

# ASX ANNOUNCEMENT

ASX RELEASE: 1 August 2023

## Despatch of Offer Document and Rights Offer Now Open

---

**Xantippe Resources Limited (ASX: XTC or the Company)** is pleased to confirm the despatch today of letters to shareholders providing details of how to access the Offer Document and the Entitlement and Acceptance Form for the pro-rata renounceable rights offer announced on 24 July 2023 ("Entitlement Offer").

Eligible Shareholders are advised that the Offers under the Offer Document are now open for subscription with the proposed Closing Date being 7.00pm (WST) on Thursday, 10 August 2023 (unless extended or withdrawn by the Company).

Eligible Shareholders are invited to subscribe for 4 new shares ("New Share") for every 1 share held at the record date on 7.00 pm AWST 27 July 2023 ("Record Date") at an issue price of \$0.001 per New Share.

Any Eligible Shareholder who wishes to participate in the Rights Offer will need to follow the "How to Accept the Offer and Sell your Entitlements" instructions in Section 2 of the Offer Document. Eligible Shareholders who elect not to participate should be aware that their shareholding interest in XTC will be diluted as a result.

Shareholders should carefully consider the Offer Document in deciding whether to acquire any New Shares.

Shareholders may view all the Company's ASX announcements, including those relating to the Offers, on the ASX's website at [www.asx.com.au](http://www.asx.com.au) or alternatively on the Company's website at [www.xantippe.com.au](http://www.xantippe.com.au).

If you have any questions please do not hesitate to contact the Company.

This announcement is authorised for release by Company Secretary, Kevin Lynn.

1 August 2023

Dear Shareholder,

### RENOUNCEABLE ENTITLEMENT OFFER – NOTIFICATION TO ELIGIBLE SHAREHOLDERS

On 24 July 2023, Xantippe Resources Limited (**Company**) announced a capital raising through a renounceable rights offer of four (4) fully paid ordinary shares (**New Shares**) for every one (1) existing ordinary share, held by eligible shareholders as at 7.00pm AWST on 27 July 2023 (**Record Date**) with an issue price of \$0.001 per New Share to raise up to approximately \$45.9 million (before costs) (**Entitlement Offer**).

The Entitlement Offer is being made by the Company pursuant to an entitlement offer booklet dated 24 July 2023 and lodged with ASX on that date (**Entitlement Offer Booklet**) which is available to be downloaded from the Company's website at <https://xantippe.com.au/>.

The Entitlement Offer is renounceable, which means that entitlements will be tradable on ASX and are otherwise transferable. Entitlement trading is expected to commence on 2 August 2023 and end on 3 August 2023.

The purpose of the Offer is to raise up to approximately \$45.9 million (before costs). The Company intends to apply the funds raised from the Entitlement Offer to provide funding for growth through the proposed acquisition of a strategic lithium project and fund exploration programs. Funds will also be used to initiate a lithium technology, logistics and supply chain operation, plus working capital. For further details regarding the purposes of the Entitlement Offer refer to the Offer Booklet.

The New Shares will rank equally with all fully paid ordinary shares in the capital of the Company on issue.

Following completion of the Entitlement Offer (assuming all New Shares offered under the Entitlement Offer are issued, ignoring the effects of rounding of fractional entitlements and no further Shares are issued or existing Options are exercised prior to the Record Date), the Company will have issued approximately 45,920,398,776 New Shares, resulting in the total shares on issue being approximately 57,400,498,470 (on a pre-consolidation basis, refer to the Company's announcement of 3 July 2023 for further information).

Shareholders who take up their full entitlement may also apply for additional shares, to come from any shortfall from the Entitlement Offer (**Shortfall Offer**). There is no guarantee you will receive any shares under the Shortfall Offer, and the number of shortfall shares applied for by any Eligible Shareholder may be satisfied in full, scaled back, or not satisfied depending on the shortfall available and at the Company's discretion. See section 1.8 of the Entitlement Offer Booklet for further information.

## Participation in the Offer

The Entitlement Offer is being made to all shareholders of the Company named on its register of members at 7:00pm (AWST) on Thursday, 27 July 2023 whose registered address is in Australia, New Zealand Hong Kong, United Kingdom, Canada (Ontario Province), Argentina or St Kitts and Nevis (**Eligible Shareholders**).

You have been deemed to be an Eligible Shareholder for the purposes of the Entitlement Offer.

The Entitlement Offer opens on Tuesday, 1 August 2023, and is expected to close at 7:00pm (AWST) on Thursday, 10 August 2023 (unless extended) (**Closing Date**) as set out in the Entitlement Offer Booklet.

The number of New Shares for which you are entitled to apply for under the Entitlement Offer (**Entitlement**) is shown on your personalised Entitlement Form which is available at [www.computersharecas.com.au/XTCoffer](http://www.computersharecas.com.au/XTCoffer). The actions Eligible Shareholders may take in respect of the Entitlement Offer are:

