



27 November 2023

ASX/MEDIA RELEASE

\$30 MILLION EQUITY RAISING

- **Fully underwritten \$30 million equity raising ('Equity Raising' or 'Offer') via a \$13.9 million institutional placement ('Placement') and a 1 for 4.73 pro-rata accelerated non-renounceable entitlement offer ('Entitlement Offer')**
- **Net proceeds from the Equity Raising to be used to provide general working capital and increased financial flexibility**
- **Aeris' largest shareholder, Washington H. Soul Pattinson (30.17%) is fully supportive of the Equity Raising and has committed up to \$12.3 million, potentially increasing its shareholding in the Company to up to 33.21%**
- **The Equity Raising is fully underwritten by Jefferies (Australia) Pty Ltd and Bell Potter Securities Limited**

Established Australian copper-gold producer and explorer, Aeris Resources Limited (ASX: AIS) (Aeris or the Company) is pleased to announce the launch of the Placement and Entitlement Offer to raise approximately \$30 million (before costs).

Aeris' Executive Chairman, Andre Labuschagne, said "Our focus for the rest of FY24 is to deliver on guidance at each of our three operating mines following the successful transition of Jaguar onto care and maintenance, and to progress our key growth opportunities in the portfolio: Stockman; Constellation; and Jaguar."

"The Mt Colin operation is performing ahead of plan year-to-date at an ore production level but tolling arrangements for treating the ore have recently resulted in a build-up of ore stocks, with over 110,000 tonnes stockpiled at the end of October, deferring receipt of revenue and stretching the working capital position of the business."

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“Whilst Mt Colin is forecast to continue producing strongly through to the end of FY24, the timing between future toll processing slots could result in ore stock build-ups again. So that we can maintain the momentum on our multiple growth projects through to the end of FY24 we believe that it is prudent to improve our working capital flexibility during this period with additional equity.”

Overview of the Equity Raising

The Equity Raising will be conducted through the Placement and Entitlement Offer, resulting in the issue of approximately 273.03 million new ordinary shares ('New Shares'), representing approximately 39.31% of the current issued capital of Aeris.

The Offer price of \$0.11 per New Share ('Offer Price') represents a:

- 21% discount to Theoretical Ex Rights Price ('TERP') of \$0.14 based on the last closing price on 24 November 2023¹
- 27% discount to the last closing price of \$0.15 on 24 November 2023

Each New Share will rank equally with existing fully paid ordinary shares of Aeris ('Shares'). Aeris will, upon their issue, seek quotation of the New Shares on the ASX.

Eligible shareholders are invited to subscribe for 1 New Share for every 4.73 existing Shares ('Entitlement') held as at 7:00pm (Sydney, Australia time zone) on 29 November 2023 under the Entitlement Offer.

Aeris' major shareholder, Washington H. Soul Pattinson and Company Limited ('WHSP'), is supportive of the Equity Raising and will take up its Entitlements as well as sub-underwrite the Retail component of the Entitlement Offer ('Sub-Underwriting'). The maximum commitment for WHSP is \$12.3 million and could increase its shareholding to 33.21%. It is also possible that, as a result of the Placement, WHSP's shareholding could fall below its current position of 30.17%. To address this, the Company and WHSP have entered into a conditional subscription agreement ('WHSP Agreement') to subscribe for shares in Aeris at the same Offer Price of \$0.11 per Share.

The issue of Shares to WHSP is subject to shareholder approval, and the number of shares that may be issued to WHSP must not exceed 54,535,097². There is also a mechanism to ensure that WHSP will not, having regard to its existing holding and any shares issued under WHSP Agreement, obtain a % holding in the Company that is more than it held prior to the Equity Raising (being 30.17%). The WHSP Agreement is subject to, and conditional on, Aeris shareholder approval, the completion of the

¹ TERP is the theoretical ex-rights price including the Institutional Placement shares. TERP is calculated by reference to Aeris' closing price of \$0.15 on 24 November 2023, being the last trading day prior to the announcement of the Equity Raising. TERP is a theoretical calculation only and the actual price at which AIS shares trade immediately after the ex-date of the Equity Raising will depend on many factors and may not be equal to TERP.

² the maximum number will be reduced by approximately 1,430 per 1,000 New Shares taken up by WHSP under the Sub-Underwriting.



Equity Raising and may be terminated by WHSP at any point prior to 7 days before the relevant general meeting at which shareholder approval will be sought.

