

Announcement Summary

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**Entity name**

STRANDLINE RESOURCES LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Monday March 29, 2021

**The Proposed issue is:** An accelerated offer A placement or other type of issue**Total number of +securities proposed to be issued for an accelerated offer**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
STA	ORDINARY FULLY PAID	402,227,352

**Trading resumes on an ex-entitlement basis (ex date)**

Wednesday March 31, 2021

**+Record date**

Wednesday March 31, 2021

**Offer closing date for retail +security holders**

Tuesday April 20, 2021

**Issue date for retail +security holders**

Tuesday April 27, 2021

**Total number of +securities proposed to be issued for a placement or other type of issue**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
STA	ORDINARY FULLY PAID	191,057,991

**Proposed +issue date**

Monday April 12, 2021



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**

STRANDLINE 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**

32090603642

**1.3 ASX issuer code**

STA

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Monday March 29, 2021

**1.6 The Proposed issue is:**

An accelerated offer

A placement or other type of issue

**1.6b The proposed accelerated offer is**

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

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Part 3A - Conditions

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**3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?**

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

No

Part 3B - Offer details

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**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**

STA : ORDINARY FULLY PAID

**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

**If the entity has quoted company options, do the terms entitle option holders to participate on exercise?**

No

Details of +securities proposed to be issued

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**ASX +security code and description**

STA : ORDINARY FULLY PAID

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

**ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities are non CDIs)**

**Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)**

**Has the offer ratio been determined?**

Yes



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<b>The quantity of additional +securities to be issued</b>	<b>For a given quantity of +securities held</b>
10	13

<b>What will be done with fractional entitlements?</b>	<b>Maximum number of +securities proposed to be issued (subject to rounding)</b>
Fractions rounded up to the next whole number	402,227,352

#### Offer price details for retail security holders

**Has the offer price for the retail offer been determined?**

Yes

<b>In what currency will the offer be made?</b>	<b>What is the offer price per +security for the retail offer?</b>
AUD - Australian Dollar	AUD 0.20500

#### Offer price details for institutional security holders

**Has the offer price for the institutional offer been determined?**

Yes

<b>In what currency will the offer be made?</b>	<b>What is the offer price per +security for the institutional offer?</b>
AUD - Australian Dollar	AUD 0.20500

#### Oversubscription & Scale back details

**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

**Describe the limits on over-subscription**

Eligible retail shareholders who take up their entitlement in full can also apply for additional shares in excess of their entitlement up to a maximum of 50% of their entitlement under a 'top-up' facility. An Offer booklet in respect to the Retail Entitlement Offer is expected to be lodged on the ASX and mailed to eligible retail shareholders on 7 April 2021.

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

Yes

**Describe the scale back arrangements**

If eligible shareholders apply for more additional new shares than available in the entitlement offer, Strandline will scale back applications for additional new shares in its absolute discretion. Without limiting its discretion, Strandline may have regard to the pro rata entitlement of eligible retail shareholders who apply for additional new shares

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

Yes



Part 3D - Timetable

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**3D.1a First day of trading halt**

Monday March 29, 2021

**3D.1b Announcement date of accelerated offer**

Monday March 29, 2021

**3D.2 Trading resumes on an ex-entitlement basis (ex date)**

Wednesday March 31, 2021

**3D.5 Date offer will be made to eligible institutional +security holders**

Monday March 29, 2021

**3D.6 Application closing date for institutional +security holders**

Tuesday March 30, 2021

**3D.8 Announcement of results of institutional offer**

**(The announcement should be made before the resumption of trading following the trading halt)**

Wednesday March 31, 2021

**3D.9 +Record date**

Wednesday March 31, 2021

**3D.10a Settlement date of new +securities issued under institutional entitlement offer**

Friday April 9, 2021

**3D.10b +Issue date for institutional +security holders**

Monday April 12, 2021

**3D.10c Normal trading of new +securities issued under institutional entitlement offer**

Monday April 12, 2021

**3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue**

Wednesday April 7, 2021

**3D.12 Offer closing date for retail +security holders**

Tuesday April 20, 2021

**3D.13 Last day to extend retail offer close date**

Thursday April 15, 2021



**3D.16 Entity announces results of retail offer, including the number and percentage of +securities taken up by existing retail +security holders.**

