



4 February 2019

Company Announcements Platform
Australian Securities Exchange
Level 4
20 Bridge Street
SYDNEY NSW 2000

By Electronic Lodgement

Dear Sir/Madam

NOTICE UNDER SECTION 708AA(2)(f) OF THE CORPORATIONS ACT 2001

This notice is given by Amani Gold Limited (ACN 113 517 203) (**Company**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as notionally modified by Australian Securities and Investment Commission Class Order 08/35 (**C08/35**). References in this notice of the Corporations Act are references to the Corporations Act as modified or amended by CO 08/35.

The Company has announced its intention to undertake an equity raising of up to approximately \$3,692,727 via a non-renounceable rights issue. The raising comprises a non-renounceable pro-rata rights issue of fully paid ordinary shares (**Shares**), on the basis of 1 new Share for every 1 Share held as at 5.00pm (WST) on 8 February 2019 to eligible shareholders with a registered address in Australia, New Zealand and Hong Kong (**Rights Issue**).

Based on the current capital structure (and assuming no options to acquire Shares (**Options**) are exercised, or performance rights converted into Shares, prior to the Record Date) a total of an additional 1,846,363,747 Shares will be issued if the Rights Issue is fully subscribed and the amount raised will be approximately \$3,692,727.

As at the date of this announcement the Company currently has 41,500,000 Options on issue. In order to participate in the Rights Issue these Options must be exercised prior to the Record Date.

The Rights Issue is fully underwritten by Hartleys Limited (ABN 33 104 195 057) (**Hartleys**). The Company must pay Hartleys an underwriting fee of 6% (exclusive of GST) of the underwritten amount (being \$3,692,727). The Company must also reimburse Hartleys for costs incidental to the Offer. Subject to shareholder approval, the Company will also issue 120,000,000 Options to Hartleys (or its nominee) as part consideration for acting as lead manager and underwriter to the Offer.

Any entitlement not taken up pursuant to the Rights Issue may firstly be applied to the oversubscription facility, whereby eligible shareholders may apply for Shares in excess of their entitlement (up to a maximum of 50% of their entitlement) (**Oversubscription Facility**). The Directors, in consultation with the Underwriter, reserve the right to issue Shares under the Oversubscription Facility at their absolute discretion. Any shortfall following receipt of applications for the Rights Issue and Oversubscription Facility will be dealt with by Hartleys, in consultation with the Company.



The Company hereby confirms that in respect of the Rights Issue (as per the requirements of paragraph 708AA(2)(f) of the Corporations Act):

- the Company will offer the Shares for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- the Company is providing this notice under paragraph 2(f) of section 708AA of the Corporations Act;
- as at the date of this notice the Company has complied with:
 - the provisions of Chapter 2M of the Corporations Act as they apply to the Company;
 - section 674 of the Corporations Act as it applies to the Company; and
- as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act;
- if all shareholders subscribe for their entitlements, then all shareholders will retain their percentage ownership in the Company, and the issue of Shares under the Rights Issue is not expected to have any material effect on the control of the Company.

Yours sincerely

Craig McPherson
Company Secretary