3 years from date of issue.	11,000,000

**Proposed +issue date**

Monday November 2, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

ODYSSEY ENERGY 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**

ABN

**Registration Number**

73116151636

**1.3 ASX issuer code**

ODY

**1.4 The announcement is**

☒ New announcement

**1.5 Date of this announcement**

Friday September 4, 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	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Friday October 16, 2020	<input checked="" type="checkbox"/> Estimated	

## Comments

## 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)?

☒ 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 ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

☒ No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

☒ No

ASX +security code

+Security description



### +Security type

Options

### Number of +securities proposed to be issued

50,000,000

### Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Consideration for the acquisition of the Stakewell Gold Project.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

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

AUD 0.0200

#### Expiry date

Tuesday October 31, 2023

Details of the type of +security that will be issued if the option is exercised

ODY : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

50,000,000 fully paid ordinary share (ASX:ODY)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

[http://odysseyenergy.com.au/upload/documents/investor\\_relations/asx/20200904\\_ODY-AcquisitionofHighGradeGoldProjectinMeekatharra-CueRegionofWA.pdf](http://odysseyenergy.com.au/upload/documents/investor_relations/asx/20200904_ODY-AcquisitionofHighGradeGoldProjectinMeekatharra-CueRegionofWA.pdf)

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 ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

☒ No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

☒ No

## ASX +security code

New class-code to be confirmed

## +Security description

Unlisted incentive options exercisable at A\$0.04, expiring 3 years from date of issue.

## +Security type

Options

## Number of +securities proposed to be issued

38,500,000

## Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

## Please describe the consideration being provided for the +securities

27,500,000 incentive options are issued as consideration for the acquisition of the Stakewell Gold Project.  
11,000,000 incentive options are issued to Directors and Key Consultants as part of their remuneration arrangements and to incentivise their continual performance.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

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

AUD 0.0400

## Expiry date

Tuesday October 31, 2023

Details of the type of +security that will be issued if the option is exercised

ODY : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

38,500,000 fully paid ordinary share (ASX:ODY)



Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

[http://odysseyenergy.com.au/upload/documents/investor\\_relations/asx/20200904\\_ODY-AcquisitionofHighGradeGoldProjectinMeekatharra-CueRegionofWA.pdf](http://odysseyenergy.com.au/upload/documents/investor_relations/asx/20200904_ODY-AcquisitionofHighGradeGoldProjectinMeekatharra-CueRegionofWA.pdf)

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 ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?  
☒ No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?  
☒ No

ASX +security code

New class-code to be confirmed

+Security description

Unlisted incentive options exercisable at A\$0.07, expiring 3 years from date of issue.

+Security type

Options

Number of +securities proposed to be issued

11,000,000

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

11,000,000 incentive options are issued to Directors and Key Consultants as part of their remuneration arrangements and to incentivise their continual performance.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

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**

AUD 0.0700

**Expiry date**

Tuesday October 31, 2023

**Details of the type of +security that will be issued if the option is exercised**

ODY : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

11,000,000 fully paid ordinary share (ASX:ODY)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

[http://odysseyenergy.com.au/upload/documents/investor\\_relations/asx/20200904\\_ODY-AcquisitionofHighGradeGoldProjectinMeekatharra-CueRegionofWA.pdf](http://odysseyenergy.com.au/upload/documents/investor_relations/asx/20200904_ODY-AcquisitionofHighGradeGoldProjectinMeekatharra-CueRegionofWA.pdf)

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 ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

☒ No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

☒ No**ASX +security code**

New class-code to be confirmed

**+Security description**

Unlisted incentive options exercisable at A\$0.010, expiring 3 years from date of issue.

**+Security type**

Options

**Number of +securities proposed to be issued**

11,000,000

**Offer price details**



**Are the +securities proposed to be issued being issued for a cash consideration?**

☒ No

**Please describe the consideration being provided for the +securities**

11,000,000 incentive options are issued to Directors and Key Consultants as part of their remuneration arrangements and to incentivise their continual performance.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

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

☒ Yes

#### Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.1000	Tuesday October 31, 2023

**Details of the type of +security that will be issued if the option is exercised**

ODY : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

11,000,000 fully paid ordinary share (ASX:ODY)

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

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#### Part 7C - Timetable

**7C.1 Proposed +issue date**

Monday November 2, 2020

#### Part 7D - Listing Rule requirements

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

☒ Yes





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**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

Friday October 16, 2020

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

☒ Yes

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

☒ Yes

**7D.3a Please enter, the number and +class of the +restricted securities and the date from which they will cease to be +restricted securities**

The 77,500,000 incentive options which are to be issued as consideration for the acquisition of the Stakewell Gold Project are likely to be escrowed by the ASX for 2 years from date of reinstatement.

The ASX may impose escrow restrictions on the incentive options issued to Directors and Key Consultants.

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

☒ No

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**Part 7E - Fees and expenses****7E.1 Will there be a lead manager or broker to the proposed issue?**

☒ No

**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**

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**Part 7F - Further Information****7F.01 The purpose(s) for which the entity is issuing the securities**

77,500,000 options are issued as consideration for the acquisition of the Stakewell Gold Project.  
33,000,000 options are issued to Directors and Key Consultants as part of their remuneration arrangements and to incentivise their continual performance.

**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**