



## Announcement Summary

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**Entity name**

REGIS RESOURCES LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Wednesday August 12, 2020

**The Proposed issue is:**

A placement or other type of issue

**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
RRL	ORDINARY FULLY PAID	1,712,680

**Proposed +issue date**

Wednesday September 9, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

REGIS RESOURCES 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**

ABN

**Registration Number**

28009174761

**1.3 ASX issuer code**

RRL

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Wednesday August 12, 2020

**1.6 The Proposed issue is:**

A placement or other type of issue



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

## Part 7A - Conditions

**7A.1 - Are any of the following 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

 Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Wednesday September 9, 2020	<input checked="" type="checkbox"/> Estimated	No

**Comments**

The new RRL shares are being issued as consideration for the acquisition of certain assets from Stone Resources Ltd (SHK) as described in RRL's announcement of 12 August 2020. RRL shareholder approval is not required for the acquisition or for the issue of RRL shares. However, the acquisition itself is subject to the approval of SHK shareholders.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	Wednesday September 9, 2020	<input checked="" type="checkbox"/> Estimated	No

**Comments**

Ministerial and other consents to the transfer of clear and unencumbered title to the tenements under the Mining Act 1978 (WA).  
RRL entering into a deed agreeing to be bound by existing royalty arrangements related to the tenements.

## Part 7B - Issue details

**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**

RRL : ORDINARY FULLY PAID

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

1,712,680

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

RRL shares are being issued as consideration for the acquisition of the Ben Hur Gold Project, and other tenements as described in RRL's announcement of 12 August 2020.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

10,000,000.000000

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

Yes

Part 7C - Timetable

**7C.1 Proposed +issue date**

Wednesday September 9, 2020

Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

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

1,712,680

**7D.1c 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.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

#### Part 7E - Fees and expenses

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

No

**7E.2 Is the proposed issue to be underwritten?**

No

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

#### Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

Pay for the acquisition of an asset. The RRL shares will be issued as consideration for the acquisition of the Ben Hur Gold Project and other tenements from SHK as set out in the RRL ASX announcement on 12 August 2020

**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**

The number of shares quoted in 7B.2 is based on the 5 day volume weighted average price of RRL on ASX as at the date of this Appendix 3B and may change on the date of issue (which will be completion of the proposed acquisition)