

\$8 million capital raise to commence bringing the Mt Boppy Gold Mine into production in 2024

Highlights

- Firm commitments received for \$8 million to be applied towards bringing the Mt Boppy Gold Mine into production.
- Mt Boppy has an initial 5-year Mine Plan generating a forecast EBITDA of up to approximately \$19 million per annum¹.
- The \$8 million raised will allow for the establishment of an on-site processing facility to recover gold from oxidised ore. The balance of capital required for a flotation circuit for processing of sulphide ore is to be funded from project cash flows.
- Manuka tenements in the region, including the Mt Boppy mining licenses, hold significant exploration upside. Once in production at Mt Boppy, the Company intends to aggressively explore with the aim of increasing annual gold production and extending the life of mine.
- Cash flows from Mt Boppy will support the potential restart of the Wonawinta Silver Mine, located 150km south of Mt Boppy, as a dedicated silver operation in 2025.
- The Company is targeting the release of an updated Reserve Statement for the Wonawinta Silver Mine in the current June quarter.

Manuka Resources Limited (“**Manuka**” or the “**Company**”) is pleased to announce it has received firm commitments from institutional and other exempt investors for up to \$8 million worth of new Manuka shares (each, a **New Share**) via a Share Placement (“**Placement**”) to commence bringing the Mt Boppy Gold Mine into production within 2024.

The Company is pursuing a staged growth strategy that is initially focused on gold and silver production and free cash flow generation from its assets in the Cobar Basin.

The Company has recently completed a sonic drilling program to firm up confidence in the Mt Boppy Resource² and developed an initial 5-year Mine Plan that is forecast to generate an average \$19 million EBITDA per annum³. The capital raising will fund the establishment and ramp up of a fit-for-purpose gold processing facility on-site at the My Boppy Gold Mine with first doré production scheduled for Q4 2024. Previously, ore mined at Mt Boppy had been transported, to and processed at, the Wonawinta Silver Mine located 150km south of Mt Boppy.

Dennis Karp, Manuka’s Executive Chairman, commented:

“We are delighted to announce this significant capital raising for the Company and look forward to launching immediately into the execution of our strategy to establish on-site

¹ ASX release 15 April 2024.

² ASX release 16 April 2024

³ ASX release 15 April 2024

processing capacity at Mt Boppy and potentially commencing gold doré production later this year.

Bringing a new processing plant at Mt Boppy online represents Stage 1 of the Company's staged self-sustaining growth plan, that is focused initially on production and free cash generation from our Cobar Basin gold and silver projects, and subsequently development of our world-class VTM Sands Project in New Zealand.

With firm commitments toward this capital raising received and continued strength in the gold and silver markets, it is an exciting time to be a Manuka shareholder."

Following the ramp-up of the Mt Boppy Gold Mine, the Company will look to recommence silver production at Wonawinta in 2025 with the support of cash flow generated from Mt Boppy. Previously Australia's largest primary silver producer, the Wonawinta Silver Mine comprises an existing mine and process plant and a Resource of 38.3Mt at 41.3g/t Ag for 51Moz⁴ including a higher-grade component of 4.5Mt at 97 g/t Ag for 14Moz.

Wonawinta, which as recently as December 2023 was used to process ore from Mt Boppy, is currently on care and maintenance. The Company is targeting the release of an updated Reserve Statement for the Wonawinta Silver Mine in the current quarter.

