

Announcement Summary

Entity name

LYKOS METALS LIMITED

Announcement Type

New announcement

Date of this announcement

17/1/2024

The Proposed issue is:☒ A standard pro rata issue (including non-renounceable or renounceable)☒ A placement or other type of issue**Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)**

ASX +security code	+Security description	Maximum Number of +securities to be issued
LYK	ORDINARY FULLY PAID	46,688,890

Ex date

5/2/2024

+Record date

6/2/2024

Offer closing date

23/2/2024

Issue date

29/2/2024

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
LYKOA	OPTION EXPIRING 11-JUN-2025	20,000,000
LYK	ORDINARY FULLY PAID	28,266,667

Proposed +issue date

22/1/2024



Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

LYKOS 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.

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

650011644

1.3 ASX issuer code

LYK

1.4 The announcement is☒ New announcement**1.5 Date of this announcement**

17/1/2024

1.6 The Proposed issue is:☒ A standard +pro rata issue (non-renounceable or renounceable)☒ A placement or other type of issue**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

LYK : 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?

☒ Yes

Details of +securities proposed to be issued

ASX +security code and description

LYK : 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 a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

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

3



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)

46,688,890

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 0.03000

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

A shareholder who applies for shares under the Shortfall Offer beyond their entitlement will be deemed to have accepted their entitlement in full. Allocation of shares under the Shortfall Offer will be at the Company's discretion in consultation with the underwriter (if and when appointed) and as set out in the allocation policy to be included in the Entitlement Prospectus.

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

☒ Yes

Describe the scale back arrangements

Scale back will be applied to applications under the Shortfall Offer on a pro-rata basis to the respective shareholdings of eligible shareholders

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

☒ Yes

Details of company options where holders entitled to participate in the offer

ASX +security code and description

LYKOA : OPTION EXPIRING 11-JUN-2025

Date Option must be exercised by

5/2/2024



Part 3C - Timetable

3C.1 +Record date

6/2/2024

3C.2 Ex date

5/2/2024

3C.4 Record date

6/2/2024

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

9/2/2024

3C.6 Offer closing date

23/2/2024

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

20/2/2024

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

26/2/2024

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

29/2/2024

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

1/3/2024

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

5/3/2024

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?

CPS Capital Group Pty Ltd



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

As detailed in section 7E.1b within this Appendix 3B (no additional Lead Manager fees)

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

☒ Yes

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

CPS Capital Group Pty Ltd intend to underwrite, subject to the execution of a formal underwriting agreement.

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

It is anticipated that 100% of the offer will be underwritten, subject to the execution of a formal underwriting agreement

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

An underwriting fee of 6% of the gross proceeds raised from the Entitlement Offer in anticipated, subject to the execution of a formal underwriting agreement

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

Details to be included in the Entitlement Offer Prospectus.

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

Part 3F - Further Information

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

Exploration and development of the Company's existing projects, evaluation of new opportunities and working capital

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

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

☒ No



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

<https://lykosmetals.com/asx-announcements/>

It is expected the Entitlement Offer Prospectus will be lodged with ASX on 31 January 2024.

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

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



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

☒ Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	9/5/2024	☒ Estimated	No

Comments

The proposed 20 million listed options (ASX: LYKOA) to CPS Capital for their services as Lead Manager in respect of the Placement and the Entitlement Offer are subject to shareholder approval. A date for the meeting is yet to be proposed. The Placement shares will be issued using the Company's existing capacity under Listing Rules 7.1 and 7.1A, a total of 26,666,667 shares to local institutions and sophisticated investors. The 6% Placement Fee payable to CPS Capital in fully paid ordinary shares (1,600,000 shares) to be issued using remaining capacity under ASX Listing Rule 7.1.

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

LYK : ORDINARY FULLY PAID

Number of +securities proposed to be issued

26,666,667

Offer price details

Are the +securities proposed to be issued being issued for a cash



consideration?

☒ Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.03000

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

☒ Yes

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

LYK : ORDINARY FULLY PAID

Number of +securities proposed to be issued

1,600,000

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

Placement Fee payable to Lead Manager CPS Capital

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

48,000.000000

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

☒ Yes



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

LYKOA : OPTION EXPIRING 11-JUN-2025

Number of +securities proposed to be issued

20,000,000

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

Services as Lead Manager in respect of the Placement and the Entitlement Offer

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

40,000.000000

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

22/1/2024

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?

16,926,667 fully paid ordinary shares (15,326,667 Placement shares and 1,600,000 Lead Manager 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)?

☒ Yes

7D.1c (i) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?

11,340,000 fully paid ordinary shares (Placement shares)

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?

☒ No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

☒ Yes

7E.1a Who is the lead manager/broker?

CPS Capital Group Pty Ltd

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

CPS Capital will receive a 2% Management Fee in cash, 6% Placement Fee payable in fully paid ordinary shares (1,600,000 shares) and 20 million listed options (ASX: LYKOA) for their services as Lead Manager in respect of the Placement and the Entitlement Offer (the Listed options are subject to shareholder approval)

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



Part 7F - Further Information

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

To be used towards exploration and development of the Company's existing projects, evaluation of new opportunities and working capital.

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

7F.3 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)