



Announcement Summary

Entity name

RESOLUTION MINERALS LTD

Announcement Type

New announcement

Date of this announcement

11/6/2025

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
RMLOC	OPTION EXPIRING 31-JUL-2028	304,521,830
RML	ORDINARY FULLY PAID	513,659,043

Proposed +issue date

17/7/2025

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

RESOLUTION MINERALS 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

99617789732

1.3 ASX issuer code

RML

1.4 The announcement is

New announcement

1.5 Date of this announcement

11/6/2025

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 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	17/7/2025	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)?

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

RML : ORDINARY FULLY PAID

Number of +securities proposed to be issued

444,812,889

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

Issuable as part consideration for the acquisition of the Horse Heaven Project as detailed in the ASX announcement released on 11 June 2025.

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



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

Yes

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

RMLOC : OPTION EXPIRING 31-JUL-2028

Number of +securities proposed to be issued

222,406,445

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

Issuable as part consideration for the acquisition of the Horse Heaven Project as detailed in the ASX announcement released on 11 June 2025.

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

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

Yes

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

RML : ORDINARY FULLY PAID



Number of +securities proposed to be issued

68,846,154

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

Oakley Capital Partners Pty Limited has acted as lead manager to the placement and corporate advisor to the acquisition of the Horse Heaven Project. The Company has agreed, subject to obtaining shareholder approval, to issue Oakley Capital a total of 68,846,154 Shares and 82,115,385 RMLOC Options and pay Oakley Capital a capital raising fee of 6% of the gross proceeds of the placement for these services. Further details are set out in the ASX announcement released on 11 June 2025.

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

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

Yes

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

RMLOC : OPTION EXPIRING 31-JUL-2028

Number of +securities proposed to be issued

82,115,385

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

Oakley Capital Partners Pty Limited has acted as lead manager to the placement and corporate advisor to the acquisition of the Horse Heaven Project. The Company has agreed, subject to obtaining shareholder approval, to issue Oakley Capital a total of 68,846,154 Shares and 82,115,385 RMLOC Options and pay Oakley Capital a capital raising fee of 6% of the gross proceeds of the placement for these services. Further details are set out in the ASX announcement released on 11 June 2025.

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



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

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

17/7/2025

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

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

17/7/2025

7D.2 Is a party referred to in listing rule 10.11 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?

Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

- (a) 25% of the Shares will be freely tradeable from Completion;
(b) 25% of the Shares will be escrowed until the date that is three months after Completion;
(c) 25% of the Shares will be escrowed until the date that is six months after Completion; and
(d) 25% of the Shares will be escrowed until the date that is twelve months after Completion.
Completion is expected to be no later than 31 August 2025 unless agreed otherwise.

Voluntary escrow will apply to shares and options issued in respect of the acquisition but not the shares and options issued to Oakley Capital Partners.

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

Oakley Capital Partners Pty Limited has acted as lead manager to the placement and corporate advisor to the acquisition of the Horse Heaven Project. The Company has agreed, subject to obtaining shareholder approval, to issue Oakley Capital a total of 68,846,154 Shares and 82,115,385 RMLOC Options and pay Oakley Capital a capital raising fee of 6%



of the gross proceeds of the placement for these services. The Company has also agreed to pay the vendors under the acquisition an aggregate cash payment of \$1,000,000. Further information in relation to the agreement with Oakley Capital and the acquisition agreement is set out in the ASX announcement released on 11 June 2025.

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

Acquisition of Horse Heaven Project.

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

- (a) 25% of the Shares will be freely tradeable from Completion;
 - (b) 25% of the Shares will be escrowed until the date that is three months after Completion;
 - (c) 25% of the Shares will be escrowed until the date that is six months after Completion; and
 - (d) 25% of the Shares will be escrowed until the date that is twelve months after Completion.
- Completion is expected to be no later than 31 August 2025 unless agreed otherwise.

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)