



Announcement Summary

Entity name

CZR RESOURCES LTD

Date of this announcement

Monday November 28, 2022

The +securities the subject of this notification are:

Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Non-executive Director Performance Rights	4,375,000	28/10/2022
New class - code to be confirmed	Non-executive Director Options	70,000,000	28/10/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

CZR RESOURCES LTD

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

91112866869

1.3 ASX issuer code

CZR

1.4 The announcement is

New announcement

1.5 Date of this announcement

28/11/2022



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

Other

Please specify

Incentive Securities to Directors ASX Ann. 18/5/22 and 5/10/22 and approved by Shareholders 25/11/22

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

Non-executive Director Performance Rights

+Security type

Other

ISIN code**Date the +securities the subject of this notification were issued**

28/10/2022

Will all the +securities issued in this class rank equally in all respects from their issue date? No**If some of the issued +securities do not rank equally:****Is the actual date from which the +securities will rank equally (non-ranking end date) known?** No**Provide the estimated non-ranking end period**

On exercise each Performance Right converts into one fully paid ordinary share in CZR.
50% of Performance Rights vest 28/5/23 if the director remains on the Board of CZR.
Remaining 50% of Performance Rights vest 28/5/24 if the director remains on the Board of CZR.
Unvested Performance Rights are automatically forfeited and cancelled if the Director ceases to be on the Board of CZR
Performance Rights expire after 28/11/26.
Performance Rights will automatically vest on a Change of Control.

Please state the extent to which the +securities do not rank equally:

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

See above

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

Refer to ASX Announcements dated 18 May 2022 (including Appendix 3B) and 5 October 2022 and Resolutions 4 and 5 of Notice of Annual General Meeting announced on 19 October 2022
<https://www.czresources.com/investors/asx-announcements/>

Any other information the entity wishes to provide about the +securities the subject of this notification

N/A



Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

N/A

Issue details

Number of +securities

4,375,000

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Nil consideration

Purpose of the issue

Other

Additional Details

Incentive securities to Non-executive Directors

New +securities

ASX +security code

New class - code to be confirmed

+Security description

Non-executive Director Options

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

28/10/2022

Will all the +securities issued in this class rank equally in all respects from their issue date?

No

If some of the issued +securities do not rank equally:

Is the actual date from which the +securities will rank equally (non-ranking end date) known?

No

Provide the estimated non-ranking end period

On exercise each Option converts into one fully paid ordinary share in CZR.
Options vest on 28/11/25 if the director remains on the Board of CZR.
Unvested Options are automatically forfeited and cancelled if the Director ceases to be on the Board of CZR.



Options are exercisable at 2.8 cents.
Options expire 28/11/26.
Options will automatically vest on a Change of Control

Please state the extent to which the +securities do not rank equally:

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

See above

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

Refer to ASX Announcements dated 18 May 2022 (including Appendix 3B) and 5 October 2022 and Resolutions 6 and 7 of Notice of Annual General Meeting announced on 19 October 2022
<https://www.czrresources.com/investors/asx-announcements/>

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.02800000	28/11/2026

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

CZR: Ordinary Fully Paid Share

Any other information the entity wishes to provide about the +securities the subject of this notification

N/A

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

N/A



Issue details

Number of +securities

70,000,000

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Nil consideration

Purpose of the issue

Other

Additional Details

Incentive securities to Non-executive Directors





Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
CZR : ORDINARY FULLY PAID	3,813,253,438

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
CZRAM : OPTION EXPIRING 16-SEP-2026 EX \$0.000001	7,500,000
CZRAJ : OPTION EXPIRING 22-MAR-2026 EX \$0.000001	18,500,000
CZRAK : OPTION EXPIRING 22-MAR-2026 EX \$0.016	7,000,000
CZRAL : OPTION EXPIRING 22-MAR-2026 EX \$0.031	7,000,000
CZRAE : OPTION EXPIRING 13-APR-2025 EX \$0.0165	7,000,000
CZRAB : OPTION EXPIRING 29-JUN-2024 EX 2.16C	56,860,378
CZRAD : OPTION EXPIRING 18-SEP-2024 EX 3.18C	5,000,000
CZRAF : OPTION EXPIRING 09-NOV-2025 EX \$0.000001	40,000,000
CZRAG : OPTION EXPIRING 09-NOV-2025 EX \$0.016	10,000,000
CZRAH : OPTION EXPIRING 09-NOV-2025 EX \$0.031	10,000,000
CZRAI : OPTION EXPIRING 09-NOV-2024 EX \$0.000001	5,000,000
New class - code to be confirmed : Non-executive Director Performance Rights	4,375,000
New class - code to be confirmed : Non-executive Director Options	70,000,000



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

Yes

5.2a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

25/11/2022