



**9 June 2022**

## PRE-QUOTATION DISCLOSURE

Kingsland Minerals Ltd (ACN 647 904 014) (**Company**) makes the following disclosures in accordance with ASX's listing conditions.

Capitalised terms not defined have the meaning given in the Company's prospectus dated 12 April 2022 (**Prospectus**).

### 1. **Restricted securities**

The Company confirms that the following securities will be subject to restriction pursuant to the ASX Listing Rules for the period outlined below:

<b>Class</b>	<b>Number</b>	<b>Restriction Period</b>
Shares	6,868,919	24 months from the date of official quotation
Shares	4,806,081	12 months from the date of issue
Unquoted Options with an exercise price of \$0.25 each and expiring at 5.00pm (WST) on 8 July 2026	2,055,405	24 months from the date of official quotation
Unquoted Options with an exercise price of \$0.25 each and expiring on the date that is 5 years from the date of issue	5,500,000	24 months from the date of official quotation
Unquoted Options with an exercise price of \$0.30 each and expiring on the date that is 3 years from the date of issue	1,800,000	24 months from the date of official quotation
Unquoted Options with an exercise price of \$0.25 each and expiring at 5.00pm (WST) on 8 July 2026	3,081,081	12 months from the date of issue

Performance Shares convertible into Shares on the achievement of certain milestones, with nil exercise price and expiring 5 years from the date of issue, issued on the terms set out in Section 7.5 of the Prospectus.	2,051,676	24 months from the date of official quotation
Performance Shares convertible into Shares on the achievement of certain milestones, with nil exercise price and expiring 5 years from the date of issue, issued on the terms set out in Section 7.6 of the Prospectus.	1,578,324	12 months from the date of issue

## 2. Confirmation of issue of securities

The Company confirms the issue of:

- (a) 23,489,840 Shares under the Capital Raising Offer;
- (b) In accordance with the Trafalgar Agreement, the following securities to Trafalgar Resources Pty Ltd (or its nominee):
  - (i) 2,055,405 Shares;
  - (ii) 2,055,405 unquoted Options (refer to Section 7.3 of the Prospectus); and
  - (iii) 2,051,676 Performance Shares (refer to Section 7.5 of the Prospectus);
- (c) In accordance with the Bacchus Agreement, the following securities to Bacchus Resources Pty Ltd (or its nominee):
  - (i) 3,081,081 Shares;
  - (ii) 3,081,081 unquoted Options (refer to Section 7.4 of the Prospectus); and
  - (iii) 1,578,324 Performance Shares (refer to Section 7.6 of the Prospectus);
- (d) 1,800,000 Options issued to the Lead Manager (or its nominees) pursuant to the Lead Manager Offer with an exercise price of \$0.30 each and expiry date 3 years from the date of issue (refer to Section 1.8 and 7.2 of the Prospectus); and
- (e) 1,000,000 Options issued to Malcolm Randall (or his nominee) pursuant to his Letter of Appointment with an exercise price of \$0.25 each and expiry date 5 years from the date of issue (refer to Section 6.4(d) and 7.2 of the Prospectus).

## 3. Confirmation of securities subject to voluntary escrow

There are no securities subject to voluntary escrow.

## 4. Capital structure

The Company's capital structure at the date of Admission is:

Security	Number
Fully Paid Ordinary Shares	37,389,840
Options <sup>1</sup>	12,436,486
Performance Shares <sup>2</sup>	3,630,000

**Notes:**

1. Options comprising:
  - a. 1,500,000 Options issued to each Messrs Seneque, Maddocks and Revell (or their respective nominee), exercisable at \$0.25 each and expiring 5 years from the date of issue, totalling 4,500,000 Options;
  - b. 1,000,000 Options issued to Mr Randall (or his nominee), exercisable at \$0.25 each and expiring 5 years from the date of issue;
  - c. 2,055,405 Options issued to Trafalgar Resources Pty Ltd (or their nominee) under the Trafalgar Agreement, exercisable at \$0.25 and expiring on 8 July 2026;
  - d. 3,081,081 Options issued to Bacchus Resources Pty Ltd (or their nominee) under the Bacchus Agreement, exercisable at \$0.25 and expiring on 8 July 2026; and
  - e. 1,800,000 Options issued to the Westar Capital Ltd (or their nominee), exercisable at \$0.30 each and expiring 3 years from the date of issue.
2. Performance Shares convertible into Shares on the achievement of certain milestones, with nil exercise price and expiring 5 years from the date of issue (refer to Section 7.5 and 7.6 of the Prospectus).

**5. Statement of commitments**

The Company confirms that it has the following funds available following the completion of the Offers:

Source of funds	\$
Existing cash as at 1 June 2022	117,013
Proceeds from the issue of Shares under the Capital Raising Offer	4,697,968
<b>Total funds available</b>	<b>4,814,981</b>

The following tables show the intended use of funds in the 24 month period following Admission:

Use of funds	First 12 Months Following Admission		Second 12 Months Following Admission	
	\$	%	\$	%
Exploration expenditure				
— Woolgni Project	348,000	7.22%	284,000	5.89%
— Shoobridge Project	134,000	2.78%	535,000	11.11%
— Mt Davis Project	134,000	2.78%	214,000	4.44%
— Allamber Project	508,000	10.56%	631,000	13.11%
— Lake Johnston Project	80,000	1.67%	160,000	3.33%
Administration costs	428,000	8.89%	428,000	8.89%
Working capital <sup>(2)</sup>	208,000	4.32%	207,981	4.32%
Estimated expenses of the Offers <sup>(3)</sup>	515,000	10.69%	Nil	Nil
<b>Total Allocated Funds</b>	<b>2,355,000</b>	<b>48.90%</b>	<b>2,459,981</b>	<b>51.10%</b>

#### 6. Confirmation of no impediments

The Company confirms there are no legal, regulatory, statutory or contractual impediments to the Company entering E63/2068, EL 31457, EL 31409, EL 32275, EL 31659, EL 31764, EL 31960, EL 32152 and EL 32418, and carrying out exploration activities such that the Company will be able to spend its cash in accordance with its commitments for the purposes of Listing Rule 1.3.2(b).

#### 7. Exercise of agreement options

- (a) The Company confirms that it has exercised its option to acquire the relevant Tenements under the Trafalgar Agreement.
- (b) The Company confirms that it has exercised its option to acquire the relevant Tenements under the Bacchus Agreement.

#### 8. Terms of waiver granted

ASX has granted the Company a waiver of ASX Listing Rule 1.1 Condition 12 to the extent necessary to permit the Company to have on issue 3,630,000 Performance Shares issued to the vendors of the Company's main tenements with a nil exercise price on the condition that the material terms and

condition of the Performance Shares are clearly disclosed in the Company's initial public offering prospectus.

**By order of the Board**

A handwritten signature in black ink, appearing to be 'BS', written over a faint circular stamp or watermark.

Bruno Seneque  
Director and Company Secretary  
**Kingsland Minerals Limited**