



Announcement Summary

Entity name

PROMINENCE ENERGY LIMITED

Announcement Type

New announcement

Date of this announcement

23/6/2025

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
New class-code to be confirmed	OPTION EXPIRING 4 YEARS FROM ISSUE EX \$0.007	716,666,667
New class-code to be confirmed	PERFORMANCE RIGHTS EXPIRING 5 YEARS FROM ISSUE	668,200,000

Proposed +issue date

22/8/2025

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

PROMINENCE ENERGY LIMITED

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

ABN

Registration Number

69009196810

1.3 ASX issuer code

PRM

1.4 The announcement is

New announcement

1.5 Date of this announcement

23/6/2025

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?
+Security holder approval	8/8/2025	Estimated	

Comments

Approval to be sought for all options and performance rights related to the acquisition and capital raise, as well as director options, detailed in ASX release dated today.

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)?

New class

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

No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

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

No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

OPTION EXPIRING 4 YEARS FROM ISSUE EX \$0.007

+Security type

Options

**Number of +securities proposed to be issued**

716,666,667

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

400,000,000 consideration options as part of the consideration to acquire 100% of the issued capital of Gawler Group Holdings Pty Ltd; 166,666,667 free-attaching placement options; 75,000,000 broker options to be issued to GBA Capital Pty Ltd; 15,000,000 options to be issued to Mike Fischer; 60,000,000 options to be issued to Directors

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.0070

Expiry date**Details of the type of +security that will be issued if the option is exercised**

PRM : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

1 option will convert to 1 fully paid ordinary shares if exercised.

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

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)?
New class

Will the proposed issue of this +security include an offer of attaching +securities?
No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed

Will the entity be seeking quotation of the 'new' class of +securities on



+securities are appropriate and equitable under listing rule 6.1?

No

ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

PERFORMANCE RIGHTS EXPIRING 5 YEARS FROM ISSUE

+Security type

Other

Number of +securities proposed to be issued

668,200,000

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

475,000,000 performance rights to be issued as part of the consideration to acquire 100% of the issued capital of Gawler Group Holdings Pty Ltd; 96,600,000 performance rights to be issued to Marshall Hood as part of his appointment as the Company's Chief Operating Officer; and 96,600,000 performance rights to be issued to Krista Davies as part of her appointment as the Company's Technical Advisor.

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

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

Yes

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Please refer to the ASX announcement dated today.

Part 7C - Timetable

7C.1 Proposed +issue date

22/8/2025

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?

Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

8/8/2025

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



Yes

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?

Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

400,000,000 options and 475,000,000 performance rights to be issued as consideration securities to acquire 100% of the issued capital of Gawler Group Holdings Pty Ltd are subject to a 12-month voluntary escrow period.

Part 7E - Fees and expenses

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

Yes

7E.1a Who is the lead manager/broker?

GBA Capital Pty Ltd

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

A placement fee of 6% and, subject to shareholder approval, 75,000,000 options exercisable at \$0.007 expiring 4 years from the date of issue.

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

Please refer to the ASX announcement dated today for further information

Part 7F - Further Information

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

The securities are being issued as part of the placement and acquisition of 100% of the issued capital of Gawler Group Holdings Pty Ltd, as well as director and senior management securities as detailed in the ASX announcement dated today.

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