

DIRECTOR APPOINTMENT

Spectrum Metals Limited (“Spectrum”) is pleased to announce the appointment of Mr Les Davis as a Non-Executive Director of the company effective 2 December 2019.

Mr Davis was the founding Managing Director of Silver Lake Resources Ltd (“ASX:SLR”) an ASX200 listed gold producing company and is a founding Director of gold explorer Black Cat Syndicate Ltd (“ASX:BC8”).

Mr Davis has over 40 years industry experience including 17 years hands-on experience in mine development and narrow vein mining and has developed numerous new open pit and underground mines. Prior to listing Silver Lake Resources in 2007, Mr Davis' career incorporated 13 years senior management experience including roles as Mine Manager, Technical Services Manager, Concentrator Manager, Resident Manager and General Manager Expansion Projects with organisations including WMC Resources Ltd, Reliance Mining Ltd and Consolidated Minerals Ltd.

Commenting on Mr Davis’s appointment Executive Chairman Mr Alex Hewlett said; *“The board of Spectrum are delighted to appoint Mr Davis as a fellow director. Les brings a wealth of knowledge in the development of high-grade gold deposits here in Western Australia at a time when we are preparing to take the next steps to production with our new outstanding discovery at Penny North.”*

Commenting on his appointment Mr Davis said *“I am pleased to be joining the board of Spectrum at such an exciting time with the discovery of the Penny North gold deposit. The metrics of the deposit are first class on a global scale which will ultimately become a long life, high grade, low cost gold operation. Based on the drilling success to date I am confident that the Penny North deposit will grow rapidly and the exploration upside across the tenement holding will be realised”.*

As part of the negotiations related to his appointment, the Board has agreed to issue 7,000,000 unlisted options on the terms outlined in the attached Appendix 3B to Mr. Davis.

For further information:

Shareholder Contact

Alex Hewlett
Chairman

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Media Contact

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Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

SPECTRUM METALS LIMITED

ABN

94 115 770 226

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | +Class of +securities issued or to be issued | Unlisted options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | a)2,000,000
b)2,500,000
c)2,500,000 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | a) Unlisted options to acquire ordinary shares exercisable on or before 30 November 2022 by payment of 10 cents per share
b) Unlisted options to acquire ordinary shares exercisable on or before 30 November 2022 by payment of 11 cents per share
c) Unlisted options to acquire ordinary shares exercisable on or before 30 November 2022 by payment of 12 cents per share |

+ See chapter 19 for defined terms.

4	<p>Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>No, however if the Options are exercised the shares then issued will rank <i>pari passu</i> with existing Ordinary shares.</p>
5	Issue price or consideration	Nil
6	<p>Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Issued as incentive upon appointment of non-executive director</p>
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
6b	<p>The date the security holder resolution under rule 7.1A was passed</p>	<p>21st November 2019</p>
6c	<p>Number of +securities issued without security holder approval under rule 7.1</p>	<p>7,000,000</p>
6d	<p>Number of +securities issued with security holder approval under rule 7.1A</p>	<p>Nil</p>
6e	<p>Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)</p>	<p>Nil</p>

6f	Number of securities issued under an exception in rule 7.2	Nil						
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15-day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	N/A						
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A						
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	<table border="1"> <tr> <td>7.1</td> <td>200,827,275</td> </tr> <tr> <td>7.1A</td> <td>138,551,517</td> </tr> <tr> <td colspan="2">Total – 339,378,792</td> </tr> </table>	7.1	200,827,275	7.1A	138,551,517	Total – 339,378,792	
7.1	200,827,275							
7.1A	138,551,517							
Total – 339,378,792								
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	2 December 2019						
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>1,385,515,167</td> <td>ORD (SPX)</td> </tr> </tbody> </table>	Number	+Class	1,385,515,167	ORD (SPX)		
Number	+Class							
1,385,515,167	ORD (SPX)							

+ See chapter 19 for defined terms.

9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)

Number	+Class
15,000,000	Unlisted options exercise price \$0.01 expiry 04/05/2023
32,500,000	Unlisted options exercise price \$0.015 expiry 30/06/2021
10,000,000	Unlisted options exercise price \$0.015 expiry 31/05/2023
10,000,000	Unlisted options exercise price \$0.015 expiry 30/06/2021
6,500,000	Unlisted options exercise price \$0.015 expiry 30/06/2023
13,333,332	Unlisted options exercise price \$0.025 expiry 26/03/2022
13,333,332	Unlisted options exercise price \$0.030 expiry 26/03/2022
13,333,336	Unlisted options exercise price \$0.035 expiry 26/03/2022
9,999,999	Performance rights expiring 10/07/2021
9,999,999	Performance rights expiring 10/07/2022
15,000,000	Unlisted options exercise price \$0.081 expiry 9/08/2022
2,000,000	Unlisted options exercise price \$0.10 expiry 30/09/2022
2,500,000	Unlisted options exercise price \$0.10 expiry 30/09/2022
2,500,000	Unlisted options exercise price \$0.10 expiry 30/09/2022

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable
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Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has +security holders who will not be sent new issue documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	

+ See chapter 19 for defined terms.

- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- 25 If the issue is contingent on +security holders' approval, the date of the meeting
- 26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
- 27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(tick one)
- (a) Securities described in Part 1
- (b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
- 1 - 1,000
 - 1,001 - 5,000
 - 5,001 - 10,000
 - 10,001 - 100,000
 - 100,001 and over
- 37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

- 38 Number of securities for which +quotation is sought
- 39 Class of +securities for which quotation is sought
- 40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?
- If the additional securities do not rank equally, please state:
- the date from which they do
 - the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
 - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
- 41 Reason for request for quotation now
- Example: In the case of restricted securities, end of restriction period
(if issued upon conversion of another security, clearly identify that other security)
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+ See chapter 19 for defined terms.

42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

Number	+Class

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



Print name: Mark Pitts
(Company secretary)

Date: 2 December 2019

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Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for +eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	877,090,926
Add the following: <ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ordinary securities that became fully paid in that 12 month period 	172,727,272 (approved 29/11/2018) 2,500,000 (issued under LR7.2 01/04/2019) 2,500,000 (issued under LR7.2 16/04/2019) 1,363,636 (ratified 05/07/2019) 208,333,333 (ratified 05/07/2019) 5,000,000 (issued under LR7.2 08/08/2019)
Note: <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	116,000,000 (ratified 21/11/2019)
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil
“A”	1,385,515,167

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	207,827,275
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of equity securities issued or agreed to be issued in that 12-month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	7,000,000 (issued 2 December 2019)
“C”	7,000,000
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	207,827,275
<p>Subtract “C”</p> <p><i>Note: number must be same as shown in Step 3</i></p>	7,000,000
Total [“A” x 0.15] – “C”	200,827,275 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	1,385,515,167
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	138,551,517
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	-
“E”	-

+ See chapter 19 for defined terms.

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 <i>Note: number must be same as shown in Step 2</i>	138,551,517
Subtract "E" <i>Note: number must be same as shown in Step 3</i>	-
Total ["A" x 0.10] – "E"	138,551,517 <i>Note: this is the remaining placement capacity under rule 7.1A</i>