#### **Appendix 2A**

## **Application for quotation of +securities**

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

If you are an entity incorporated outside Australia and you are seeking quotation of a new class of +securities other than CDIs, you will need to obtain and provide an International Securities Identification Number (ISIN) for that class. Further information on the requirement for the notification of an ISIN is available from the Create Online Forms page. ASX is unable to create the new ISIN for non-Australian issuers.

\*Denotes minimum information required for first lodgement of this form, with exceptions provided in specific notes for certain questions. The balance of the information, where applicable, must be provided as soon as reasonably practicable by the entity.

#### Part 1 – Entity and announcement details

Question no	Question	Answer
1.1	*Name of entity  We (the entity here named) apply for +quotation of the following +securities and agree to the matters set out in Appendix 2A of the ASX Listing Rules.1	Aeris Resources Limited
1.2	*Registration type and number  Please supply your ABN, ARSN, ARBN, ACN or another registration type and number (if you supply another registration type, please specify both the type of registration and the registration number).	ACN 147 131 977
1.3	*ASX issuer code	AIS
1.4	*This announcement is Tick whichever is applicable.	<ul> <li>☑ A new announcement</li> <li>☐ An update/amendment to a previous announcement</li> <li>☐ A cancellation of a previous announcement</li> </ul>
1.4a	*Reason for update  Answer this question if your response to Q 1.4 is an update/amendment to previous announcement.	NA
1.4b	*Date of previous announcement to this update  Answer this question if your response to Q 1.4 is an update/amendment to previous announcement.	NA
1.4c	*Reason for cancellation  Answer this question if your response to Q 1.4 is "A cancellation of a previous announcement"	NA

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Appendix 2A of the Listing Rules includes a warranty that an offer of the securities for sale within 12 months after their issue will not require disclosure under section 707(3) or 1012C(6) of the Corporations Act. If you are in any doubt as to the application of, or the entity's capacity to give, this warranty, please see ASIC Regulatory Guide 173 Disclosure for on-sale of securities and other financial products and consult your legal adviser.

<sup>+</sup> See chapter 19 for defined terms

1.4d	*Date of previous announcement to this cancellation  Answer this question if your response to Q 1.4 is "A cancellation of a previous announcement"	NA
1.5	*Date of this announcement	23 May 2022

# Part 2 – Type of issue

Question No.	Question	Answer
2.1	*The +securities to be quoted are: Select whichever item is applicable. If you wish to apply for quotation of different types of issues of securities, please complete a separate Appendix 2A for each type of issue.	<ul> <li>+Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B</li> </ul>
	Appendix 2A for each type of issue.	<ul><li>+Securities issued under a +dividend or distribution plan</li></ul>
		<ul> <li>         □ +Securities issued, transferred or re- classified as a result of options being exercised or other +convertible securities being converted     </li> </ul>
		☐ Unquoted partly paid +securities that have been fully paid up and are now to become quoted fully paid +securities
		Note: there is no need to apply for quotation of the fully paid securities if the partly paid securities were already quoted
		□ +Restricted securities where the escrow period has expired or is about to expire
		<ul> <li>+Securities previously issued under an +employee incentive scheme where the restrictions on transfer have ceased or are about to cease</li> </ul>
		□ +Securities issued under an +employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer
		□ Other [please specify]
		If you have selected 'other' please explain the circumstances of the issue here:
2.1a	*Have the +securities to be quoted been issued yet?	No
2.1a.1	*What was their date of issue?  Answer this question if your response to Q2.1a is "Yes".	NA
2.1a.2	*What is their proposed date of issue?  Answer this question if your response to Q2.1a is "No".	24 May 2022
2.2a.1	*Date of Appendix 3B notifying the market of the proposed issue of +securities for which quotation is now being sought	28 April 2022
	Answer this question if your response to Q2.1 is "Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B"	

