ASX ANNOUNCEMENT

12 May 2023

Not for release to US wire services or distribution in the United States

SHARE PURCHASE PLAN OPENS

Hamelin Gold Limited (ASX: HMG) (**HMG** or the **Company**) announced on Friday, 5 May 2023 that it would be undertaking a share purchase plan (**SPP Offer**). The SPP Offer is now open to eligible HMG shareholders to apply for up to A$30,000 worth of additional fully paid ordinary shares (**New Shares**) at an issue price of $0.10 (**Offer Price**) per New Share without incurring brokerage or other transaction costs. HMG is seeking to raise up to A$1.0 million (before costs) under the SPP Offer.[1] The SPP Offer is not underwritten.

The Offer Price of New Shares offered under the SPP Offer is the same as the issue price of fully paid ordinary shares in the Company (**Shares**) offered under the terms of the Company's A$3.75 million placement announced on Friday, 5 May 2023 (**Placement**).

The Offer Price represents a premium of 4.2% to HMG's closing Share price on the ASX on Wednesday, 3 May 2023 (being the last day on which HMG Shares traded before the SPP Offer was announced) and a 5.1% discount to the volume weighted average price over the last five days on which HMG Shares traded immediately prior to announcement of the SPP Offer.

Participation in the SPP Offer is voluntary. New Shares will rank equally with existing Shares on issue from their date of allotment.

The SPP Offer is available to all HMG shareholders (**Shareholders**) with a registered address in Australia (and its external territories) or New Zealand as at the record date of 5:00pm (AWST) on Thursday, 4 May 2023, unless:

- they hold Shares on behalf of another person who resides outside Australia (and its external territories) or New Zealand; or
- they are, or are acting for the account or benefit of, a person in the United States,

(**Eligible Shareholders**).

Certain Eligible Shareholders who are custodians holding Shares on behalf of certain beneficiaries are also invited to participate in the SPP Offer on the terms and conditions set out in the SPP Offer booklet.

The SPP Offer is subject to the terms and conditions set out in a communication to Eligible Shareholders, which is being sent to Eligible Shareholders today and the SPP Offer booklet, which is available for Eligible Shareholders to view at **https://investor.automic.com.au/#/home**.

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1 If applications under the SPP Offer exceed A$1.0 million, HMG may close the SPP Offer early and/or undertake a scale back of applications for New Shares in accordance with the scale back policy that is set out in the SPP Offer booklet.

Hamelin Gold Limited (ABN 15 650 439 580)

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A copy of the communication to Eligible Shareholders and the SPP Offer booklet was lodged with the ASX today. If you are unable to access the website, please call the Company's share registry from 8:30am to 5:00pm (AEST) Monday to Friday on 1300 288 664 (callers within Australia) or +61 2 9698 5414 (callers outside Australia).

Eligible Shareholders are encouraged to read the SPP Offer booklet carefully, and if in any doubt about whether or not to apply for New Shares under the SPP Offer, to consult with a financial or other professional adviser.

Eligible Shareholders with questions in relation to how to participate in the SPP Offer should contact the Company's share registry using the details above.

Key Dates

Event	Date
Record Date	5.00pm (AWST) on Thursday, 4 May 2023
Announcement date	Friday, 5 May 2023
Despatch of SPP Offer booklet to Eligible Shareholders	Friday, 12 May 2023
SPP Offer opens	Friday, 12 May 2023
SPP Offer closes	5.00pm (AWST) on Monday, 5 June 2023
Announcement of SPP Offer results	Wednesday, 7June 2023
Allotment date	Friday, 9 June 2023
Commencement of trading of New Shares	Monday, 12 June 2023

Note: This timetable is indicative only and subject to change. HMG reserves the right to alter the above dates at any time, including amending the period for the SPP Offer or accepting late applications, either generally or in particular cases, at its discretion and without notice to you, subject to the ASX Listing Rules, the *Corporations Act 2001* (Cth) and any other applicable rules. The commencement of trading and quotation of New Shares is subject to ASX confirmation.

Junior Mineral Exploration Incentive (JMEI)

The Company advises that Eligible Shareholders receiving shares pursuant to the SPP Offer may be eligible to receive JMEI exploration tax credits in respect of their investment in the Company. For further details in respect of JMEI exploration tax credits, including eligibility, please refer to the terms and conditions of the SPP Offer booklet.

- ENDS -

This ASX announcement has been authorised for release by the Board of Hamelin Gold Limited.

For further information contact:
Dan Travers
Company Secretary
P: +61 8 9316 9100

Disclaimer

An investment in HMG Shares is subject to investment and other known and unknown risks, some of which are beyond the control of HMG, including possible loss of income and capital invested. HMG does not guarantee any particular rate of return or the performance of HMG nor does it guarantee the repayment of capital from HMG or any particular tax treatment. Past performance should not be relied upon as (and is not) an indication of future performance.

This document is not an offer or an invitation to acquire HMG Shares or any other financial products and is not a prospectus, product disclosure statement or other offering document under Australian law or any other law. It is for information purposes only.

Participation in the SPP Offer is not being offered, directly or indirectly, to any person in the United States or to any person acting for the account or benefit of a person in the United States. This document and any related offering documents must not be mailed or otherwise transmitted or distributed in the United States or any other country outside Australia (and its external territories) and New Zealand. The New Shares have not been, and will not be, registered under the US Securities Act of 1933 (as amended) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act 1933 (as amended) and applicable US state securities laws.

This document has been prepared to comply with the requirements of the laws of Australia. This document does not constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation. No action has been taken to register the New Shares or otherwise permit an offering of New Shares in any jurisdiction outside of Australia except to the extent permitted below.

The New Shares are not being offered or sold to the public within New Zealand other than to existing shareholders of HMG with registered addresses in New Zealand and to whom the offer of New Shares is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021 (New Zealand).

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (New Zealand). This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

This document is not financial advice or a recommendation to acquire HMG Shares and has been prepared without taking into account the objectives, financial situation or needs of individuals. Before making an investment decision prospective, investors should consider the appropriateness of the information having regard to their own objectives, financial situation and needs and seek such legal, financial and/or taxation advice as they deem necessary or appropriate to their jurisdiction. HMG is not licensed to provide financial product advice in respect of HMG Shares. Cooling off rights do not apply to the acquisition of HMG Shares.