### **Announcement Summary**

## **Entity name**

RESOLUTE MINING LIMITED

#### **Announcement Type**

New announcement

#### Date of this announcement

Tuesday January 21, 2020

## The Proposed issue is:

☑ An offer of securities under a securities purchase plan

☑ A placement or other type of issue

Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan

ASX +Security Code +Security Description

Maximum Number of +securities to be issued

## **Record Date**

Monday January 20, 2020

## **Closing Date**

Friday February 21, 2020

## **Issue Date**

Tuesday March 3, 2020

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +Security Code +Security Description

Maximum Number of +securities to be issued

### Proposed issue date

Thursday January 30, 2020

Refer to next page for full details of the announcement

## Part 1 - Entity and announcement details

#### 1.1 Name of +Entity

RESOLUTE MINING LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

## 1.2 Registered Number Type

**Registration Number** 

ACN

097088689

1.3 ASX issuer code

**RSG** 

1.4 The announcement is

☑ New announcement

#### 1.5 Date of this announcement

Tuesday January 21, 2020

#### 1.6 The Proposed issue is:

☑ An offer of securities under a securities purchase plan

☑ A placement or other type of issue

# Part 4 - Details of proposed offer under securities purchase plan

#### Part 4A - Conditions

4A.1 - Are any of the below approvals required for the offer of securities under a securities purchase plan issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity required to be given/met for the offer of securities under a securities purchase plan issue

☑ No

Part 4B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +Security Code and Description

**RSG: ORDINARY FULLY PAID** 

Will the proposed issue of this +security include an offer of attaching +securities? ☑ No

Details of +securities proposed to be issued

## **ASX +Security Code and Description**

**RSG: ORDINARY FULLY PAID** 

**Maximum Number of** +securities proposed to be issued

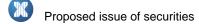
22,727,273

Minimum Number of +securities Maximum Number of proposed to be offered to each individual +security holder

+securities proposed to be offered to each individual +security holder

1,818

27,272



Minimum subscription \$
amount proposed to be offered
to each individual security
holder

Maximum subscription \$ amount proposed to be offered to each individual security holder

AUD 2,000 AUD 30,000

### Purpose of the issue

To repay all amounts outstanding under the US\$130 million Toro Gold bridge facility prior tot he due date for repayment of 31 January 2020.

Actual

#### Offer price details for retail security holders

Issue Currency Offer Price per +security Estimated or Actual?

AUD - Australian Dollar AUD 1.10000

Oversubscription & Scale back details

May a scale back be applied to this event? 

⊗ Yes

#### Provide the scale back details

At the discretion of the Company.

#### Part 4C - Timetable

## 4C.1 Announcement of Security Purchase Plan

Wednesday January 22, 2020

### 4C.2 Record Date

Monday January 20, 2020

#### 4C.3 Date on which offer documents will be made available to investors

Monday February 3, 2020

## 4C.4 Offer Open Date

Monday February 3, 2020

## 4C.5 Closing Date

Friday February 21, 2020

#### 4C.6 Announcement of results

Wednesday February 26, 2020

Proposed issue of securities

4C.7 Issue Date

Tuesday March 3, 2020

Part 4D - Li	sting Rule	requirements
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4D.1 Does the offer under the +securities purchase plan meet the requirements of listing rule 7.2 exception 5 that:

- the number of +securities to be issued is not greater than 30% of the number of fully paid +ordinary securities already on issue; and
- the issue price of the +securities is at least 80% of the +volume weighted average market price for +securities in that +class, calculated over the last 5 days on which sales in the +securities were recorded, either before the day on which the issue was announced or before the day on which the issue was made?

Yes

Part 4E - Lead Manager/Broker & Underwriter details

4E.1 Will there be a lead manager or broker to the proposed offer?  $\ensuremath{\mathfrak{C}}$  No

**4E.2** Is the proposed offer to be underwritten? 

⊗ No

4E.3 Will brokers who lodge acceptances on behalf of investors be paid a handling fee or commission?

4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

None.

☑ No

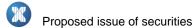
Part 4F - Further Information

4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful? 

⊗ No

4F.2 Countries in which the entity has security holders who will not be eligible to accept the proposed offer

Any jurisdiction other than Australia and New Zealand.



# 4F.3 URL on the entity's website where investors can download information about the proposed offer

www.rml.com.au/investors/asx-announcements/

# 4F.4 Any other information the entity wishes to provide about the proposed offer

Refer to ASX Announcements, including the investor presentation dated 21 January 2020.

#### Part 7 - Details of proposed placement or other issue

#### Part 7A - Conditions

7A.1 - Are any of the below approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity required to be given/met for the placement or other type of issue

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or	** Approval
+Security holder approval	Thursday February 27, 2020	actual?	received/condition met?
тоссон, тоссон арриста			

#### Comments

Shareholder approval required for 22,727,273 fully paid ordinary shares being issued RSG in tranche 2 of the placement.

#### Part 7B - Issue details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities? ☑ No

Details of +securities proposed to be issued

**ASX +Security Code and Description** 

**RSG: ORDINARY FULLY PAID** 

Maximum Number of +securities proposed to be issued

155,460,458



Proposed issue of securities

### Purpose of the issue

To repay all amounts outstanding under the US\$130 million Toro Gold bridge facility prior to the due date for repayment of 31 January 2020.

Actual

### Offer price details for retail security holders

Issue Currency Offer Price or consideration per Estimated or Actual?

+security

AUD - Australian Dollar AUD 1.10000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Oversubscription & Scale back details

May a scale back be applied to this event?

Yes

Provide the scale back details

At the Company's discretion.

Part 7C - Timetable

### 7C.1 Proposed issue date

Thursday January 30, 2020

Part 7D - Listing Rule requirements

7D.1 Are any of the +securities proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1? ☑ Yes

7D.1a How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

132,733,185

7D.2 Are any of the +securities proposed to be issued without security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)? 

⊗ No

7D.3 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?

7D.4 Will any of the +securities to be issued be +restricted securities for the purposes of the Listing Rules? 

☑ No

7D.5 Will any of the +securities t	o be issued be subject t	o +voluntary escrow?
™ No		

Part 7E -	Lead N	/lanager/	Broker	& Un	derwriter	details

# 7E.1 Will there be a lead manager or broker to the proposed issue? ⊗ Yes

## 7E.1a Who is the lead manager/broker?

Canaccord Genuity (Australia) Limited (Canaccord) and Joh. Berenberg, Gossler & Co. KG, London Branch

#### 7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

A management and selling fee of 1% of the Tranche 1 offer proceeds, being approximately \$1.46 million.

# 7E.2 Is the proposed issue to be underwritten? ✓ Yes

### 7E.2a Who are the underwriter(s)?

Canaccord

# 7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

\$146 million.

## 7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

An underwriting fee of 3% of the Tranche 1 offer proceeds, being approximately \$4.38 million.

## 7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

Refer to the investor presentation lodged on 21 January 2020.

# 7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue? ⊗ No

# 7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Nil.

#### Part 7F - Further Information

# 7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds? ⊗ No

### 7F.2 Any other information the entity wishes to provide about the proposed issue

Nil.