



## Announcement Summary

**Entity name**

MANHATTAN CORPORATION LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

6/2/2023

**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
New class-code to be confirmed	Unlisted Performance Rights expiring 5 years from the date of issue	40,000,000
New class-code to be confirmed	Unlisted Options at \$0.04 per option, expiring 3 years from date of issue	20,000,000
New class-code to be confirmed	Unlisted Options at \$0.02 per option, expiring 3 years from date of issue	120,000,000
New class-code to be confirmed	Unlisted Options at \$0.01 per option, expiring 3 years from date of issue	100,000,000

**Proposed +issue date**

6/4/2023

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**

MANHATTAN CORPORATION 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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ABN

**Registration Number**

61123156089

**1.3 ASX issuer code**

MHC

**1.4 The announcement is**☒ New announcement**1.5 Date of this announcement**

6/2/2023

**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 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**☒ Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	23/3/2023	<input checked="" type="checkbox"/> Estimated	No

## Comments

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	6/4/2023	<input checked="" type="checkbox"/> Estimated	No

## Comments

Subject to the satisfaction of the conditions precedent to the Company's proposed acquisition of 100% of the Shares in Afro Mining Pty Ltd pursuant to a binding term sheet as set out in the ASX Announcement dated 6 February 2023.

## 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)?**

☒ New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ No

Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)****Have you received confirmation from Will the entity be seeking quotation**



**ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

☒ No

**of the 'new' class of +securities on ASX?**

☒ No

**ASX +security code**

New class-code to be confirmed

**+Security description**

Unlisted Performance Rights expiring 5 years from the date of issue

**+Security type**

Performance options/rights

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

40,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

☒ Yes

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

AUD - Australian Dollar

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

AUD 0.00001

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

☒ Yes

Performance options/rights details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.0001

**Expiry date**

6/4/2028

**Details of the type of +security that will be issued if the option is exercised**

Other

**Description**

Upon exercise, each Unlisted Performance Right will convert into one fully paid ordinary share (ASX: MHC) in the Company

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

The material terms and conditions of the Performance Rights will be set out in the Notice of Meeting seeking shareholder approval for the Performance Rights, a copy of which will be available from <https://manhattcorp.com.au/>

**Is the proposed security a 'New class' (+securities in a class that is**

**Will the proposed issue of this +security include an offer of**



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 +securities?

☒ No

Details of +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**

Unlisted Options at \$0.04 per option, expiring 3 years from date of issue

**+Security type**

Options

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

20,000,000

**Offer price details**

Are the +securities proposed to be issued being issued for a cash consideration?

☒ Yes

In what currency is the cash  
consideration being paid?

AUD - Australian Dollar

What is the issue price per  
+security?

AUD 0.00001

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 0.0400

**Expiry date**

6/4/2026

**Details of the type of +security that will be issued if the option is exercised**

Other

**Description**

Upon exercise, each Unlisted Option will convert into one fully paid ordinary share (ASX: MHC) in the Company

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

The material terms and conditions of the Unlisted Options will be set out in the Notice of Meeting seeking shareholder approval for the Unlisted Options, a copy of which will be available from <https://manhattcorp.com.au/>

**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)?**

☒ New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ No

Details of +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**

Unlisted Options at \$0.02 per option, expiring 3 years from date of issue

**+Security type**

Options

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

120,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

☒ Yes

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

AUD - Australian Dollar

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

AUD 0.00001

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

☒ Yes



## Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0200	6/4/2026

**Details of the type of +security that will be issued if the option is exercised**

Other

**Description**

Upon exercise, each Unlisted Option will convert into one fully paid ordinary share (ASX: MHC) in the Company

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

The material terms and conditions of the Unlisted Options will be set out in the Notice of Meeting seeking shareholder approval for the Unlisted Options, a copy of which will be available from <https://manhattcorp.com.au/>

**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)?**

☒ New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ No

## Details of +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**

Unlisted Options at \$0.01 per option, expiring 3 years from date of issue

**+Security type**

Options

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

100,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

☒



Yes

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

AUD - Australian Dollar

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

AUD 0.00001

**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 0.0100

**Expiry date**

6/4/2026

**Details of the type of +security that will be issued if the option is exercised**

Other

#### Description

Upon exercise, each Unlisted Option will convert into one fully paid ordinary share (ASX: MHC) in the Company

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

The material terms and conditions of the Unlisted Options will be set out in the Notice of Meeting seeking shareholder approval for the Unlisted Options, a copy of which will be available from <https://manhattcorp.com.au/>

#### Part 7C - Timetable

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

6/4/2023

#### Part 7D - Listing Rule requirements

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

☒ Yes

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

23/3/2023



**7D.2 Is a party referred to in listing rule 10.11 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?**

☒ No

**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.01 The purpose(s) for which the entity is issuing the securities**

Refer to the ASX Announcement dated 6 February 2023 for further details in relation to the acquisition of Afro Mining Pty Ltd and the proposed issue of the Unlisted Options and Unlisted Performance Rights.

**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**