

Announcement Summary

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**Entity name**

WALKABOUT RESOURCES LTD

**Announcement Type**

New announcement

**Date of this announcement**

25/6/2021

**The Proposed issue is:** A placement or other type of issue**Total number of +securities proposed to be issued for a placement or other type of issue**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
New class-code to be confirmed	Share Subscription Prepayment (in the amount of US\$1,785,000 in the aggregate)	1,785,000
New class-code to be confirmed	Share Subscription Prepayment (in the amount of US\$4,515,000 in the aggregate)	4,515,000
WKT	ORDINARY FULLY PAID	6,160,495

**Proposed +issue date**

29/6/2021

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of +Entity

WALKABOUT 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

119670370

### 1.3 ASX issuer code

WKT

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

25/6/2021

### 1.6 The Proposed issue is:

A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?** Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	2/8/2021	<input checked="" type="checkbox"/> Estimated	

**Comments**

As set out in the announcement to the ASX on 25 June 2021, the second subscription tranche under the Share Placement Agreement is subject to shareholder approval.

## Part 7B - Issue details

**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

## Details of +securities proposed to be issued

**ASX +security code and description**

WKT : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

2,360,495

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

 No



**Please describe the consideration being provided for the +securities**

As set out in the announcement to the ASX on 25 June 2021, 2,360,495 Ordinary Shares are being issued in satisfaction of the Company's obligation to pay a fee to the subscriber under the Share Placement Agreement.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

401,282.000000

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

Yes

**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

Details of +securities proposed to be issued

**ASX +security code and description**

WKT : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

3,800,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

As set out in the announcement to the ASX on 25 June 2021, the initial 3,800,000 Ordinary Shares in the placement are being issued to the subscriber under the Share Placement Agreement.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

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

Yes



**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)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

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

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

No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

No

**ASX +security code**

New class-code to be confirmed

**+Security description**

Share Subscription Prepayment (in the amount of US\$1,785,000 in the aggregate)

**+Security type**

+Convertible debt securities

**Number of +securities proposed to be issued**

1,785,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

Yes

**In what currency is the cash consideration being paid?**

USD - US Dollar

**What is the issue price per +security?**

USD 1.00000

**AUD equivalent to issue price amount per +security**

1.340000

**FX rate (in format AUD 1.00 / primary currency rate):**

AUD 1.00

**FX rate (in format AUD rate/primary currency rate) Primary Currency rate**

USD

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

Yes



## +Convertible debt securities details

**These securities are:**

Convertible

**Type of security**

Convertible note or bond

**+Security currency**

USD - US Dollar

**Face value**

USD 1,785,000.0000

**Interest rate type**

Zero coupon/no interest

**Frequency of coupon/interest payments per year**

No coupon/interest payments

**s128F of the Income Tax Assessment Act status applicable to the +security**

s128F exemption status unknown

**Is the +security perpetual (ie. no maturity date)?** No**Maturity date**

6/7/2023

**Select other features applicable to the +security** None of the above**Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?** No**Details of the type of +security that will be issued if the securities are converted, transformed or exchanged**

WKT : ORDINARY FULLY PAID

**Number of +securities that will be issued if the +securities are converted, transformed or exchanged (including, if applicable, any interest)**

14,044,944 assuming conversion on the date the Share Subscription Prepayment is agreed to be issued.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

See announcement to ASX on 25 June 2021 for further details regarding Share Subscription Prepayment

**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)?**

**Will the proposed issue of this +security include an offer of attaching +securities?**

 No



New class

Details of +securities proposed to be issued

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

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**  
 No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**  
 No

**ASX +security code**

New class-code to be confirmed

**+Security description**

Share Subscription Prepayment (in the amount of US\$4,515,000 in the aggregate)

**+Security type**

+Convertible debt securities

**Number of +securities proposed to be issued**

4,515,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

Yes

**In what currency is the cash consideration being paid?**

USD - US Dollar

**What is the issue price per +security?**

USD 1.00000

**AUD equivalent to issue price amount per +security**

1.340000

**FX rate (in format AUD 1.00 / primary currency rate):**

AUD 1.00

**FX rate (in format AUD rate/primary currency rate) Primary Currency rate**

USD

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

Yes

+Convertible debt securities details

**These securities are:**

Convertible

**Type of security**

Convertible note or bond



**+Security currency**

USD - US Dollar

**Face value**

USD 4,515,000.0000

**Interest rate type**

Zero coupon/no interest

**Frequency of coupon/interest payments per year**

No coupon/interest payments

**s128F of the Income Tax Assessment Act status applicable to the +security**

s128F exemption status unknown

**Is the +security perpetual (ie. no maturity date)?**

No

**Maturity date**

15/10/2023

**Select other features applicable to the +security**

None of the above

**Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?**

No

**Details of the type of +security that will be issued if the securities are converted, transformed or exchanged**

WKT : ORDINARY FULLY PAID

**Number of +securities that will be issued if the +securities are converted, transformed or exchanged (including, if applicable, any interest)**

35,525,446, assuming conversion on the date the Share Subscription Prepayment is agreed to be issued.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

See announcement to the ASX on 25 June 2021 for further details regarding Share Subscription Prepayment.

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Part 7C - Timetable

**7C.1 Proposed +issue date**

29/6/2021



Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

6,160,495 ordinary shares and Share Subscription Prepayment (in the amount of US\$1,785,000 in the aggregate).

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

No

**7E.2 Is the proposed issue to be underwritten?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

As set out in the announcement to the ASX on 25 June 2021 and elsewhere in this Appendix 3B, the Company will pay a fee to the subscriber, by way of the issuance of 2,360,495 shares.

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

As set out in the announcement to the ASX on 25 June 2021, the proceeds will be used to fund the Lindi Jumbo Project and working capital requirements.



**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

Further details regarding the proposed issue of ordinary shares are set out in the announcement to the ASX on 25 June 2021.

**7F.3 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 cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)