



Announcement Summary

Entity name

PROVARIS ENERGY LTD

Announcement Type

New announcement

Date of this announcement

3/5/2024

The Proposed issue is:

An offer of securities under a securities purchase plan

Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Options	16,666,667
PV1	ORDINARY FULLY PAID	50,000,000

+Record date

2/5/2024

Offer closing date

31/5/2024

+Issue date

5/6/2024

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**

PROVARIS ENERGY 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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ABN

**Registration Number**

53109213470

**1.3 ASX issuer code**

PV1

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

3/5/2024

**1.6 The Proposed issue is:**

An offer of +securities under a +securities purchase plan



Part 4 - Details of proposed offer under securities purchase plan

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Part 4A - Conditions

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**4A.1 Do any external approvals need to be obtained or other conditions satisfied before the offer of +securities under the +securities purchase plan issue can proceed on an unconditional basis?**

No



Part 4B - Offer details

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**+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**

PV1 : ORDINARY FULLY PAID

**Will the proposed issue of this +security include an offer of attaching +securities?**

Yes

Details of +securities proposed to be issued

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**ASX +security code and description**

PV1 : ORDINARY FULLY PAID

**Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted**

50,000,000

**Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?**

No

**Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?**

No

**Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?**

Yes

**Is the minimum acceptance unit based or dollar based?**

Dollar based (\$)

**Please enter the minimum acceptance value**

\$ 1,000

**Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?**

Yes

**Is the maximum acceptance unit based or dollar based?**

Dollar based (\$)

**Please enter the maximum acceptance value**

\$ 30,000

**Describe all the applicable parcels available for this offer in number of securities or dollar value**

\$1,000, \$2,500, \$5,000, \$10,000, \$20,000, \$30,000.

**Offer price details****Has the offer price been determined?**

Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security?**

AUD 0.04000

**Oversubscription & Scale back details****Will a scale back be applied if the offer is over-subscribed?**

Yes

**Describe the scale back arrangements**

The Directors reserve the right to accept oversubscriptions as they deem appropriate but not exceeding the threshold of \$30,000 per holder. The Directors may also, in their absolute discretion, scale-back applications on an equitable basis.

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

Yes

Attaching +Security

**The proposed attaching security can only be of 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 do not have +CDIs issued over them)****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**

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**

1

**For a given quantity of the new +securities issued**

3

**What will be done with fractional entitlements?**

Fractions rounded up to the next whole number

**Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted**

16,666,667

**Offer price details**

**Has the offer price been determined?**

Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security?**

AUD 0.04000

**Please confirm whether the offer of the attaching +securities is a separate offer to the offer pursuant to the +security purchase plan**

Yes

**Please confirm whether the attaching +securities are being offered under a +disclosure document or +PDS**

Yes

**Oversubscription & Scale back details****Will a scale back be applied if the offer is over-subscribed?**

Yes

**Describe the scale back arrangements**

The Directors reserve the right to accept oversubscriptions as they deem appropriate but not exceeding the threshold of \$30,000 per holder. The Directors may also, in their absolute discretion, scale-back applications on an equitable basis.

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

Yes

Options details

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**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.0750

**Expiry date**

5/6/2026

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

PV1 : ORDINARY FULLY PAID

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

One fully paid ordinary share (ASX PV1)

**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.**

See separate ASX announcement dated 3 May 2024.

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Part 4C - Timetable**4C.1 Date of announcement of +security purchase plan**

3/5/2024

**4C.2 +Record date**

2/5/2024



**4C.3 Date on which offer documents will be made available to investors**

13/5/2024

**4C.4 Offer open date**

13/5/2024

**4C.5 Offer closing date**

31/5/2024

**4C.7 +Issue date and last day for entity to announce results of +security purchase plan offer**

5/6/2024

Part 4D - Listing Rule requirements

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**4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?**

Yes

Part 4E - Fees and expenses

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**4E.1 Will there be a lead manager or broker to the proposed offer?**

No

**4E.2 Is the proposed offer to be underwritten?**

Yes

**4E.2a Who are the underwriter(s)?**

OC Funds Management Pty Ltd, Prospect Capital Securities Ltd, SPO Equities Pty Ltd, Sasigas Nominees Pty Ltd, & Pine Street Pty Ltd (ATF Pine Street Superannuation Fund)

**4E.2b What is the extent of the underwriting (ie the amount or proportion of the issue that is underwritten)?**

\$1,000,000

**4E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?**

Nil

**4E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.**

Usual events including insolvency, suspension or delisting of shares, material breach, material adverse change in market conditions, material market disruption, adverse ASIC or Court Order.

**4E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?**

No

**4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

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

Nil other than usual share registry and legal fees.



Part 4F - Further Information

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**4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

See ASX announcement date 3 May 2024.

**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

No

**4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer**

Australia and New Zealand

**4F.3 URL on the entity's website where investors can download information about the proposed offer**

<https://www.provaris.energy/investor-centre#asx>

**4F.4 Any other information the entity wishes to provide about the proposed offer**

The new shares issued pursuant to the share purchase plan will be issued in compliance with Listing Rule 7.2, exception 5 pursuant to a share purchase plan offer booklet and will not use the Company's placement capacities under Listing Rules 7.1 or 7.1A. The Options issued under the share purchase plan will be offered under a separate options offer prospectus and will use the Company's 15% placement capacity pursuant to Listing Rule 7.1.