

CAPITAL RAISING TO COMPLETE THE PORT GREGORY PFS

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Key highlights:

- **Heavy Minerals is undertaking a capital raising via a non-underwritten share purchase plan (SPP) to raise up to \$750,000 (before costs).**
- **Proceeds from the SPP are intended to be applied towards:**
 - ✕ Completion of the Port Gregory Pre-Feasibility Study whilst awaiting receipt of Royalty Funds;
 - ✕ Permitting activities for the Port Gregory Project;
 - ✕ Additional works at Red Hill and other priority exploration targets;
 - ✕ Costs of the SPP; and
 - ✕ General working capital.

Heavy Minerals Limited (ASX: HVY) (**Heavy Minerals, HVY** or the **Company**) is pleased to advise that it is undertaking a capital raising via an SPP to raise up to \$750,000 (before costs) through the issue of up to 9,146,342 fully paid ordinary shares in the Company (**Shares**) at an issue price of \$0.082 per Share (**New Shares**).

Under the SPP, eligible HVY shareholders, being shareholders recorded on the Company's Share register as at 5:00pm (AWST) on Tuesday, 13 February 2024 (**Record Date**) with a registered address in Australia or New Zealand (**Eligible Shareholders**), will each have the opportunity to apply for up to \$30,000 worth of New Shares without incurring brokerage or other transaction costs.

The SPP offer period will open on Wednesday, 21 February 2024 and is expected to close at 5:00pm (AWST) on Wednesday, 6 March 2024. As the SPP is not underwritten, the Company may raise more or less than this amount. If the sum of applications received under the SPP is greater than \$750,000, the Directors in their absolute discretion may decide to scale back or to accept applications (in whole or in part) that results in the SPP raising more than the \$750,000, subject to compliance with the ASX Listing Rules and the *Corporations Act 2001* (Cth) (**Corporations Act**).

The full terms and conditions of the SPP will be set out in the SPP Offer Booklet, which is expected to be released to the ASX and dispatched to Eligible Shareholders via their preferred method of contact on Wednesday, 21 February 2024. New Shares to be issued under the SPP will rank equally in all respects with the Company's existing Shares, from their respective date of issue.

The Company has lodged an ASX Appendix 3B for the SPP, and will lodge a cleansing notice under ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 on the SPP opening date and an ASX Appendix 2A on completion of the SPP.



Key timeline of events

Event	Date
Record Date (5:00pm AWST)	Tuesday, 13 February 2024
Announcement of SPP and lodgement of Appendix 3B	Wednesday, 14 February 2024
Despatch of SPP Offer Booklet to Eligible Shareholders and release of Booklet on the ASX	Wednesday, 21 February 2024
SPP opening date	
SPP closing date (5:00pm AWST)	Wednesday, 6 March 2024
Announcement of SPP results	Wednesday, 13 March 2024
Issue of New Shares	Wednesday, 13 March 2024
Application for quotation of New Shares	
Official quotation and commencement of trading of New Shares	Thursday, 14 March 2024

Note: This timetable is indicative only and may be subject to change. The commencement of trading and quotation of New Shares under the SPP is subject to confirmation from the ASX. Subject to the requirements of the Corporations Act, the ASX Listing Rules and other applicable rules, HVY reserves the right to amend this timetable at any time, including extending the period for the SPP or accepting applications generally or in particular cases, without notice. Accordingly, shareholders are encouraged to submit their application forms as early as possible.

Use of funds

The proceeds from the SPP are intended to be applied towards completion of the Port Gregory Pre-Feasibility Study whilst awaiting receipt of additional Royalty Funds, permitting activities for the Port Gregory Project, additional works at Red Hill and other priority exploration targets, costs of the SPP and general working capital.

This announcement has been authorised by the Board of Directors of the Company.

Ends

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About Heavy Minerals Limited

Heavy Minerals Limited (ASX: HVY) is an Australian ASX listed industrial mineral exploration company.

The Company's projects are prospective for industrial minerals including but not limited to Garnet, Zircon, Rutile and Ilmenite. The Company's initial focus is the Port Gregory and Red Hill Garnet Projects in Western Australia with the Port Gregory project having a JORC (2012) Mineral Resource of 166 million tonnes @ 4.0% Total Heavy Minerals. This comprises a Measured Mineral Resource of 126 Mt @ 3.8% THM; an Indicated Mineral Resource of 20 Mt @ 6.5% THM; and an Inferred Mineral Resource of 20 Mt @ 2.9% THM. This includes 5.9 million tonnes of contained Garnet and 260 thousand tonnes of ilmenite¹.

