

ASX ANNOUNCEMENT

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Xantippe to raise up to \$20 million in Placement & SPP

- **Firm commitments received to raise approximately \$12 million in Placement**
- **Existing eligible shareholders to be offered the opportunity to participate in a non-underwritten share purchase plan (SPP) on the same terms as the Placement to raise up to \$8 million**
- **Capital raising will facilitate an expansion of exploration on its tenements in Argentina, and at Southern Cross**
- **Offering includes conditional attaching options on a 1-for-2 basis exercisable at 1.5 cents expiring on 10 June 2024**

Xantippe Resources Limited (ASX: XTC) ("Xantippe" or the "Company") is pleased to announce that it has received binding commitments from institutional and professional investors for a placement of approximately \$12 million (before issue costs) (**Placement**).

The Placement was supported by professional and sophisticated investors including existing shareholders. Indicating strong support for the Company, related parties of the Company have committed to subscribe for \$2.7million of the Placement (450million shares), which participation will be subject to shareholder approval (**Related Party Participation**).

The funds raised will enable an expansion of exploration of the Company's lithium brine tenements in Argentina and to evaluate its tenements at Southern Cross for the presence of lithium ore.

Executive Chairman, Mr John Featherby commented:

"We are very pleased to have received commitments to this \$12 million placement from those participating, and welcome those new shareholders to our register, We believe these additional funds will drive long term shareholder value. It is also with pleasure that we announce the proposed share purchase plan, which will provide an opportunity for our shareholder base to participate in the growth of the Company on the same price and terms as the Placement."

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Placement Terms

The Placement will comprise the issue of 2,000,000,000 new fully paid ordinary shares (**New Shares**) at an issue price of 0.6 cents per share (**Placement Price**) together with 1-for-2 attaching options (**New Options**).

The New Shares (excluding the Related Party Participation) will be issued pursuant to the Company's placement capacity under ASX Listing Rule 7.1 (735,477,015 New Shares) and 7.1A (814,522,985 New Shares), and rank pari passu with existing fully paid ordinary shares. The New Shares the subject of the Related Party Participation (450,000,000 New Shares) will be issued subject to shareholder approval (for the purposes of Listing Rule 10.11 and for all other purposes) and will therefore not be issued pursuant to the Company's current capacity under ASX Listing Rule 7.1.

The New Options will be subject to shareholder approval (to be sought at an upcoming shareholders meeting) and will be exercisable at 1.5 cents each and will expire on 10 June 2024. The New Options will be on the same terms as the current listed options of the Company with the same exercise price and expiry date (ASX:XTCOA).

The Placement Price represents:

- Nil discount to the last close (2 December 2022) of 0.6 cents per share;
- 6.25% discount to 5-day volume-weighted average price (**VWAP**) of 0.64 cents per share; and
- 11.76% discount to the 15-day VWAP of 0.68 cents per share.

The Allotment of New Shares (excluding the Related Party Participation) under the Placement is planned for Wednesday, 14 December 2022. It is anticipated that the New Shares the subject of the Related Party Participation, subject to shareholder approval, will be issued in late January 2023.

Roth Capital Partners LLC and Evolution Capital Pty Ltd acted as lead managers to the Placement.

Share Purchase Plan

Xantippe is also offering existing eligible shareholders the opportunity to participate in a non-underwritten Share Purchase Plan (**SPP**) to raise up to \$8.0 million.¹

Under the SPP, eligible shareholders will have the opportunity to apply for up to \$30,000 of New Shares without incurring brokerage or other transaction costs, and (subject to shareholder approval being obtained) receive New Options on a 1-for-2 basis.

¹As the SPP is not underwritten, the SPP may raise more or less than this amount. If the SPP raises more than \$8.0 million, the Company may decide to accept applications (in whole or in part) that result in the SPP raising more than \$8.0 million. If the Company decides to conduct any scale back of applications, for example because the aggregate amount applied for under the SPP exceeds the Company's requirements, the scale back will be applied on a pro rata basis to shareholdings of participating eligible shareholders at the record date for their SPP.

