



ABN 83 141 128 841

15 December 2021

Statement of Confirmations

Haranga Resources Limited (ACN 141 128 841) (**Company** or **HAR**) confirms that all conditions precedent to the initial public offer (**Offer**) under the Company's prospectus dated 29 October 2021 (**Prospectus**) have been satisfied. The Company has issued 32,500,000 Shares and 16,250,000 Options under the Offer.

Capitalised terms in this announcement have the same meaning given under the Prospectus.

The Company confirms:

- (a) the Offer under the Prospectus closed on 22 November 2021 and that issue of the Securities subscribed for under the Prospectus (as detailed above) has been completed; and
- (b) the Maximum Subscription under the Prospectus was reached.

Issue of Securities

In addition to the above, the Company confirms the issue of the following:

Offers	Number
Shares issued to First Growth (or its nominee/s)	2,500,000
Options issued to First Growth (or its nominee/s)	1,250,000
Options issued to CPS Capital Group Pty Ltd (or its nominee/s)	5,000,000

Use of funds

The Company confirms the statements of commitments as contained within the Prospectus based on the Maximum Subscription remains unchanged and as set out below:

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Funds available	Maximum Subscription (\$6,500,000)	Percentage of Funds
Existing cash reserves ¹	\$335,639	4.9%
Funds raised from the Offer	\$6,500,000	95.1%
Total	\$6,835,639	100%
Allocation of funds		
Issia Project cost reimbursements	\$300,000	4.4%
Issia Project Exploration Costs ²	\$1,995,000	29.2%
Saraya Exploration Costs ²	\$1,270,000	18.6%
Ouangolo Exploration Costs ²	\$410,000	6.0%
Kauroudeni 2 Exploration Costs ²	\$410,000	6.0%
Mangodara and Danbeledougou Exploration Costs ²	\$330,000	4.8%
Repayment of Loan Agreement ⁶	\$100,000	1.5%
Costs of the Offer ³	\$784,115	11.5%
Administration costs ⁴	\$1,084,000	15.9%
Working capital ⁵	\$152,524	2.2%
Total	\$6,835,639	100.0%

Capital Structure

The Company confirms that its capital structure on listing is:

Capital Structure	Shares ¹	Options ²	Performance Shares ³
Securities on issue as at date of Prospectus	7,120,285	5,000,000	Nil
Securities issued pursuant to the Offer	32,500,000	16,250,000	Nil
Securities issued pursuant to Loropeni Agreement	13,000,000	6,500,000	5,000,000
Securities issued pursuant to Mandinga Agreement	5,000,000	2,500,000	Nil



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Capital Structure	Shares ¹	Options ²	Performance Shares ³
Securities issued to the Lead Manager		5,000,000	Nil
Securities issued upon conversion of Converting Loans	2,500,000	1,250,000	Nil
Total Shares on completion of the Offer	60,120,285	36,500,000	5,000,000

Notes:

1. The rights attaching to the Shares are summarised in Section 9.2 of the Prospectus.
2. Terms and conditions of the Options are summarised in Section 9.3 of the Prospectus.
3. Refer to Section 9.4 of the Prospectus for a summary of the terms and conditions of the Performance Shares.

Restricted Securities

The Company confirms that following quotation of the Company's securities on the ASX, the following securities will be subject to restriction pursuant to the ASX Listing Rules for the period outlined below.

Class	Number	Restriction Period
Shares	9,306,265	24 months from date of quotation
Options	14,500,000	24 months from date of quotation
Performance Shares	5,000,000	24 months from date of quotation
Shares	9,000,000	12 months from the date of issue
Options	4,500,000	12 months from the date of issue



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Updated Pro-Forma Balance Sheet (Based on the actual amounts raised under the Offer)

