



Announcement Summary

Entity name

RESOLUTE MINING LIMITED

Announcement Type

New announcement

Date of this announcement

10/11/2022

The Proposed issue is:

An accelerated offer

Total number of +securities proposed to be issued for an accelerated offer

| ASX +security code | +Security description | Maximum Number of +securities to be issued |
|--------------------|-----------------------|--|
| RSG | ORDINARY FULLY PAID | 994,000,000 |

Trading resumes on an ex-entitlement basis (ex date)

14/11/2022

+Record date

14/11/2022

Offer closing date for retail +security holders

5/12/2022

Issue date for retail +security holders

12/12/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

RESOLUTE MINING 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.

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

097088689

1.3 ASX issuer code

RSG

1.4 The announcement is

New announcement

1.5 Date of this announcement

10/11/2022

1.6 The Proposed issue is:

An accelerated offer

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

RSG : ORDINARY FULLY PAID

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

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

No

Details of +securities proposed to be issued

ASX +security code and description

RSG : ORDINARY FULLY PAID

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

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

Has the offer ratio been determined?

Yes

The quantity of additional +securities For a given quantity of +securities

**to be issued**

100

held

111

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

994,000,000

Offer price details for retail security holders**Has the offer price for the retail offer been determined?** Yes**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.16000

Offer price details for institutional security holders**Has the offer price for the institutional offer been determined?** Yes**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the institutional offer?

AUD 0.16000

Oversubscription & Scale back details**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?** Yes**Describe the limits on over-subscription**

The REO includes an Oversubscription Facility, where eligible retail shareholders, who take up all of their entitlement and aren't a related party of Resolute, may apply for additional new shares (in excess of their pro-rata entitlement) for an amount up to 50% of that shareholder's entitlement. Further details will be set out in the retail offer booklet, which will be provided to all eligible retail shareholders and lodged with ASX on Thursday, 17 November 2022.

Will a scale back be applied if the offer is over-subscribed? Yes**Describe the scale back arrangements**

Resolute will scale back applications for additional new shares in its absolute discretion, having regard to the pro-rata entitlement of eligible retail shareholders who apply for additional new shares.

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



Part 3D - Timetable

3D.1a First day of trading halt

10/11/2022

3D.1b Announcement date of accelerated offer

10/11/2022

3D.2 Trading resumes on an ex-entitlement basis (ex date)

14/11/2022

3D.5 Date offer will be made to eligible institutional +security holders

10/11/2022

3D.6 Application closing date for institutional +security holders

11/11/2022

3D.8 Announcement of results of institutional offer

(The announcement should be made before the resumption of trading following the trading halt)

14/11/2022

3D.9 +Record date

14/11/2022

3D.10a Settlement date of new +securities issued under institutional entitlement offer

17/11/2022

3D.10b +Issue date for institutional +security holders

18/11/2022

3D.10c Normal trading of new +securities issued under institutional entitlement offer

18/11/2022

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

17/11/2022

3D.12 Offer closing date for retail +security holders

5/12/2022

3D.13 Last day to extend retail offer close date

30/11/2022



3D.19 +Issue date for retail +security holders and last day for entity to announce results of retail offer

12/12/2022

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

Yes

3E.1a Who is the lead manager/broker?

Canaccord Genuity (Australia) Limited (ACN 075 071 466) and Sprott Capital Partners LP (Joint Lead Managers) in their agreed respective proportions (being Canaccord Genuity (Australia) Limited as to 50% and Sprott Capital Partners LP as to 50%) (Respective Proportions).

Euroz Hartleys Limited (Euroz) and Joh. Berenberg, Gossler & Co. KG, London Branch (Berenberg) are co-managers (Co- Managers).

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

The Joint Lead Managers will receive a management and arranging fee equal to 1% (excluding GST) of the proceeds of the institutional component of the Entitlement Offer (Institutional Entitlement Offer) and 1% (excluding GST) of the proceeds of the underwritten portion of the retail component of the Entitlement Offer (being approximately A\$43 million)(Underwritten Retail Entitlement Offer) in their Respective Proportions (Entitlement Offer Management Fee).

Resolute may, in its sole and absolute discretion, pay the Joint Lead Managers an incentive fee of up to 0.5% of the proceeds of the Entitlement Offer in their Respective Proportion.

The Joint Lead Managers are responsible for paying the fees of the Co-Managers.

3E.2 Is the proposed offer to be underwritten?

Yes

3E.2a Who are the underwriter(s)?

Canaccord Genuity (Australia) Limited (ACN 075 071 466) and Sprott Capital Partners LP

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

The Entitlement Offer is partially underwritten.

The Institutional Entitlement Offer is fully underwritten and will raise approximately A\$56 million .

The retail component of the Entitlement Offer is partially underwritten and comprises the Underwritten Retail Entitlement Offer of approximately A\$43 million and a non-underwritten component to raise up to approximately A\$60 million.

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

The Joint Lead Managers will receive an underwriting fee equal to 3% (excluding GST) of the proceeds from the Institutional Entitlement Offer and the Underwritten Retail Entitlement Offer

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

Please see [Summary of the Underwriting Agreement](#) in Resolute's Investor Presentation dated 10 November 2022. This includes a summary of the significant events that could lead to the Underwriting Agreement being terminated.



3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

No

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Treadstone Resource Partners, Resolute's independent corporate advisor, will receive an advisory fee equal to 0.5% of the proceeds raised under the Placement and Entitlement Offer. The advisory fee is capped at US\$350,000.

Resolute may, in its sole and absolute discretion, pay Treadstone Resource Partners an incentive fee of up to US\$50,000.

Standard share registry, legal and other external adviser fees and ASX administrative fees.

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

For additional working capital and to fund the retirement of debt - please refer to the Investor Presentation as announced to ASX on 10 November 2022 for further details.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Institutional - Aus,NZ,Bermuda,Canada (BC, Ont and Quebec only),Cayman Islands,EU,HK,Liechtenstein,Mauritius,Monaco,Norway,SG,Switzerland,UK + ltd private placement to US eligible institutional shareholders. Retail - Aus and NZ.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

The Entitlement Offer is not available to nominees and custodians whose beneficiaries, on whose behalf they hold existing shares, would not satisfy the criteria for an eligible shareholder.

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://www.rml.com.au/>

3F.7 Any other information the entity wishes to provide about the proposed issue

None

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure



statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

No

3F.9 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)