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The Company confirms that the record date for participation in the SPP was Tuesday 6 December 2022 (**Record Date**). Registered holders of Shares at the Record Date with a registered address in Australia, New Zealand or such jurisdiction that the Directors may determine, will be eligible to participate in the SPP.

The SPP offer period is expected to open on Thursday 15 December 2022 and is expected to close at 5:00pm (AEDT) Thursday 19 January 2023. The New Shares to be issued under the SPP will be issued at 0.6 cents per Share, the same price as the Placement.

New Shares under the SPP will be issued under Listing Rule 7.2 Exception 5 and rank pari passu with existing securities. The New Options will be offered and issued to participants in the SPP under a prospectus.

The issue of the New Options is subject to shareholder approval. It is also the intention for the Company to seek quotation of the New Options. If shareholder approval is not obtained, the New Options will not be issued. The Company will provide a further update to the ASX regarding the timetable for the meeting to approve the issue of the New Options in due course, however, it is expected to be held in late January 2023.

The Directors of the Company who are Eligible Shareholders may participate under the Plan.

The terms and conditions of the SPP will be set out in the SPP offer booklet, which is expected to be released to the ASX and dispatched to eligible shareholders via their preferred method of contact on Thursday 15 December 2022.

Key Dates

Event	Date
Record date for the SPP	7.00pm (AEDT) on Tuesday, 6 December 2022
Settlement of New Shares issued under the Placement (excluding Related Party Participation)	Tuesday 13 December 2022
Allotment and normal trading of New Shares issued under the Placement (excluding Related Party Participation)	Wednesday 14 December 2022
SPP offer opens and SPP offer booklet dispatched	Thursday 15 December 2022
SPP offer closes	5:00pm (AEDT) Thursday 19 January 2023
Announcement of results of SPP	Tuesday 24 January 2023
SPP allotment date	Wednesday 25 January 2023
Normal trading of SPP shares and dispatch of holding statements	Friday 27 January 2023

All dates and times are indicative only and subject to change. The Company reserves the right to withdraw the SPP or amend all or any of these dates and times without notice, subject to the Corporations Act 2001 (Cth), the ASX Listing Rules and other applicable laws.

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Update on Company's Strategic Focus & Use of Funds

With shortages of lithium products and a strong long-term global demand forecast for lithium products the Company is keen to accelerate the development of its lithium brine tenements. A recent Morgan Stanley Research report (28 November 2022) forecasts that EV specific lithium demand will grow by 23% CAGR resulting in the lithium market growing to 2,140,000 tpa by 2030, an almost 3 times increase in the size of the market in 2022.

The Company's long-term objective is to build a globally competitive and reliable long-term supply of lithium products into a world that is on a major transition to become decarbonised.

These funds will allow the Company to accelerate the exploration of its lithium brine tenements in the Lithium Triangle, located adjacent to the Lake Resources Kachi project in Catamarca province in Argentina.

The geophysical surveys will guide the first drilling program, which is expected to be completed in the first half of 2023. The drilling program is conditional on the granting of an Environment plan that includes a community development report. The next stage of exploration would then take the Company closer to a JORC compliant Mineral Resource Estimate.

The funds will also allow the Company to:

- Recruit expert personnel to strengthen its Argentina management team particularly in the technical and marketing areas; and
- Provide working capital to meet corporate overheads and maintain tenure on its tenements.

Further, with the Southern Cross tenements, the Company will use part of the funds raised to keep the tenements in good standing and undertake preliminary exploration on tenements that seek to show prospectivity for pegmatites and to test for the presence of lithium ore.

This announcement has been approved for release by the Board of Directors.

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All dollar amounts are in reference to Australian dollars unless otherwise indicated.

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