

Announcement Summary

Entity name

TERRAMIN AUSTRALIA LIMITED.

Date of this announcement

Wednesday January 03, 2024

The +securities the subject of this notification are:

Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Unlisted Convertible Note (January 2024)	1	03/01/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

TERRAMIN AUSTRALIA LIMITED.

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

Registration number

ABN

67062576238

1.3 ASX issuer code

TZN

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

3/1/2024



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

Other

Please specify

In relation to the Appendix 3B lodged on 2 January 2024.

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

☑ does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

New +securities

ASX +security code +Security description

New class - code to be confirmed

Unlisted Convertible Note (January 2024)

+Security type ISIN code

+Convertible debt securities

Date the +securities the subject of this notification were issued

3/1/2024

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

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

♥ No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

https://www.asx.com.au/markets/company/TZN

+Convertible debt securities Details

Type of +security

Convertible note or bond

+Security currency Face value Interest rate type

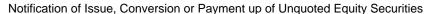
Frequency of coupon/interest payments per year First interest payment date

Annual

2.50 %

s128F of the Income Tax Assessment Act status applicable to the +security

s128F exemption status unknown



Is the +security perpetual (i.e. no maturity)?

3/1/2027

Maturity date

☑ No

Select other feature(s) applicable to the +security

Convertible

Redeemable

Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?

If yes, what is the first trigger date?

3/1/2026

Yes

Details of the existing class of +security that will be issued if the securities are converted, transformed or exchanged

Other

Description

Unlisted Convertible Note (January 2024)

Any other information the entity wishes to provide about the +securities the subject of this notification

Refer to details of the ASX Announcement dated 2 January 2024, "Terramin secures US\$6.68 million investment".

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Appendix 3B was lodged on 2 January 2024.

Issue details

Number of +securities

1

Were the +securities issued for a cash consideration?

Yes

In what currency was the cash consideration being paid?

What was the issue price per +security?

USD - US Dollar

USD 6,680,000.00000000

Purpose of the issue

Other

Additional Details

To raise capital for working capital, project funding and repayment of short-term debt facilities.



Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description

Total number of +securities on issue

TZN: ORDINARY FULLY PAID 2,116,562,720

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description

Total number of +securities on issue

TZNAS: OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES

10,000,000

New class - code to be confirmed : Unlisted Convertible Note (January 2024)

1



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1? ☑ No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

☑ No

5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☑ Yes

5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

251,681,804 (this is an estimate - the subscriber can convert the Note to fully paid ordinary shares in Terramin Australia Limited after 3 January 2026 and before the maturity date of 3 January 2027. The conversion price is contingent on the share price and exchange rate on the date of conversion).

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?
☑ No