



## Announcement Summary

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**Entity name**

RIVERSGOLD LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Tuesday May 19, 2020

**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
n/a	Option Exercise 3 cents Price expiry 3 years	69,659,091
RGL	ORDINARY FULLY PAID	139,318,182

**Proposed +issue date**

Tuesday May 26, 2020

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of +Entity

RIVERSGOLD 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.

### 1.2 Registered Number Type

ABN

### Registration Number

64617614598

### 1.3 ASX issuer code

RGL

### 1.4 The announcement is

☒ New announcement

### 1.5 Date of this announcement

Tuesday May 19, 2020

### 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 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ Yes

#### 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Thursday July 9, 2020	<input checked="" type="checkbox"/> Estimated	No

#### Comments

The Issue is in 2 Tranches, Tranche 1 does not require shareholder approval (65,522,235) shares and Tranche 2 does (73,798,947). Shares issued to Directors in the placement will be in Tranche 2 and also subject to shareholder approval

### 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?

☒ Yes

#### Details of +securities proposed to be issued

##### ASX +Security Code and Description

RGL : ORDINARY FULLY PAID

##### Maximum Number of +securities proposed to be issued

139,318,182



### Purpose of the issue

Raise capital for Geological and geophysical work and a drilling program in eastern goldfields projects and for general working capital

### Offer price details for retail security holders

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 0.01100

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

☒ Yes

### Oversubscription & Scale back details

**May a scale back be applied to this event?**

☒ No

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)?**

☒ New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

### Details of attaching +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

☒ No

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

☒ No

**ASX +Security Code**

New class-code to be confirmed

**+Security Description**

Option Exercise 3 cents Price expiry 3 years

**+Security Type**

Options

**Maximum Number of +securities proposed to be issued**

69,659,091

### Offer price details for retail security holders



In what currency is the cash consideration being paid? What is the issue price per +security?

### Oversubscription & Scale back details

May a scale back be applied to this event?

☒ No

Will all the +securities issued in this class rank equally in all respects from their issue date?

☒ Yes

### Options details

#### +Security Currency

AUD - Australian Dollar

#### Exercise Price

AUD 0.0300

#### Expiry date

Wednesday July 12, 2023

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

RGL : ORDINARY FULLY PAID

Please provide any further information relating to the principal terms of the +securities

### Part 7C - Timetable

#### 7C.1 Proposed +issue date

Tuesday May 26, 2020

### Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

☒ Yes

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

Thursday July 9, 2020



**7D.2 Is a party referred to in listing rule 10.11.1 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?**

☒ No

#### Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

☒ Yes

**7E.1a Who is the lead manager/broker?**

Hartleys

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

6% capital raising and a management fee of the gross amount

**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**

#### Part 7F - Further Information

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**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**