An Exploration Target has been defined for Red Hill using cut-off grades for reporting of 3% THM and 1% THM and ranging from 90 to 150 Mt of material @ 5.4% to 4.1% THM. The Exploration Target also contains between 5 and 6 Mt of THM and 3.8 and 4.5 Mt of garnet². The potential quality and grade of the Exploration Target is conceptual in nature and there has been insufficient exploration activity to determine a Mineral Resource estimate and it is uncertain if further exploration will result in the estimation of a Mineral Resource.

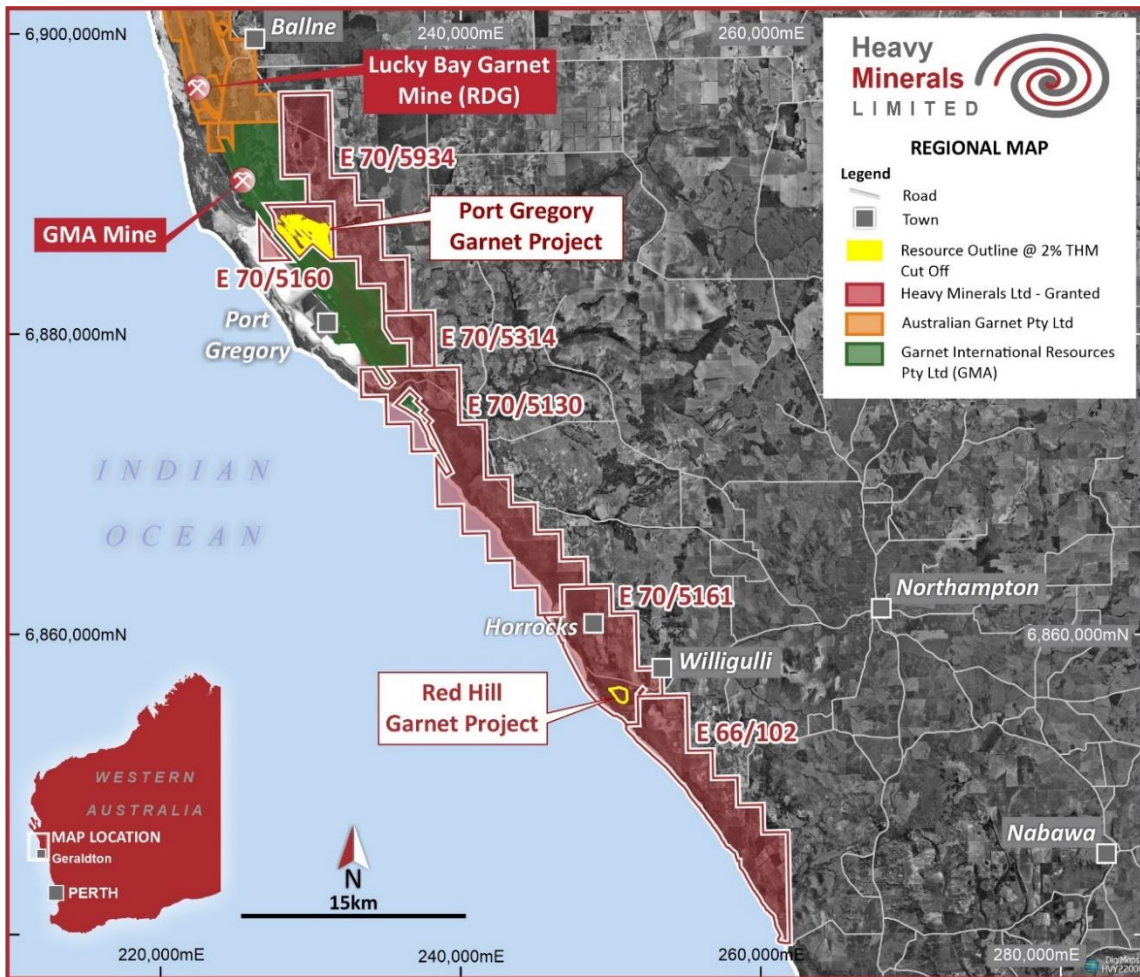
The Company's other project is the Inhambane Heavy Mineral Project in Mozambique which contains an ilmenite dominated JORC (2012) Inferred Mineral Resource of 90 million tonnes @ 3.0% Total Heavy Mineral³.

To learn more please visit: www.heavyminerals.com

¹ https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02685080-6A1157738?access_token=83ff96335c2d45a094df02a206a39ff4

² https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02661758-6A1148442?access_token=83ff96335c2d45a094df02a206a39ff4

³ https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02462745-6A1067130?access_token=83ff96335c2d45a094df02a206a39ff4



Project Locations - Port Gregory and Red Hill

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