

22 December 2021

ASX Announcement



Agreement to Sell 70% Interest in Munni Munni Joint Venture for A\$4.90m in Shares and Cash.

Highlights

Binding Heads of Agreement (the 'Agreement') executed with AIM-listed Alien Metals (AIM : UFO) ('Alien') to acquire Artemis's 70% joint venture interest in the Munni Munni Platinum Group Metals Project in the West Pilbara, Western Australia ('Munni Munni Project').

Alien is in the process of completing a transaction to acquire the 30% of the joint venture interest not owned by Artemis from Platina Resources (Announcement 24th November 2021 on ASX and AIM).

By consolidating ownership of Munni Munni, Alien can provide the required bandwidth and expertise to progress the project and Artemis can retain its focus on its Pilbara gold and copper projects whilst retaining its upside to the project via its shareholding in Alien.

Consideration of A\$4,900,000 through the issue to Artemis (or its nominee) of:

- **A\$4,650,000 worth of fully paid ordinary shares in the capital of Alien (Shares) at the 15-day VWAP of the Company's shares prior to the date the Agreement was signed; and**
- **A cash payment of A\$250,000.**

The Munni Munni Project is adjacent to the Alien's highly prospective Elizabeth Hill project which already hosts potential for further significant silver, copper, nickel and PGE mineralisation.

Completion is subject to a number of conditions precedent including due diligence by Alien within 21 days of the date of execution of the Agreement as well as gaining the necessary regulatory approvals and third-party consents and approvals. A significant amount of work has already taken place between the Parties and it is expected that the conditions precedent will be completed in a timely manner.

Upon sale completion Artemis will have completed its divestment programme begun in April 2020 and will retain its 100%-owned projects at Paterson Central, Greater Carlow and the Radio Hill Processing Plant.

Artemis Resources Limited (“Artemis” or “the Company”) (ASX:ARV, Frankfurt: ATY, US OTCQB: ARTTF) is pleased to provide an update on the proposed sale transaction of its 70%-owned Munni Munni Joint Venture PGM Project in the west Pilbara region of Western Australia.

Alastair Clayton, Executive Director commented: “I am very pleased to report to shareholders that we have entered into this agreement to divest our 70% joint venture interest in the Munni Munni Project to Alien Metals who are already completing on the minority 30% stake in the Munni Munni joint venture owned by Platina Resources.

This transaction will, over time, provide a significant injection of liquidity to Artemis to assist funding our exploration programmes at the Paterson Central and Carlow gold and copper projects and maintain our Radio Hill processing facility. It will also reduce our committed annual expenditure requirements by ~A\$300,000 per annum.

Importantly the project will be consolidated by a single entity which has its key project, the Elizabeth Hill Silver Deposit abutting the Munni Munni group of licences. Alien are committed to aggressively exploring for more resources and driving the Munni Munni Project forward in a way that we couldn't given our commitments elsewhere.

As a major shareholder of Alien, we will benefit from Alien's success at Munni Munni as well as their outstanding Iron Ore and Silver Projects in the region and we wish the Alien team every success.

Upon completion of this transaction Artemis will draw to a close its structured divestment programme.”

Transaction Terms

Artemis has entered into a Binding Term Sheet with Alien Metals Limited to sell its 70% interest in four mining licences and an exploration licence, covering a total of 75.9km², located in the West Pilbara region of Western Australia, known as the Munni Munni Platinum Group Metals and Gold Project ('Munni Munni Project')

Subject to satisfaction (or waiver) of the conditions precedent to the Agreement, Alien agrees to acquire 70% of ARV's joint venture interest in the Munni Munni PGE project for a combined consideration of A\$4,900,000 through the issue to Artemis (or its nominee) of:

- Consideration Shares equal to A\$4,650,000 worth of fully paid ordinary shares in the capital of Alien (Shares) at the 15-day VWAP of the Company's shares prior to the date the Agreement was signed; and
- A cash payment of A\$250,000.

Artemis has agreed to various Escrow arrangements with respect to the Consideration Shares. A first and second tranche of A\$1,150,000 worth of Consideration Shares at the issue price shall be escrowed for 3 and 6 months from completion.

A third tranche of A\$2,350,000 worth of Consideration Shares at the issue price shall be escrowed for 12 months from completion.

It is envisaged that by Completion, Alien will hold an interest of 100% in the Munni Munni Project should Alien complete the transaction with Platina Resources for the remaining 30% as announced on the 24th November 2021.

The final exact percentage shareholding Artemis will have in Alien will be calculated at completion however it is expected Artemis will be a major and notifiable shareholder in Alien.

Completion is subject to a number of conditions precedent including completion of technical, financial and legal due diligence by Alien on the Assets, within 21 days of the date of execution of the Agreement and also obtaining necessary regulatory approvals and obtaining all necessary third-party consents and approvals to give effect to the proposed acquisition. A significant amount of work has already taken place between the Parties and it is expected that the conditions precedent will be completed in a timely manner.

For more information, please visit www.artemisresources.com.au

This announcement was approved for release by the Board.

For further information contact:

Alastair Clayton

Executive Director

alastair.clayton@artemisresources.com.au