



**BELLEVUE**  
GOLD

## **ASX Announcement**

*1 August 2024*

Not for release to US wire services or distribution in the United States

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Dear Shareholders

### **Share Purchase Plan Offer**

On behalf of the Board of Bellevue Gold Limited (ACN 110 439 686) (**Company** or **Bellevue**), I am pleased to offer you the opportunity to subscribe for fully paid ordinary shares in the Company (**Shares**) under a Share Purchase Plan (**SPP Offer**). The SPP Offer allows you to apply to purchase Shares (**New Shares**) on the same terms as the Company's recent underwritten share placement to institutional and sophisticated investors as announced on Thursday, 25 July 2024 (**Placement**). The SPP Offer is not underwritten.

### **Participation by Eligible Shareholders**

Participation in the SPP Offer is optional and is open to shareholders who were registered as the holders of fully paid ordinary shares in the Company at 5.00pm (AWST) on Wednesday, 24 July 2024 and whose registered address is in Australia and New Zealand (**Eligible Shareholders**). If you reside outside Australia and New Zealand, or are in the United States, or are a person acting on the account of a person in the United States, you are not an Eligible Shareholder and are not entitled to participate in the SPP Offer.

Certain Eligible Shareholders who are custodians holding Shares on behalf of certain beneficiaries are also invited to participate in the SPP Offer on the terms and conditions set out in the SPP Offer Booklet.

If you are an Eligible Shareholder you may apply to purchase a parcel of New Shares with a value of either A\$2,500, A\$5,000, A\$10,000, A\$15,000, A\$20,000, A\$25,000 or A\$30,000.

Bellevue Directors eligible to participate in the SPP Offer have indicated they intend to take up the maximum entitlement of A\$30,000 worth of New Shares.

### **How to apply**

To apply for the New Shares under the SPP Offer, please follow the instructions online by visiting the Offer website (<https://www.computersharecas.com.au/BGLSPP>).

You can apply for New Shares under the SPP Offer through one of the following methods:

- **Option 1:**

You can make a payment by BPAY®. To do this, you must use the unique identifier shown on the Application Form as the customer reference number when making payment. If you make your payment with BPAY® you do not need to return your Application Form.

You will not be able to withdraw or revoke your application or BPAY® payment once you have submitted it or change the amount of New Shares you have applied for.

BPAY® payments must be made from an Australian dollar account of an Australian financial institution.

- **Option 2:**

For New Zealand Eligible Shareholders only, that are unable to pay by BPAY®, the Offer website contains an alternative electronic funds transfer payment method. For further assistance, please contact the Share

Registry on +61 3 9415 4000 at any time from 8.30am to 5.00pm (AEST time) Monday to Friday during the SPP Offer period.

**You must ensure that your application and payment is received (in cleared funds) by 5.00pm (AWST) on Wednesday, 21 August 2024.**

#### **Issue price of New Shares to be issued under the SPP Offer**

The Company is offering Eligible Shareholders the opportunity under the SPP Offer to acquire from A\$2,500 (minimum) up to A\$30,000 (maximum) worth of New Shares at an issue price of A\$1.55 per New Share (**Issue Price**). The Issue Price is equal to the price at which the Company undertook the Placement and represents a:

- (a) 15.3% discount to the last traded price of A\$1.83; and
- (b) 14.5% discount to the volume weighted average market price of Shares over the last 5 days on which sales of Shares were recorded on the ASX of A\$1.81,

on Wednesday, 24 July 2024, being the day prior to the announcement of the SPP Offer.

#### **Scale back and oversubscriptions**

The Board reserves the right to reject or scale back any applications in whole or in part at its absolute discretion (**Scale Back**). If there is a Scale Back, you may not receive all the New Shares for which you have applied. In the event of a Scale Back, excess funds will be returned without interest to applicants. Please refer to the SPP Offer Booklet for further information in relation to the Scale Back.

At this stage, the Company is targeting a maximum amount under the SPP Offer of A\$25 million (before costs), being a maximum of 16,129,033 New Shares. However, the Company reserves the right to accept oversubscriptions, subject to compliance with the ASX Listing Rules and the *Corporations Act 2001* (Cth) (**Corporations Act**), in its sole and absolute discretion.

#### **Key dates**

Event	Indicative date
Record Date (5.00pm AWST) (the date that eligibility to participate in the SPP Offer was determined)	Wednesday, 24 July 2024
Announcement of the SPP Offer	Thursday, 25 July 2024
Dispatch of SPP Offer Booklet and Application Form to Eligible Shareholders SPP Offer opening date	Thursday, 1 August 2024
SPP Offer closing date (5.00pm AWST)	Wednesday, 21 August 2024
Announcement of SPP Offer results	Wednesday, 28 August 2024
Issue of New Shares Application for quotation of New Shares	Wednesday, 28 August 2024
Commencement of trading of New Shares	Thursday, 29 August 2024

**Note:** This timetable is indicative only and is subject to change. The Company reserves the right to alter the above dates at any time, including amending the period for the SPP Offer or accepting late applications, either generally or in particular cases, at its discretion and without notice to you, subject to the ASX Listing Rules, the *Corporations Act* and any other applicable rules. The commencement of trading and quotation of New Shares is subject to ASX confirmation.

**Additional information**

If you would like to participate in the SPP Offer, please submit your application together with payment on or before the SPP Offer closing date, being **5.00pm (AWST) on Wednesday, 21 August 2024** (unless varied or extended).

Full details of the SPP Offer and how to participate are contained in the terms and conditions set out in the SPP Offer Booklet available at the Offer website (<https://www.computersharecas.com.au/BGLSPP>) and the ASX Market Announcements Platform under the Company's code "BGL", which I encourage you to read and consider carefully.

Yours sincerely,



**Kevin Tomlinson**  
**Non-Executive Chairman**  
Bellevue Gold Limited



# BELLEVUE

## GOLD

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*This document does not constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation. No action has been taken to register the New Shares or otherwise permit an offering of New Shares in any jurisdiction outside of Australia. In particular, this document does not constitute an offer to sell, or a solicitation of an offer to buy, any New Shares in the United States. The New Shares have not been, and will not be, registered under the US Securities Act of 1933 (the **US Securities Act**) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may not be offered or sold, directly or indirectly, in the United States, except in transactions exempt from, or not subject to, the registration requirements under the US Securities Act and applicable US state securities laws. Persons in the United States may not, directly or indirectly, participate in the SPP Offer.*

*The New Shares are not being offered or sold to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom the offer of the New Shares is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021. This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013. This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.*