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2.2a.2	*Are there any further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B?  Answer this question if your response to Q2.1 is "Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B".	Yes
2.2a.2.1	*Please provide details of the further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B  Answer this question if your response to Q2.1 is "Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B" and your response to Q2.2a.2 is "Yes".  Please provide details of the proposed dates and number of securities for the further issues. This may be the case, for example, if the Appendix 3B related to an accelerated pro rata offer with an institutional component being quoted on one date and a retail component being quoted on a later date.	162,781,913 shares are expected to be issued on a future date under the conditional placement, conditional on Shareholder Approval as announced on 28 April 2022.  1,466,666,667 shares are expected to be issued on a future date pursuant to the Share Purchase Agreement, conditional on Shareholder Approval as announced on 28 April 2022.
2.2b.1	Date of Appendix 3A.1 lodged with ASX in relation to the underlying +dividend or distribution  Answer this question if your response to Q2.1 is "Securities issued under a dividend or distribution plan".	NA
2.2c.1	Please state the number and type of options that were exercised or other +convertible securities that were converted (including their ASX security code)  Answer this question if your response to Q2.1 is "Securities issued, transferred or re-classified as a result of options being exercised or other convertible securities being converted".	NA
2.2c.2	And the date the options were exercised or other +convertible securities were converted  Answer this question if your response to Q2.1 is "Securities issued, transferred or re-classified as a result of options being exercised or other convertible securities being converted".  Note: If this occurred over a range of dates, enter the first date and last date of the period in which the options were exercised or convertible securities were converted.	NA
2.2c.3	Is this all of the options or other +convertible securities on issue of that type (ie have all of those options now been exercised or have all of those convertible securities now been converted)?  Answer this question if your response to Q2.1 is "Securities issued, transferred or re-classified as a result of options being exercised or other convertible securities being converted".	Yes or No Note: If you have answered "No", consider whether you need to lodge an Appendix 3H with ASX notifying ASX of the cessation of some or all of the remaining options or other convertible securities under Listing Rule 3.10.E. This may the case, for example, if options have lapsed because they have passed their expiry date without being exercised, or convertible debt securities have been repaid or redeemed without being converted.
2.2c.4	The right of the holder of the options or other +convertible securities to receive the +underlying securities is being satisfied by:  Answer this question if your response to Q2.1 is "Securities issued, transferred or re-classified as a result of options being exercised or other convertible securities being converted".	<ul> <li>□ An issue of new +securities</li> <li>□ A transfer of existing +securities</li> <li>□ A reclassification of the +convertible securities as securities in the same class as the +underlying securities</li> </ul>

<sup>+</sup> See chapter 19 for defined terms 5 June 2021

2.2c.5	The underlying securities be the holder are:	ing received by	_	quoted by ASX	
	Answer this question if your response to Q2.1 is "Securities issued, transferred or re-classified as a result of options being exercised or other convertible		☐ Intended to be, but are not yet, quoted by ASX		ted
			1	<b></b> *	
	securities being converted".		quoted b		,
2.2c.6	+convertible securities being converted issued under an +employee incentive scheme?  Answer this question if your response to Q2.1 is "Securities issued, transferred or re-classified as a result		NA		
	of options being exercised or other cobeing converted".	invertible securities			
2.2c.7	*Are any of the options being exercised or other +convertible securities being converted held by +key management personnel (KMP) or an +associate?  Answer this question if your response to Q2.1 is "Securities issued, transferred or re-classified as a result of options being exercised or other convertible securities being converted" and your response to Q2.2c.6 is "Yes".		NA		
2.2c.7.a	*Provide details of the KMP or +associates w convertible securities.  Answer this question if your response to Q2.1 is "Securition options being exercised or other convertible securities be your response to Q2.2c.7 is "Yes". Repeat the detail in the other convertible securities are held by the KMP, repeat registered holder". If the options or other convertible securities are of the associate in "Name of registered holder".		ties issued, transf eing converted", y he table below for the name of the F	ierred or re-classified as a result o your response to Q2.2c.6 is "Yes" reach KMP involved. If the option KMP or insert "Same" in "Name of	and s or
				T	٦
	Name of KMP [200 characters]	Name of registe	ered holder	Number of options being exercised or other +convertible securities being converted [16 characters]	
2.2d.1	Please state the number and unquoted partly paid +securitheir ASX security code) that fully paid up and that are not quoted on ASX	ties (including t have been w to become	NA	•	
	Answer this question if your respon paid securities that have been fully now to become quoted fully paid se	paid up and are			
2.2d.2	And the date the *securities up		NA		
	Answer this question if your response to Q2.1 is "Partly paid securities that have been fully paid up and are now to become quoted fully paid securities".  Note: If this occurred over a range of dates, enter the date the last of the securities was fully paid up.				

