



Update Summary

Entity name

TEMPUS RESOURCES LTD

Announcement Type

Update to previous announcement

Date of this announcement

13/12/2023

Reason for update to a previous announcement

Update in the current shares on issue for the entitlement offer as a result of a recent share issue on 8 December 2023.

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

TEMPUS RESOURCES LTD

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

ACN

Registration Number

625645338

1.3 ASX issuer code

TMR

1.4 The announcement is

☒ Update/amendment to previous announcement

1.4a Reason for update to a previous announcement

Update in the current shares on issue for the entitlement offer as a result of a recent share issue on 8 December 2023.

1.4b Date of previous announcement to this update

29/11/2023

1.5 Date of this announcement

13/12/2023

1.6 The Proposed issue is:

☒ A standard +pro rata issue (non-renounceable or renounceable)

1.6a The proposed standard +pro rata issue is:

☒ + Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

☒ No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

TMR : ORDINARY FULLY PAID

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?

☒ No

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

☒ No

Details of +securities proposed to be issued

ASX +security code and description

TMR : ORDINARY FULLY PAID

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

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities to be issued

1

For a given quantity of +securities held

1



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

345,145,024

Reason for the update of 'Maximum number of +securities proposed to be issued'

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.00500

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?

☒ Yes

Describe the limits on over-subscription

Eligible shareholders will be permitted to subscribe for additional shares under the shortfall offer except where doing so would result in a breach of s606 of the Corporations Act 2001.

Will a scale back be applied if the offer is over-subscribed?

☒ Yes

Describe the scale back arrangements

In accordance with the allocation policy, to be set out in the prospectus.

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

☒ Yes

Part 3C - Timetable

3C.1 +Record date

18/12/2023



3C.2 Ex date

15/12/2023

3C.4 Record date

18/12/2023

3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

19/12/2023

3C.6 Offer closing date

2/1/2024

3C.7 Last day to extend the offer closing date

27/12/2023

3C.9 Trading in new +securities commences on a deferred settlement basis

3/1/2024

3C.11 +Issue date and last day for entity to announce results of +pro rata issue

9/1/2024

3C.12 Date trading starts on a normal T+2 basis

10/1/2024

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

12/1/2024

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

☒ Yes

3E.1a Who is the lead manager/broker?

RM Capital Pty Ltd

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

- a) 6% fee on the gross proceeds raised under the Rights Issue; and
b) subject to obtaining shareholder approval, 10,000,000 shares (at a deemed issue price of \$0.005)

3E.2 Is the proposed offer to be underwritten?

☒ Yes

3E.2a Who are the underwriter(s)?

RM Capital Pty Ltd



3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

100%

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

RM Capital will receive 50,000,000 options to acquire shares exercisable at \$0.01, expiring 30 November 2027.

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

Engagement may be terminated by either party, but only with cause on 14 days' notice, provided however that the provisions of the indemnity and warranty clauses shall survive termination for a period of 24 months.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☒ No

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Funds raised will be allocated towards origination/evaluation of potential new acquisitions, a process to realise value from the Blackdome-Elizabeth assets, as well as the Company's working capital and expenses of the Rights Issue.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☒ No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

☒ No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

☒ No

3F.6 URL on the entity's website where investors can download information about the proposed issue

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02747157-6A1183601?access_token=83ff96335c2d45a094df02a206a39ff4

3F.7 Any other information the entity wishes to provide about the proposed issue



3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

☒ Yes

3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

☒ The publication of a +disclosure document or +PDS for the +securities proposed to be issued