Friday April 23, 2021

**3D.19 +Issue date for retail +security holders**

Tuesday April 27, 2021

Part 3E - Fees and expenses

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**3E.1 Will there be a lead manager or broker to the proposed offer?**

Yes

**3E.1a Who is the lead manager/broker?**

Strandline has entered into an Underwriting Agreement with Shaw and Partners Limited and Morgans Corporate Limited, who have agreed to joint lead manage and fully underwrite the Entitlement Offer and the Placement

**3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

The Underwriters will receive a management and selling fee of 1% (excluding GST) of the proceeds raised under the Placement and Institutional Entitlement Offer (Institutional Offer Proceeds). In addition, the JLMs will receive a management and selling fee of 1%.

**3E.2 Is the proposed offer to be underwritten?**

Yes

**3E.2a Who are the underwriter(s)?**

Shaw and Partners Limited and Morgans Corporate Limited

**3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?**

Fully Underwritten

**3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?**

An underwriting fee of: (i) 4% (excluding GST) of the sum of Institutional Offer Proceeds less the amount committed by certain investors; and (ii) 1% (excluding GST) of the amount committed by certain investors. In addition, the JLMs will receive an underwriting fee of 4% (excluding GST) of the Retail Entitlement Offer proceeds.

**3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated**

See summary of the Underwriting Agreement in Appendix G of Strandline's investor presentation dated 29 March 2021. This includes a summary of the significant events that could lead to the Underwriting Agreement being terminated.

**3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?**

No

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

No



**3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Standard share registry, legal, and ASX administrative fees

Part 3F - Further Information

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**3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

Funds from the equity raising will complete financing of the Coburn Mineral Sands Project, allowing Strandline to reach a final investment decision next month to commence development.

**3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?**

No

**3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?**

No

**3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue**

Vanuatu, China, Malaysia, Saudi Arabia, Tanzania, Greece, Canada

**3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities**

No

**3F.6 URL on the entity's website where investors can download information about the proposed issue**

[www.strandline.com.au](http://www.strandline.com.au)

**3F.7 Any other information the entity wishes to provide about the proposed issue**

None

**3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?**

No





Part 7 - Details of proposed placement or other issue

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Part 7A - Conditions

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**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**

No

Part 7B - Issue 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)?**

Existing 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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**ASX +security code and description**

STA : ORDINARY FULLY PAID

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

191,057,991

**Offer price details**

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

Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 0.20500

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

Yes



Part 7C - Timetable

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

Monday April 12, 2021

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?**

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?**

138,768,436 new shares. Strandline has obtained a waiver from ASX Listing Rule 7.1 permitting Strandline to calculate the number of shares which may issue without shareholder approval pursuant to the placement on the basis that variable "A" of the formula in ASX Listing Rule 7.1 is deemed to include the number of fully paid ordinary shares in the entity that may be issued under the Entitlement Offer. As a result, Strandline's placement capacity under ASX Listing Rule 7.1 will be calculated by reference to the number of Strandline's fully paid ordinary shares following completion of the Entitlement Offer.

**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)?**

Yes

**7D.1c ( i ) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?**

52,289,555 new shares

**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?**

Yes

**7E.1a Who is the lead manager/broker?**

Shaw and Partners Limited and Morgans Corporate Limited are Joint Lead Managers, Bookrunners and Underwriters to the Offer.

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

Refer to Section 3E.1b

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

Yes

**7E.2a Who are the underwriter(s)?**

Shaw and Partners Limited and Morgans Corporate Limited are Joint Lead Managers, Bookrunners and Underwriters to the Entitlement Offer.

**7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?**

Fully Underwritten

**7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?**

Refer to Section 3E.2c

**7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.**

See summary of Underwriting Agreement in Appendix G of Strandline's investor presentation dated 29 March 2021. This includes a summary of the significant events that could lead to the underwriting agreement being terminated.

**7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?**

No

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

Standard share registry, legal and ASX administrative fees.

Part 7F - Further Information

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

Funds from the equity raising will complete financing of the Coburn Mineral Sands Project, allowing Strandline to reach a final investment decision next month to commence development

**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**

None