Use of Placement Proceeds

The proceeds of the Placement are proposed to be used as follows:

Table 1: Use of Placement Proceeds

Item	Amount (A\$)
New Inline Pressure Jigs / Centrifuge	\$1.4 million
New Intensive Leach Reactor	\$0.5 million
Operating Costs During Ramp Up	\$1.2 million
Tailings Dam	\$2.1 million
Other costs (including working capital and contingency)	\$2.8 million
Total	\$8.0 million

Placement Details

The Placement comprises the issue of approximately 133.3 million New Shares which will rank equally with the Company's existing ordinary shares. The Placement price of \$0.06 per share represents:

- a 13.0% discount to the closing price of the Company's shares on 6 May 2024; and
- a 18.1% discount to the 5-day volume weighted average price ("VWAP");

Each New Share issued under the Placement will come with one free accompanying option exercisable into an ordinary share in the Company at a strike price of \$0.06 per share and an expiry date of 15 May 2026 (each, an "Option"). The Options are being issued for nil additional cash consideration. It is the intention for the Options to be quoted on ASX, subject to the receipt

⁴ ASX release 1 April 2021

of shareholder approval, the satisfaction of all applicable ASX requirements and following the preparation and issuance of a transaction-specific prospectus.

The Placement will occur in three tranches:

- Tranche 1 will comprise the issue of approximately 87.8 million New Shares and will be undertaken within the Company’s existing placement capacity under ASX Listing Rule 7.1. Accordingly, no shareholder approval will be required. Allotment of the Tranche 1 New Shares is expected to occur on or around 14 May 2024.
- Tranche 2a will comprise 4.56 million New Shares and will be subject to shareholder approval.
- Tranche 2b will comprise approximately 41 million New Shares and will be subject to shareholder approval and the satisfaction of the Conditions Precedent outlined below. The tranche 2b shares are to be issued to Claymore Capital Pty Limited (a longstanding shareholder in Manuka) (“**Claymore**”) or its nominee(s).

The Company anticipates holding a meeting of shareholders in June 2024, to approve the Tranche 2a and Tranche 2b shares and the issue of the Options.

Tranche 2b Share Issuance – Key Terms

The issue of New Shares and Options under Tranche 2b will be subject to certain conditions precedent, outlined below (“**Conditions Precedent**”). The Company is confident of satisfying these conditions on or shortly after the July meeting of shareholders:

- (a) the Tranche 2b shares and associated Options being approved at a general meeting of shareholders; and
- (b) Claymore being satisfied (acting reasonably) that the proceeds of the Placement (including Tranche 2b) is sufficient to complete construction of the Mt. Boppy Gold Mine and restart production.

On satisfaction of the Conditions Precedent, and in addition to the Tranche 2b shares, Claymore will also be entitled to subscribe for up to a further approximately 41.7 million shares (and an equivalent number of accompanying free Options) at the Placement price of \$0.06 per share (total subscription amount of \$2.5 million). Claymore’s entitlement to subscribe for additional New Shares (and accompanying Options) is also subject to shareholder approval.

Indicative Timetable

An indicative timetable for the Placement is set out below. The timetable remains subject to change at the Company’s discretion, and is subject to compliance with applicable laws and ASX listing rules.

Table 2: Indicative Offer Timetable

Item	Date
Issue of Tranche 1 New Shares	14 May 2024
Dispatch of EGM Notice of Meeting to Shareholders	May 2024
EGM	June 2024

Settlement of Tranche 2a funds and issue of associated New Shares and Options	July 2024
Settlement of Tranche 2b funds and issue of associated New Shares and Options	Subject to satisfaction of Conditions Precedent

This timetable is indicative only and the Company may, at its discretion, vary any of the above dates, subject to the ASX Listing Rules and the Corporations Act 2001 (Cth) and other applicable laws.

Bell Potter Securities Limited and Shaw and Partners Limited acted as Joint Lead Managers and Bookrunners for the Placement. BurnVoor Corporate Finance acted as financial adviser to the Company.

This announcement has been approved for release by the Company's Board of Directors.

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About Manuka

Manuka Resources Limited (ASX: MKR) is an Australian mining and exploration company with key gold and silver assets located in the Cobar Basin, central west New South Wales and offshore vanadium bearing iron sands in the South Taranaki Bight of New Zealand. These projects include:

The Mt Boppy Gold Mine (Cobar Basin, NSW)

The Mt Boppy gold mine is located 43 km east of Cobar, in the Central West region of New South Wales. The current Mt Boppy Mineral Resource⁵ is estimated at 4.3Mt at 1.19 g/t Au and comprises a mix of oxidised and transitional/fresh in-ground mineralisation, mineralised rock dumps and mineralised tailings.

