



Announcement Summary

Entity name

MANHATTAN CORPORATION LIMITED

Date of this announcement

Friday March 31, 2023

The +securities the subject of this notification are:☒ Other**Total number of +securities to be issued/transferred**

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Performance Options exercisable at \$0.02 expiring 3 years from the date of issue	20,000,000	30/03/2023
New class - code to be confirmed	Options exercisable at \$0.01 expiring 3 years from date of issue	100,000,000	30/03/2023
New class - code to be confirmed	100,000,000 Options exercisable at \$0.02 expiring 3 years from the date of issue	100,000,000	30/03/2023
New class - code to be confirmed	Performance Options exercisable at \$0.04 expiring 3 years from the date of issue	20,000,000	30/03/2023
New class - code to be confirmed	Performance Rights	40,000,000	30/03/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

MANHATTAN CORPORATION LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

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

31/3/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ Other

Please specify

Please refer to Appendix 3B dated 6th February 2023

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

☒ does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

Performance Options exercisable at \$0.02 expiring 3 years from the date of issue

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

30/3/2023

Will all the +securities issued in this class rank equally in all respects from their issue date?☒ Yes**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?**☒ Yes**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**The material terms and conditions of the Performance Options were set out in the Notice of Meeting seeking shareholder approval for the Performance Options, a copy of which is available from <https://manhattcorp.com.au/>

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.02000000

Expiry date

30/3/2026

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Fully paid Ordinary Shares

Any other information the entity wishes to provide about the +securities the subject of this notification25% of the Performance Options will vest immediately upon issue;
25% of the Performance Options will vest upon 12 months of continuance service to the Company by the Canadian General Manager; and



Remaining 50% of the Performance Options will vest upon 24 months of continuance service to the Company by the Canadian General Manager

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Please refer to Appendix 3B dated 6 February 2023.

Issue details

Number of +securities

20,000,000

Were the +securities issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Nil

Purpose of the issue

Other

Additional Details

Issued to newly appointed General Manager (Canada) being a component of his remuneration package.

New +securities

ASX +security code

New class - code to be confirmed

+Security description

Options exercisable at \$0.01 expiring 3 years from date of issue

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

30/3/2023

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

☒ Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

☒ Yes



Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

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

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.01000000	30/3/2026

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Fully paid Ordinary Shares

Any other information the entity wishes to provide about the +securities the subject of this notification

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Please refer to the Appendix 3B dated 6 February 2023

Issue details

Number of +securities

100,000,000

Were the +securities issued for a cash consideration?

☒ Yes

In what currency was the cash consideration being paid?

AUD - Australian Dollar

What was the issue price per +security?

AUD 0.00001000

Purpose of the issue

Other

Additional Details

For the acquisition of 100% of Afro Mining Pty Ltd as announced 6 February 2023

New +securities

**ASX +security code**

New class - code to be confirmed

+Security description

100,000,000 Options exercisable at \$0.02 expiring 3 years from the date of issue

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

30/3/2023

Will all the +securities issued in this class rank equally in all respects from their issue date?☒ Yes**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?**☒ Yes**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

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

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.02000000

Expiry date

30/3/2026

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Fully paid Ordinary Shares

Any other information the entity wishes to provide about the +securities the subject of this notification**Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B**

Please refer to the Appendix 3B dated 6 February 2023.

Issue details

Number of +securities

100,000,000

Were the +securities issued for a cash consideration?☒ Yes**In what currency was the cash consideration being paid?**

AUD - Australian Dollar

What was the issue price per +security?

AUD 0.00001000

Purpose of the issue

Other

Additional Details

For the acquisition of 100% of Afro Mining Pty Ltd announced on 6 February 2023.

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

Performance Options exercisable at \$0.04 expiring 3 years from the date of issue

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

30/3/2023

Will all the +securities issued in this class rank equally in all respects from their issue date?☒ Yes**Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?**☒ Yes**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

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



Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.04000000	30/3/2026

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Fully paid Ordinary Shares

Any other information the entity wishes to provide about the +securities the subject of this notification

25% of the Performance Options will vest immediately upon issue;
25% of the Performance Options will vest upon 12 months of continuance service to the Company by the Canadian General Manager; and
Remaining 50% of the Performance Options will vest upon 24 months of continuance service to the Company by the Canadian General Manager

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Please refer to Appendix 3B dated 6 February 2023.

Issue details

Number of +securities

20,000,000

Were the +securities issued for a cash consideration?☒ No**Please describe the consideration being provided for the +securities**

Nil

Purpose of the issue

Other

Additional Details

Issued to newly appointed General Manager (Canada) being a component of his remuneration package.

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

Performance Rights



+Security type

Other

ISIN code

Date the +securities the subject of this notification were issued

30/3/2023

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

☒ Yes

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

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

Any other information the entity wishes to provide about the +securities the subject of this notification

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Please refer to the Appendix 3B dated 6 February 2023.

Issue details

Number of +securities

40,000,000

Were the +securities issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Nil

Purpose of the issue

Other

Additional Details

Issued to newly appointed General Manager (Canada) being a component of his remuneration package.



Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
MHC : ORDINARY FULLY PAID	2,436,278,693
MHCO : OPTION EXPIRING 01-AUG-2023	200,000,001

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MHCAB : PERFORMANCE SHARES	300,000,000
MHCAC : OPTION EXPIRING 28-APR-2023 EX 1C	14,000,000
New class - code to be confirmed : Performance Options exercisable at \$0.02 expiring 3 years from the date of issue	20,000,000
New class - code to be confirmed : Options exercisable at \$0.01 expiring 3 years from date of issue	100,000,000
New class - code to be confirmed : 100,000,000 Options exercisable at \$0.02 expiring 3 years from the date of issue	100,000,000
New class - code to be confirmed : Performance Options exercisable at \$0.04 expiring 3 years from the date of issue	20,000,000
New class - code to be confirmed : Performance Rights	40,000,000



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

☒ No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

☒ Yes

5.2a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

17/3/2023