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).	ABN 30 147 131 977
1.3	*ASX issuer code	AIS
1.4	*This announcement is Tick whichever is applicable.	 ☑ A new announcement ☐ An update/amendment to a previous announcement ☐ A cancellation of a previous announcement
1.4a	*Reason for update Answer this question if your response to Q 1.4 is an update/amendment to previous announcement.	
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.	
1.4c	*Reason for cancellation Answer this question if your response to Q 1.4 is "A cancellation of a previous announcement"	

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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.

⁺ 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"	
1.5	*Date of this announcement	14 November 2023

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.	 □ +Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B
		☐ +Securities issued under a +dividend or distribution plan
		→ Securities issued, transferred or re- classified as a result of options being exercised or other +convertible securities being converted
		☐ 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
		+Securities previously issued under an +employee incentive scheme where the restrictions on transfer have ceased or are about to cease
		+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?	Yes
2.1a.1	*What was their date of issue? Answer this question if your response to Q2.1a is "Yes".	21 September 2023
2.1a.2	*What is their proposed date of issue? Answer this question if your response to Q2.1a is "No".	
2.2a.1	*Date of Appendix 3B notifying the market of the proposed issue of +securities for which quotation is now being sought	
	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".	
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.	
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".	
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".	3,552,592 Performance Rights issued pursuant to an employee incentive scheme
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.	21 September 2023
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".	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".	 ☒ An issue of new +securities ☐ A transfer of existing +securities ☐ A reclassification of the +convertible securities as securities in the same class as the +underlying securities

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2.2c.5 2.2c.6	The underlying securities being received by the holder are: 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". Were the options being exercised or other +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 of options being exercised or other convertible securities being converted".		☐ Intended by ASX	quoted by ASX I to be, but are not yet, quot and are not intended to be, y ASX	ed
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".		Yes		
2.2c.7.a	*Provide details of the KMP or +associates who are exercising options or converting convertible securities. 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", your response to Q2.2c.6 is "Yes" a your response to Q2.2c.7 is "Yes". Repeat the detail in the table below for each KMP involved. If the options other convertible securities are held by the KMP, repeat the name of the KMP or insert "Same" in "Name of registered holder". If the options or other convertible securities are held by an associate of a KMP, insert the name of the associate in "Name of registered holder".		and or		
	Name of KMP [200 characters] See Attachment 1	Name of registe [200 characters]	red 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 now quoted on ASX Answer this question if your responsibility paid securities that have been fully now to become quoted fully paid securities.	ties (including have been to become se to Q2.1 is "Partly paid up and are			
2.2d.2	And the date the *securities up Answer this question if your responsible paid securities that have been fully now to become quoted fully paid securities. Note: If this occurred over a range of date the last of the securities was fully paid securities.	se to Q2.1 is "Partly paid up and are curities". If dates, enter the			

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2.2d.3	Is this all of the partly paid +securities on 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".	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 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 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 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 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: 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 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	*Please attach a document of details of a URL link for a do with ASX detailing the terms +employee incentive schem of the terms.	ocument lodged of the	
	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	*Are any of these +securities to +key management persor an +associate		
	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	not subject to a restriction on transi and your response to Q2.2g.3 is "Y the securities are being issued to the	se to Q2.1 is "Securities issued und fer or that are to be quoted notwiths les". Repeat the detail in the table b the KMP, repeat the name of the KM	+Securities. Ider an employee incentive scheme that are tanding there is a restriction on transfer" elow for each KMP involved in the issue. If IP or insert "Same" in "Name of registered tert the name of the associate in "Name of
	Name of KMP	Name of registered holder	Number of +securities
	[200 characters]	[200 characters]	[16 characters]
2.2h.1	*Were the +securities issued consideration?		
	Answer this question if your respond "Other".	se to Q2.1 is	
	If the securities are being issued fo consideration, answer this question		
2.2h.1.a	*In what currency was the ca consideration paid?	ash	
	Answer this question if your respon- "Other" and your response to Q2.2i		
	For example, if the consideration is Australian Dollars, state AUD.		
2.2h.1.b	*What was the issue price p	er +security	
	Answer this question if your respon- "Other" and your response to Q2.21 reference to the issue currency pro- response to Q2.2h.1.a.	h.1 is "Yes", and by	
	Note: you cannot enter a nil amoun securities are being issued for nil canswer Q2.2h.1 as "No" and compl	ash consideration,	
2.2h.1.c	Please describe the conside for the +securities	ration provided	
	Answer this question if your responsion "Other" and your response to Q2.20		
2.2h.1.d	Please provide an estimate value of the consideration preservity for the +securities	ovided per to be quoted	
	Answer this question if your respond "Other" and your response to Q2.2		

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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.	 □ To raise additional working capital □ To fund the retirement of debt □ To pay for the acquisition of an asset [provide details below] □ To pay for services rendered [provide details below] □ Other [provide details below] Additional details:
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".	
2.2i	*Have these +securities been offered under a +disclosure document or +PDS? Answer this question if your response to Q2.1 is "Other".	
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.	

