

\$500k CAPITAL RAISING

HIGHLIGHTS:

- Arcadia has received firm commitments from sophisticated and professional investors to raise \$500,000 via a chess depositary interests over shares (**CDIs**) placement of 8,333,333 CDIs at \$0.06 per CDI (**Placement**)
- At-The-Market Facility Term Sheet entered into to provide standby equity of up to \$2M

Arcadia Minerals Limited (ASX:AM7, FRA:8OH) (Arcadia or the Company) is pleased to announce that it has received binding firm commitments from sophisticated and professional investors to raise \$500,000 (before costs) through the issue of 8,333,333 CDIs at an issue price of \$0.06 per CDI (**Placement**). Funds raised from the Placement and Rights Issue will be used to undertake exploration, working capital and costs of the offer.

Placement and Rights Issue

The Placement of 8,333,333 CDIs at \$0.06 per CDI to raise \$500,000 was strongly supported by existing shareholders. The Company will issue the Placement Shares under its existing placement capacity under ASX Listing Rule 7.1 and is expected to settle on or around 17 May 2024. Subject to shareholder approval, Director Michael Davy has committed to subscribe for \$20,000 (333,333 CDIs) under the Placement.

In conjunction with the Placement, the Company will undertake a non-renounceable rights issue. The Rights Issue will be offered to all eligible CDI holders with the intention of providing the same opportunity to existing holders per the placement. The Company will finalise the documentation for the Rights Issue within the next three weeks and provide a timetable once confirmed by ASX. It is proposed that the record date will be after the issue of the Placement shares, so that Placement participants may participate in the Rights Issue.

All CDIs issued under the Placement and Rights Issue will rank equally with existing CDIs on issue, and the Company will apply for official quotation of the CDIs on ASX.

The Company has appointed Kaai Capital as lead manager to the Placement. The Lead Manager will also assist to place any shortfall arising under the Rights Issue (**Shortfall**). In consideration for these services, the Company will pay Kaai a fee of 6% of the amount

raised under the Placement and the Shortfall, and issue to Kaai or its nominees 3 million options at an issue price of \$0.00001 per option, each with an exercise price of 10c expiring 2 years from the date of issue. Under its mandate, Kaai will have the right to place the Shortfall at any time within the 3 months after close of the Rights Issue.

Please refer to the Company's Appendix 3B for further details in regards to the Placement CDIs to be issued.

ATM Facility

The Company is also pleased to announce it has entered into a non-binding At-The-Money (**ATM**) Financing Term Sheet with 8 Equity Pty Ltd (**8 Equity**) under which 8 Equity will provide the Company with an ATM facility to raise up to \$2M over a 3 year period (**Facility**).

The Term Sheet is non-binding and the Facility is subject to the parties entering into formal documentation.

Under the Facility, the Company will seek shareholder approval to issue a maximum amount of up to 8,333,333 advanced subscription shares to 8 Equity (**Advanced Subscription Shares**). During the term of the Facility, the Company can instruct 8 Equity to raise funds through the sale of shares on-market, specifying the period over which shares can be sold, the minimum price at which shares can be sold at, and the maximum number of shares to be sold (or the amount it wishes to raise). At the end of the sale period, 8 Equity will provide the net proceeds of the sale of shares to the Company (less raising fees). There is no requirement on the Company to use the Facility and it can cancel the Facility without penalty at any time. If any Advanced Subscription Shares have not been sold by the end of the Term, the parties can mutually agree an issue price for 8 Equity to pay to retain the shares, or the Company can specify a floor price at which 8 Equity can sell the shares on market over a specified period to raise funds, or the shares will be bought back by the Company and cancelled for nil consideration. The Advance Subscription Shares will be issued subject to shareholder approval, the Company intends to finalise documentation with 8 Equity over the coming weeks with the intention to hold the shareholder meeting in the last week of June 2024.

For the purpose of Listing Rule 15.5, this announcement has been authorised for release by the Board of Directors of Arcadia Minerals Limited.

For further information, please contact:

Jurie Wessels - Executive Chairman

ARCADIA MINERALS LIMITED

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BACKGROUND ON ARCADIA

Arcadia is a Namibia-focused diversified metals exploration company, which is domiciled in Guernsey. The Company explores for a suite of new-era metals (Lithium, Tantalum, Platinum-Group-Elements, Nickel and Copper). The Company's strategy is to bring the advanced Swanson Tantalum project into production and then to use the cashflows (which may be generated) to drive exploration and development at the potentially company transforming exploration assets. As such, the first two pillars of Arcadia's development strategy (a potential cash generator and company transforming exploration assets) are established through a third pillar, which consists of utilising the Company's human capital of industry specific experience, tied with a history of project generation and bringing projects to results, and thereby, to create value for the Company and its shareholders.

Most of the Company's projects are located in the neighbourhood of established mining operations and significant discoveries. The mineral exploration projects include-

1. Bitterwasser Lithium in Clay Project – which project contains a potentially expanding JORC Mineral Resource from lithium-in-clays
2. Bitterwasser Lithium in Brines Project – which is prospective for lithium-in-brines within the Bitterwasser Basin area.
3. Kum-Kum Project – prospective for nickel, copper, and platinum group elements.
4. TVC Pegmatite Project – prospective for Lithium, Tantalum and other associated minerals.
5. Karibib Project – prospective for copper and gold.
6. The Swanson Mining Project – advanced tantalum mining project undergoing development to become a mining operation, and which contains a potentially expanding JORC Mineral Resource within the Swanson Project area.

As an exploration company, all the projects of the company are currently receiving focus. However, currently the Swanson project and the Bitterwasser Lithium projects may be considered as Arcadia's primary projects due to their potential to enhance the Company's value.

For more details, please visit www.arcadiaminerals.global

DISCLAIMER

Some of the statements appearing in this announcement may be forward-looking statements. You should be aware that such statements are only predictions and are subject to inherent risks and uncertainties. Those risks and uncertainties include factors and risks specific to the industries in which Arcadia operates and proposes to operate as well as general economic conditions, prevailing exchange rates and interest rates and conditions in the financial markets, among other things. Actual events or results may differ materially from the events or results expressed or implied in any forward-looking statement. No forward-looking statement is a guarantee or representation as to future performance or any other future matters, which will be influenced by a number of factors and subject to various uncertainties and contingencies, many of which will be outside Arcadia's control.

The Company does not undertake any obligation to update publicly or release any revisions to these forward-looking statements to reflect events or circumstances after today's date or to reflect the occurrence of unanticipated events. No representation or warranty, express or implied, is made as to the fairness, accuracy, completeness or correctness of the information, opinions or conclusions contained in this announcement. To the maximum extent permitted by law, none of Arcadia, its directors, employees, advisors or agents, nor any other person, accepts any liability for any loss arising from the use of the information contained in this announcement. You are cautioned not to place undue reliance on any forward-looking statement. The forward-looking statements in this announcement reflect views held only as at the date of this announcement.

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