

18 July 2024

# Despatch of Entitlement Issue Prospectus

Jindalee Lithium Limited (ABN 52 064 121 133) (**Jindalee**, the **Company**) is pleased to announce that the prospectus and the Entitlement and Acceptance Form for the non-renounceable pro-rata entitlement issue (**Entitlement Offer**) announced to ASX on 4 July 2024 have been despatched to eligible shareholders today.

The Entitlement Offer is now open for applications from eligible shareholders, which can be arranged as outlined in the documentation despatched today or online via Jindalee's [Investor Hub - Entitlement Offer page](#). Detailed information about the Entitlement Offer can also be found on the Entitlement Offer page.



The letter sent to eligible shareholders and a sample Entitlement and Acceptance Form are enclosed with this announcement. Notifications have also been sent to ineligible shareholders in accordance with ASX Listing Rule 7.7.1(b).

The Entitlement Offer offers eligible shareholders one (1) fully paid ordinary share (**New Share**) for every six (6) fully paid ordinary shares held at 5.00pm (Perth time) on 15 July 2024 at an offer price of \$0.30 (30 cents) per New Share. Every two New Shares are to be accompanied by two free-attaching options (one of each class) described below:

- One (1) option with an exercise price of \$0.40 and expiry date of 30 June 2025; and
- One (1) option with an exercise price of \$0.60 and expiry date of 30 June 2027.

Eligible shareholders will be able to apply for New Shares in excess of their entitlements (**Top-Up Securities**). Top-Up Securities will only be available when there is a shortfall between applications received from eligible shareholders and the number of New Shares offered the Entitlement Offer and will be subject to the allocation policy described in the prospectus dated 10 July 2024.

Authorised for release by the Jindalee Board of Directors.

For further information please visit or contact:

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IAN RODGER

**Chief Executive Officer**

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18 July 2024

Dear Shareholder

**Notice to Eligible Shareholders of Non-Renounceable Entitlement Offer**

We write to you as the registered holder of fully paid ordinary shares (**Shares**) in (ACN 064 121 133) (ASX:JLL) (**Company**) as at 5.00pm (AWST) Monday, 15 July 2024 (**Record Date**).

As announced on 4 July 2024, the Company is undertaking a:

- 1 for 6 pro-rata non-renounceable entitlement offer of new fully paid ordinary shares in the Company (**Shares**) at an issue price \$0.30 per new Share (**Offer Price**) to raise approximately \$3.14 million (before costs) (**Entitlement Offer**);
- placement of approximately 1,983,335 Shares at the Offer Price to professional and sophisticated investors, management, and subject to shareholder approval, certain directors of the Company to raise approximately \$595,000 (before costs) (**Placement**); and
- an initial convertible note raising of approximately \$3 million (before costs) (\$1.5 million of which is subject to shareholder approval) via a funding facility with US-based fund manager C/M Capital Partners LP, as manager of Mercer Street Global Opportunity Fund II, LP and other funds,

(collectively, the **Capital Raising**).

Proceeds from the Capital Raising are intended to be applied primarily towards:

- completion of the McDermitt Pre-Feasibility Study (**PFS**) with the incorporation of new value optimisation opportunities, which are expected to improve capital intensity, operating costs and production outcomes vs the initial scope of PFS (further details are set out in the Company's ASX announcement dated 4 July 2024);
- continuing US activities including baseline studies, permitting, and stakeholder engagement;
- corporate costs;
- general working capital; and
- the costs of the Capital Raising.

Further details in respect of the Company's intended use of funds are set out in the Prospectus. The above is a statement of current intentions at the date of the Prospectus. Intervening events and new circumstances have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way the funds are applied on this basis.

A prospectus in relation to the Entitlement Offer was lodged with ASX and ASIC on 10 July 2024 and made available to Eligible Shareholders on 18 July 2024 (**Prospectus**).

Capitalised terms used, but not defined, in this letter have the meaning ascribed to them in the Prospectus.

## Details of the Entitlement Offer

Shareholders who are eligible to participate in the Entitlement Offer (**Eligible Shareholders**) are shareholders who as at the Record Date:

- are registered as a holder of Shares; and
- have a registered in Australia or New Zealand.

Participants in the Entitlement Offer will also be issued:

- one free-attaching Option exercisable at \$0.40 and expiring on 30 June 2025 (**Short Term Option**); and
- one free-attaching Option exercisable at \$0.60 and expiring on 30 June 2027 (**Long Term Option**),

for every 2 new Shares subscribed for and issued under the Entitlement Offer (together, the **Attaching Options**).

