



Announcement Summary

Entity name

FENIX RESOURCES LTD

Announcement Type

New announcement

Date of this announcement

25/2/2025

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
FEX	ORDINARY FULLY PAID	231,999,955

Proposed +issue date

29/4/2025

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

FENIX RESOURCES LTD

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ACN

Registration Number

125323622

1.3 ASX issuer code

FEX

1.4 The announcement is

New announcement

1.5 Date of this announcement

25/2/2025

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	1/4/2025	Estimated	

Comments

Fenix's off-market takeover bid for CZR Resources Ltd is subject to the conditions outlined in section 10.8 of the Bidder's Statement dated 25 February 2025 and released on ASX on the same date.

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +security code and description

FEX : ORDINARY FULLY PAID

Number of +securities proposed to be issued

231,999,955

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No



Please describe the consideration being provided for the +securities

Securities to be issued in relation to Fenix's conditional off-market takeover bid (Offer) for CZR Resources Ltd (CZR). Under the Offer, CZR shareholders will be entitled to receive 0.85 Fenix share for every 1 CZR share, increasing to 0.98 Fenix share for every 1 CZR share on or before 7pm (AEDT) on 21 March 2025 (fractional entitlements rounded up to the nearest whole number). Refer to the Bidder's Statement dated 25 February 2025 for further details.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

0.300000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

29/4/2025

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

No

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Refer section 9.11 of the Bidder's Statement dated 25 February 2025.



Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

To facilitate completion of the all-scrip off-market takeover offer to acquire up to 100% of the issued capital of CZR Resources Limited. Refer to the Bidder's Statement dated 25 February 2025.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

The proposed issue date and number of shares to be issued will depend on the timing and level of acceptances. Refer to the Bidder's Statement dated 25 February 2025 for additional information.

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a +disclosure document or +PDS for the +securities proposed to be issued