



**30 November 2022**

## **NON-RENOUNCEABLE PRO-RATA ENTITLEMENT OFFER - NOTIFICATION TO INELIGIBLE SHAREHOLDERS**

Metallica Minerals Limited (ASX: MLM) (“Metallica Minerals” or “the Company”) has today sent the attached letter to shareholders with registered addresses outside of Australia, New Zealand, the European Union, Singapore and Hong Kong. Please see overleaf.

This announcement has been approved in accordance with the Company’s published continuous disclosure policy and has been approved by the Board.

For further information, please contact:

**Mr Theo Psaros**  
**Executive Chairman**  
**+61 (7) 3249 3000**

**Mr Scott Waddell**  
**Company Secretary**  
**+61 (7) 3249 3000**



Not for release to US wire services or distribution in the United States

30 November 2022

Dear Shareholder,

## **NON-RENOUNCEABLE ENTITLEMENT OFFER – NOTIFICATION TO INELIGIBLE SHAREHOLDERS**

### **The Offer**

On 30 November 2022, Metallica Minerals Limited (**Company**) announced a capital raising comprising a placement (**Placement**) and a non-renounceable underwritten pro rata entitlement offer (**Offer**).

The Offer is for 1 fully paid ordinary share (**New Share**) for every 4.75 existing shares held by Eligible Shareholders as at 5 December 2022 (**Record Date**), to raise approximately \$4,518,398 (before costs).

The funds raised under the Offer will be directed to:

- Completing the Company's Cape Flattery Silica Sand (DFS) Project Studies
- Progressing Authorities and Licenses to Operate the CFS Project (Environment and ML Approvals, Native Title Agreements)
- Resource expansion, project marketing activities, project definition
- Other project exploration and development
- Working capital
- Costs of the Offer

*The above table is a statement of current intentions as of the date of the Offer. As with any budget, intervening events and new circumstances have the potential to materially affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way funds are applied on this basis and otherwise having regard to their fiduciary duties.*

The Offer is fully underwritten by Morgans Corporate Limited. In the event of a shortfall, the Underwriter must subscribe or procure subscription for all shortfall shares (refer to Section 8.8 of the Prospectus), subject to the terms of the Underwriting Agreement summarised in the Prospectus.

## Prospectus

The Offer is fully explained in the Prospectus which has been released on to the ASX announcements platform. A copy of the Prospectus is available on the ASX website and also on the Company's website [www.metallicaminerals.com.au](http://www.metallicaminerals.com.au).

### New Shares to be issued pursuant to the Offer

A maximum of 141,199,937 New Shares will be issued under the Offer.

The New Shares will be fully paid ordinary shares ranking equally in all respects with fully paid ordinary shares in the Company already on issue.

The Company will (if it has not already) apply for official quotation of New Shares to be issued pursuant to the Offer on ASX, in accordance with the ASX Listing Rules.

### Eligible Shareholders

The Offer is for all shareholders of the Company on record as at 7.00pm (AEDT) on 5 December 2022 (**Record Date**) with registered addresses in Australia, New Zealand, the European Union, Singapore or Hong Kong (**Eligible Shareholders**). The Company has determined it is unreasonable to make offers to shareholders other than those with registered addresses in those jurisdictions on the Record Date, having regard to the number of shareholders outside those jurisdictions, the number and value of the New Shares that would be offered and the cost of complying with legal and regulatory requirements outside those jurisdictions.

### Capital Structure

The capital structure of the Company, on completion of the Placement and the Offer, assuming all Entitlements are taken up, will be as follows:

Shares currently on issue prior to Placement and the Offer	670,699,701
Existing Options on issue	180,630,577
Performance Rights on issue	20,700,000
Shares to be issued under the Placement	145,000,000
Shares to be issued under the Offer	141,199,937
Total Shares on issue at close of the Offer	956,899,638

## Indicative Timetable

The indicative timetable for the Offer is as follows:

Event	Date
Announcement of Placement and Entitlement Offer	30 November 2022
Ex-date	2 December 2022
Record Date for determining Entitlements	5 December 2022
Prospectus despatched to Shareholders Opening date for the Offers	7 December 2022
Last day to extend the Closing Date of the Offers	12 December 2022
Closing Date of the Offer at 5.00pm (AEDT)	16 December 2022
Securities quoted on a deferred settlement basis	19 December 2022
Announcement of results of Entitlement Offer	21 December 2022
Issue date and lodgement of Appendix 2A with ASX applying for quotation of the New Shares	23 December 2022
Trading in New Shares commences	28 December 2022

These dates are indicative only and subject to change. The Company has the right to vary these dates without notice, including to close the Offer early or accept late Entitlement and Acceptance Forms, either generally or in particular cases.

**As you are a shareholder with a registered address outside of Australia, New Zealand, the European Union, Singapore or Hong Kong, the Offer will not be extended to you. You do not have to take any further action in relation to the Offer.**

If you have any questions, please call your stockbroker, solicitor, accountant, financial adviser or other professional adviser or contact the Company on +61 7 3249 3000.

Yours sincerely,



Theo Psaros  
Executive Chairman

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