As an Eligible Shareholder, you will be able to subscribe for new Shares and Attaching Options under the Entitlement Offer. Eligible Shareholders that subscribe for their Entitlement in full, may also apply for additional new Shares in excess of their respective Entitlement, at the Offer Price (**Top-Up Shares**) up to a maximum number of Top-Up Shares representing another 100% of your Entitlement (**Top-Up Offer**) and will also be issued 2 free attaching Options (comprising 1 Short Term Option and 1 Long Term Option) for every 2 new Shares subscribed for.

The Entitlement Offer is non-renounceable, meaning that Eligible Shareholders will not be able to transfer their Entitlements pursuant to the Entitlement Offer and, if they do not take up their Entitlements pursuant to the Entitlement Offer, their holdings may be diluted.

**The Entitlement Offer and Top-Up Offer are scheduled to close at 5:00pm (AWST) on Monday, 29 July 2024.**

Your personalised Entitlement and Acceptance Form sets out your Entitlements under the Entitlement Offer and instructions on how you may apply for new Shares and participate in the Top-Up Offer. Fractional entitlements will be rounded down to the nearest whole number.

It is important that you read the Prospectus carefully before deciding whether to participate in the Entitlement Offer and you should seek advice from your suitably qualified professional adviser if you have any queries.

## How to access the Entitlement Offer and Prospectus

1. **ONLINE** – To download your Entitlement and Acceptance Form you have the following 3 choices:

<b>I already have an online account with the Automic Share registry</b>	<p><a href="https://investor.automic.com.au">https://investor.automic.com.au</a></p> <p>Select: “Existing Users Sign In”.</p> <p>Once you have successfully signed in, click on “Documents and Statements”.</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p><b>Do not return your Entitlement and Acceptance Form.</b></p>
<b>I don’t have an online account with Automic – but wish to register for one</b>	<p><a href="https://investor.automic.com.au/#/signup">https://investor.automic.com.au/#/signup</a></p> <p>Select: Jindalee Lithium Limited from the dropdown list in the ISSUER field. Enter your holder number SRN / HIN (from your latest Holding Statement). Enter your Postcode (Australia only) or Country of Residence (if not Australia). Tick box “I am not a robot”, then follow the prompts.</p> <p>Once you have successfully signed in, click on “Documents and Statements”.</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p><b>Do not return your Entitlement and Acceptance Form.</b></p>
<b>I don’t have an online account with Automic – but want to use Automic for this Offer only</b>	<p><a href="https://investor.automic.com.au/#/loginsah">https://investor.automic.com.au/#/loginsah</a></p> <p>Select: Jindalee Lithium Limited from the dropdown list in the ISSUER field.</p> <p>Enter your holder number SRN / HIN (from your latest Holding Statement). Enter your Postcode (Australia only) or Country of Residence (if not Australia). Tick box “I am not a robot”, then Access.</p> <p>Once you have successfully signed in, click on “Documents and Statements”.</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form.</p> <p><b>Do not return your Entitlement and Acceptance Form.</b></p>

The Prospectus can also be accessed via the Company’s website: <https://www.jindaleelithium.com/>

2. **PAPER** – You can obtain a copy of the Prospectus and your Entitlement and Acceptance Form – initially by calling Automic Group on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (Sydney time) or emailing [hello@automicgroup.com.au](mailto:hello@automicgroup.com.au) and asking them to mail a paper copy of the Prospectus and your Entitlement and Acceptance Form to you free of charge. After your request has been acknowledged by Automic you will need to provide your SRN or HIN and postcode to complete this request.

## Indicative Timetable

Event	Date
Lodgement of Appendix 3B with ASX for Entitlement Offer	4 July 2024
Lodgement of Prospectus with the ASIC and ASX	10 July 2024
Issue of Placement Shares	10 July 2024
Ex-date for Entitlement Offer	12 July 2024
Record Date for determining Entitlements	15 July 2024
Prospectus and Application Form made available to Eligible Shareholders	18 July 2024
Opening date for the Offers	18 July 2024
Last day to extend the Closing Date of the Entitlement Offer	24 July 2024
Closing Date of the Entitlement Offer and Top-Up Offer (at 5.00pm AWST)	29 July 2024
Securities under the Entitlement Offer and Top-Up Offer quoted on a deferred settlement basis	30 July 2024
Announcement of results of Entitlement Offer and Top-Up Offer	5 August 2024
Issue date and lodgement of Appendix 2A with ASX applying for quotation of Securities issued under the Entitlement Offer and Top-Up Offer	5 August 2024
Quotation of Securities issued under the Entitlement Offer and Top-Up Offer	6 August 2024
General Meeting	16 August 2024
Issue date and lodgement of Appendix 2A with ASX applying for quotation of Placement Options and Director Placement Shares	19 August 2024
Latest date for issue of Shortfall Securities under Shortfall Offer (if any)	27 October 2024

*All dates (other than the date of the Prospectus and the date of lodgement of the Prospectus with the ASIC and ASX) are indicative only. The Directors may extend the Closing Date in respect of the Entitlement Offer and Top-Up Offer by giving at least 3 Business Days' notice to ASX prior to the Closing Date. As such the date the Securities issued under the Offers are expected to commence trading on ASX may vary.*

## Further information

For further information on the Offers, if you have questions on how to complete the Entitlement and Acceptance Form, or have lost your Entitlement and Acceptance Form and would like a replacement form, you may contact the Company's Share Registry, Automic, on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 5:00pm (AWST) on Monday to Friday.

