

ASX ANNOUNCEMENT

19 January 2023

## Supplementary Announcement in relation to the BHP Xplor Program

Impact Minerals Limited (ASX:IPT) is pleased to provide additional details in relation to its ASX release dated 17 January 2023 announcing that it had been selected to participate in the inaugural BHP Xplor program to help fund exploration at the Company's Broken Hill Project in New South Wales.

BHP Xplor, an accelerator program introduced by BHP in August 2022, is designed to help provide participants with the opportunity to accelerate their growth and the potential to establish a long-term partnership with BHP and its global network of partners.

Impact will receive up to US\$500,000 in cash payments from BHP over the term of the six-month Agreement and gain access to a network of internal and external experts to help guide development in the technical, business and operational aspects of the Company.

As announced, BHP does not acquire an equity interest in Impact or any project, however Impact commits to certain exclusivity and pre-emption regimes during the term of the Agreement with respect to investments in Impact or its projects, as well as data sharing provisions in relation to the Agreement. Further details of the Agreement are outlined below.

This announcement has been approved for release to the ASX by Dr Michael Jones, Managing Director.

**Dr Michael G Jones**  
Managing Director

### COMPANY DETAILS

Market Cap: A\$20m (0.008 p/s)

Issued Capital: 2,481,370,556

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### DIRECTORS

**Mr Peter Unsworth**  
Chairman

**Dr Michael Jones**  
Managing Director

**Mr Paul Ingram**  
Non-Executive Director

**Dr Frank Bierlein**  
Non-Executive Director

**Mr Bernard Crawford**  
Company Secretary

## Summary of Exclusivity, Pre-Emption Rights and Data Sharing

### Exclusivity

For the duration of the 6 month program term, Impact will not, without the prior written consent of BHP:

- undertake or propose to undertake an IPO or direct listing or any other transaction which is not a Permitted Transaction (**Restricted Transaction**);
- solicit or enter into any discussions regarding the foregoing; or
- reclassify, sell, assign, pledge or encumber any Project assets.

A **Permitted Transaction** is a transaction which doesn't have the purpose or effect of raising capital in connection with the Project or which is only for general working capital purposes of the business of Impact.

The **Project** is Impact's Broken Hill Project in New South Wales within a defined area as specified in the Xplor program agreement.

### Pre-Emption Rights

If during the program term, BHP or a related entity elect to make a non-binding proposal for an investment in the Project or Impact, BHP has a Right of First Refusal (**ROFR**) until 12 months after the end of the program term as follows:

- If Impact or a third party propose a Restricted Transaction, BHP will have the ROFR to negotiate a definitive agreement as the exclusive counterparty regarding any proposed Restricted Transaction on the same terms and conditions as offered in the proposed Restricted Transaction; and
- If Impact intends to undertake an IPO or direct listing, BHP will have the ROFR to negotiate and enter into a definitive agreement to subscribe the number of equity securities in Impact at the IPO issue price or fair market value in relation to a direct listing that would result in BHP holding up to 19.9% of the equity securities in Impact post any institutional or retail offering of Impact's equity securities in relation to an IPO or up to 19.9% of the equity securities in Impact immediately prior to a direct listing.

### Data Sharing

During the program term Impact commits to provide BHP with certain information including progress reports regarding the Project, technical data obtained and expenditure incurred.