



Announcement Summary

Entity name

TITAN MINERALS LIMITED

Announcement Type

New announcement

Date of this announcement

20/9/2024

The Proposed issue is:

A non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)

Total number of +securities proposed to be issued for a non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	35c Replacement Option	27222551

Closing date for receipt of acceptances

21/10/2024

Proposed +issue date

21/10/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

TITAN MINERALS 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.

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

97117790897

1.3 ASX issuer code

TTM

1.4 The announcement is

New announcement

1.5 Date of this announcement

20/9/2024

1.6 The Proposed issue is:

A non-+pro rata offer of +securities under a +disclosure document or +PDS



Part 5 - Details of proposed non-pro rata offer under a +disclosure document or +PDS

Part 5A - Conditions

5A.1 Do any external approvals need to be obtained or other conditions satisfied before the non-pro rata offer of +securities under a +disclosure document or + PDS can proceed on an unconditional basis?

Yes

5A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	21/10/2024	Estimated	

Comments

ASX Approval for quotation of Replacement Option

Part 5B - Offer 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 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?
Yes

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

ASX +security code

New class-code to be confirmed

+Security description

35c Replacement Option

+Security type

Options



The number of +securities to be offered under the +disclosure document or +PDS

27,222,551

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

No

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

No

Offer price details

Has the offer price been determined?

No

How and when will the offer price be determined?

Refer to prospectus, Replacement Options issued in consideration of cancelation of existing unlisted options

Will the offer price be determined by way of a bookbuild?

No

Oversubscription & Scale back details

Will the entity be entitled to accept over-subscriptions?

No

Will a scale back be applied if the offer is over-subscribed?

No

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 0.3500	31/1/2025

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

TTM : ORDINARY FULLY PAID

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

1 ordinary fully paid share for each Replacement Option exercised plus one Bonus Option with exercise price of \$0.70 and expiry of 31 January 2027 for every two Replacement Options exercised



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.

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02833174-6A1218160&v=fc9bdb61fe50ea61f8225e24ce041a0e155a9400>

Part 5C - Timetable

5C.1 Lodgement date of +disclosure document or +PDS with ASIC

30/7/2024

5C.2 Date when +disclosure document or +PDS and acceptance forms will be made available to investors

31/7/2024

5C.3 Offer open date

31/7/2024

5C.4 Closing date for receipt of acceptances

21/10/2024

5C.6 Proposed +issue date

21/10/2024

Part 5D - Listing Rule requirements

5D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

Yes

5D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

22/7/2024

5D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

Part 5E - Fees and expenses

5E.1 Will there be a lead manager or broker to the proposed offer?

No

5E.2 Is the proposed offer to be underwritten?

No

5E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No

5E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

\$41,576 - refer to prospectus



Part 5F - Further Information

5F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Working Capital

5F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

No

5F.2 Please explain the entity's allocation policy for the offer, including whether or not acceptances from existing +security holders will be given priority

Replacement Options will only be offer to existing Option holders

5F.3 URL on the entity's website where investors can download the +disclosure document or +PDS

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02833174-6A1218160&v=fc9bdb61fe50_ea61f8225e24ce041a0e155a9400

AND

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02855421-6A1226399&v=fc9bdb61fe50_ea61f8225e24ce041a0e155a9400

5F.4 Any other information the entity wishes to provide about the proposed offer

Refer to Refresh Supplementary Prospectus