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.	 □ The publication of a +disclosure document or +PDS for the +securities to be quoted □ The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f) □ The publication of a +disclosure document or +PDS involving the san class of securities as the +securities be quoted that meets the requirement of section 708A(11) or 1012DA(11) □ An applicable ASIC instrument or class order □ Not applicable – the entity has arrangements in place with the holder that ensure the securities cannot be sold within 12 months in a manner the would breach section 707(3) or 1012C(6) Note: Absent relief from ASIC, a listed entity can or issue a cleansing notice where trading in the relevate 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. 	ne to nts ass er on- nat
2.4	*The +securities to be quoted are: Tick whichever is applicable	 ✓ Additional +securities in a class that already quoted on ASX ("existing class") ☐ New +securities in a class that is not quoted on ASX ("new class") 	

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	tion	AIS: ordinary	fully paid
3A.2	*Number of +securities to be	quoted	3,552,592	
3A.3	Any other information the entity wishes to provide about the +securities to be quoted		conversion of P pursuant to an Notification of the was not made to oversight - plea	we been issued as a result of the Performance Rights issued employee incentive scheme. he issue of the Performance Rights to ASX as a result of inadvertent use see briefing paper submitted to on 15 September 2023
3A.4		edule for the new +securities according to the categories se cluding the number of recipients and the total percentage of recipients in each category.		
	Number of +securities held	Number of ho	lders	Total percentage of +securities held
	1 – 1,000			
	1,001 – 5,000			
	5,001 – 10,000			
	10,001 – 100,000			
	100,001 and over			
				Listings and ASX Debt Listings do not e securities to be quoted have already
	Note: if the securities to be quoted have not yet been issued, under listing rule 3.10.5, you will need to ASX a list of the 20 largest recipients of the new securities, and the number and percentage of the new received by each of those recipients, and a distribution schedule for the securities when they are issued.		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.

*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

Ordinary fully paid shares (AIS)

*Quoted +securities (total number of +securities quoted on ASX following the +quotation of the +securities the subject of this application)

*Output

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

*Output

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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		
	To be updated following ASX response to paper See note above			

Part 5 – Other Listing Rule requirements

The questions in this Part should only be answered if you are an ASX Listing (ASX Foreign Exempt Listings and ASX Debt Listings do not need to complete this Part) and your response to Q2.1 is:

- "Securities issued under a dividend/distribution plan";
- "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"; or
- "Other"

Note that 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", it is assumed that you will have provided the information referred to in this Part in the Appendix 3B.

Question No.	Question	Answer
5.1	*Are the +securities being issued under an exception in Listing Rule 7.2 and therefore the issue does not need any security holder approval under Listing Rule 7.1?	Yes
5.1a	Enter the number of the applicable exception in Listing Rule 7.2 Answer this question is your response to Q5.1 is "Yes" Note this should be a number between 1 and 17.	Listing Rule 7.2 (exception 9)

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5.1a.1	*Does the +dividend or distribution plan meet the requirement of listing rule 7.2 exception 4 that it does not impose a limit on participation?	
	Answer this question if your response to Q5.1 is "Yes" and your response to Q5.1a is "4".	
	Note: Exception 4 only applies where security holders are able to elect to receive all of their dividend or distribution as securities. For example, Exception 4 would not apply in the following circumstances: 1) The entity has specified a dollar limit on the level of participation e.g. security holders can only participate to a maximum value of \$x in respect of their entitlement, or 2) The entity has specified a maximum number of securities that can participate in the plan e.g. security holders can only receive securities in lieu of dividend payable for x number of securities.	
5.2	*Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?	
<i>5</i> 0-	Answer this question if the response to Q5.1 is "No".	
5.2a	*Date of meeting or proposed meeting to approve the issue under listing rule 7.1	
	Answer this question if the response to Q5.1 is "No" and the response to Q5.2 is "Yes".	
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?	
	Answer this question if the response to Q5.1 is "No" and the response to Q5.2 is "No".	
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?	
	Answer this question if the response to Q5.1 is "No", the response to Q5.2 is "No" and the response to Q5.2b is "Yes".	
	If the response to Q5.2b is "Yes", please complete and separately send by email to your ASX listings compliance adviser a work sheet in the form of Annexure B to Guidance Note 21 confirming the entity has the available capacity under listing rule 7.1 to issue that number of securities.	
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)?	
	Answer this question if the response to Q5.1 is "No" and the response to Q5.2 is "No".	

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5.2c.1	*How many +securities are being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?	
	Answer this question if the response to Q5.1 is "No", the response to Q5.2 is "No" and the response to Q5.2c is "Yes".	
	If the response to Q5.2c is "Yes", please complete and separately send by email to your ASX listings compliance adviser a work sheet in the form of Annexure C to Guidance Note 21 confirming the entity has the available capacity under listing rule 7.1A to issue that number of securities.	

Introduced 01/12/19; amended 31/01/20; 05/06/21

Attachment 1 (Aeris Appendix 2A – 22 September 2023)

Name of KMP	Name of registered holder	Number of options being exercised or other +convertible securities being converted
Willie Andrew Labuschagne	Willie Andrew Labuschagne	765,307
Robert Allan Brainsbury	Robert Allan Brainsbury	491,983
Kim Stacey Franks	Kim Stacey Franks	187,676
lan Kingsley Sheppard	Ian Kingsley Sheppard	546,648