



Orion Minerals

ASX/JSE RELEASE: 23 April 2019

Share Issue – Notice under Section 708A(5)(e)

Orion Minerals Limited (**ASX/JSE: ORN**) (**Orion** or the **Company**) announced on 16 April 2019 a pivotal \$8M capital raising underpinned by a group of high-profile South African investors as part of a proposed restructure of the Company's Black Economic Empowerment equity participation at project level, achieving accelerated compliance with the ownership aspects of South African Mining Charter 3.

The \$8.0M capital raising will comprise the issue of 200.9M fully paid ordinary shares (**Shares**) at an issue price of \$0.04 per Share, together with one free attaching option for every two Shares issued (100.47M options at an exercise price of \$0.05 and an expiry date of 31 October 2019) (**Options**), to be conducted via a placement to sophisticated and professional investors (**Placement**). The Options will not be quoted on the ASX or the JSE.

It is proposed that the Placement will occur in two stages, being:

- Tranche 1 – 117.23M Shares and 58.61M Options, using the Company's 15% placement capacity under ASX Listing Rule 7.1 to raise \$4.685M; and
- Tranche 2 – 83.71M Shares and 41.85M Options, to raise \$3.34M (subject to shareholder approval, to be sought at a general meeting of Orion shareholders planned to be held in early June 2019).

Orion has today issued 50,625,000 Shares in the Company at \$0.04 per Share and 25,312,500 Options from investors for Tranche 1 commitments (**Placement Shares and Options**). The Company has received commitments for the balance of Tranche 1 (being \$2.66M) and these Shares and Options are expected to be issued shortly.

Orion has also today issued 10,384,615 Shares, to satisfy the Company's obligation to issue shares following the conversion of Convertible Notes that were issued on 17 March 2017 (**Convertible Note Shares**) and 2,000,000 Shares upon exercise of unlisted options, exercisable at \$0.02 and expiring 30 November 2020 (together with the Placement Shares and Options, and Convertible Note Shares, **New Securities**).

In accordance with section 708A(5)(e) of the Corporations Act 2001 (**Act**), the Company advises as follows:

1. this notice is being given under paragraph 708A(5)(e) of the Act;
2. the Company issued the New Securities without disclosure to investors under Part 6D.2 of the Act;
3. as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company;
4. as at the date of this notice, the Company has complied with section 674 of the Act; and
5. all information of the kind that would be required to be disclosed to the market for the purposes of section 708A(6)(e) of the Act has been disclosed to ASX Limited.

Denis Waddell
Chairman

ENQUIRIES

Investors

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