



MALABAR RESOURCES LIMITED

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**9 June 2021**

## **Investor Announcement**

### **Retail Entitlement Offer to raise approximately \$2.8 million**

Dear Shareholder,

#### **Malabar Resources Limited pro rata non-renounceable Entitlement Offer**

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Malabar Resources Limited ACN 151 691 468 (**Malabar**) is undertaking a 1 for 10 pro rata non-renounceable issue of ordinary shares in Malabar (**New Shares**) at a price of \$1.00 per New Share (**Entitlement Offer**) to raise up to approximately \$2.8 million (before direct offer costs including fees paid to advisers and to providers of specific services to cover share registry, printing and postage costs).

Malabar successfully completed a placement to wholesale and sophisticated investors on Wednesday, 28 April 2021, raising approximately \$25 million (**Institutional Offer**). The Institutional Offer was oversubscribed, being supported by existing shareholders of Malabar and a number of new investors joining Malabar's share register.

The proceeds from the Institutional Offer and Entitlement Offer will be used to finalise key construction contracts, debt and other finance-related documentation, payment of transaction costs of the Entitlement Offer, and working capital and capital expenditure.

#### **Terms of the Entitlement Offer**

The offer price of the Entitlement Offer will be \$1.00 per New Share (**Offer Price**).

Under the Entitlement Offer, eligible shareholders will be able to subscribe for 1 New Share for every 10 existing fully paid ordinary shares in Malabar held at 7.00pm (Sydney time) on 18 June 2021 (**Record Date**) at the Offer Price (**Entitlements**).

Together with each New Share acquired under the Entitlement Offer, Eligible shareholders of Malabar will also receive three (3) options to acquire fully paid ordinary shares in Malabar (**New Options**). Each New Option will entitle the holder to subscribe for one fully paid ordinary share in Malabar at an exercise price of \$1.25 per option.

Fractional Entitlements will be rounded up to the nearest whole number of New Shares.

Eligible shareholders of Malabar may also apply for additional New Shares in excess of their Entitlement at the same price as under the Entitlement Offer (**Oversubscription Facility**). Additional New Shares will only be available under the Oversubscription Facility where there is a shortfall between applications for New Shares received from eligible shareholders of Malabar and the number of New Shares proposed to be issued under the Entitlement Offer. There is no guarantee that applicants under this Oversubscription Facility will receive all or any of the New Shares that they

apply for under the Oversubscription Facility. Similarly, three New Options will be issued with each Additional New Share.

The Entitlement Offer is non-renounceable. Accordingly, Entitlements cannot be transferred or otherwise disposed of.

### **Eligibility of shareholders to participate in the Entitlement Offer**

The Entitlement Offer is only available to eligible shareholders of Malabar. Malabar has determined that it would be unreasonable to make offers to shareholders of Malabar in all countries in connection with the Entitlement Offer. A person is eligible to participate in the Entitlement Offer as an eligible shareholder of Malabar where the person is a registered holder of fully paid ordinary shares in Malabar as at 7.00pm (Sydney time) on the Record Date who:

- (a) has a registered addresses in Australia;
- (b) is not in the United States or otherwise acting for the account or benefit of a person in the United States;
- (c) is not a shareholder who participated in the Institutional Offer; and
- (d) is a shareholder that Malabar has otherwise determined is eligible to participate.

Eligible shareholders will be sent, on or around 23 June 2021, a Prospectus including a personalised entitlement and acceptance form which will provide further details of how to participate in the Entitlement Offer. A copy of the Prospectus was lodged with the Australian Securities and Investments Commission (ASIC) today.

Those shareholders who Malabar determines to be ineligible shareholders will be notified as such.

### **Proposed timeline\***

Malabar expects the Entitlement Offer will be conducted according to the following timetable:

<b>Event</b>	<b>Date*</b>
Prospectus lodged with ASIC	Wednesday, 9 June 2021
ASIC exposure period ends <i>(noting that ASIC may extend the exposure period for up to a further seven days)</i>	Wednesday, 16 June 2021
Record Date for Entitlement Offer <i>(as at 7.00pm (Sydney time))</i>	Friday, 18 June 2021
Prospectus posted to shareholders	Wednesday, 23 June 2021
Entitlement Offer opening date	Wednesday, 23 June 2021
Entitlement Offer closing date <i>(acceptances due by 5.00pm Sydney time)</i>	Wednesday, 7 July 2021
Allotment and issue of New Shares and New Options	Monday 12, July 2021
Release of funds to Malabar	Monday, 12 July 2021
Despatch of share certificates and option certificates to Shareholders	Wednesday, 14 July 2021

*\*This timetable is indicative only and is subject to change.*

**Further information**

If you have any queries, please call Malabar on +61 2 8036 0785 at any time from 8:30am to 5:00pm (Sydney time) Monday to Friday during the Entitlement Offer period, or alternatively, consult your stockbroker, solicitor, accountant or other professional financial adviser.

On behalf of the board of directors of Malabar, I thank you for your continued support of Malabar.

Yours sincerely



**Wayne Seabrook**  
Non-Executive Chairman  
Malabar Resources Limited

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**Important information**

This letter does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration of the US Securities Act and applicable US state securities laws.

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