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2.2d.3	Is this all of the partly paid +securities on	NA
2.24.0	issue of that type (ie have all of those partly paid securities now been fully paid up)?  Answer this question if your response to Q2.1 is "Unquoted partly paid securities that have been fully paid up and are now to become quoted fully paid securities".	Note: If you have answered "No", consider whether you need to lodge an Appendix 3H with ASX notifying ASX of the cessation of some or all of the remaining partly paid securities under Listing Rule 3.10.E. This may the case, for example, if partly paid securities that have not had the call paid by the due date will be cancelled. If you are an NL company, consider also whether you have notification obligations in relation to any forfeiture of the partly paid securities not paid up under Listing Rule 3.12.
2.2e.1	Please state the number and type of +restricted securities (including their ASX security code) where the escrow period has expired or is about to expire	NA
	Answer this question if your response to Q2.1 is "Restricted securities where the escrow period has expired or is about to expire".	
2.2e.2	And the date the escrow restrictions have ceased or will cease	NA
	Answer this question if your response to Q2.1 is "Restricted securities where the escrow period has expired or is about to expire".	
	Note: If this occurred over a range of dates, enter the date the last of the escrow restrictions has ceased or will cease.	
2.2f.1	Please state the number and type of +securities (including their ASX security code) previously issued under the +employee incentive scheme where the restrictions on transfer have ceased or are about to cease	NA
	Answer this question if your response to Q2.1 is "Securities previously issued under an employee incentive scheme where the restrictions on transfer have ceased or are about to cease".	
2.2f.2	And the date the restrictions on transfer have ceased or will cease:	NA
	Answer this question if your response to Q2.1 is "Securities previously issued under an employee incentive scheme where the restrictions on transfer have ceased or are about to cease".	
	Note: If this occurred over a range of dates, enter the date the last of the restrictions on transfer has ceased or will cease.	
2.2g.1	Please state the number and type of +securities (including their ASX security code) issued under the +employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer	NA
	Answer this question if your response to Q2.1 is "Securities issued under an employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer".	

2.2g.2	details of a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms.		NA	
	Answer this question if your response to Q2.1 is "Securities issued under an employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer".			
2.2g.3	*Are any of these +securities to +key management persor an +associate		NA	
	Answer this question if your respon "Securities issued under an employ scheme that are not subject to a re- or that are to be quoted notwithstar restriction on transfer".	ree incentive striction on transfer		
2.2g.3.a	*Provide details of the KMP	or +associates b	eing issued +s	securities.
·	Answer this question if your response to Q2.1 is "Securition not subject to a restriction on transfer or that are to be quand your response to Q2.2g.3 is "Yes". Repeat the detail the securities are being issued to the KMP, repeat the natholder". If the securities are being issued to an associate registered holder".		uoted notwithstand il in the table belov ame of the KMP o	ding there is a restriction on transfer" w for each KMP involved in the issue. If or insert "Same" in "Name of registered
	Name of KMP	Name of registe	ered holder	Number of +securities
	[200 characters]	[200 characters]		[16 characters]
2.2h.1	*Were the +securities issued consideration?		NA	
	Answer this question if your respon "Other".	se to Q2.1 is		
	If the securities are being issued for consideration, answer this question			
2.2h.1.a	*In what currency was the ca consideration paid?		NA	
	Answer this question if your respon "Other" and your response to Q2.2l	h.1 is "Yes".		
	For example, if the consideration is Australian Dollars, state AUD.	being paid in		
2.2h.1.b	*What was the issue price per +security  Answer this question if your response to Q2.1 is "Other" and your response to Q2.2h.1 is "Yes", and by reference to the issue currency provided in your response to Q2.2h.1.a.		NA	
	Note: you cannot enter a nil amount here. If the securities are being issued for nil cash consideration, answer Q2.2h.1 as "No" and complete Q2.2h.1.c.			
2.2h.1.c	Please describe the consideration provided for the +securities		NA	
	Answer this question if your respon "Other" and your response to Q2.21			
2.2h.1.d	Please provide an estimate value of the consideration pr +security for the +securities	ovided per	NA	
	Answer this question if your response to O2 28			

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<sup>+</sup> See chapter 19 for defined terms

2.2h.2	*The purpose(s) for which the entity is issuing the +securities is:  Answer this question if your response to Q2.1 is "Other".  You may select one or more of the items in the list.	<ul> <li>□ To raise additional working capital</li> <li>□ To fund the retirement of debt</li> <li>□ To pay for the acquisition of an asset [provide details below]</li> <li>□ To pay for services rendered [provide details below]</li> <li>□ Other [provide details below]</li> <li>Additional details:</li> </ul>
2.2h.3	*Please provide any further information needed to understand the circumstances in which you are applying to have these +securities quoted on ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B  You must answer this question if your response to Q2.1 is "Other". If there is no other information to provide, please answer "Not applicable" or "N/A".	NA
2.2i	*Have these +securities been offered under a +disclosure document or +PDS? Answer this question if your response to Q2.1 is "Other".	NA
2.2i.1	*Date of +disclosure document or +PDS?  Answer this question if your response to Q2.1 is "Other" and your response to Q2.2i is "Yes".  Under the Corporations Act, the entity must apply for quotation of the securities within 7 days of the date of the disclosure document or PDS.	NA

