



Announcement Summary

Entity name

MT MONGER RESOURCES LIMITED

Announcement Type

New announcement

Date of this announcement

28/2/2023

The Proposed issue is:

A non pro rata offer to wholesale investors under an information memorandum

Total number of +securities proposed to be issued for a non pro rata offer to wholesale investors under an information memorandum

ASX +security code	+Security description	Maximum Number of +securities to be issued
MTM	ORDINARY FULLY PAID	30000000
MTMO	OPTION EXPIRING 26-NOV-2024	15000000

Closing date for receipt of acceptances

3/3/2023

Proposed +issue date

6/3/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

MT MONGER RESOURCES 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

ACN

Registration Number

645885463

1.3 ASX issuer code

MTM

1.4 The announcement is

New announcement

1.5 Date of this announcement

28/2/2023

1.6 The Proposed issue is:

A non-pro rata offer to wholesale investors under an information memorandum



Part 6 - Details of proposed non-pro rata offer to wholesale investors under an information memorandum

Part 6A - Conditions

6A.1 Do any external approvals need to be obtained or other conditions satisfied before the non-pro rata offer to wholesale investors under an information memorandum can proceed on an unconditional basis?

Yes

6A.1a Approvals

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	7/4/2023	<input checked="" type="checkbox"/> Estimated	

Comments

Shareholder approval required to approve tranche 2 issue and placment of shares to directors.

Part 6B - 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)?

Existing class

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

Yes

Details of +securities proposed to be issued

ASX +security code and description

MTM : ORDINARY FULLY PAID

The number of +securities to be offered under the +information memorandum

30,000,000

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 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?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 0.10000

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

Yes

Attaching +Security

Is the proposed attaching 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

Attaching +Security - Existing class (additional +securities in a class that is already quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ASX +security code and description

MTMO : OPTION EXPIRING 26-NOV-2024

The number of +securities to be offered under the +information memorandum

15,000,000



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 0.00000

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

Yes

Part 6C - Timetable

6C.1 Expected date of +information memorandum

1/3/2023

6C.2 Date when +information memorandum and acceptance forms will be made available to investors

2/3/2023

6C.3 Offer open date

2/3/2023

6C.4 Closing date for receipt of acceptances

3/3/2023

6C.6 Proposed +issue date

6/3/2023

Part 6D - Listing Rule requirements

6D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

Yes



6D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

7/4/2023

6D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

Yes

Part 6E - Fees and expenses

6E.1 Will there be a lead manager or broker to the proposed offer?

Yes

6E.1a Who is the lead manager/broker?

Lazarus Corporate Finance

6E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

6% lead manager fee
2 million MTMO Options

6E.2 Is the proposed offer to be underwritten?

No

6E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No

6E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Part 6F - Further Information

6F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Exploration - Canada Project - \$2.1M
Exploration WA projects - \$0.5M
Working Capital - \$0.22M
Capital Raise Costs - \$0.18M

6F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

No

6F.2 Please explain the entity's allocation policy for the offer, including whether or not acceptances from existing



+security holders will be given priority

Offers selected by Lead manager and approved by Board.

6F.3 URL on the entity's website where wholesale investors can download the +information memorandum

www.mtmongerresources.com.au

6F.4 Any other information the entity wishes to provide about the proposed offer

6F.5 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)