Placement

The Placement will utilise Aeris' existing placement capacity, does not require the approval of Aeris' shareholders and will not carry any entitlement to participate in the Entitlement Offer. As the Entitlement Offer is fully underwritten, Aeris has applied for and has been granted a waiver from ASX Listing Rule 7.1 to permit Aeris to calculate the number of New Shares which it may issue under its existing placement capacity on the basis that the New Shares have been issued under the Entitlement Offer.

Institutional Entitlement Offer

Eligible institutional shareholders will be invited to participate in the institutional component of the Entitlement Offer ('Institutional Entitlement Offer'), which is being conducted on 27 November 2023.

Eligible institutional shareholders can choose to take up all, part or none of their Entitlement as part of the Institutional Entitlement Offer. Entitlements cannot be traded on the ASX or transferred.

New Shares that eligible institutional shareholders do not take up by the close of the Institutional Entitlement Offer, and New Shares that would otherwise have been offered to ineligible institutional shareholders, will be offered to new institutional investors and existing institutional shareholders through an institutional shortfall bookbuild to be conducted at the Offer Price concurrently with the Institutional Entitlement Offer.

Aeris' Shares will recommence trading on 29 November 2023 following completion of the Institutional Entitlement Offer.

Retail Entitlement Offer

Eligible retail shareholders in Australia and New Zealand will be invited to participate in the retail component of the Entitlement Offer ('Retail Entitlement Offer') at the same Offer Price and ratio as the Institutional Entitlement Offer. The Retail Entitlement Offer will open on 1 December 2023 and close at 14 December 2023.

Further details about the Retail Entitlement Offer will be set out in the retail offer booklet, which Aeris expects to lodge with the ASX on 1 December 2023.

Entitlements cannot be traded on the ASX or transferred. Eligible shareholders who do not take up their Entitlement under the Entitlement Offer in full or in part, may not receive any value in respect to those Entitlements not taken up.

Indicative Timetable

Event	Date
Trading Halt and Announcement of Equity Raising	27 November 2023
Placement bookbuild and Institutional Entitlement Offer opens	27 November 2023
Placement and Institutional Entitlement Offer closes	29 November 2023
Trading Halt lifted	29 November 2023
Announcement of completion of the Placement and Institutional Entitlement Offer. Trading resumes on an ex-entitlement basis	29 November 2023
Record Date for Entitlement Offer (7pm AEDT)	29 November 2023
Offer booklet access letter despatched to Eligible Retail Shareholders	1 December 2023
Retail Entitlement Offer opens	1 December 2023
Settlement of New Shares to be issued under the Placement and Institutional Entitlement Offer	1 December 2023
Allotment and Quotation of New Shares issued under the Placement and Institutional Entitlement Offer	1 December 2023
Closing date for acceptances under Retail Entitlement Offer (5pm AEDT)	14 December 2023
Announcement of results of Retail Entitlement Offer and notification of any shortfall	20 December 2023
Settlement of Retail Entitlement Offer	21 December 2023
Allotment and issue of New Shares under the Retail Entitlement Offer	21 December 2023
Commencement of trading and holding statements dispatched for Retail Entitlement Offer	21 December 2023



Additional Information

Further details on the Equity Raising are set out in the Investor Presentation also released to the ASX today. The Investor Presentation contains important information including disclaimers, key risks and foreign selling restrictions with respect to the Equity Raising.

Jefferies (Australia) Pty Ltd and Bell Potter Securities are acting as JLMs and Underwriters to the Entitlement Offer.

Conference Call

Investors are invited to join a conference call hosted by André Labuschagne (Executive Chairman) and Rob Brainsbury (CFO), today, 27 November 2023 at 10.30am (Sydney time).

To access the call please use the link below to register. Once registered, dial-in details will be provided.

Registration Link:

<https://sl.c-conf.com/diamondpass/10035382-45ki9f.html>

This announcement is authorised for lodgement by:

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ENDS

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About Aeris

Aeris Resources is a mid-tier base and precious metals producer. Its copper dominant portfolio comprises three operating assets, a mine on care and maintenance, a long-life development project and a highly prospective exploration portfolio.

Aeris has a strong pipeline of organic growth projects, an aggressive exploration program and continues to investigate strategic merger and acquisition opportunities. The Company's experienced board and management team bring significant corporate and technical expertise to a lean operating model. Aeris is committed to building strong partnerships with its key community, investment and workforce stakeholders.