Yours faithfully

**Wayne Zekulich**  
Non-Executive Chair  
**Jindalee Lithium Limited**



# INSTRUCTIONS FOR COMPLETION OF THIS ENTITLEMENT AND ACCEPTANCE FORM

The right to participate in the Entitlement Offer is optional and is offered exclusively to all Shareholders who are registered as holders of fully paid ordinary Shares in the capital of the Company on the Record Date with a registered address in Australia and New Zealand (**Eligible Shareholders**).

## ACCEPTANCE OF OFFER

By making a BPAY® or EFT payment:

- you represent and warrant that you have read and understood the Prospectus and that you acknowledge the matters, and make the warranties and representations contained therein and in this Entitlement and Acceptance Form and
- you provide authorisation to be registered as the holder of securities acquired by you and agree to be bound by the Constitution of the Company.

### 1 Acceptance of Full or Partial Entitlement for Shares

If you wish to accept your full Entitlement:

- make payment by BPAY® or EFT for your full Entitlement by following the instructions on this Entitlement and Acceptance Form.

If you only wish to accept part of your entitlement:

- calculate the payment amount for the portion of your Entitlement that you wish to take up in accordance with the partial entitlement section of this Entitlement and Acceptance Form and
- make payment by BPAY® or EFT for that portion of your Entitlement by following the instructions on this Entitlement and Acceptance Form.

### 2 Applying for Shortfall Shares

If you accept your full entitlement and wish to apply for Shortfall Shares in excess of your entitlement:

- make payment by BPAY® or EFT of the total payment amount for your full entitlement AND your participation in the Shortfall Offer by following the instructions on this Entitlement and Acceptance Form.

Your application for Shortfall Shares may not be successful (wholly or partially). The decision in relation to the number of Shortfall Shares in excess of your Entitlement to be allocated to you will be final. No interest will be paid on any application monies received and returned.

### 3 Payment

**By making a payment via BPAY® or EFT, you agree that it is your responsibility to ensure that funds are submitted correctly and received by the Share Registry by the closing date and time. Payment must be received by the Share Registry by 5:00pm (AWST) on the closing date.**

**By making payment of application monies, you certify that you wish to apply for Shares under the Entitlement Offer as indicated on this Entitlement and Acceptance Form and acknowledge that your acceptance is irrevocable and unconditional.**

**It is your responsibility to ensure your CRN or unique Payment Reference is quoted, as per the instructions in Section 3. If you fail to quote your CRN or unique Payment Reference correctly, Automic may be unable to allocate or refund your payment. If you need assistance, please contact Automic.**

**Payment by BPAY®:** You can make a payment via BPAY® if you are the holder of an account with an Australian financial institution that supports BPAY® transactions. To BPAY® this payment via internet or telephone banking use your reference number on this Form. Multiple acceptances must be paid separately.

**Payment by EFT:** You can make a payment via Electronic Funds Transfer (EFT). Multiple acceptances must be paid separately. Please use your unique reference on this Form. This will ensure your payment is processed correctly to your application electronically.

Applicants should be aware of Automic's financial institution's cut off-time, their own financial institution's cut-off time and associated fees with processing a funds transfer. It is the Applicant's responsibility to ensure funds are submitted correctly by the closing date and time, including taking into account any delay that may occur as a result of payments being made after 5:00pm (Sydney time) and/or on a day that is not a business day (payment must be made to be processed overnight). You do not need to return this Form if you have made payment via BPAY® or EFT. Your CRN or unique Payment Reference will process your payment to your application electronically and you will be deemed to have applied for such Shares for which you have paid.

### 4 Elect to receive communications electronically

As a valued shareholder, the Company encourages shareholders to elect to receive their shareholder communications electronically. This will ensure you receive all future important shareholder communications in a faster and more secure way and reduce the environmental footprint of printing and mailing.

**If you require further information about the Offer, please contact Automic line on 1300 288 664 or +61 2 9698 5414 between 8:30am and 7:00pm (Sydney time), Monday to Friday or email [corporate.actions@automicgroup.com.au](mailto:corporate.actions@automicgroup.com.au).**