



Update Summary

Entity name

MIRAMAR RESOURCES LIMITED

Announcement Type

Update to previous announcement

Date of this announcement

23/7/2024

Reason for update to a previous announcement

The number of shares and options to be issued under the Rights Issue, and the expiry date of the options have been updated.

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

MIRAMAR RESOURCES 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

ABN

Registration Number

34635359965

1.3 ASX issuer code

M2R

1.4 The announcement is

Update/amendment to previous announcement

1.4a Reason for update to a previous announcement

The number of shares and options to be issued under the Rights Issue, and the expiry date of the options have been updated.

1.4b Date of previous announcement to this update

9/7/2024

1.5 Date of this announcement

23/7/2024

1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

1.6a The proposed standard +pro rata issue is:

+ Non-renounceable

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

M2R : 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?

Yes

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

M2R : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities do not have +CDIs issued over them)

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

The quantity of additional +securities to be issued

1

For a given quantity of +securities held

1



What will be done with fractional entitlements?

Fractions of 0.5 or more rounded up

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

197,389,780

Reason for the update of 'Maximum number of +securities proposed to be issued'

The total number of shares to be issued has reduced under the Rights Issue.

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

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

AUD 0.00800

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

Further details of the terms of the offer under the Rights Issue will be set out in the prospectus. The lodgement of the prospectus is expected to occur in June 2024.

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

Further details of the terms of the offer under the Rights Issue will be set out in the prospectus. The lodgement of the prospectus is expected to occur in June 2024.

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

Yes

Attaching +Security

Is the proposed attaching 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

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities do not have +CDIs issued over them)



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?

Yes

ASX +security code

New class-code to be confirmed

+Security description

OPTION EXPIRING JUN-2027

+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

The quantity of attaching +securities to be issued

1

For a given quantity of the new +securities issued

1

What will be done with fractional entitlements?

Fractions of 0.5 or more rounded up

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

197,389,780

Reason for the update of 'Maximum number of +securities proposed to be issued'

The total number of options to be issued has reduced under the Rights Issue.

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

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

AUD 0.00800

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

Further details of the terms of the offer under the Rights Issue will be set out in the prospectus. The lodgement of the prospectus is expected to occur in June 2024.

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

Further details of the terms of the offer under the Rights Issue will be set out in the prospectus. The lodgement of the prospectus is expected to occur in June 2024.

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

Yes

Options details

+Security currency

AUD - Australian Dollar

**Exercise price**

AUD 0.0180

Expiry date

30/6/2027

Details of the type of +security that will be issued if the option is exercised

M2R : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One (1) fully paid ordinary share per one (1) option exercised.

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.

The details and terms of the offer of the Options are set out in the Prospectus dated 21 June 2024. The expiry date of the options is anticipated to be 25 July 2027, being three (3) years from the issue date.

Part 3C - Timetable

3C.1 +Record date

27/6/2024

3C.2 Ex date

26/6/2024

3C.4 Record date

27/6/2024

3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

2/7/2024

3C.6 Offer closing date

18/7/2024

3C.7 Last day to extend the offer closing date

15/7/2024

3C.9 Trading in new +securities commences on a deferred settlement basis

19/7/2024

3C.11 +Issue date and last day for entity to announce results of +pro rata issue

25/7/2024

3C.12 Date trading starts on a normal T+2 basis

26/7/2024

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

30/7/2024



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?

Cadmon Advisory Pty Ltd (Cadmon) (ACN 616 484 756) (Cadmon is a corporate authorised representative (CAR No. 1253390) of Newport Private Wealth Pty Ltd (AFSL No. 451 820))

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

Management fee of 3% and selling fee of 3% of the gross proceeds from the Rights Issue, and Shortfall Offer, plus GST, payable in cash, and 20 broker options per dollar raised under the Rights Issue, and Shortfall Offer, exercisable at \$0.018 each expiring three (3) years from the date of issue subject to shareholder approval.

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

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

None.

Part 3F - Further Information

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

Funds raised will be primarily used for upcoming exploration programmes at Bangemall and Gidji JV Projects, and to provide general working capital for the Company. Refer to section 4 of the Prospectus dated 21 June 2024.

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

Refer to section 3 of the Prospectus dated 21 June 2024 for further information.

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

Refer to section 3 of the Prospectus dated 21 June 2024 for further information.

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

Refer to the Prospectus dated 21 June 2024 available for download from
www.miramarresources.com.au

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

Refer to the Prospectus dated 21 June 2024 for further details on how to participate in the Rights Issue, the associated risks, terms, and timetable of the offer under the Rights Issue, and the extension of closing date announced on 9 July 2024. The expiry date of the options is anticipated to be 25 July 2027, being three (3) years from the issue date.

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)?

Yes

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 +disclosure document or +PDS for the +securities proposed to be issued