2.3	*Any on-sale of the +securities to be quoted 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:  Answer this question if your response to Q2.1 is "Other" and your response to Q2.2i is "No".  Note: Under Appendix 2A of the Listing Rules, when the entity applies for quotation of securities, it gives a warranty that an offer of the securities for sale within 12 months after their issue will not require disclosure under section 707(3) or 1012C(6) of the Corporations Act.  If you are in any doubt as to the application of, or the entity's capacity to give, this warranty, please see ASIC Regulatory Guide 173 Disclosure for on-sale of securities and other financial products and consult your legal adviser.	<ul> <li>□ The publication of a +disclosure document or +PDS for the +securities to be quoted</li> <li>☑ The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)</li> <li>□ The publication of a +disclosure document or +PDS involving the same class of securities as the +securities to be quoted that meets the requirements of section 708A(11) or 1012DA(11)</li> <li>□ An applicable ASIC instrument or class order</li> <li>□ Not applicable – the entity has arrangements in place with the holder that ensure the securities cannot be onsold within 12 months in a manner that would breach section 707(3) or 1012C(6)</li> <li>Note: Absent relief from ASIC, a listed entity can only issue a cleansing notice where trading in the relevant securities has not been suspended for more than 5 days during the shorter of: (a) the period during which the class of securities are quoted; and (b) the period of 12 months before the date on which the relevant securities under the offer were issued.</li> </ul>
2.4	*The +securities to be quoted are:  Tick whichever is applicable	<ul> <li>✓ Additional +securities in a class that is already quoted on ASX ("existing class")</li> <li>☐ New +securities in a class that is not yet quoted on ASX ("new class")</li> </ul>

# Part 3A – number and type of +securities to be quoted (existing class or new class) where issue has previously been notified to ASX in an Appendix 3B

Answer the questions in this Part if your response to Q2.1 is "Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B".

Question No.	Question		Answer	
3A.1	*ASX security code & descript	ion	AIS – Ordinar	y Fully Paid
3A.2	*Number of +securities to be of	luoted	247,416,930	
3A.3	Any other information the entity wishes to provide about the +securities to be quoted		The securities to be quoted comprise the retail component of the Entitlement Offer announced on 28 April 2022.	
3A.4	*Provide a distribution schedule for the new +securities according to the cain the left hand column – including the number of recipients and the total ponew +securities held by the recipients in each category.			
	Number of +securities held	Number of ho	Iders	Total percentage of +securities held
	1 – 1,000			
	1,001 – 5,000			
	5,001 – 10,000			
	10,001 – 100,000			
	100,001 and over			
	Answer this question only if you are a have to answer this question), your rebeen issued.  Note: if the securities to be quoted ha ASX a list of the 20 largest recipients received by each of those recipients,	sponse to Q2.4 is " ve not yet been iss of the new securitie	new class" and the ued, under listing r es, and the number	e securities to be quoted have already rule 3.10.5, you will need to provide to r and percentage of the new securities

### Part 4 – Issued capital following quotation

Following the quotation of the +securities the subject of this application, the issued capital of the entity will comprise:

Note: the figures provided in the tables in sections 4.1 and 4.2 below are used to calculate the total market capitalisation of the entity published by ASX from time to time. Please make sure you include in the relevant table each class of securities issued by the entity.

If you have quoted CHESS Depository Interests (CDIs) issued over your securities, include them in the table in section 4.1 and include in the table in section 4.2 any securities that do not have CDIs issued over them (and therefore are not quoted on ASX).

Restricted securities should only be included in the table in section 4.1 if you are applying to have them quoted because the escrow period for the securities has expired or is about to expire. Otherwise include them in the table in section 4.2.

4.1	$\mid$ *Quoted +securities (total number of each +class of +securities quoted on ASX following
	the +quotation of the +securities the subject of this application)

ASX security code and description	Total number of +securities on issue
AIS – ORDINARY FULLY PAID	3,207,168,420

\*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

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