

Section 708AA Notice – New Shares

HIGHLIGHTS

- **85,261,226 Fully Paid Ordinary Shares to be issued pursuant to Entitlement Offer**

On 7 December 2020, Gladiator Resources Limited (ASX:GLA) (**Company**) announced that it will undertake a non-renounceable pro rata rights issue to all eligible shareholders (**Entitlement Offer**) of up to 85,261,226 fully paid ordinary shares (**New Shares**) in the Company on the basis of an entitlement to subscribe for 1 New Share for every 3 existing fully paid shares held at the record date (being Thursday 10 December 2020) at an issue price of \$0.012 (1.2 cents) per New Share to raise up to \$1,023,135 (before costs).

This notice is given by the Company under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Act**). For the purposes of section 708AA(7) of the Act, the Company hereby gives notice that:

1. the New Shares are offered for issue without a disclosure document under Part 6D.2 of the Act;
2. this notice is being given under section 708AA(2)(f) of the Act;
3. as at the date of this notice, the Company has complied with:
 - (a) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (b) section 674 of the Act;
4. as at the date of this notice, there is no information that is 'excluded information' as defined in subsections 708AA(8) and 708AA(9) of the Act; and
5. the potential effect that the issue of the New Shares under the Entitlement Offer will have on the control of the Company, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholdings. However, given:
 - (a) the structure of the Entitlement Offer as a pro rata issue; and
 - (b) the underwriting arrangements in place for the Entitlement offer and the current level of substantial holdings (based on substantial holding notices that have been given to the Company and lodged with ASX on or prior to the date of this notice),

the Company does not expect that the Entitlement Offer will have a material effect on the control of the Company.

-ENDS-

Released with the authority of the Board.

For further information please contact:

Ian Hastings (Chairman)

+61 408 581 022

Andrew Draffin (Company Secretary)

+61 3 8611 5333