Pro Forma consolidated statement of financial position						
	HAR as at 30 June 2021	Loropeni Reviewed as at 30 June 2021	Mandinga Reviewed as at 30 June 2021	Subsequent events	Pro-Forma adjustments – Max Subscription	Pro-Forma – Max Subscription as at 30 June 2021
	\$AUD	\$AUD	\$AUD	\$AUD	\$AUD	\$AUD
Current Assets						
Cash and cash equivalents	335,639	26,030	37,025	-	5,615,886	6,014,580
Trade and other receivables	154,617	19,666	-	-	-	174,283
Other assets	4,737	-	-	-	-	4,737
Total Current Assets	494,993	45,696	37,025	-	5,615,886	6,193,600
Non Current Assets						
Property plant & equipment	-	-	-	-	-	-
Exploration and evaluation	-	308,616	32,511	4,606,389	288,000	5,235,516

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Pro Forma consolidated statement of financial position

	HAR as at 30 June 2021	Loropeni Reviewed as at 30 June 2021	Mandinga Reviewed as at 30 June 2021	Subsequent events	Pro-Forma adjustments – Max Subscription	Pro-Forma – Max Subscription as at 30 June 2021
Total Non Current Assets	-	308,616	32,511	4,606,389	288,000	5,235,516
Total Assets	494,993	354,312	69,536	4,606,389	5,903,886	11,429,116
Current Liabilities						
Trade and other payables	594,380	389,545	77,692	-	(500,000)	561,617
Total Current Liabilities	594,380	389,545	77,692	-	(500,000)	561,617
Total Liabilities	594,380	389,545	77,692	-	(500,000)	561,617
Net Assets/(Liabilities)	(99,387)	(35,233)	(8,156)	4,606,389	6,403,886	10,867,499
Equity						

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Pro Forma consolidated statement of financial position

	HAR as at 30 June 2021	Loropeni Reviewed as at 30 June 2021	Mandinga Reviewed as at 30 June 2021	Subsequent events	Pro-Forma adjustments – Max Subscription	Pro-Forma – Max Subscription as at 30 June 2021
Issued capital	40,834,231	2,410	2,410	3,595,180	5,571,470	50,005,701
Reserves	6,127,871	-	-	1,498,000	2,568,000	10,193,871
Accumulated losses	(47,061,489)	(37,643)	(10,566)	(486,791)	(1,735,584)	(49,332,073)
Total Equity	(99,387)	(35,233)	(8,156)	4,606,389	6,403,886	10,867,499

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Tenement Access

The Company confirms that there are no legal, regulatory, statutory or contractual impediments to HAR entering the tenements at the Loropeni Gold Projects or the Saraya Uranium Project and carrying out exploration activities such that HAR will be able to spend its cash in accordance with its commitments for the purposes of Listing Rule 1.3.2(b).

Completed Agreements

The Company confirms that the following agreements have been completed:

- (a) the Converting Loan Agreement between HAR and First Growth including the issue of 2,500,000 fully paid ordinary shares and 1,250,000 Options;
- (b) the Loan Agreement between HAR and First Growth including repayment of \$100,000;
- (c) the Loropeni Agreement between HAR and the shareholders of Loropeni Resources SARL including the issue of:
 - (i) 13,000,000 fully paid ordinary shares;
 - (ii) 6,500,000 Options;
 - (iii) 5,000,000 Performance Shares;
- (d) the Mandinga Agreement between HAR and the shareholders of Mandinga Resources SARL including the issue of:
 - (i) 5,000,000 fully paid ordinary shares;
 - (ii) 2,500,000 Options; and
- (e) the Laody Earn-In and JV Agreement between Loropeni and Laody Exploration LLC including the payment of FCFA 150,000,000 (or AUD\$300,000).

The Company confirms that the Ouangolao Option Agreement between Loropeni and Anthony remains on foot.

Waivers

The Company confirms that it has been granted a waiver from Listing Rule 1.1 condition 12 to have on issue 5,000,000 performance shares with a nil exercise price on condition that the material terms and conditions of the performance shares are clearly disclosed in the Prospectus.



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-ENDS-

Authorised for release by: the Board of Haranga Resources Limited

For further information, contact:

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