



## Announcement Summary

---

**Entity name**

AURELIA METALS LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Friday November 13, 2020

**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>
AMI	ORDINARY FULLY PAID	55,813,954

**Proposed +issue date**

Monday February 1, 2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

---

**1.1 Name of +Entity**

AURELIA METALS LIMITED

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.

**1.2 Registered Number Type**

ACN

**Registration Number**

108476384

**1.3 ASX issuer code**

AMI

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Friday November 13, 2020

**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 - Are any of the following approvals required for the placement or other type of issue?**

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

No

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**

AMI : ORDINARY FULLY PAID

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

55,813,954

**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**

The Shares are being issued as part of the consideration to Diversified Minerals Pty Ltd for Aurelia's proposed acquisition of Dargues Gold Mine Pty Ltd ACN 117 848 790 and regional exploration tenements (Dargues) (the Acquisition) as described in Aurelia's investor presentation announced on 13 November 2020.



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

24,000,000.000000

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

Yes

#### Part 7C - Timetable

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

Monday February 1, 2021

#### Part 7D - Listing Rule requirements

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?

A maximum of 55,813,954 fully paid ordinary shares.

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?

Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

The Consideration Shares - 55,813,954 fully paid ordinary shares - will be subject to voluntary escrow until publication of Aurelia's FY21 annual results, provided that warranty and indemnity insurance has been effected by that date in accordance with the share sale agreement for the Acquisition (and otherwise until the earlier of the date on which the warranty and indemnity insurance policy is effected and the second anniversary of completion).



Part 7E - Fees and expenses

---

**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**

N/A

Part 7F - Further Information

---

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

To pay for the acquisition of an asset.

**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**