Announcement Summary

Entity name

GREEN CRITICAL MINERALS LIMITED

Announcement Type

New announcement

Date of this announcement

16/8/2023

The Proposed issue is:

An offer of securities under a securities purchase plan

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
New class-code to be confirmed	Unlisted options - exercise price 2.8 cents, expiry 12/10/2025	125,000,000
GCM	ORDINARY FULLY PAID	250,000,000

+Record date

15/8/2023

Offer closing date

4/9/2023

+Issue date

11/9/2023

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

GREEN CRITICAL MINERALS 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	**Registration Number**
ABN	12118788846

1.3 ASX issuer code

GCM

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

16/8/2023

1.6 The Proposed issue is:

☑ An offer of +securities under a +securities purchase plan

Part 4 - Details of proposed offer under securities purchase plan

Part 4A - Conditions

4A.1 Do any external approvals need to be obtained or other conditions satisfied before the offer of +securities under the +securities purchase plan issue can proceed on an unconditional basis?
☑ 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

GCM : ORDINARY FULLY PAID

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

Details of +securities proposed to be issued

ASX +security code and description

GCM : ORDINARY FULLY PAID

Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted

250,000,000

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 the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum 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)?
Yes

Is the minimum acceptance unit based or dollar based?
Dollar based ($)

Please enter the minimum acceptance value

$ 2,000

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

Is the maximum acceptance unit based or dollar based?
Dollar based ($)

Please enter the maximum acceptance value

$ 30,000

Describe all the applicable parcels available for this offer in number of securities or dollar value

$2,000, $5,000, $10,000, $15,000, $20,000, $25,000 and $30,000

Offer price details

Has the offer price been determined?
Yes

In what currency will the offer be made?
AUD - Australian Dollar

What is the offer price per +security?
AUD 0.01000

Oversubscription & Scale back details

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

Describe the scale back arrangements

Sole discretion of Green Critical Minerals Ltd Board

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

Attaching +Security

The proposed attaching security can only be of an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)
New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +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 options - exercise price 2.8 cents, expiry 12/10/2025

+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

The quantity of attaching +securities to be issued

1

For a given quantity of the new +securities issued

2

What will be done with fractional entitlements?

Fractions rounded down to the nearest whole number or fractions disregarded

Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted

125,000,000

Offer price details

Has the offer price been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 0.00000

Please confirm whether the offer of the attaching +securities is a separate offer to the offer pursuant to the +security purchase plan

No

Please confirm whether the attaching +securities are being offered under a +disclosure document or +PDS

Yes

Oversubscription & Scale back details

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

Yes

Describe the scale back arrangements

Sole discretion of Green Critical Minerals Ltd Board

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

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.0280

Expiry date

12/10/2025

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

GCM : ORDINARY FULLY PAID

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

125,000,000 GCM shares

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.

Part 4C - Timetable

4C.1 Date of announcement of +security purchase plan

16/8/2023

4C.2 +Record date

15/8/2023

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

21/8/2023

4C.4 Offer open date

21/8/2023

4C.5 Offer closing date

4/9/2023

4C.7 +Issue date and last day for entity to announce results of +security purchase plan offer

11/9/2023

Part 4D - Listing Rule requirements

4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?

Yes

Part 4E - Fees and expenses

4E.1 Will there be a lead manager or broker to the proposed offer?

No

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

No

4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?
☑ No

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

Placement of any shortfall shares will be paid a 6% fee

Part 4F - Further Information

4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Funds will be used for the ongoing metallurgical testwork and development of the McIntosh Graphite Project and exploration across North Barkly, Boulia, Glencoe and Torrington Projects.

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

Canada, Hong Kong, Papua New Guinea, Qatar, Singapore and Thailand

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

https://gcminerals.com.au/investors/asx-announcements/

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