

7 April 2020

## **Board Restructure and Executive Appointment**

Metalsearch Limited (“MSE” the “Company”) is pleased to announce the following Board changes and Executive appointment.

### **Board Changes**

Mr Robert Downey has resigned as Chairman of the Company and he will assume the role of non-executive director. Mr Keong Chan will assume the role of Chairman of the Company effective immediately.

Mr Jeremy Read has resigned as a director of the Company. The Company thanks Mr Read for his service to the Company and his technical oversight of the Company’s mineral assets.

### **Appointment of Chief Operating Officer (COO)**

The Company is pleased to announce the appointment of experienced senior commercial banking executive, Mr Peter Zardo, to head up the commercialisation and operations for the Company as new Chief Operating Officer.

Mr. Zardo has been a high performing corporate banking director, with the Westpac Group for over 16 years. Peter has directly managed medium to large scale commercial enterprise, providing coal-face strategic guidance and business advice as a key component of his role. Mr. Zardo recently completed Westpac’s Emerging Leader Program and was a recipient of the St.George Bank MD Scholarship travelling to the USA and Canada to gain insights on business strategy from global brands such as Apple, Nike and IBM.

Pursuant to the terms of Mr Zardo’s employment agreement, Mr Zardo will be issued the following service and performance incentive securities:

- A. the issue of 20,000,000 unlisted sign on options with an exercise price of \$0.015 cents and an expiry date of four years from the commencement date of the employment. The options will not vest until the 12 month anniversary of the Commencement Date; and
- B. five tranches of performance rights (Class A, B, C, D and E) of 10,000,000 performance rights each, with each tranche having the following performance hurdles:
  - (i) Class A - On the Pilot Plant Completion Date (as that term is defined in the Licence Agreement).

- (ii) Class B - Upon completion and sign off by a competent person of a pre-feasibility study (as that phrase is defined in the JORC Code 2012) of the Abercorn Project;
- (iii) Class C – upon the first to occur of either:
  - (a) execution and completion of a sub-licensing agreement under clause 4.2 of the Licence Agreement between Metalsearch and UQ and pursuant to which Metalsearch has commenced receiving royalty payments from the sub-licensor arising from commercial production of synthetic zeolites; or
  - (b) execution and completion of an unconditional offtake agreement pursuant to which the third party agrees to take or pay a minimum of 1,000,000 tonnes of kaolin (on a dry metric tonne basis) per annum for a minimum period of five years.
- (iv) Class D - Upon the commencement of commercial production of either alum or HPA from the proprietary HPA processing patents owned and developed by Metalsearch; and
- (v) Class E - Upon commencement of commercial production of synthetic zeolite (as that phrase is defined in the Licence Agreement).

This Announcement has been approved by the Board.

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For further information please contact:

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