



4 June 2020

Australian Securities Exchange
Level 40, Central Park
152-158 St George's Terrace
Perth WA 6000
Via electronic lodgement

Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)

This notice is given by Aeris Resources Limited ACN 147 131 977 (ASX:AIS) (**Aeris** or **the Company**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (the **Corporations Act**) as notionally modified by *Australian Securities and Investments Commission Corporations (Non-Traditional Rights Issues) Instrument 2016/84* (**ASIC Instrument 2016/84**).

Where applicable, references in this notice to sections of the Corporations Act are references to the Corporations Act as modified or amended by ASIC Instrument 2016/84.

Aeris has announced a fully-underwritten, pro-rata accelerated renounceable entitlement offer (**Entitlement Offer**) of 2.02 fully paid ordinary shares in Aeris (**New Shares**) for every 1 fully paid ordinary share held as at 7:00pm (Sydney time) on Tuesday, 9 June 2020 by Aeris shareholders with a registered address in Australia, New Zealand and certain other jurisdictions in which Aeris decides to extend the Entitlement Offer to raise A\$32,686,222.83 before costs of the Entitlement Offer.

In conjunction with the Entitlement Offer, the Company is conducting an institutional placement of New Shares to raise A\$7,330,128.18 (**Institutional Placement**).

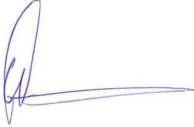
Aeris hereby confirms that in respect of the Entitlement Offer (as per the requirements of section 708AA(2)(f) of the Corporations Act):

- 1 the New Shares will be offered without disclosure under Part 6D.2 of the Corporations Act;
- 2 this notice is being given under section 708AA(2)(f) of the Corporations Act;
- 3 as at the date of this notice, Aeris has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to Aeris; and
 - (b) section 674 of the Corporations Act;
- 4 as at the date of this notice, there is no "excluded information" of the type referred to in sections 708AA(8) or 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7) of the Corporations Act; and

5 on completion of the issue of New Shares under the Entitlement Offer, it is expected that no shareholder will hold an interest of more than 20% of Aeris, and it is not otherwise expected to have any material effect or consequence on the control of Aeris.

The offer booklet setting out the terms of the Entitlement Offer is expected to be announced on Thursday 11 June 2020.

For and on behalf of the Board



Andre Labuschagne
Chairman
Aeris Resources Limited