



## Announcement Summary

**Entity name**

TMK ENERGY LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

2/5/2023

**The Proposed issue is:**

- A non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)
- A placement or other type of issue

**Total number of +securities proposed to be issued for a non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Options expiring 30 April 2026 with an exercise price of \$0.025	262052867

**Closing date for receipt of acceptances**

3/5/2023

**Proposed +issue date**

4/5/2023

**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
New class-code to be confirmed	Unlisted Employee and Director Incentive Options	25,000,000

**Proposed +issue date**

1/6/2023

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**

TMK ENERGY 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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ACN

**Registration Number**

127735442

**1.3 ASX issuer code**

TMK

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

2/5/2023

**1.6 The Proposed issue is:**

A non-+pro rata offer of +securities under a +disclosure document or +PDS

A placement or other type of issue



Part 5 - Details of proposed non-pro rata offer under a disclosure document or PDS

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Part 5A - Conditions

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**5A.1 Do any external approvals need to be obtained or other conditions satisfied before the non-pro rata offer of +securities under a +disclosure document or + PDS can proceed on an unconditional basis?**

No

Part 5B - Offer details

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**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)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

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**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Options expiring 30 April 2026 with an exercise price of \$0.025

**+Security type**

Options

**The number of +securities to be offered under the +disclosure document or +PDS**

262,052,867

**Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?**

No



**Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?**

No

**Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?**

No

#### Offer price details

**Has the offer price been determined?**

No

**How and when will the offer price be determined?**

Nil offer price. Placement Options are issued as 1 for 2 free attaching options pursuant to a placement and Broker Options issued as consideration for services provided by Joint Lead Managers to the placement.

**Will the offer price be determined by way of a bookbuild?**

No

#### Oversubscription & Scale back details

**Will the entity be entitled to accept over-subscriptions?**

No

**Will a scale back be applied if the offer is over-subscribed?**

No

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

#### Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0250	30/4/2026

**Details of the type of +security that will be issued if the option is exercised**

TMK : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

One fully paid ordinary share (ASX:TMK)

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

<https://tmkenegy.com.au/wp-content/uploads/2023/05/02660490.pdf>



Part 5C - Timetable

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**5C.1 Lodgement date of +disclosure document or +PDS with ASIC**

28/4/2023

**5C.2 Date when +disclosure document or +PDS and acceptance forms will be made available to investors**

1/5/2023

**5C.3 Offer open date**

1/5/2023

**5C.4 Closing date for receipt of acceptances**

3/5/2023

**5C.6 Proposed +issue date**

4/5/2023

Part 5D - Listing Rule requirements

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**5D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**5D.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?**

No

**5D.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

**5D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

Yes

Part 5E - Fees and expenses

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**5E.1 Will there be a lead manager or broker to the proposed offer?**

No

**5E.2 Is the proposed offer to be underwritten?**

No



**5E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

**5E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

The total expenses of the Offer are estimated to be \$32,816

Part 5F - Further Information

**5F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

No funds will be raised from the proposed issue as the Options are being issued for nil consideration.

**5F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

No

**5F.2 Please explain the entity's allocation policy for the offer, including whether or not acceptances from existing +security holders will be given priority**

The Company announced on 20 April 2023 that it had received binding commitments from existing sophisticated and institutional investors, including members of the Board (Investors) for a placement of 393,079,300 Shares at an issue price of \$0.0145 per Share to raise approximately \$5.7 million (Placement). In the same announcement, the Company advised that the Investors would be entitled to apply for one (1) Placement Option for every (2) Shares subscribed for by Investors under the Placement.

The Prospectus also includes an offer 65,513,217 Broker Options to the Joint Lead Managers to the Placement.

**5F.3 URL on the entity's website where investors can download the +disclosure document or +PDS**

<https://tmkenegy.com.au/wp-content/uploads/2023/05/02660490.pdf>

**5F.4 Any other information the entity wishes to provide about the proposed offer**

This Appendix 3B as it relates to the 262,052,867 options replaces the Appendix 3B lodged on 20 April 2023, which was lodged prior to the PDS being available.



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

## Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	31/5/2023	<input checked="" type="checkbox"/> Actual	

Comments

## 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)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

No

**ASX +security code**

New class-code to be confirmed

**+Security description**

Unlisted Employee and Director Incentive Options

**+Security type**

Options



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

25,000,000

**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**

In consideration of Director services provided to the Company

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

240,000.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

Options details

<b>+Security currency</b>	<b>Exercise price</b>	<b>Expiry date</b>
AUD - Australian Dollar	AUD 0.0250	30/4/2026

**Details of the type of +security that will be issued if the option is exercised**

TMK : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

One fully paid ordinary share (ASX:TMK)

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

Refer to Notice of Meeting lodged on 1 May 2023.

Part 7C - Timetable

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

1/6/2023





Part 7D - Listing Rule requirements

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

Yes

**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

31/5/2023

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

Yes

**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**

None

Part 7F - Further Information

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

Incentive options to Directors as part of their remuneration package.

**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**



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