The Company has to date processed its stockpiles and gold mineralised waste product through its Wonawinta plant. Manuka are currently pursuing a strategy of establishing of a fit-for-purpose, on-site crush-screen-mill-float facility to enhance the economics of the Mt. Boppy Mine and the value of near-mine prospects. The Mt Boppy site includes a 48-person mine camp and is fully permitted for the proposed processing plant and on-site production.

⁵ ASX release 25 August 2023



Mt Boppy Gold mine

The Wonawinta Silver Mine (Cobar Basin, NSW)

Previously Australia's largest primary silver producer, Wonawinta produced approximately 3 million ounces of silver during 2012-2013, and an additional 500,000oz of silver in 2022. The mine hosts a significant Resource⁶ - including stockpiles and shallow oxide material, Wonawinta contains total Resources of 38.3 million tonnes at 41.3 g/t Ag for 51 million ounces. Within this there is a higher-grade component of 4.5 million tonnes at 97 g/t Ag for 14 million ounces.

The Wonawinta processing plant has a nameplate capacity of approximately 850,000 tpa. The Company is reviewing the potential of recommencing operations at Wonawinta, taking advantage of the strengthening silver price environment.



Wonawinta Silver Mine

⁶ ASX release 1 April 2021

The Taranaki VTM Project (South Taranaki Bight, New Zealand)

Manuka is the 100% owner of the Taranaki VTM (vanadium titanomagnetite) Iron Sands Project. The Project sits in the lowest quartile of the iron ore production cost curve.

The Taranaki VTM Project comprises a 3.2Bt Resource⁷ at 10.17% Fe₂O₃, 1.03% TiO₂ and 0.05% V₂O₅ (1.6Mt V₂O₅) ranking it as one of the largest drilled vanadium projects globally. The Project is located 22 km to 36 km offshore in New Zealand’s EEZ, or Exclusive Economic Zone, outside the 12 nautical limit from the shoreline, in waters ranging between 20 to 50 metres depth and has a granted mining license, MP55581, permitting production of 5Mtpa. On granting of final government approvals to operate the Company will complete its Bankable Feasibility Study on the Project.



Location of Taranaki VTM Project

Compliance Statements

The information in this presentation that relates to previously reported Exploration Results, Exploration Targets, Mineral Resources, Ore Reserves, Production Targets and Financial Forecasts is extracted from the Company’s ASX announcements noted in the text of the presentation and are available to view on the Company’s website. The Company confirms that, other than mining depletion, it is not aware of any new information or data that materially affects the information included in the original announcements and, in the case of estimates of Mineral Resources and Ore Reserves, that all material assumptions and technical parameters underpinning the estimates in the relevant announcement continue to apply and have not materially changes. The Company confirms that the form and context in which the Competent Person’s findings are presented have not been materially altered.

Important Information

This report includes forward-looking statements and comments about future events, including the Company’s expectations about the performance of its businesses. Forward-looking words such as “expect”, “should”, “could”, “may”, “predict”, “plan”, “will”, “believe”, “forecast”, “estimate”, “target” or other similar expressions are intended to identify forward-looking statements. Such statements involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company and which may cause actual results, performance or achievements to differ

⁷ASX release 1 March 2023

materially from those expressed or implied by such statements. Forward-looking statements are provided as a general guide only and should not be relied on as an indication or guarantee of future performance. Given these uncertainties, recipients are cautioned to not place undue reliance on any forward-looking statement. Subject to any continuing obligations under applicable law, the Company disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements in this report to reflect any change in expectations in relation to any forward-looking statements or any change in events, conditions or circumstances on which any such statement is based. No Limited Party or any other person makes any representation, or gives any assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements in the report will occur.