

ASX Announcement

21 July 2020

CONDITIONS PRECEDENT TO EXTENSION AGREEMENT

AustSino Resources Group Ltd ("**AustSino**" or the "**Company**") (ASX: **ANS**) provides the following update on the agreement entered into with Sundance Resources Ltd ("**Sundance**"), and the noteholders in Sundance ("**Noteholders**") ("**Sundance Agreement**") as announced to ASX on 8 July 2019, later updated with a further announcement on 22 October 2019 ("**SDL Letter Agreement**") and then the announcement on 6 July 2020 of the signing of a new extension letter agreement between AustSino and Sundance to extend the Sundance Agreement to 30 September 2020 ("**Further Extension Letter**").

The Further Extension Letter had a number of conditions:

1. The Sundance Agreement is extended to 30 September 2020 subject to:
 - (a) By 10 July 2020 AustSino must lodge a draft Notice of Meeting to the Australian Securities Exchange ("**ASX**") for review; and
 - (b) by 17 July 2020 AustSino needs to demonstrate to the reasonable satisfaction of Sundance that they have progressed the funding (e.g. \$29M) for completion of the Sundance Agreement.
2. AustSino will provide a further \$450K in funding to Sundance (this will be repayable in cash or equity only if the Sundance Agreement completes otherwise it will be revenue to Sundance). The first payment is \$50K and is payable on 17 July should (i) all Noteholders have consented to the further extension, and (ii) AustSino have satisfied the conditions in (a) and (b) above.

On 10 July AustSino announced that it had submitted its draft notice of meeting to the ASX satisfying the first condition. AustSino will release the notice of meeting to shareholders after the completion of regulatory review.

AustSino is also pleased to announce that the Noteholders consent to the terms of the Further Extension Letter as required by 17 July 2020.

AustSino has made a number of documents available to Sundance in relation the progress being made regarding the funding related to the Sundance Agreement. The Board of Sundance was pleased to view the documents but did not believe there was sufficient progress to enable it to say that the condition precedent had been satisfied.

Nevertheless, Sundance has agreed to waive this condition – noting that AustSino will still work to, within the next five business days (i.e. to 24 July 2020), provide further evidence to Sundance that the required bank processes which need to be undertaken in order for the funding under the Sundance Agreement to be available, are being advanced.

Whilst AustSino will undertake necessary efforts to provide this further information, the extension of the Sundance Agreement to 30 September 2020 under the Further Extension Letter is effective.

We will keep shareholders fully informed of any material developments.

Authorised for release by Michael Keemink, Executive Director.

Further inquiries:

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