1. **if you wish to accept all of your Entitlement** - note your Entitlement and requisite application amount specified in the Entitlement Form which is available at [www.computersharecas.com.au/XTCoffer](http://www.computersharecas.com.au/XTCoffer), and make a payment by BPAY for the total application monies in accordance with the instructions contained in the Entitlement Offer Booklet and detailed on the Entitlement Form so it is received no later than 7:00pm (AWST) on the Closing Date;
2. **if you wish to accept all of your Entitlement and apply for additional Shortfall Shares** - note your Entitlement and requisite application amount specified in the Entitlement Form which is available at [www.computersharecas.com.au/XTCoffer](http://www.computersharecas.com.au/XTCoffer), and make a payment by BPAY for the total application monies in accordance with the instructions contained in the Entitlement Offer Booklet and detailed on the Entitlement Form so it is received no later than 7:00pm (AWST) on the Closing Date. This payment should be *inclusive* of the New Shares you wish accept under your Entitlement *as well as* those you wish to apply for under the Shortfall Offer;
3. **if you wish to accept part of your Entitlement and allow the balance to lapse** - note your Entitlement and requisite application amount specified in the Entitlement Form which is available at [www.computersharecas.com.au/XTCoffer](http://www.computersharecas.com.au/XTCoffer), and make a payment by BPAY for the total application monies relating to the portion of Shares you do wish to apply for in accordance with the instructions contained in this Offer Booklet and detailed on the Entitlement Form so it is received no later than 7:00pm (AWST) on the Closing Date;
4. **if you wish to allow all of your Entitlement to lapse** - you are not obliged to do anything; or
5. **if you wish to sell all or part of your Entitlement and allow the balance to lapse** - instruct your stockbroker as soon as possible and follow their instructions.

Please read the instructions on your Entitlement Form carefully. For further information, refer to section 2 of the Entitlement Offer Booklet.

### Key dates for the Entitlement Offer

Event	Date
Announcement of the Entitlement Offer	24 July 2023
“Ex” date Entitlement trading commences on a deferred settlement basis	26 July 2023
Record Date (7.00pm AWST)	27 July 2023
Dispatch of Offer Booklet and Entitlement Form to Eligible Shareholders	1 August 2023
Opening Date of Entitlement Offer	1 August 2023
Entitlement trading commences on normal T+2 settlement basis	2 August 2023
Entitlement trading ends	3 August 2023
Closing Date of Entitlement Offer (5.00pm AWST)	10 August 2023
Announcement of the results of the Entitlement Offer	17 August 2023
Notify ASX of undersubscriptions and announcement of Shortfall Offer (if applicable)	17 August 2023
Anticipated date for the issue of New Shares and deferred settlement trading ends	17 August 2023
Anticipated date for dispatch of holding statements for New Shares	18 August 2023

*Dates are indicative only and are subject to change. The Company reserves the right, subject to the Listing Rules, to amend this indicative timetable.*

Further details of the Entitlement Offer, including details on how to accept the Entitlement Offer and key risks associated with an investment in the Company are set out in the Entitlement Offer Booklet. Eligible Shareholders are encouraged to read the Entitlement Offer Booklet carefully and consult their professional advisers as necessary.

If you have any questions in relation to the Entitlement Offer Booklet, your entitlement or the Entitlement Form, please contact Company Secretary, Kevin Lynn at [kevin.lynn@xantippe.com.au](mailto:kevin.lynn@xantippe.com.au).

Yours faithfully,

**Xantippe Resources Limited**

Xantippe Resources Ltd  
63 Sinclair Street  
Wollstonecraft  
NSW 2065

P. +61 411 403 585  
E. info@xantippe.com.au  
ABN. 56 123 102 974  
ASX . XTC

1 August 2023

Dear Shareholder,

### **RENOUNCEABLE RIGHTS OFFER – NOTIFICATION TO INELIGIBLE SHAREHOLDERS**

On 24 July 2023, Xantippe Resources Limited (**Company**) announced a capital raising through a renounceable rights offer of four (4) fully paid ordinary shares (**New Shares**) for every one (1) existing ordinary share, held by eligible shareholders as at 7.00pm AWST on 27 July 2023 (**Record Date**) to raise up to approximately \$45.9 million (before costs) (**Entitlement Offer**).

The Entitlement Offer will be made by the Company pursuant to an entitlement offer booklet dated 24 July 2023 (**Entitlement Offer Booklet**) which is available to be downloaded from the Company's website at <https://xantippe.com.au/>.

The Company has decided that it is unreasonable to extend the Entitlement Offer to shareholders with a registered address outside Australia, New Zealand, Hong Kong, United Kingdom, Canada (Ontario Province), Argentina and St Kitts and Nevis (**Ineligible Shareholders**), having regard to the number of such shareholders, their holdings and the compliance costs required to offer the New Shares under the Entitlement Offer to those shareholders.

Unfortunately, since you are an Ineligible Shareholder, no offer is being made to you and the Entitlement Offer Booklet prepared by the Company in relation to the Entitlement Offer is available to you for information purposes only.

The Company has appointed Euroz Hartleys (based in Australia), as nominee to sell the entitlements to New Shares (**Entitlements**) which would have been offered to Ineligible Shareholders had they been eligible to participate in the Entitlement Offer. The nominee will have the absolute and sole discretion to determine the timing, price and manner of sale of the Entitlements. The net proceeds, if any, of the sale (in Australian dollars) of the Entitlements will be distributed to the Ineligible Shareholders pro rata in proportion to their respective shareholdings as at the Record Date (after deducting the costs of the sale and the costs of distributing the proceeds). There is no guarantee that the nominee will be able to sell the Entitlements and Ineligible Shareholders may receive no value for the Entitlements. Neither the Company nor the nominee will have any liability for failure to sell the Entitlements or to sell them at a particular price.

If, in the nominee's reasonable opinion, there is not a viable market for the Entitlements that would have been offered to the Ineligible Shareholders were they eligible to participate in the Offer, or a surplus over the expenses of the sale cannot be obtained for the Entitlements, then the Entitlements will be allowed to lapse and they will form part of the Shortfall.

This letter is not an offer to issue New Shares to you, nor an invitation for you to apply for New Shares. You do not have to take any further action in relation to the Entitlement Offer.

If you have any questions in relation to any of the above matters, please contact Company Secretary, Kevin Lynn at [kevin.lynn@xantippe.com.au](mailto:kevin.lynn@xantippe.com.au).

Yours faithfully,

**Xantippe Resources Limited**