

17 DECEMBER 2020

AGC IPO OVERSUBSCRIBED

- Australian Gold and Copper Ltd (AGC) IPO oversubscribed, binding commitments in place for \$10m
- Magmatic shareholders will receive an in-specie share distribution of approximately 80% of the shares MAG holds in AGC
- AGC IPO on track to successfully list in early January 2021

Magmatic Resources Limited ('Magmatic', 'The Company', 'MAG') is pleased to provide an update on the proposed spin out and listing of its subsidiary, Australian Gold and Copper (AGC), on the Australian Securities Exchange (ASX) by way of an initial public offering (IPO).

AGC lodged a prospectus with the Australian Securities & Investments Commission on 18 November 2020 along with a supplementary prospectus on 1 December 2020 (together, the Prospectus) to raise a minimum of \$7,000,000 (before costs) and maximum of \$10,000,000 (before costs) (AGC Offer).

There has been excellent support for the AGC IPO, which has been oversubscribed, resulting in AGC securing binding commitments to raise the full \$10.0 million. Significant demand was received from institutional investors along with sophisticated and professional investors. Pleasingly, there was good demand from Magmatic shareholders under the Priority Offer component, which is also oversubscribed.

In-Specie Distribution to MAG Shareholders

If the relevant conditions are satisfied, existing Magmatic Shareholders as at the In-specie Distribution Record Date of **29 December 2020** will receive an "in-specie" distribution of shares in AGC, which equates to approximately five (5) AGC shares for every thirty six (36) MAG shares held.

Ministerial Approval Received for Transfer of Tenements to AGC

As outlined in the Prospectus, the AGC IPO is conditional upon a number of conditions, including ministerial approval of the transfer of tenements into AGC. Magmatic is pleased to confirm that formal approval of these transfers has now been received.

Indicative Timetable

EVENT	DATE
Lodgement of Prospectus with ASIC	18 November 2020
Opening Date of Offer	26 November 2020
Closing Date of the Priority Offer	15 December 2020
Closing Date of the Offer	18 December 2020
Effective Date of Capital Return	22 December 2020
Settlement Date of the Offer	24 December 2020
Allotment Date of Shares	31 December 2020
Expected date for dispatch of holding statements	4 January 2021
Expected commencement of trading on ASX	5 January 2021

Note: This timetable is indicative only. Unless otherwise indicated, all times given are AWST. The Company, in consultation with the Lead Manager, reserves the right to vary any and all of the above dates without notice

(including, subject to the ASX Listing Rules and the Corporations Act, to close the Offer early, to extend the Closing Date, or to accept late Applications or bids, either generally or in particular cases, or to cancel or withdraw the Offer before Completion of the Offer, in each case without notifying any recipient of this Prospectus or Applicants). Furthermore, dates are dependent upon completion, and as such, satisfaction of the Spin-Off Conditions. If the Offer is cancelled or withdrawn before Completion of the Offer, then all Application Monies will be refunded in full (without interest) as soon as possible in accordance with the requirements of the Corporations Act. Investors are encouraged to submit their Applications as soon as possible after the Offer opens

Shareholder Vote

Magmatic shareholders have been asked to vote on the proposed demerger (to be carried out by way of capital reduction and in-specie distribution), at the upcoming Annual General Meeting to be held on **18 December 2020**.

Magmatic Shareholders are encouraged to refer to the Notice of Meeting for the upcoming Annual General Meeting which is available on the Company's website or via the ASX Announcements Platform (ASX MAG 18 November 2020) for further details regarding the proposed demerger and listing of AGC.

Contact details in relation to the AGC Offer:

- **Australian Gold and Copper Limited**
Managing Director: Glen Diemar on gdiemar@austgoldcopper.com.au or
Company Secretary: Andrea Betti on abetti@austgoldcopper.com.au
Telephone: +61 8 9322 6009
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- **Taylor Collison Limited**
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Authorised for release by Peter Duerden, Managing Director

Please direct all shareholder and investor enquiries to:

Peter Duerden

Managing Director

Phone: +61 8 9322 6009

Email: info@magmaticresources.com

This letter is not intended to be an offer for subscription, invitation, recommendation or sale with respect to any shares in any jurisdiction. The proposed offering of Shares by AGC is made under the Prospectus prepared in accordance with the Corporations Act 2001 (Cth) and lodged with the Australian Securities and Investments Commission on 18 November 2020.

You should carefully consider the Prospectus before deciding whether to acquire Shares in AGC. Any person wishing to subscribe for Shares in AGC will need to complete an application form (for either the Priority Offer or the general offer to the public) that will be in or will accompany the Prospectus.

Recipients of this letter should make their own independent assessment of the information contained in the Prospectus and/or seek their own independent professional advice in relation to the Prospectus and/or any action taken on the basis of this letter or the Prospectus.