



Announcement Summary

Entity name

HORSESHOE METALS LIMITED

Announcement Type

New announcement

Date of this announcement

24/11/2021

The Proposed issue is:

A standard pro rata issue (including non-renounceable or renounceable)

Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)

ASX +security code	+Security description	Maximum Number of +securities to be issued
HOR	ORDINARY FULLY PAID	109,098,581

Ex date

2/12/2021

+Record date

3/12/2021

Offer closing date

16/12/2021

Issue date

21/12/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

HORSESHOE METALS 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

123133166

1.3 ASX issuer code

HOR

1.4 The announcement is

New announcement

1.5 Date of this announcement

24/11/2021

1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

1.6a The proposed standard +pro rata issue is:

+ Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

No

Part 3B - 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

HOR : 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

ASX +security code and description

HOR : 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 a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

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

The quantity of additional +securities to be issued

1

For a given quantity of +securities held

4



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

109,098,581

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.02000

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

Any Shortfall will be placed at the discretion of Directors.

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

Yes

Describe the scale back arrangements

In relation to an application for shares under the Shortfall, the Company reserves the right to issue to an applicant a lesser number of Shares than the number applied for, reject an Application, or not proceed with the issuing of the Shares or part thereof. If the number of Shares issued is less than the number applied for, surplus application monies will be refunded in full. Any scale back of Shares will be at the discretion of the Directors.

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

Yes

Part 3C - Timetable

3C.1 +Record date

3/12/2021



3C.2 Ex date

2/12/2021

3C.4 Record date

3/12/2021

3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

7/12/2021

3C.6 Offer closing date

16/12/2021

3C.7 Last day to extend the offer closing date

13/12/2021

3C.9 Trading in new +securities commences on a deferred settlement basis

17/12/2021

3C.11 +Issue date and last day for entity to announce results of +pro rata issue

21/12/2021

3C.12 Date trading starts on a normal T+2 basis

22/12/2021

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

24/12/2021

Part 3E - Fees and expenses

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

Yes

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

Merchant Capital Partners Pty Ltd

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

The Company has agreed that in consideration for the provision of Merchant's services as Lead Manager in respect of the Company's capital raising (as set out in the Notice of Meeting) the Company will:

- (a) pay Merchant a management and placement fee of 6% of the total amount raised;
- (b) pay Merchant a settlement fee of \$10,000 (exclusive of GST); and
- (c) subject to Shareholder approval, issue to Merchant (or its nominee) 10,000,000 Lead Manager Options with an exercise price of \$0.03 per Option and expiring three (3) years from the date of issue.

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

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

The Company will pay fees and costs as described in the prospectus to be sent to eligible holders. This will include professional advisers' fees such as legal fees, and fees to the Independent Geologist and Investigating Accountant.

Part 3F - Further Information

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

Funds raised from the offer will be used to pay the costs of the offer, fund project expenditure, project compliance and maintenance, repayment of trade payables, and for general administration fees and working capital.

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

The offer will be made to eligible holders in Australia and New Zealand.

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

<https://horseshoemetals.com.au/asx-announcements/>

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

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)?

Yes

3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a +disclosure document or +PDS involving the same class of securities as the +securities proposed to be issued that meets the requirements of section 708A(11) or 1012DA(11)